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COPY

# STATE OF ARIZONA CORPORATION COMMISSION CORPORATION ANNUAL REPORT & CERTIFICATE OF DISCLOSURE



DUE ON OR BEFORE 10/01/2007

FY07-08

FILING FEE \$10.00

The following information is required by A.R.S. §§10-1622 & 10-11622 for all corporations organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §§10-121.A. & 10-3121.A. YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM. Make changes or corrections where necessary. Information for the report should reflect the current status of the corporation. See instructions on page 4 for proper format.

**RECEIVED**

1. -0073804-9

SUN CITY-YOUNGTOWN ROTARY FOUNDATION, INC.  
19082 R H JOHNSON BLVD STE B  
SUN CITY WEST, AZ 85375

JAN 25 2008

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

\* DELINQUENT ANNUAL REPORT 01/08/2008; CONTACT THE COMMISSION AT 602-542-32851

Business Phone: \_\_\_\_\_

(Business phone is optional.)

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

2.

Statutory Agent: CARRIE J KULESH

Physical Address, If Different:

Mailing Address: 19082 R H JOHNSON BLVD STE B

Physical Address:

City, State, Zip: SUN CITY WEST, AZ 85375

City, State, Zip:

**ACC USE ONLY**

Fee \$ \_\_\_\_\_

Penalty \$ \_\_\_\_\_

Reinstate \$ \_\_\_\_\_

Expedite \$ \_\_\_\_\_

Resubmit \$ \_\_\_\_\_

**Use this box only if appointing a new Statutory Agent**

If appointing a new statutory agent, the new agent **MUST** consent to that appointment by signing below.

I, (individual) or We, (corporation or limited liability company) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

Printed Name of new Statutory Agent

3. Secondary Address:

(Foreign Corporations are  
**REQUIRED** to complete  
this section).

4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

**BUSINESS CORPORATIONS**

- |   |  |
|---|--|
| <input type="checkbox"/> 1. Accounting          | <input type="checkbox"/> 20. Manufacturing                   |
| <input type="checkbox"/> 2. Advertising         | <input type="checkbox"/> 21. Mining                          |
| <input type="checkbox"/> 3. Aerospace           | <input type="checkbox"/> 22. News Media                      |
| <input type="checkbox"/> 4. Agriculture         | <input type="checkbox"/> 23. Pharmaceutical                  |
| <input type="checkbox"/> 5. Architecture        | <input type="checkbox"/> 24. Publishing/Printing             |
| <input type="checkbox"/> 6. Banking/Finance     | <input type="checkbox"/> 25. Ranching/Livestock              |
| <input type="checkbox"/> 7. Barber/Coemctology  | <input type="checkbox"/> 26. Real Estate                     |
| <input type="checkbox"/> 8. Construction        | <input type="checkbox"/> 27. Restaurant/Bar                  |
| <input type="checkbox"/> 9. Contractor          | <input type="checkbox"/> 28. Retail Sales                    |
| <input type="checkbox"/> 10. Credit/Collection  | <input type="checkbox"/> 29. Science/Research                |
| <input type="checkbox"/> 11. Education          | <input type="checkbox"/> 30. Sports/Sporting Events          |
| <input type="checkbox"/> 12. Engineering        | <input type="checkbox"/> 31. Technology(Computers)           |
| <input type="checkbox"/> 13. Entertainment      | <input type="checkbox"/> 32. Technology(General)             |
| <input type="checkbox"/> 14. General Consulting | <input type="checkbox"/> 33. Television/Radio                |
| <input type="checkbox"/> 15. Health Care        | <input type="checkbox"/> 34. Tourism/Convention Services     |
| <input type="checkbox"/> 16. Hotel/Motel        | <input type="checkbox"/> 35. Transportation                  |
| <input type="checkbox"/> 17. Import/Export      | <input type="checkbox"/> 36. Utilities                       |
| <input type="checkbox"/> 18. Insurance          | <input type="checkbox"/> 37. Veterinary Medicine/Animal Care |
| <input type="checkbox"/> 19. Legal Services     | <input type="checkbox"/> 38. Other _____                     |

**NON-PROFIT CORPORATIONS**

- |  |
|--|
| <input checked="" type="checkbox"/> 1. Charitable  |
| <input type="checkbox"/> 2. Benevolent   |
| <input type="checkbox"/> 3. Educational  |
| <input type="checkbox"/> 4. Civic  |
| <input type="checkbox"/> 5. Political  |
| <input type="checkbox"/> 6. Religious  |
| <input type="checkbox"/> 7. Social   |
| <input type="checkbox"/> 8. Literary   |
| <input type="checkbox"/> 9. Cultural   |
| <input type="checkbox"/> 10. Athletic  |
| <input type="checkbox"/> 11. Science/Research  |
| <input type="checkbox"/> 12. Hospital/Health Care  |
| <input type="checkbox"/> 13. Agricultural  |
| <input type="checkbox"/> 14. Animal Husbandry  |
| <input type="checkbox"/> 15. Homeowner's Association                                     |
| <input type="checkbox"/> 16. Professional, commercial<br>Industrial or trade association |
| <input type="checkbox"/> 17. Other _____   |

**5. CAPITALIZATION:** (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate. PLEASE PRINT OR TYPE CLEARLY.

5a. Please examine the corporation's original Articles of Incorporation for the amount of **shares authorized**.

Number of Shares/Certificates Authorized	Class	Series Within Class (if any)
0		
0		

5b. Review all corporation amendments to determine if the original number of shares has changed. Examine the corporation's minutes for the number of **shares issued**.

Number of Shares/Certificates Issued	Class	Series Within Class (if any)
0		
0		

**6. SHAREHOLDERS:** (Business Corporations and Business Trusts are **REQUIRED** to complete this section.)

List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than a 20% beneficial interest in the corporation.

Name: \_\_\_\_\_ Name: \_\_\_\_\_  
 NONE ☐ Name: \_\_\_\_\_ Name: \_\_\_\_\_

**7. OFFICERS** PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: <u>MIKE ZONGOLOWICZ</u>	Name: <u>CARRIE J KULESH</u>
Title: <u>PRESIDENT</u>	Title: <u>SECRETARY</u>
Address: <u>10433 COGGINS DR</u>	Address: <u>19082 R H JOHNSON BLVD</u>
<u>SUN CITY, AZ 85351</u>	<u>SUN CITY WEST, AZ 85375</u>

Date taking office: 7/1/2004

Date taking office: 7/1/2004

Name: Michael Lyons

Name: Robert A Chartrand

Title: Treasurer

Title: Vice President

Address: 19841 N 67 Drive  
Glendale AZ 85308

Address: 9601 W Lonehills Dr  
Sun City AZ 85351

Date taking office: 7/1/2004

Date taking office: 7/1/2005

**8. DIRECTORS** PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: <u>Vaughn Autrey</u>	Name: _____
Address: <u>3944 W Pershing</u>	Address: _____
<u>Phoenix AZ 85029</u>	_____

Date taking office: 7/1/2004

Date taking office: \_\_\_\_\_

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Address: \_\_\_\_\_

Date taking office: \_\_\_\_\_

Date taking office: \_\_\_\_\_



June 01, 2007 through June 29, 2007

Account Number: 000000000000

## BALANCING YOUR CHECKBOOK

Use the following worksheet to reconcile your checking account.

Mark in your checkbook all additions and subtractions reported on your statement.

1. Write in the ending balance shown on this statement  $\Rightarrow$  \$ 4,961.32

2. List all deposits and other additions (such as transfers) not shown on this statement and add the total to the ending balance.


Total all deposits and additions  $\Rightarrow$  + \$  

3. List all withdrawals and other subtractions (such as outstanding checks and banking card transactions) not shown on this statement. Then subtract this total from the ending balance.

Check Number	Date	Amount

Total all withdrawals and subtractions  $\Rightarrow$  - \$  

4. This total should match the current balance in your checkbook  $\Rightarrow$  = \$  

**IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR ELECTRONIC FUNDS TRANSFERS:** Telephone or write the bank (Consumer phone # and address on front of statement) and non-consumers contact Customer Service if you think your statement is wrong, or if you need more information about a transaction listed on the statement or receipt. We must hear from you no later than 60 days after we sent you the first statement on which the problem or error appeared. Be prepared to give us the following information:

- Your name and account number
- The dollar amount of the suspected error
- A description of the error or transfer you are unsure of, why you believe it is an error, or why you need more information

We will investigate your complaint and will correct any error promptly. If we take more than 10 business days (or 20 business days for new accounts) to do this, we will credit your account for the amount you think is in error so that you will have use of the money during the time it takes us to complete our investigation.

**IN CASE OF ERRORS OR QUESTIONS ABOUT NON-ELECTRONIC TRANSACTIONS:** Contact the bank immediately if your statement is incorrect or if you need more information about any non-electronic transactions (checks or deposits) on this statement. If any such error appears, we must hear from you no later than 30 days after the statement was made available to you. For more complete details, see the account rules and regulations that govern your account.

### BILLING RIGHTS SUMMARY

**IN CASE OF ERRORS OR QUESTIONS ABOUT YOUR BILL:** If you think your bill is wrong, or if you need more information about a transaction on your bill, write us on a separate sheet of paper at the address listed on the front of your statement as soon as possible. We must hear from you no later than 60 days after we sent you the first bill on which the error or problem appeared. You can telephone us, but doing so will not preserve your rights.

In your letter, give us the following information:

- Your name and account number
- The dollar amount of the suspected error
- Describe the error and explain, if you can, why you believe there is an error; if you need more information, describe the item you are unsure of
- Your signature and the date

You do not have to pay any amount in question while we are investigating, but you are still obligated to pay the parts of your bill that are not in question. While we investigate your question, we cannot report you as delinquent or take any action to collect the amount you question.

**SPECIAL RULE FOR CREDIT CARD PURCHASES:** If you have a problem with the quality of goods or services that you purchased with a credit card and you have tried in good faith to correct the problem with the merchant, you may not have to pay the remaining amount due on the goods or services. You have this protection only when the purchase price was more than \$50 and the purchase was made in your home state or within 100 miles of your mailing address. (If we own or operate the merchant, or if we mailed you the advertisement for the property or services, all purchases are covered regardless of amount or location of purchase.)



Member FDIC



June 01, 2007 through June 29, 2007  
Account Number: 0000005545585

**DAILY ENDING BALANCE**

DATE	AMOUNT
06/08	\$43,898.11
06/13	43,574.11
06/19	9,961.32
06/21	4,961.32

**SERVICE CHARGE SUMMARY**

TRANSACTIONS FOR SERVICE FEE CALCULATION	NUMBER OF TRANSACTIONS
Checks Paid / Debits	2
Deposits / Credits	4
Deposited Items	2
Transaction Total	8

  

SERVICE FEE CALCULATION	AMOUNT
Service Fee	\$0.00
Service Fee Credit	\$0.00
Net Service Fee	\$0.00
Excessive Transaction Fees (Above 200)	\$0.00
Total Service Fees	\$0.00



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June 30, 2007, year-to-date

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**PORTFOLIO SUMMARY**

SUN CITY YOUNGTOWN ROTARY  
FOUNDATION INC  
10300 W THUNDERBIRD BLVD  
SUN CITY AZ 85351

800-662-2739 - Client Services  
(800) 992-8327 - Brokerage Services  
www.vanguard.com  
(800) 662-6273 - Tele-Account

**TOTAL OF ALL ACCOUNTS**

	Value on 12/31/2006	Value on 6/30/2007
	\$ 431,778.54	\$ 425,907.05

**INVESTMENT ACCOUNTS**

	Account number	Ticker	Value on 12/31/2006	Value on 6/30/2007
<b>Short-term investments</b>			\$ 25,971.19	\$ 5,007.04
Admiral Tisy Money Mkt	88007477852	VUSXX	\$ 25,971.19	\$ .00
Prime Money Mkt Fund	88007477852	VMMXX	.00	5,007.04
<b>Bonds</b>			\$ 142,082.57	\$ 147,315.01
Wellington Fund Admiral - 35%	88007477852	VWENX	\$ 142,016.43	\$ 147,315.01
VBS bond holdings	A4V-310349		46.14	.00
<b>Stocks</b>			\$ 263,744.78	\$ 273,585.00
Wellington Fund Admiral - 65%	88007477852	VWENX	\$ 263,744.78	\$ 273,585.00
<b>Total investment accounts</b>			\$ 431,778.54	\$ 425,907.05

Income year-to-date	\$ 6,894.10
Non VBS purchases year-to-date	\$ 5,093.05
Non VBS redemptions year-to-date	36,602.55

<b>Portfolio allocation</b>	
Short-term investments	1.2%
Bonds	34.6
Stocks	64.2
	<u>100.0%</u>

Vanguard Brokerage Services (VBS), a division of Vanguard Marketing Corporation (VMC), member SIPC, is the introducing firm for VBS accounts. Assets listed in this statement are held by separate entities. VBS holdings are held in custody by VBS's carrying firm, Pershing LLC, a BNY Securities Group member and a subsidiary of The Bank of New York Company, Inc. ("Pershing"). Vanguard Funds are not protected by SIPC and are held by Vanguard, which provides Vanguard fund data. Summary data is provided solely as a service and is for informational purposes only. Pershing is not liable for Vanguard fund data or valuations. Vanguard funds are offered by prospectus only and are distributed by VMC. Portfolio allocation consists of Vanguard funds and VBS holdings. For a complete list of your VBS holdings, refer to the "Holdings" section of the statement pages titled "Vanguard Brokerage Services".

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June 30, 2007, year-to-date

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## TRANSACTION DETAIL

SUN CITY YOUNGTOWN ROTARY  
FOUNDATION INC

800-662-2739 - Client Services

## TRANSACTION ACTIVITY

## Vanguard Admiral Treasury Money Market Fund

Fund / Account no. 0011 / 88007477852

Trade date	Transaction description	Dollar amount	Share price	Shares transacted	Total shares owned
	Balance on 12/31/2006	\$ 25,971.19	\$ 1.00		25,971.190
1/16	Sweep from brokerage	8.47	1.00	8.470	25,979.660
1/31	Income dividend	109.12	1.00	109.120	26,088.780
2/15	Sweep from brokerage	4.41	1.00	4.410	26,093.190
2/28	Income dividend	99.28	1.00	99.280	26,192.470
3/15	Sweep from brokerage	4.41	1.00	4.410	26,196.880
3/30	Income dividend	110.99	1.00	110.990	26,307.870
4/16	Sweep from brokerage	37.89	1.00	37.890	26,345.760
4/30	Income dividend	107.98	1.00	107.980	26,453.720
5/15	Sweep from brokerage	37.87	1.00	37.870	26,491.590
5/18	Sweep to brokerage	-37.87	1.00	-37.870	26,453.720
5/31	Income dividend	110.96	1.00	110.960	26,564.680
6/06	Sell electronic bank transfer	-26,564.68	1.00	-26,564.680	.000
6/06	Income dividend check	21.34			.000
	Balance on 6/30/2007	\$ 0.00	\$ 1.00		.000

Year-to-date income dividends	Purchases / Redemptions	Annualized yield	Compound annual yield	Distribution payable date
\$ 559.65	\$ 93.05 26,802.55	4.84%	4.95%	7/02/2007

Your VBS transactions are swept to and from this Portfolio. VBS assets are held in custody by Pershing, Vanguard Funds are offered by prospectus only and distributed by Vanguard Marketing Corporation, a wholly owned subsidiary of The Vanguard Group, Inc.

## Vanguard Prime Money Market Fund

Fund / Account no. 0030 / 88007477852

Trade date	Transaction description	Dollar amount	Share price	Shares transacted	Total shares owned
	Balance on 12/31/2006	\$ 0.00	\$ 1.00		.000
6/20	Buy electronic bank transfer	5,000.00	1.00	5,000.000	5,000.000
6/29	Income dividend	7.04	1.00	7.040	5,007.040
	Balance on 6/30/2007	\$ 5,007.04	\$ 1.00		5,007.040

Year-to-date income dividends	Purchases / Redemptions	Annualized yield	Compound annual yield	Distribution payable date
\$ 7.04	\$ 5,000.00 0.00	5.13%	5.25%	7/02/2007

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June 30, 2007, year-to-date

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**Vanguard****TRANSACTION DETAIL**

SUN CITY YOUNGTOWN ROTARY  
FOUNDATION INC

**TRANSACTION ACTIVITY (CONTINUED)**

Vanguard Wellington Fund Admiral Shares

Fund / Account no. 0521 / 88007477852

Trade date	Transaction description	Dollar amount	Share price	Shares transacted	Total shares owned
	Balance on 12/31/2006	\$ 405,761.21	\$ 56.02		7,243.149
3/23	Income dividend .398	2,882.77	56.45	51.068	7,294.217
6/06	Sell electronic bank transfer	-10,000.00	59.08	-169.262	7,124.955
6/22	Income dividend .481	3,427.10	58.22	58.865	7,183.820
	Balance on 6/30/2007	\$ 420,900.01	\$ 58.59		7,183.820

Year-to-date Income dividends	Short-term gains / Long-term gains	Purchases / Redemptions	Total cost basis / Average cost per share	Distribution payable date
\$ 6,309.87	\$ 0.00 0.00	\$ 0.00 10,000.00	N/A N/A	6/25/2007

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June 29, 2007

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**Vanguard****INVEST-BY-MAIL SLIPS****ADDITIONAL INVESTMENTS**

To contribute to your account, please visit Vanguard.com to use an electronic transfer option. Or use one of the deposit slips on the following page. Remember, you must wait ten days to withdraw new deposits.

**AUTOMATIC INVESTING**

To establish a regular investment or exchange schedule, sign up for our Automatic Investment and Exchange Plans or make additional investments with our Periodic Purchase feature.

Learn more about these and other electronic options linked to your personal accounts at Vanguard.com.

**CONTACTING VANGUARD**

To obtain information and transact on your account any time of day, visit us at Vanguard.com. Reach us by phone at 1-800-ON-BOARD (662-6273).

Please send registered, certified, or overnight mail to: The Vanguard Group, 455 Devon Park Drive, Wayne, PA 19087-1815. All other correspondence can be sent to: The Vanguard Group, P.O. Box 2600, Valley Forge, PA, 19482-2600.



**CARRIE J. KULESH, P.C.**

Attorney at Law

19082 R. H. Johnson Blvd., Suite B  
Sun City West, Arizona 85375

Telephone (623) 815-7488

Facsimile (623) 214-6695

January 23, 2008

Arizona Corporation Commission  
1300 West Washington  
Phoenix, AZ 85007-2929

Re: Sun City-Yountown Rotary Foundation, Inc.  
File No. 0073804-9

Gentlemen/Ladies:

Enclosed please find a copy of the Notice of Pending Administration Dissolution, dated January 8, 2008, with respect to Sun City-Youngtown Rotary Foundation, Inc. I do not believe the original report was received in my office. Nonetheless, enclosed please find a copy of the form that we obtained from the Arizona Corporation Commission website. The report has been completed, and copies of the financial statements are attached thereto. In addition, I am enclosing a check in the amount of \$10.00 made payable to the Arizona Corporation Commission for the filing fee which is currently due.

Please let me know if you have any questions.

Sincerely,



Carrie J. Kulesh

CJK/dg  
enclosures

**9. FINANCIAL DISCLOSURE (A.R.S. §10-11622.A.9)**

Nonprofit corporations must attach a financial statement (e.g. income/expense statement, balance sheet including assets, liabilities). All other forms of corporations are exempt from filing a financial disclosure.

**9A. MEMBERS (A.R.S. § 10-11622.A.6)**

Only Nonprofit Corporations must answer this question.

This corporation **DOES** ☐ **DOES NOT** ☒ have members.

**10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-11622.A.7)**

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and/or person controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been: [Underlined portion pertains to business corporations only]

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:
  - (a) fraud or registration provisions of the securities laws of that jurisdiction, or
  - (b) the consumer fraud laws of that jurisdiction, or
  - (c) the antitrust or restraint of trade laws of that jurisdiction?

One box must be marked: YES ☐ NO ☒

If "YES", the following information must be submitted as an attachment to this report for each person subject to one or more of the actions stated in Items 1. through 3. above.

- |   |   |
|---|---|
| 1. Full name and prior names used.                          | 5. Date and location of birth.  |
| 2. Full birth name.   | 6. Social Security Number   |
| 3. Present home address.                                    | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). |   |

**11. STATEMENT OF BANKRUPTCY, RECEIVERSHIP or CHARTER REVOCATION (A.R.S. §§10-202.D.2, 10-3202.D.2, 10-1623 & 10-11623)**

A) Has the corporation filed a petition for bankruptcy or appointed a receiver?

One box must be marked: YES ☐ NO ☒

B) Has any person serving as an officer, director, trustee or incorporator of the corporation served in any such capacity OR held or controlled over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in any other corporation which has been placed in bankruptcy, receivership or had its charter revoked, or administratively or judicially dissolved by any state or jurisdiction?

[Underlined portion pertains to business corporations only]

One box must be marked: YES ☐ NO ☒

If "YES" to A and/or B, the following information must be submitted as an attachment to this report for each person subject to the statement above.

1. The names and addresses of each corporation and the person or persons involved. (e.g. officer, director, trustee or major stockholder)
2. The state in which each corporation was a) incorporated b) transacted business.
3. The dates of corporate operation.
4. If any involved person (listed in #1) has been involved in any other bankruptcy proceeding within the past year, the name and address of each corporation.
5. Date, Case number and Court where the bankruptcy was filed or receiver appointed.
6. Name and address of court appointed receiver.

**12. SIGNATURES:** Annual Reports must be signed and dated by at least one duly authorized officer or they will be rejected.

I declare, under penalty of law that all corporate income tax returns required by Title 43 of the Arizona Revised Statutes have been filed with the Arizona Department of Revenue. I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name <u>Michael A Zongolowicz</u>	Date <u>1/21/08</u>	Name <u>Larrie J Kulesh</u>	Date <u>1/21/08</u>
Signature <u>[Signature]</u>		Signature <u>[Signature]</u>	
Title <u>President</u>		Title <u>Secretary</u>	

(Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)