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

Amended



DUE ON OR BEFORE 04/20/2007 2007

FILING FEE

PLEASE READ ALL INSTRUCTIONS. The following information is required by A.R.S. §§10-1622 & 10-1622 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.

1. 094983-3 The Foothills Community Association C/O Rossman & Graham Management Co. 9362 E. Raintree Drive Scottsdale, AZ 85260

RECEIVED

MAY 19 2010

ARIZONA CORP COMMISSION CORPORATIONS DIVISION

Business Phone: State of Domicile: Arizona

(Business phone is optional.)

Type of Corporation: Non Profit

2.

Statutory Agent: James Hanley Rossman & Graham 9362 E. Raintree Drive Scottsdale, AZ 85260

Statutory Agent's Street or Physical Address, If Different.

ACC USE ONLY Fee \$ Penalty \$ Retest \$ Expedite \$ Resubmit \$

If appointing a new statutory agent, the new agent MUST consent to that appointment by signing below. Note that the agent address must be in Arizona. 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

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

NON-PROFIT CORPORATIONS

- 1. Charitable 2. Benevolent 3. Educational 4. Civic 5. Fraternal 6. Religious 7. Social 8. Literary 9. Cultural 10. Athletic 11. Science/Research 12. Hospital/Health Care 13. Agricultural 14. Cooperative Marketing Association 15. Animal Husbandry 16. Homeowner's Association 17. Professional, commercial, industrial or trade association 18. Other

5. CAPITALIZATION:

(For-profit 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.

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)

N/A

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)

N/A

6. SHAREHOLDERS:

(For-profit 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.

NONE  Name: Name: Name: Name:

7. OFFICERS

Name: Jan Bley Title: President Address: Rossmar & Graham 9362 E. Raintree Drive Scottsdale, AZ 85260

Name: Chad Blustone Title: Vice President Address: Rossmar & Graham 9362 E. Raintree Drive Scottsdale, AZ 85260

Date taking office: 4/2006 Name: Bill Fautsch Title: Treasurer Address: Rossmar & Graham 9362 E. Raintree Drive Scottsdale, AZ 85260

Date taking office: 4/2007 Name: Title: Address:

Date taking office: 4/2007

8. DIRECTORS

Name: Larry Etherington Address: Rossmar & Graham 9362 E. Raintree Drive Scottsdale, AZ 85260

Name: Address:

Date taking office: 11-2006 Name: Address:

Date taking office: Name: Address:

Date taking office:

Date taking office:

12/31/2006  
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ROSSMAR & GRAHAM CAM  
9362 E RAINTREE DR  
SCOTTSDALE AZ 85260



## ASSETS

OPERATING FUNDS		
FNB OPERATING	193,860.86	
FNB SAVINGS OPERATING	1,940.27	
DUE TO RESERVES	(11,714.64)	
DUE FROM RESERVES	246,744.10	
	-----	
TOTAL OPERATING FUNDS		430,830.59
RESERVE FUNDS		
DUE TO OPERATING	(246,744.10)	
RESERVE ML 4.80% 04/09/07	98,000.00	
RESERVE ML 4.65% 03/01/07	98,000.00	
RESERVE ML 4.95% 05/24/07	98,000.00	
RESERVE ML 4.90% 06/06/07	98,000.00	
RESERVE ML 5.00% 09/06/07	98,000.00	
RESERVE MERRILL LYNCH	356.75	
DUE FROM OPERATING	11,714.64	
	-----	
TOTAL RESERVE FUNDS		255,327.29
OTHER ASSETS		
RESERVE POOL DUE TO PARCELS	(486,895.12)	
INVESTMENT IN RESERVE POOL	486,895.12	
	-----	
TOTAL OTHER ASSETS		0.00
		-----
TOTAL ASSETS		686,157.88
		-----
LIABILITIES & EQUITY		
LIABILITIES		
PREPAID ASSESSMENTS	341,540.53	
REFUNDABLE DEPOSIT DESIGN REVIEW	2,500.00	
DUE TO VERIZON WIRELESS	1,200.00	
INSURANCE CLAIM PENDING	2,875.00	
	-----	
TOTAL LIABILITIES		348,115.53
RESERVE		
GENERAL	255,327.29	
	-----	
TOTAL RESERVE		255,327.29

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3750 THE SCOTTSDALE CO  
BALANCE SHEET  
12/31/2006

ROSSMAR & GRAHAM CAM  
9362 E RAINTREE DR  
SCOTTSDALE AZ 85260



OPERATING SURPLUS (DEFICIT)

P/Y SURPLUS (DEFICIT)

100,490.25

CURRENT SURPLUS/(DEFICIT)

(17,775.19)

TOTAL SURPLUS/(DEFICIT)

82,715.06

TOTAL LIABILITIES & EQUITY

686,157.88

**A. Box 10**

1. Bill Fautsch
2. William Charles Fautsch
3. 1764 East Windsong Drive Phoenix, AZ 85048
4. N/A
5. 12/15/56 Chicago, IL
6. Consent Judgment, April 2006, Superior Court Of The State Of Arizona, CV2006-004527 - This was for an alleged violation of the Arizona Consumer Fraud Act. Per the Judgment, the Consent Judgment does not constitute an admission by the Defendants for any purpose of a violation of any state law, rule, or regulation nor does it constitute evidence of any liability. Furthermore, the Consent Judgment was made without trial or adjudication of any issues of fact of law, or finding of liability of any kind. This was simply a business decision to settle rather than litigate.

**B. Yes Box 11**

1. Impressa, Inc.
2. Bill Fautsch 3015 South 48<sup>th</sup> Street Tempe, AZ 85282
3. Arizona
4. 01/12/01 thru 12/31/04
5. Chapter 7, 03/14/05, United States Bankruptcy Court District of Arizona Case # 05-03792 PHX SSC

Please Enter Corporation Name: The Foothills Community Association File number - 0914983-3 Page 3

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

Nonprofits - If your annual report is due on or before September 25, 2008, you **must attach** a financial statement (e.g. income/expense statement, balance sheet including assets, liabilities). If your nonprofit annual report is due after September 25, 2008, a financial statement is not required. Cooperative marketing associations must in all cases submit a financial statement. All other forms of corporations are exempt from filing a financial statement no matter what date the annual report was due.

**ONLY NONPROFIT CORPORATIONS MUST ANSWER THIS QUESTION:**

9A. MEMBERS (A.R.S. §10-11622(A)(6)) This corporation **DOES**  **DOES NOT**  have members.

**10. CERTIFICATE OF DISCLOSURE (A.R.S. §§ 10-202(D), 10-3202(D), 10-1622(A)(8) & 10-11622(A)(7))**

A. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or holds more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been:

- 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. 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" to A, 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 birth name.
- 2. Full present name and prior names used.
- 3. Present home address.
- 4. All prior addresses for immediately preceding 7 year period.
- 5. Date and location of birth.
- 6. 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.

B. Has any person who is currently an officer, director, trustee, incorporator, or who, in a For-profit corporation, controls or holds over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a 20% interest in any other corporation on the bankruptcy or receivership of that other corporation?

**One box must be marked: YES**  **NO**

If "YES" to B, the following information **must be submitted** as an attachment to this report for each corporation subject to the statement above.

- (a) Name and address of each corporation and the persons involved.
- (b) State(s) in which it: (i) was incorporated and (ii) transacted business.
- (c) Dates of corporate operation.

**11. STATEMENT OF BANKRUPTCY OR RECEIVERSHIP (A.R.S. §§ 10-1623 & 10-11623)**

A. Has the corporation filed a petition for bankruptcy or appointed a receiver? **One box must be marked: YES**  **NO**

If "Yes" to A, the following information **must be submitted** as an attachment to this report:

- 1. All officers, directors, trustees and major stockholders of the corporation within one year of filing the petition for bankruptcy or the appointment of a receiver. If a major stockholder is a corporation, the statement shall list the current president, chairman of the board of directors and major stockholders of such corporate stockholder. "Major stockholder" means a shareholder possessing or controlling twenty per cent of the issued and outstanding shares or twenty per cent of any proprietary, beneficial or membership interest in the corporation.
- 2. Whether any such person has been an officer, director, trustee or major stockholder of any other corporation within one year of the bankruptcy or receivership of the other corporation. If so, for each such corporation give:
  - (a) Name and address of each corporation;
  - (b) States in which it: (i) was incorporated and (ii) transacted business.
  - (c) Dates of operation.

**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 perjury, 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 perjury 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 BILL C. FAITSEH Date 5-17-10 Name \_\_\_\_\_ Date \_\_\_\_\_

Signature [Signature] Signature \_\_\_\_\_

Title PRESIDENT Title \_\_\_\_\_

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

DO NOT WRITE ABOVE THIS LINE, FOR ACC USE ONLY

File Number: 0194983-3

ARTICLES OF CORRECTION

Pursuant to A.R.S. §§ 10-124 & 10-3124

The Foothills Community Association

[Name of Corporation]

1. These articles of correction correct the following document:  
2009 Annual Report & Certificate of Disclosure  
(Either complete the above or attach a copy of the document to be corrected.)

2. The above referenced document was delivered to the Arizona Corporation Commission on the 8 day of April, 2009.

3. The document either contained an incorrect statement and/or the attestation, execution, verification or acknowledgement of the document was defective.

Please select at least one of the following:

The document contained the following incorrect statement:

\_\_\_\_\_   
The correct statement is as follows, and this change does not materially alter a substantive provision:

The execution, attestation, verification or acknowledgement of the document was defective because:

see attached

\_\_\_\_\_   
The correction to this defect is as follows and this change does not materially alter a substantive provision:

Boxes 10(a) and 10(b) are now marked "yes"

4. Attached as an Exhibit is the corrected document properly executed.

Dated this 17<sup>th</sup> day of MAY, 2010

Signature: [Signature] Title: PRESIDENT

Printed Name: BILL C. FAUTSCH

**Attachment to Articles of Correction (2009) – File No. 0194983-3**

The execution, attestation, verification or acknowledgment of the document was defective because Boxes 10(A) and (B) on the Certificate of Disclosure should have been marked "Yes" because: (1) Box 10(A) was inadvertently marked "No" based upon a belief at the time that it was a correct answer. The Association's Board of Directors are volunteers and not attorneys. Except for Director Bill Fautsch, upon information and belief, none of the Board Members knew about the specifics of any issues, such as entry of a consent judgment, involving possible consumer fraud law violations involving a company in which Mr. Fautsch was involved. Mr. Fautsch did not believe it applied because, per the consent judgment, the consent judgment does not constitute an admission by the Defendants in the matter for any purpose of a violation of any state law, rule, or regulation nor does it constitute evidence of any liability. Furthermore, the consent judgment was made without trial or adjudication of any issues of fact of law, or finding of liability of any kind; and (2) Box 10(B) was inadvertently marked "No" based upon a belief at the time that it was a correct answer. None of the Directors, except for Mr. Fautsch, knew about a company in which Mr. Fautsch was involved that filed for Bankruptcy. Mr. Fautsch signed the 2009 Certificate of Disclosure with the "No" box marked in error. The Association's management company filled in the box (also without knowledge of the Bankruptcy). Mr. Fautsch should have looked closer and changed the answer to "Yes". After the issues involving the foregoing were brought to their attention, and after consultation with legal counsel, the Association now interprets the above information as the type of information required to be disclosed in the Certificate of Disclosure.