



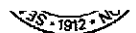
WEB FORM
COPY

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

AZ Corp. Commission



03160750



DUE ON OR BEFORE 05/07/2010

FILING FEE \$10.00

PLEASE READ ALL INSTRUCTIONS. 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.

-0887114-4

1. UNITED CEREBRAL PALSY OF SOUTHERN ARIZONA, INC.
635 N CRAYCROFT RD
TUCSON, AZ 85711

RECEIVED

MAY 19 2010

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

Business Phone: (520) 795-3108

(Business phone is optional.)

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

2.

Statutory Agent: CINDY MARS
Mailing Address: 635 N CRAYCRAFT
City, State, Zip: TUCSON, AZ 85711

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

Physical Address:
City, State, Zip:

ACC USE ONLY

Fee \$ _____
Penalty \$ _____
Reinstate\$ _____
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).

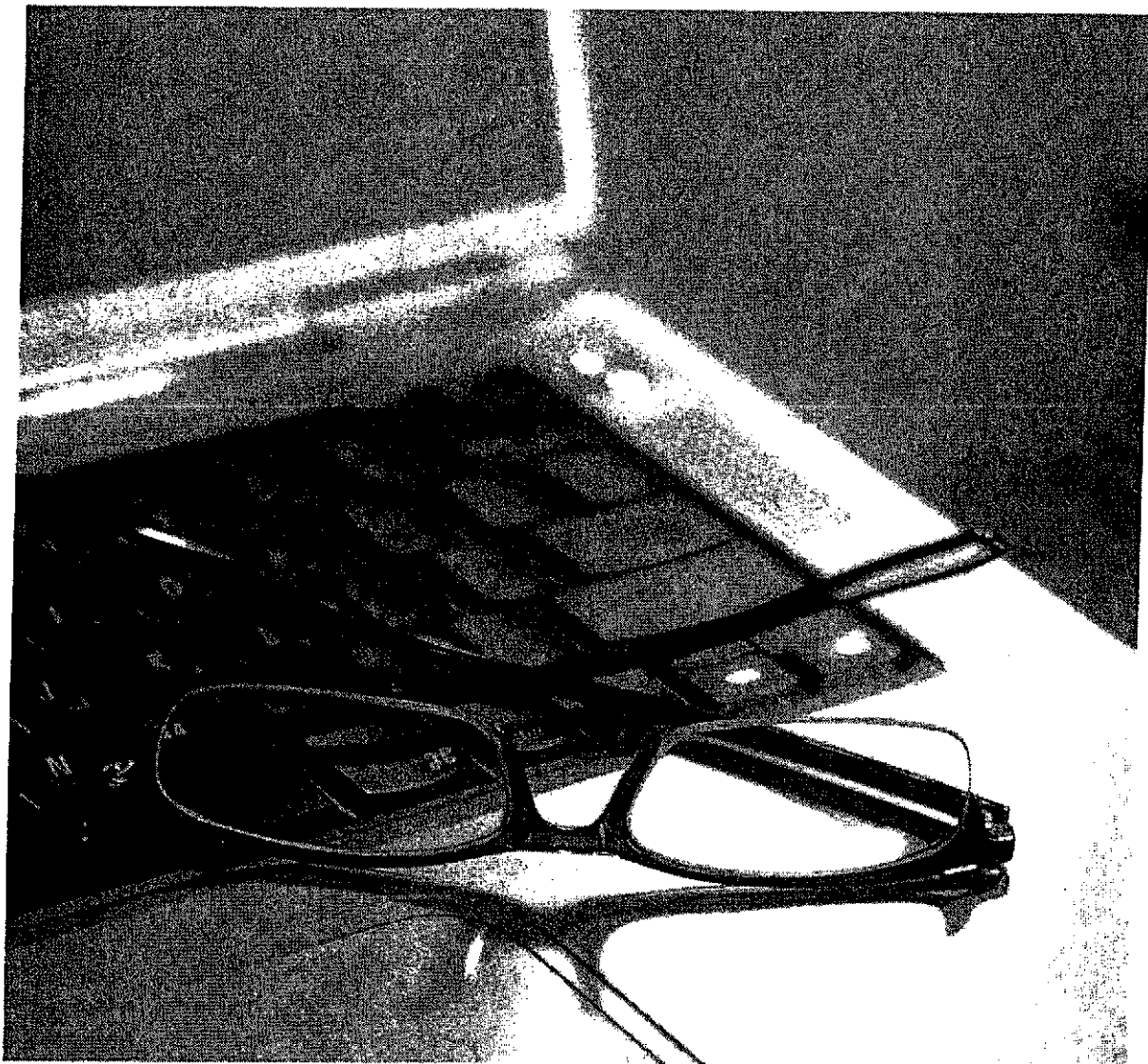
4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

BUSINESS CORPORATIONS

- | | |
|---|--|
| <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. Barbers/Cosmetology | <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 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. Cooperative Marketing Association |
| <input type="checkbox"/> 15. Animal Husbandry |
| <input type="checkbox"/> 16. Homeowner's Association |
| <input type="checkbox"/> 17. Professional, commercial industrial or trade association |
| <input type="checkbox"/> 18. Other _____ |



Incorrect Fee

SPECIAL HANDLING!!
ATTENTION: LEAD EXAMINER

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. 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)
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.

Name: _____ Name: _____

NONE ☒

Name: _____ Name: _____

7. OFFICERS PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.Name: Steven ItkinName: Sonny SolotTitle: PRESIDENTTitle: Treasurer

Address: Waterfall Economidis
5210 E Williams Circle
TUCSON, AZ 85711

Address: Alliance Bank of Arizona
Williams Ctr; 200 South Craycroft Rd
TUCSON, AZ 85711

Date taking office: 1/1/2010Date taking office: 9/24/2009Name: LORETTA CARLSONName: GUS ESTRELLATitle: SECRETARYTitle: VICE-PRESIDENT

Address: 2744 E BROADWAY BLVD
TUCSON, AZ 85716

Address: 6095 W ECHO CROSSING RD
TUCSON, AZ 85735

Date taking office: 7/1/2005Date taking office: 1/1/2008**8. DIRECTORS** PLEASE TYPE OR PRINT CLEARLY. YOU MUST LIST AT LEAST ONE.Name: REBECCA J HILL

Name: _____

Address: 5931 E 17TH ST

Address: _____

TUCSON, AZ 85711

Date taking office: 1/1/2007

Date taking office: _____

Name: _____

Name: _____

Address: _____

Address: _____

Date taking office: _____

Date taking office: _____

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC**

AUDITED CONSOLIDATED FINANCIAL STATEMENTS
Year ended December 31, 2008

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC
AUDITED CONSOLIDATED FINANCIAL STATEMENTS
Year ended December 31, 2008**

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INDEPENDENT AUDITORS' REPORT

Board of Directors
United Cerebral Palsy of Southern Arizona, Inc. and UCPSA, LLC
Tucson, Arizona

We have audited the accompanying consolidated statement of financial position of United Cerebral Palsy of Southern Arizona, Inc. and UCPSA, LLC as of December 31, 2008, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended. These consolidated financial statements are the responsibility of the Organizations' management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of United Cerebral Palsy of Southern Arizona, Inc. and UCPSA, LLC as of December 31, 2008, and the changes in their net assets and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.


DEVRIES CPAS OF ARIZONA, P.C.

July 1, 2009

Integrity is the highest form of service.

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
December 31, 2008**

ASSETS

Cash and cash equivalents	\$ 419,130
Contracts receivable, net of allowance for doubtful receivables of \$28,462 - Notes 4 and 8	514,502
Other receivables	5,323
Prepaid expenses	27,680
Property and equipment - Notes 3, 4, and 5	2,359,061
Deposits	<u>5,854</u>
	<u>\$ 3,331,550</u>

LIABILITIES AND NET ASSETS

Liabilities:

Accounts payable	\$ 3,684
Accrued expenses	267,809
Client trust funds	3,997
Long-term debt - Note 5	<u>1,797,867</u>
	<u>2,073,357</u>

Unrestricted net assets:

Available for operations	696,999
Expended for property and equipment	<u>561,194</u>
	<u>1,258,193</u>
	<u>\$ 3,331,550</u>

See Accompanying Notes.

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC
CONSOLIDATED STATEMENT OF ACTIVITIES
Year ended December 31, 2008**

Revenues and other support:

Government contracts	\$ 4,164,066
Program service revenue	19,366
Contributions	371,858
Interest income	3,462
Rental income	3,850
Miscellaneous	4,362
Total revenues and other support	<u>4,566,964</u>

Expenses:

Functional expenses:

DES programs	2,866,271
Other programs	1,046,626
Fundraising	24,323
General and administrative	410,607
Total functional expenses	<u>4,347,827</u>
Unallocated payments to affiliated organizations	33,738
Total expenses	<u>4,381,565</u>

Increase in unrestricted net assets	185,399
Unrestricted net assets, beginning of year	<u>1,072,794</u>
Unrestricted net assets, end of year	<u><u>\$ 1,258,193</u></u>

See Accompanying Notes.

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES
Year ended December 31, 2008**

	DES programs*	Other programs	Fundraising	General and administrative	Total
Salaries	\$ 2,260,739	\$ 835,944	\$ 13,177	\$ 184,477	\$ 3,294,337
Payroll taxes	181,946	67,295	1,060	14,823	265,124
Employee benefits	145,440	53,792	912	27,821	227,965
	<u>2,588,125</u>	<u>957,031</u>	<u>15,149</u>	<u>227,121</u>	<u>3,787,426</u>
Bad debt	10,468	3,807			14,275
Computer consulting	147			2,224	2,371
Conferences	34	12		2,776	2,822
Depreciation	38,184	14,123	1,868	8,095	62,270
Dues and subscriptions				5,037	5,037
Employee expenses	9,337	3,376		2,455	15,168
Employee recruitment	2,301	685			2,986
Fundraising materials			2,265		2,265
Insurance	17,613	6,513	865	3,831	28,822
Interest expense	83,906	31,034	4,151	19,265	138,356
Materials and supplies	24,271	3,034		17,465	44,770
Occupancy	11,021	3,694		2,393	17,108
Office expense	17,448	8,260		12,077	37,785
Organization promotion			25	27,828	27,853
Other expenses	3,641	1,348		5,526	10,515
Printing	31	12		2,398	2,441
Professional development	233	86		1,352	1,671
Professional fees	15,982	275		31,563	47,820
Rent	7,001	782		3,663	11,446
Repairs and maintenance	8,183	2,696		23,638	34,517
Telephone	19,009	6,585		5,597	31,191
Travel	9,336	3,273		6,303	18,912
	<u>\$ 2,866,271</u>	<u>\$ 1,046,626</u>	<u>\$ 24,323</u>	<u>\$ 410,607</u>	<u>\$ 4,347,827</u>

*Attendant care, respite, habilitation and independent living programs.

See Accompanying Notes.

**UNITED CEREBRAL PALSY OF SOUTHERN
ARIZONA, INC. AND UCPSA, LLC
CONSOLIDATED STATEMENT OF CASH FLOWS
Year ended December 31, 2008**

Cash flows from operating activities:	
Increase in net assets	\$ 185,399
Adjustment to reconcile change in net assets to net cash provided by operating activities -	
Depreciation	62,270
(Increase) decrease in operating assets:	
Contracts receivable	(39,973)
Other receivables	(3,363)
Prepaid expenses	(13,741)
Deposits	(2,033)
Increase (decrease) in operating liabilities:	
Accounts payable	(24,246)
Accrued expenses	10,509
Custodial liabilities	746
Net cash provided by operating activities	<u>175,568</u>
Cash flows (used in) investing activities -	
Purchases of property and equipment	(35,369)
Cash flows (used in) financing activities -	
Payments on long-term debt	<u>(12,994)</u>
Net increase in cash and cash equivalents	127,205
Cash and cash equivalents, beginning of year	<u>291,925</u>
Cash and cash equivalents, end of year	<u><u>\$ 419,130</u></u>
<u>Supplemental cash flow information:</u>	
Interest paid during the year	<u><u>\$ 138,356</u></u>
No cash paid for income taxes in 2008 or 2007.	
<u>Noncash financing and investing activities:</u>	
Reclassification of building and land between property and equipment and property held for sale	<u><u>\$ 611,549</u></u>
Proceeds of long-term debt used to pay off construction contract payable	<u><u>\$ 89,288</u></u>

See Accompanying Notes.

UNITED CEREBRAL PALSY OF SOUTHERN ARIZONA, INC. AND UCPSA, LLC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2008

NOTE 1 - Organization and purpose

United Cerebral Palsy of Southern Arizona, Inc. (UCPSA) is a nonprofit organization incorporated in Arizona. UCPSA's mission is to enrich the quality of life for people with cerebral palsy and other disabilities, including the elderly, by providing programs and services that enhance their independence, productivity, inclusion in community life and by providing support to their families. UCPSA provides attendant, respite, habilitation and independent living care services for individuals with cerebral palsy and other disabilities. UCPSA receives substantially all government contract revenue from the State of Arizona Department of Developmental Disabilities (DDD), Pima Health System and Public Partnerships, LLC under arrangements to provide services to those with disabilities.

During 2004, the Board of Directors formed a corporation, United Cerebral Palsy Foundation of Southern Arizona. The corporation did not conduct any activities in 2008 or 2007 and has not filed for exemption from income taxation under provisions of the Internal Revenue Code. The corporation was dissolved in April, 2009.

During 2008, the Board of Directors established UCPSA, LLC (the LLC), an Arizona limited liability company wholly owned by UCPSA. The LLC was formed to hold real estate and related debt.

UCPSA and the LLC are herein collectively referred to as "UCP".

NOTE 2 - Summary of significant accounting policies

Financial statement presentation

UCP is required under generally accepted accounting principles to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted and permanently restricted.

Principles of consolidation

The consolidated financial statements include the accounts of the UCPSA and the LLC. All significant inter-agency accounts and transactions have been eliminated.

Use of estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

Cash and cash equivalents includes all cash balances and highly liquid investments with an original maturity of three months or less. UCP maintains its cash in bank deposit accounts that may exceed federally insured limits. Uninsured balances totaled \$208,837 at December 31, 2008.

UNITED CEREBRAL PALSY OF SOUTHERN ARIZONA, INC. AND UCPSA, LLC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - continued
December 31, 2008

NOTE 2 - Summary of significant accounting policies - continued

Property and equipment

Purchased property and equipment are carried at cost. Donated property and equipment are carried at the approximate fair value at the date of donation. Depreciation is computed using the straight-line method over the estimated useful life of the asset. UCP capitalizes all expenditures for property and equipment in excess of \$2,500 with a useful life of more than one year.

Contributions/restricted revenue

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions.

Donated goods, facilities and services

Donated goods and facilities are valued at fair market value. Donated services are recognized in the consolidated financial statements at fair market value if the following criteria are met:

- The services require specialized skills and the services are provided by individuals possessing those skills.
- The services would typically need to be purchased if not donated.

Although UCP utilizes the services of many outside volunteers, the fair value of these services is not recognized in the accompanying consolidated financial statements since they do not meet the criteria for recognition under generally accepted accounting principles.

Advertising

UCP expenses all advertising costs as incurred. Total advertising expense for the year ended December 31, 2008 was \$2,537.

Income tax status

UCPSA is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Income from certain activities not directly related to UCPSA's tax-exempt purpose, however, may be subject to taxation as unrelated business income. In addition, UCPSA qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization other than a private foundation under Section 509(a)(1). The LLC, as a single member LLC, is a disregarded entity for tax purposes. Accordingly, no provision for income tax has been made. UCP has elected to defer the application of Financial Accounting Standards Board Interpretation No. 48, Accounting for Uncertainty in Income Taxes (FIN 48), until the fiscal year beginning January 1, 2009. UCP has not taken any uncertain tax positions and, therefore, has no policy for evaluating them, nor does it expect that the adoption of FIN 48 will have a material impact on its financial statements.

Functional expenses

Directly identifiable expenses are charged to program, solicitation and administrative services. Expenses related to more than one function are charged to programs and supporting services on the basis of management's estimate of time and utilization. Administrative expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of UCP.

UNITED CEREBRAL PALSY OF SOUTHERN ARIZONA, INC. AND UCPSA, LLC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - continued
December 31, 2008

NOTE 3 - Property and equipment/property held for sale

Property and equipment for use in operations at December 31, 2008 was as follows:

Land	\$ 384,300
Building	2,027,767
Software	4,250
Furniture and fixtures	21,515
Equipment	117,725
	<u>2,555,557</u>
Less accumulated depreciation	(196,496)
	<u>\$ 2,359,061</u>

NOTE 4 - Line of credit

At December 31, 2008 UCP established a new revolving line of credit with a limit of \$150,000. Advances under the line of credit bear interest at variable prime rates; the interest rate at December 31, 2008 was 3.25%. The line of credit matures July 2009. No borrowings were outstanding at December 31, 2008. Real property, fixtures and rental revenue were pledged as security on advances made under the line of credit.

NOTE 5 - Long-term debt

During the year ended December 31, 2007, UCP purchased a new building financing the acquisition as well as the construction contract for building renovations with a financial institution. The mortgage is payable in monthly principle and interest payments of \$9,943 including interest at 7.75% with the balance of the loan due August 2017. The interest rate is fixed through August 2012 and then will fluctuate based upon changes in the lender's LIBOR rate. The balance on this mortgage was \$1,299,647 at December 31, 2008.

UCP also has a mortgage on a second building. The mortgage is payable in monthly principal and interest payments of \$3,819 with the final payment due September 2025. The interest rate will fluctuate based upon changes in the lender's LIBOR rate; the interest rate at December 31, 2008 was 5.45%. UCP negotiated interest only payments from February 2008 through January 2009. The balance on this mortgage was \$498,220 at December 31, 2008. Under the terms of the agreement, the LLC is required to maintain a debt service ratio of 1.25 to 1.00 on an unconsolidated basis. At year end the LLC was not in compliance with this requirement, however, the bank has provided a waiver of the covenant requirement for the year ending December 31, 2008.

Both mortgages are secured by deeds of trust on real property. Future principal repayments are as follows:

2009	\$ 34,932
2010	38,929
2011	41,610
2012	45,682
2013	52,128
Thereafter	1,584,586
	<u>\$ 1,797,867</u>

UNITED CEREBRAL PALSY OF SOUTHERN ARIZONA, INC. AND UCPSA, LLC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - continued
December 31, 2008

NOTE 6 - Operating leases

UCP has operating leases for equipment and office space. Rental expense for the leases totaled \$11,446 for the year ended December 31, 2008. Future minimum lease payments are as follows:

2009	\$ 38,244
2010	34,824
2011	27,660
	<u>\$ 100,728</u>

NOTE 7 - 403(b) plan

UCP has a 403(b) defined contribution plan. Employees working 20 hours or more per week are eligible to participate in the plan after 90 days of employment. The plan permits employees to make elective deferrals up to the maximum amount permitted by law. After one year of service, participants who are at least 18 years of age will receive a matching contribution from UCP up to 2% of compensation. Employer contributions become 100% vested immediately. UCP's contributions to the plan totaled \$25,117 for the year ended December 31, 2008.

NOTE 8 - Concentrations

UCP receives substantially all of its revenues from contracts with the State of Arizona, Pima Health Systems and Public Partnerships, LLC. At December 31, 2008, amounts due from the State of Arizona, Pima Health Systems and Public Partnerships, LLC totaled 46%, 44% and 8% of gross contract receivables, respectively.

NOTE 9 - Contingencies

UCP unknowingly paid a former employee for hours fraudulently reported as worked. These hours were then billed to and paid by the State of Arizona. UCP discovered the fraud in 2007 and notified the State. The matter may be investigated by the State and a claim could be filed against UCP to recover the payments. Management estimates the maximum liability for the fraudulent billings to be \$45,400, which is reported in accrued expenses at December 31, 2008. Repayments paid by a former employee to UCP during 2008 totaled \$3,300 and are reported as miscellaneous revenue on the consolidated statement of activities.

UCP is involved in other claims in the ordinary course of business. In the opinion of management, based on consultations with legal counsel, these matters are considered immaterial to UCP, the likelihood or an unfavorable outcome is not determinable and the amount or range of potential loss is not estimable.

NOTE 10 - Related party transaction

UCP paid \$1,080 during the year ended December 31, 2008 for computer consulting services to a company owned by an employee. There were no amounts due to the company at December 31, 2008.



of Southern Arizona

Life without limits for people with disabilities™

May 18, 2010

635 North Craycroft Road
Tucson, Arizona 85711

TEL 520.795.3108

FAX 520.795.3196

staff@ucpsa.org

Arizona Corporation Commission
c/o Annual Reports – Corporations Division
1300 West Washington, 1st Floor
Phoenix, AZ 85007-2929

To Whom It May Concern:

I have enclosed the Annual Report on behalf of United Cerebral Palsy of Southern Arizona, file no. -0887114-4. Also enclosed is an agency check in the amount of \$20.00. Ten dollars is for the filing fee for a non-profit corporation and the additional \$10.00 is to expedite the filing.

Please let me know if you have any questions.

Cordially,

A handwritten signature in cursive script that reads 'Sharon Finefrock'.

Sharon Finefrock

/s

Enclosures

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. | 5. Date and location of birth. |
| 2. Full present name and prior names used. | 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. |
| 3. Present home address. | |
| 4. All prior addresses for immediately preceding 7 year period. | |

- 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 <u>Loretta Carlson</u>	Date <u>5/18/2010</u>	Name _____	Date _____
Signature <u><i>Loretta Carlson</i></u>	Signature _____		
Title <u>Secretary; UCPSA Board of Directors</u>	Title _____		

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

