



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

AZ Corp. Commission



04666343

DUE ON OR BEFORE 6/27/2014

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.

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MAY 08 2014

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

1.

**CROWN FOUNDATION
PO BOX 10850
TEMPE, AZ 85284**

Business Phone: (480) 783-0711

(Business phone is optional.)

State of Domicile: ARIZONA

Type of Corporation: NONPROFIT

2.

Statutory Agent: REGISTERED AGENTS INC. **Statutory Agent's Street or Physical Address, If Different.**

1846 E INNOVATION PARK DRIVE STE 100
OLO VALLEY, AZ 85755

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 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. 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 _____ |

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)

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)

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. OFFICERSName: TIMOTHY CROWNName: ERIC CROWNTitle: CEO / PRESIDENTTitle: SECRETARYAddress: PO BOX 10850Address: PO BOX 10850TEMPE, AZ 85284TEMPE, AZ 85284Date taking office: 12/22/1999Date taking office: 12/22/1999

Name: _____

Name: _____

Title: _____

Title: _____

Address: _____

Address: _____

Date taking office: _____

Date taking office: _____

8. DIRECTORSName: TIMOTHY CROWNName: ERIC CROWNAddress: PO BOX 10850Address: PO BOX 10850TEMPE, AZ 85284TEMPE, AZ 85284Date taking office: 12/22/1999Date taking office: 12/22/1999

Name: _____

Name: _____

Address: _____

Address: _____

Date taking office: _____

Date taking office: _____

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.

SEE ATTACHMENT

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>TIMOTHY CROWN</u> | Date <u>5/7/14</u> | Name _____ | Date _____ |
| Signature  | | Signature _____ | |
| Title <u>CEO / PRESIDENT</u> | | Title _____ | |

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

Crown Foundation – Response to Question 10B

Armorworks Enterprises, LLC

Timothy Crown ("Tim Crown") and Eric Crown ("Eric Crown"), both Arizona residents, each had a 50% membership interest in C Squared Capital Partners, LLC, an Arizona limited liability company ("C2"). C2 has a 40% membership interest in Armorworks Enterprises, LLC, an Arizona limited liability company ("AWE"). Anchor Management, LLC ("Anchor"), an Arizona limited liability company owned 50% by Tim Crown and Eric Crown, served as a co-manager of AWE until July 13, 2009, at which time Anchor was unilaterally removed from being co-manager. On February 14, 2013, the Arizona superior court ruled that Anchor was improperly removed from being co-manager. Subsequent to the Arizona superior court's ruling, AWE amended its filings with the Arizona Corporation Commission to reflect that Anchor remains as co-manager. On June 17, 2013, the other co-manager, William Perciballi without Anchor Management's or C2's consent filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code for AWE. C2 and Anchor Management have objected to the unauthorized bankruptcy and the matter is still pending before the Bankruptcy Court. AWE primarily transacts business in Arizona, and its address was 305 N 54th Street, Chandler, Arizona 85226.

HotStix Golf, LLC

Timothy Crown ("Tim Crown") and Eric Crown ("Eric Crown"), both Arizona residents, each had a 33.33% membership interest in StormWind 1, LLC, an Arizona limited liability company ("SW 1"), and also each had a 33.33% membership interest in StormWind 2, LLC, an Arizona limited liability company ("SW 2"). SW 1 had a 0.75% membership interest in Hotstix Golf, LLC, a Delaware limited liability company ("HotStix"). SW 2 had a 74.29% membership interest in HotStix. Thus, SW 1 and SW2 had a combined 75.04% membership interest in HotStix. Tim Crown served in a personal capacity as a manager on the Board of Managers of HotStix until July 23, 2009, at which time he resigned from that position effective immediately. Tim Crown was not, at the time of his resignation, or at any time prior to his resignation, involved in the day-to-day operations of the business of HotStix. HotStix primarily transacted business in Arizona, and its address was 14825 N. 82nd Street, Scottsdale, Arizona 85260.

On October 26, 2009, a group of HotStix creditors filed an involuntary bankruptcy petition against HotStix requesting an order for relief under Chapter 7 of the Bankruptcy Code (Title 11 of the United States Code). The dates of corporate operation of HotStix were approximately from 2006 through the date of the bankruptcy.

Crown Foundation – Response to Question 10B (continued)

944 Media, LLC

Tim Crown and Eric Crown are each 50% members of Orbitron Holdings, LLC, an Arizona limited liability company ("Orbitron"). Orbitron has a 51.02% membership interest in 944 Media, LLC, a Delaware limited liability company ("944"). Tim Crown and Eric Crown served in their personal capacities as managers on the Management Committee of 944 until March 25, 2010, at which time they both resigned from those positions effective immediately. Neither Tim Crown nor Eric Crown were, at the time of their resignations, or at any time prior to their resignation, involved in the day-to-day operations of the business of 944. 944 published a national magazine in approximately 11 cities across the United States, and had its headquarters in California at 9100 Wilshire Blvd, Suite 700W, Beverly Hills, CA 90212.

On April 6, 2010, 944 filed a voluntary bankruptcy petition requesting relief under Chapter 11 of the Bankruptcy Code (Title 11 of the United States Code). The dates of corporate operation for 944 were approximately from 2004 through December 17, 2010, when 944 sold all of its assets in a bankruptcy-court approved sale to a third-party purchaser. 944 continues to operate in a minimal capacity as it winds up its affairs.