



COPY

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

Arizona Corporation Commission



DUE ON OR BEFORE 10/23/1998

EXPEDITED

FILING FEE \$10.00

The following information is required by A.R.S. §10-1822 & §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 for proper format. REFER TO THE INSTRUCTIONS ON PAGE 4.

1. CENTRAL ARIZONA SPECULATIVE FICTION SOCIETY, INC. PO BOX 62613 PHOENIX, AZ 85082-2613

DELINQUENT ANNUAL REPORT 04/20/1999; CONTACT THE COMMISSION AT 642-32851 Corporation File Number: -0124776-7

Business Phone: State of Domicile: ARIZONA Type of Corporation: NON-PROFIT

2. Arizona Statutory Agent: WOODY HARPER JIM STRAIT Street Address: 2336 E ROMA C/O 7002 N. 6 AVE. (NOT P.O. BOX) City, State, Zip: PHOENIX AZ 85046-8502

Form with handwritten numbers 10, 24, 35 and date 7/10/99

Use this box only if appointing a new Statutory Agent. (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: Jim Strait

A.C.C. CORPORATIONS DIV. RECEIVED

JUL 02 1999

3. Secondary Address: Foreign Corporations are REQUIRED to complete this section.

DOCUMENTS ARE SUBJECT TO REVIEW BEFORE FILING

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. Barbers/Cosmetology, 8. Construction, 9. Contractor, 10. Credit/Collection, 11. Education, 12. Engineering, 13. Entertainment, 14. General Consulting, 15. Health Care, 16. Hotel/Hotel, 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. Political, 6. Religious, 7. Sports, 8. Library, 9. Cultural, 10. Athletic, 11. Science/Research, 12. Hospital/Health Care, 13. Agriculture, 14. Animal Husbandry, 15. Homeowner's Association, 16. Professional, commercial, industrial or trade association, 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.

Number of Shares/Certificates Authorized	Class	Series Within Class (if any)
— NONE —		
Number of Shares/Certificates Issued	Class	Series Within Class (if any)
— NONE —		

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.

NONE Name: _____ Name: _____
 Name: _____ Name: _____

7. OFFICERS (Attach additional sheets if necessary.)

Name: FRANKS BURNS
 Title: PRESIDENT / CEO
 Address: 1223 E. CHURCH
PHOENIX, AZ 85020-5
 Date taking office: 6/30/98
 Name: ANGEL HUNGERFORD
 Title: SECRETARY
 Address: Box 40635
MESA, AZ 85274-0635
 Date taking office: 6/30/98

Name: DAVE HUNGERFORD
 Title: VICE-PRESIDENT
 Address: Box 40635
MESA, AZ 85274-0635
 Date taking office: 6/30/98
 Name: BRUCE FARR
 Title: TREASURER / BOARD
 Address: 7002 N. 6 AVE.
PHOENIX, AZ 85021
 Date taking office: 6/30/98

8. DIRECTORS Must List a Minimum of 3 Directors.

Name: JEFF JENNINGS
 Address: 3711 W. CAMO BELLO
GLENDALE, AZ 85308
 Date taking office: 12/31/97
 Name: MARK BOVIECE
 Address: 1720 N. ASTER RD.
TEMPE, AZ 85080
 Date taking office: 6/30/98

Name: PAT CONNORS
 Address: Box 34423
PHOENIX, AZ 85067
 Date taking office: 6/30/98
 Name: ADAM NISWANDER
 Address: 1817 N. 10 ST.
PHOENIX, AZ 85006
 Date taking office: 12/31/98



MEMO TO FILE

Date: 07/14/1999

To: File Number: -0124776-7
Corporation Name: CENTRAL ARIZONA SPECULATIVE FICTION SOCIETY, INC.
From: Annual Reports Section
Arizona Corporation Commission

Due to the reason indicated below, the Commission has determined that the Administrative Dissolution, which was effective on 07/08/1999, should not have occurred, and is, therefore, set-aside and reinstated.

- 1) The received date on the annual report is prior to the revocation date due to backlog and unopened mail.
- 2) Annual report is returned to the corporation for missing information, the corporation delays in returning the report to ACC.
- 3) If the annual report is mailed to an old corporation address because ACC did not process the change of address received prior to revocation.
- 4) Some 12/95 annual reports did not get on the imaging system and went directly to microfilm, therefore, the corporation was not updated.
- 5) Processing error, corporation record not updated correctly.
- 6) Other - Detailed explanation follows:

By: LUCIA TILLMAN



Central Arizona Speculative Fiction Society, Inc.
 Financial Statements
 Year Ending June 30, 1997

Summary of Financial Results (estimated on July to June basis):

CopperCon Conventions, 1996 and 1997	\$ 743.00
HexaCon Conventions, 1996 and 1997	\$ (220.00)
ConNotations	\$ (1,251.00)
Corporation Overhead	\$ (2,394.00)
Net Result, Year Ending June 30, 1997	\$ (3,122.00)

Balance Sheet, June 30, 1997 (to nearest \$100)

Assets

CASFS Main Checking	\$ 2,200.00
CopperCon Checking (both accounts)	\$ 2,300.00
Certificate of Deposit	\$ 5,000.00
Hexacon Checking	\$ 2,700.00
ConNotations Checking	\$ 1,100.00
Total Assets, June 30, 1997	\$ 13,300.00

Liabilities and Fund Balances

Fund Balances, Unrestricted	\$ 13,300.00
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Please Enter Corporation Name: CENTRAL ARIZONA SPECULATIVE FICTION SOCIETY INC. Page 3

9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-2501.A.6)

Only corporations that meet one or more of the following criteria must attach a financial statement (balance sheet including assets, liabilities and equity). The corporation is: 1) a public service corporation (e.g. public utility) as defined in Article XV, Section 2, Constitution of Arizona. 2) offers its stock for sale in transactions that are not exempt from A.R.S. §§ 44-1841 and 44-1842 as prescribed in §44-1844 A.1 (e.g., publicly traded). 3) a nonprofit corporation. All other forms of corporations are exempt from filing a financial disclosure.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-2505.A)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and 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:

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 (A.R.S. §10-202.D.2)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 20% of the issued and outstanding common shares or 20% of any other proprietary, beneficial or membership interest in the corporation served in such capacity or held a 20% interest in any other corporation during the bankruptcy, receivership, or charter revocation of the other corporation?

One box must be marked: YES NO

If YES, enter the following: Chapter _____ Date Filed _____ Case Number _____

If YES, 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. 2) The state in which each corporation was a) incorporated b) transacted business. 3) The dates of corporate operation.

12. CAUTION: Signature requirements vary according to the type of corporation. See the instruction sheet for specific rules. Annual Reports submitted with incorrect signatures 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 David M. Hungerford III Date 11-18-99 Name Angelique T. Hungerford Date 12/12/99
 Signature [Signature] Signature [Signature]
 Title Vice President Title Secretary
 (Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)