
Seed Capital for Start Ups

Learn the Language to Raise Capital

The Combined Works of
SUPER RUSH SEED CAPITAL

&

YOUR MAGIC FOLDER

By

Berny Dohrmann

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Note

The enclosed material is created for entrepreneurs raising any size of funding via a private placement of capital. The material may also help those engaged in preparing public offerings with some modification. The details contained in MAGIC FOLDER include step by step planning to organize an investor presentation “kit” and suggested “language” for use of these materials in making legally compliant offers for your securities.

As always, these, and all education materials provided by LSA should be applied only with review and advice from your legal experts. LSA assumes each user has engaged independent legal representation prior to making security offers to third parties and that all such offers are made in compliance with federal and state laws. LSA provides materials which are prepared to assist professional educators and consumers seeking education in entrepreneur mechanism for capital development to further business growth. We are confident these materials can help improve time management and sequence in developing capital for virtually any size venture.

Life Success Academy 200 Lime Quarry Road Madison, AL 35758 256.774.5444
<http://ceospace.net/success/>

Note: this booklet is formatted to permit you to type your dates and notes directly on the appropriate page.

The Life Success Academy produces curriculum for the Free Enterprise Forum, as well as support products from time to time. In recent years the CDs and work- book series SUPER RUSH SEED CAPITAL have become a popular self-help tool for the capital building entrepreneur.

The new YOUR MAGIC FOLDER CD set and workbook training provide options for those building capital to complete the process they learned using SUPER RUSH SEED CAPITAL. YOUR MAGIC FOLDER deals with tips, techniques, and methods to rapidly complete a “Magic Folder” to help any capital project, of any size, whether large or jumbo, to complete fund raising in less time with lower cost.

Your Magic Folder will suggest items to be included in your capital kit; use and application methods to extend your Magic Folder to each investor meeting; and to coaching for the capital raiser in skills to help develop confidence at the time an investor presentation is being made.

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Your Magic Folder and the information or opinions contained therein are prepared as a complement to advice received from licensed legal professionals. Should advice from your legal representatives differ from opinions contained in YOUR MAGIC FOLDER, always follow the advice from your paid legal advisers and disregard the opinions expressed in YOUR MAGIC FOLDER.

A Magic Folder is offered to those who have graduated from CEO Space/IBI weeklong entrepreneurial classes with the perspective provided by on-site attorneys, and/or from other similar trainings. YOUR MAGIC FOLDER is designed to be “one” of numerous reference resources.

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YOUR MAGIC FOLDER CHECKLIST

Yes. I have listened to the first training CD entitled YOUR MAGIC FOLDER.

Yes. I have developed a design layout and a printing quotation for my projects, name and identity for a folder, typically with a color scheme that matches my project identity.

My Start date "To Print the Magic Folder" with my company identity on the cover is

____/____/____ mm dd yy

My lowest printing quotes include the following:

500 folders: \$ _____

1,000 folders:\$ _____

1500 folders: \$ _____

Understandings

It is understood if I am doing a Private Placement of securities the Magic Folder offering my security full disclosure information will be limited to selected number of investors: _____ Initial

It is understood that I will use My Magic Folder for other purposes such as marketing my projects, services, or products. _____ Initial

It is understood if I am offering a Security (any agreement between two parties in which I receive capital on terms), legal compliance is required. Legal Compliance includes some of the following steps (as a partial list--your attorney will provide full details for legal compliance in your state: _____ Initial

Retaining an experienced security attorney to advise and represent your project throughout the offering term.

Working with your attorney and team to structure your offering terms.

Completing a business plan that includes the terms of your capital offering and your use of proceeds as required by full-disclosure regulations.

Providing your attorneys with the content they define in their checkoff list for your security offering.

Proofreading your draft of the attorney's private placement memorandum or pre-organization offering materials.

Approving the final content of your Private Placement Memorandum or related materials from your attorney.

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- Preparing a financial statement for your project at the time your offering begins.
 - Preparing projections for the project, typically prepared with accountant help and software provided spreadsheets such as BizPlan Builder Software, available at www.JIAN.com.
 - Advising your attorney of individuals you seek to make offers to in each and every state BEFORE your capital offer is made, to assure proper forms are filed with each state.
 - Preparing drawings or illustrations of your project including CAD virtual experiences or models when appropriate. Prototypes for inventions are helpful.
 - Obtaining third party letters from suppliers, customers, potential customers, markets, professional coaches and advisers, and endorsing entities.
 - Obtaining third party press, if possible.
 - Creating a video, if possible. (Third party marketing material included in Your Magic Folder must be reviewed and approved by your attorney Prior to including or use).
 - Rehearse your offer with your attorney and use your Magic Folder to complete rehearsal for legal compliance. Adjust your presentation to comply with your attorney's advice.
 - Develop third party contracts as possible. Photographs of you and key managers help.
 - Resumes for all key managers and coaches help (with photos on each one- page "display" of your team leaders).
 - Attorneys will prepare an investor subscription document. Understand this form and its proper use and ask your attorney questions related to its use.
 - Ask questions about an "issuer/offerer" of a private security for capital and/ or return to the CEO Space/IBI Free Enterprise Forum Training to focus on capital compliance, with private meetings with attorney-experts.
 - Follow the sequence presented in your lessons and delay starting until your documents meet all state and federal legal compliance for raising capital.
 - Obtain a letter from your legal representatives outlining the terms by which you can use your Magic Folder as established to any date in time, with clarity on what is included in the folder, so that your use follows guidance from your attorney.

TEAMWORK MAKES ALL DREAMS WORK.

CAUTION: Do not start your business operationally until your complete raising all the capital your project plan calls for as your JOB 1... avoid distraction. Early stage ventures should avoid debt if possible.

REORGANIZE if you are stuck.

Expert coaches can help you reorganize.

LSA AXIOM: You are one Idea--just ONE in moving from stuck to bucks.

Return to <http://ceospace.net/success/> Free Weekend Networking sessions and work with experts to get unstuck.

Use <http://ceospace.net/success/> to get advice sooner than later.

WHY WAIT?

CHECK LIST

Our process works about as well as you work. If you think that the process is not working, ask yourself:

yes / no

Did you complete a written business plan with a team of one or two and software? If not, why not?
Remember:

yes / no

YOUR IDEA IS PERFECT AND YOUR PLAN SOON WILL BE.....

Did you work with an attorney to prepare capital offering terms and documents? If not, why not? Did you obtain the advice and structure you need at a Free Forum weekend?

yes / no

yes / no

yes / no

NO?

Did you prepare a founder offering and develop first stage capital?

If you are stuck, did you ask for help online with <http://ceospace.net/success/>?

Did you ask for support in free weekly online networking meetings?

Did you use your Forum Directory to contact coaches and mentors by email--noting you were stuck?

Did you attend free weekly live trainings (Over 1,000 CEO Space/IBI trainings nationally each year) to get help fast?

Then you did not pass the checklist. Your mind always makes you “right.” In effect, you are saying....”I did none of the follow-up work and the program simply does not workfor me.”

You will “KNOW” your mind made you right. : In fact, you failed to work the program---which always works as well as you DO.

SUCCESS IS A STATE OF MIND.

THREE AND YOU ARE FREE

Investors do not ask about your Magic Folder. In fact, except for the detail minded, many investors will not study your folder in any way deserving of the effort you put forth to create it.

Investors, however, will ask "WHO IS ON YOUR TEAM?"

If you have three of the best resumes for the job, you are free financially speaking.

If you have five, you thrive.

If you have seven, you are IN Heaven.

If you have more than seven, it is a COMMITTEE, and no one can run anything effectively with a committee.

Teams make the Dreams work-- Use all the resources you have been taught to secure teams by having:

□ job descriptions first □ team descriptions second □ written agreements with each team mate:

If you do not know how, or when, to pay your team, ask experts. (Generally, up- front money is reserved for professional work that must be done, such as legal compliance, and nothing else until all your capital is raised).

Hold the mindset... I CAN DO this part.....

CAUTION: Avoid firms that offer to raise capital for you in exchange for front- end cost. Such offers are almost always scams. Also, avoid any offshore deals, as most of them are also Frauds. Call your regulatory agencies to check on such firms before you act.

Define time lines for your team performance on each task.

If the teammate agrees to the timeline and fails to perform, nicely replace him or her.

Engage team that performs... AND ONLY TEAM THAT PERFORM.

You do not want relationships. You do not seek more approval or love. You SEEK one thing-- PERFORMANCE.

If you are unclear in your execution, your results will be unclear. If you are fragmented in your thinking, your results will be fragmented.

If you are focused in your thinking and clear in your task planning, your PERFORMANCE = will always EXPAND!

MEETINGS MAKE MONEY

Investor relationships are like family. Overnight deliveries and phone discussions do not, typically, create relationship sufficient for investment.

Plan to meet your qualified investors. Master Capital Team Building (using Super Rush Seed Capital).

CAUTION: Venture Companies tend to invest by-and-large in more mature opportunities with several years of profits, moving to more advance funding. Venture firms seldom provide "Proof-of-Concept" capital and may require terms you find you must turn down as entrepreneur unfriendly. Venture capital is competition rather than cooperation capital.

Rush to investor meetings. Delay everything else. See your job as "creating" investor meetings. Avoid busy work that does not create investor meetings. Meetings make Money and nothing else does.

Not the phone. Not the overnight delivery service. Not the Web Not anything.

CAUTION: Offering to investors via the web typically violates a number of state and Federal security laws. Avoid any mailing, telemarketing or outreach that is not approved by your legal expert before you plan or act.

MEETINGS MAKE MONEY & NOTHING ELSE DOES. Some say No. Some say YES

Do not feel you are rejected when a person says NO.

Learn to speak CAPITAL at your meetings. Avoid speaking Product or Service. Help investors make a financial, rather than an emotional decision.

TIP: Early ventures are all super high risk with potentially large returns. There are no safe high-return, low risk investments. Low-risk, high return investment offers are in fact, frauds. All high return investment offers are high risk Early safe offers are super high risk. Always tell the investors because they already know... and it is the law.

Speak to the investors' Money. Speak as a professional or have a teammate who can and does.

Learn Capital. Learn Financial Ease.

Speaking Capital is a more important new adult language than is Spanish or French. Everyone can learn to speak Capital.

Everyone should have learned to Speak Capital in school. Entrepreneur training is the MASTER Adult Skill Set in the new Global economy.

LEARN-- EARN & RETURN. BABY STEP YOUR FOLDER. Your Magic Folder is the stage upon which you perform.

Your Magic Folder is the vessel that holds your plan. Is your vessel worthy of its cargo? If you are shipping valuable cargo, make sure your vessel protects and safeguards your treasure.

Your Magic Folder holds your offer.

IF YOU ARE WAITING FOR YOUR SHIP TO Come IN

ASK

DID I SEND ANY SHIP OUT?

Your Magic Folder is ready when you are-- As You grow your Magic Folder, your Magic Folder grows YOU--

Create a team of one or two to help YOU.

Complete your Magic Folder one checklist item at a time. BABYSTEP your way to VICTORY. Faster than you know, all the steps are done. Your Magic Folder is a Money Magnet. If you wish to attract capital, ASK, "What magnets have I planted in my garden to attract capital?"

List Five Key Magnets you have to attract Capital or soon will have

List three to five profit centers that will drive profits into your business over 36 months:

List five risk reducers you have established in your plan that work to reduce venture capital risk.

Make these items important in your plan and capital offering documents. Make sure your attorney understands each of these items.

To speed things up, download a draft of an offering document you like or forms you find which match your needs. Change the terms and project name to match yours....and give a DRAFT of your business plan and your offering document to your attorney. You will have substantially lowered your cost and your TIME to capital.

Have a clear term agreement with your lawyer. Make sure you understand the agreement and ask that it be short and include.

1. The cost and the payment schedule as capital is raised over time.
2. The basic blue-sky state compliance work is included in your cost agreement and any additional work must be approved by you in advance.
3. That the agreement does not include stock in your company unless you choose to provide it.
4. If your attorney will not provide a clear, easy-to-read engagement agreement for your relationship, shop for another attorney.
5. If you are still unsure, have another attorney review your engagement agreement to make sure it is what you want. Then sign it.

Use family, friends, and FUND BUSTING to secure sufficient capital to pay your lawyers' initial fee to gain legal compliance to raise first capital. Make sure Fund Busting efforts meet your attorney's approval, as they want to be paid, and should help you to secure necessary capital to pay their fee. If they will not, shop for another attorney.

MAGIC FOLDER TIMING IS EVERYTHING

I may have to raise seed capital from project “founders” to develop sufficient capital for the costs to prepare my Magic Folder.

I know I will need legal advice to prepare a founders’ offering and even this step requires care for legal compliance and attorney review of my Magic Folder.

A Magic Folder is any document package or kit that is handed to an investor (in any form, at any stage of a venture’s life) such that a solicitation for capital is being generated to the investor. Legal compliance as to the full disclosure being made to the investor is always required at the state and federal levels, with similar laws and sequence in all modern countries.

I understand that association with experts in the field can speed up my legal compliance work without sacrifice to quality.

I appreciate that in a free country, I have “permission” to raise capital for ventures of either a profit or not-for-profit nature providing I respect the required legal compliance and full disclosure regulations protecting private investors.

I understand there are serious consequences if I fail to comply with state and federal law.

I also understand the owner and management of the business are responsible for legal compliance in raising capital and that such responsibility cannot be delegated to third parties.

Attorneys may have different opinions on specific compliance issues. If you have a conflict of opinion, get outside advice, or phone your state or federal regulatory agency directly, or contact each regulatory agency online.

I understand the Federal Government of the United States maintains substantial information on current regulation of capital offerings on its website www.SEC.gov. A review of www.SEC.gov is recommended by LSA as you begin to work with legal experts on your capital formation plan.

Organizations such as the Better Business Bureau, the Chamber of Commerce, many local universities, private organizations such as SCORE (www.SCORE.org), and many others may assist entrepreneurs to develop capital.

CAUTION: Use caution when dealing with websites that promise to match investors to projects. Many sites of this nature violate federal and state law. Consequently, you may find they are not in business long.

LSA AXIOM: Raising capital is relatively simple in today’s world...but it is never “easy.”

TIMING IS EVERYTHING...If you have zero capital:

Create a Magic Folder Include documents as advised by your attorney Create a Founder Offering Develop a Capital Team Create Founder capital this week and next, or as soon as possible Do not stop until your founder offering is completed Follow-up with a second stage private placement Raise all the capital your business plan requires.

Work with an attorney who makes you feel positive about yourself and your project. Avoid old model attorneys who scare you with constant warnings and fear, and then charge you to provide solutions. Engage attorneys who are like-minded teammates who create positive educational environments for winning--the new economy lawyers.

Set a time to start creating your Magic Folder.

With the right one or two, you are through in 72 hours.

With the wrong team, it can take weeks and months.

Use low-cost software like BizPlan Builder (including capital offering templates) from www.jian.com.

Give and receive.

CAUTION: It is illegal to solicit capital online in any public way without prior registration with state and federal agencies. Do not pollute your foundation platform by making early stage errors that are so easily avoided. A private placement of capital is PRIVATE, not public in nature.

SUCCESS IS A "LEARNED" BEHAVIOR.

CONCLUSION REVIEW STEPS

I know I need a fixed date to begin and to complete my Magic Folder. I have set the dates for each work area as follows:

Overall.... begin date: ____/____/____

Completion date ____/____/____

____/____/____ Retaining an experienced security attorney to advise and to represent your project throughout the offering term.

____/____/____ Working with your attorney and team to structure your offering

____/____/____ Completing a business plan that includes the terms of your capital offering and your use of proceeds, as required by full- disclosure regulations.

____/____/____ Providing your attorneys with the content they define in their checkoff list for your security offering.

____/____/____ Proof reading your draft of the attorney's private placement memorandum or pre-organization offering materials.

____/____/____ Approving the final content of our Private Placement Memorandum or related materials from your attorney.

____/____/____ Preparing a financial statement for your project at the time your offering begins.

____/____/____ Preparing projections for the project, typically prepared with accountant help and software provided spreadsheets such as BizPlan Builder Software.

____/____/____ Advising your attorney of individuals you seek to make offers to in each and every state before your capital offer is made to assure proper forms are filed in each state.

____/____/____ Preparing drawings or illustrations of your project including CAD virtual experiences or models when appropriate. Prototypes for inventions are helpful.

____/____/____ Obtaining third party letters from suppliers, customer, potential customer, markets, professional coaches, advisers, and endorsing entities.

____/____/____ Obtaining third party press, if possible.

____/____/____ Creating a video, if possible. (Third party marketing material included in your Magic Folder must be reviewed and approved by your attorney prior to inclusion or use).

____/____/____ Rehearse your offer with your attorney and use your Magic Folder to complete rehearsal for legal compliance. Adjust your presentation to meet your attorney's approval.

____/____/____ Develop third party contracts as possible.

____/____/____ Resumes for all key managers and coaches help (with photos on each one page

“display” of your team leaders).

____/____/____ Your attorney will prepare an investor subscription document. Understand this form and its proper use, and ask the attorney questions related to its use.

____/____/____ Ask questions about an “issuer/offerer” of a private security for capital and/or return to the Free Enterprise Forum Training to focus on capital compliance with private meetings with attorney experts.

____/____/____ Follow the sequence presented in your lessons and delay starting until your documents meet all state and federal legal compliance for raising capital.

____/____/____ Obtain a letter from your legal representative outlining the terms by which you can use your Magic Folder as established to any date in time, with clarity on what is included in the folder, so that your use follows guidance from your attorney.

MOST IMPORTANT: set the date to review, at least twice, your MAGIC FOLDER CDs with a note pad handy of THINGS TO DO, follow-ups, and follow-throughs.

____/____/____ First Review

____/____/____ Second Review

T I P : Note which CD and the location on the CD, key language may appear to use and to review. Keep in mind, as you Grow your Magic Folder your Magic Folder Grows YOU.

LSA AXIOM: Your Magic Folder is ready when YOU are ready~ The only remaining step is to BEGIN.

With two teammates, what was overwhelming is a scheduled, 72-hour work period. Make a Magic Folder Retreat.

Go to a fun place. Everyone pays his/her own costs. Everyone contributes and works hard.

Your Magic Folder is completed by dividing the work with your team.

CEO Space is terrific help for any missing ends.

T I P : Staffing CEO Space is only \$500 and includes meals. Staffing provides HIGH PERFORMANCE TEAM TRAINING unmatched anywhere. One Staff Week at CEO Space and your Magic Folder is on its way. (CEO Space Graduates only may staff.)

Define the team skills you lack and which ones you need most. ‘

Review your Forum Directory for teammates. Be very clear on your time and work requests; have both in writing to email your team.

Make it easy for your team to say YES. Plant your team magnets as well.

SEND OUT YOUR SHIP AND YOUR SHIP WILL COME IN.

.....YOUR MAGIC FOLDERIS MAGIC WHEN THE MAGICIS IN YOU!

Super Rush - Seed Capital

FULL DISCLOSURE RULES

The Life Success Academy stipulates that teacher opinions reflect the view of the individual instructor. Students seeking to develop capital have a wide range of options open to them. Specific engineering for individual Capital Plans and offering documents must ALWAYS be developed with expert advice from licensed authorities in legal, accounting, and investment banking areas. Every student seeking to develop capital must first make certain he or she is in compliance with state and federal regulations. In the instruction that follows, it is assumed that each student has, or will, independently develop the required compliance information. Neither LSA, nor the author, is responsible for compliance undertakings of individual students, nor for the use or application of any instructor opinion. LSA course information should be used in context of all available information sources on the subject presented. LSA may or may not agree with opinions expressed by individual instructors in the area of their expertise.

Learn the Language To Raise Capital

\$ Secrets of Creating Money Magnets

\$ Planning that will not fail

\$ Miracles of the TEN-DAY PLAN to CAPITAL COMPLETION

\$ Super Teams are magic for cash \$ Compliance \$ Documents \$ Step-by-Step

\$ Unlimited Capital = Unlimited Freedom Success "IS"

A Learned Behavior

Free Enterprise & the language of Capital Formation.

Steps and methods anyone can follow. Seed money is:

You need to raise the money to build your dream in stages.

Be clear within yourself on these items: Do you wish to do this thing you are pursuing more than anything else in the world? Is this thing YOU? Is this thing a reason for living and breathing? If not, think about finding your core commitment before you begin to apply the training in this CD set.

Once you have found your core commitment...make these CDs your priority...ahead of other priorities.

ATTITUDE

People are not receptive....

If you just understood this...

You should be able to see how perfect this "widget" is for you...why it does this, or that.

The tone of your capital language cannot be one of “internal combustion” (even if you are frustrated because you are not yet successful) or people will not care to understand your product/idea.

You should not have an “I must have the money or go broke...” attitude. No one wants to invest money in a project that is already going broke.

Documents....

Team....

Preparation for money....

Live Your Life Financially Free

Nobody plans to fail, but many fail to plan. You're only as good as your plan...remember Ford and Disney.

Getting Ready to Raise Money....

Get ready first You must commit the time.

How much will you raise?

For what will it be used?

Capital raising requires tools (know how) and language.

Debt is:

Equity is:

You will require a business plan. Software packages are available by the dozens to help you write your business plan quickly and easily...get the best.

Suggested Business Plan Assistance: Biz Plan Builder

(800) 346-5426 www.jian.com

This software walks you through planning, as no other; it's highly recommended for everyone engaged in doing their plans. This program lets you select CUSTOMERS from 11 million U.S. businesses...using detailed marketing and credit information. YES!

You must have a Capital Plan which includes: Terms of the capital offer. Who puts up what? Who gets what?

How the capital offer works in detail –a two-page deal sheet & stock subscription agreement.

Corporate engineering, the methods and tools as a way of thinking ...all of it. You never have to learn it. You just need one person on your team who already knows it.

PRIORITIES

What comes first: Teamwork makes the dream work

Reassessment – decision reformation

1. You need to raise some money to pay those who will do the work. A professional business plan can cost anywhere from \$1,500.00 to \$3,500.00. Hire a paralegal and have them use your software, help them with the information, and pay \$1,000 to \$2,000. If you want a teammate to help you, choose a business plan developer who agrees to terms...so much at the beginning of your plan, so much at the final draft, and so much when you raise your first funding. Offer them some stock IF they help raise a specific sum of capital. (Check that it is legal to do so)
2. Set a timeline and complete your plan. Allow one week, any more and your planning is flawed. Regroup. Create new teammates. Get the work done. Speed is an asset.
3. Adopt a ONE-JOB, mind-set raising the money. Job two, spending the money, doesn't begin until job one is finished. You are the Chief Executive Officer (CEO)/ Founder of your company. Raise the money from five people first. Then raise money from another five people next, and another five people last. Fifteen people or less is the distance you are from complete victory in SEED capital development.
4. Your Capital Plan, the Corporate Engineering, the master design that makes it all work. Teammate: An investment banking attorney, pay and play...expert adviser (cares for shares). Get the best. How much...for the entire master plan? 10% is well advised. More, if they will help you raise the money. How they do it...two- page capital deal sheet. Either you do it ...or they do it.
5. Private Placement: Documents you need - business plan and stock agreement... three to five founders... then PPM... attorney: TERMS...negotiate...you can do it too...it's on disk...blue sky laws...how they work...allocate part of what you raise for this ...\$25,000 is typical. Terms are key. Look online for 24-hour legal input and advice from experts. Check out <http://ceospace.net/success/> and www.BizPlanBuilder.com. for more assistance and always www.sec.gov for the regulations.
6. Allow four weeks for a Private Placement memorandum. Explain the timeline. Get agreements in writing. Speed is important. Have a penalty if lawyers are late. It's their responsibility not yours. Here is how to do it. Lacking results get another lawyer. Shop. If they can't work within your written terms, pass. Start strong. Remain strong. It's your company. Tell them you want a lawyer to tell you HOW to do what YOU plan to do and be in compliance, not to tell you WHAT to do.....and you want the difference to be really clear...you want positive, like-minded professionals. Finally, you want your agreement to confirm that all work product belongs to you, and that you may request and receive all work product at anytime within 72 hours for demand of the work product, including files, notes and related client/attorney work papers. Be in control from the first one-page retainer agreement. You create the terms.

Sample

To whom it may concern:

The undersigned hereby agrees to retain _____ (name of law firm) to create a private placement memorandum and related blue sky compliance, including all exemption notices required by State and Federal law, for a total of \$_____. It is understood the terms of the relationship are that \$_____ is paid to initiate the work, \$_____ is paid upon completion of the private placement memorandum, and \$_____ is paid upon receipt of \$50,000 or more into treasury for the project. It is understood time is of the essence and that the project is a new, start-up business without prior business activity or history. The company's stated business plan and accompanying start-up financial statement are the only details available on the new business. Therefore, it is agreed that should the memorandum not be available to the company two weeks from the date this retained understanding is executed, (X)% of the entire fee will be forfeit for each week the memorandum is delayed as a business damage cost to the company, regardless of the reason for the delay. It will be assumed any blue sky work will be complete as required and the company will notice the law firm of any prospective purchasers of the company security, prior to making offers in all but the initial states of _____ (name states) at no additional costs, save filing fees. The company seeks to enter into a long-term retainer relationship with the law firm upon completion of the first successful part of our business as set forth herein. This agreement represents the entire understandings between the company and the work for hire legal contractor.

DOCUMENTATION REVIEW

Let's review your needs in order to present a good, solid package to your potential investor. You will need:

- Your business plan
- A two-page capital deal sheet
- A stock subscription agreement (law firm prepared both 504 & 506 Exempt offerings)
- A Private Placement Memorandum (506 offerings \$1,000,000 or greater)
- A financial condition report and projections (506 offerings)

TIMELINES

1. Don't get lost on timelines. If you have the right team...you are in business in 72 hours; one week maximum.

2. If you do not have the right team, get them next.

3. Come regularly to Free Enterprise Forum presented by IBI/CEO Space. If you have never attended a CEO trade show, make a point to attend eight of ten to ramp up any size enterprise. You will master the skills provided. You will meet the teammates to perfect your plan. The trade show develops customers, resources and growth fast. One is never enough. Use the trade show to build momentum that never stalls.

4. It should take two weeks maximum until all documents are in your possession. You can fundbust for five founding investors, using an Executive Summary and Subscription Agreement to obtain pre-organization money ...(library)...to launch the steps set forth here (Isolated transactions three to five maximum).

Legal Compliance Issues

Legal compliance is complex. Hire the right attorney at the right price and let them do the work for you. Hire the experts that KNOW what has to be done.

Your attorney will know what filings and what registrations are mandated for the various forms of capital fund-raising. They will know how much information you must disclose and what rules and guidelines you must follow for state and federal compliance.

The attorney will tell you about the rules for raising capital with private parties in your state and what exemptions your offer might fall under. You are looking for accredited investors who have the money to invest in your project. In many states a “35-Rule” applies, in which you can only take your offer to 35 non-accredited investors. For this reason you will wish to pre-qualify each individual before you present your offer so you do not waste one of your 35-offer slots if using this exemption form.

Hire solid, competent security lawyers and over-comply.

Tips:

Don't make offers to non-qualified parties

General federal standard – 35 offers – non accredited (504 balance sheet rounds)

Make sure your disclosure documents over comply from day one

Use the right language orally and in print – review with attorneys

Keep your attorney informed of states your offerees reside in before you offer and why.

Keep a ledger of every offer. Never offer without ledger tracking.

-
- Number your document kits and give numbered documents to qualified parties. Have them return documents if they decline to receive offers or accept offers.
 - Keep a master box and file folder log of people to whom you are offering the investment opportunity. Utilize this system to file every memo of phone, email, or related contact with investors. Never contact without compliance file record tracking. Print everything to file.
 - Get Quicken for Small Biz Pro. Start with every investor check in the bank passing through tracking software, giving you compliance control of your financials in which you can track every dollar that comes in and goes out. Over comply.
 - Hire a part-time bookkeeper to get your tax identification number and other accounting documentation and systems set up. Over comply.
 - Incorporate online. (www.incorporate.com for low cost).

MONEY MAGNETS

When you have a legal document package to take to qualified investors, will that do the job?

No.

You need an offer that attracts capital to the enterprise.

As every new venture is by nature a high-risk/high-return potential decision for investors, your job is to develop risk reducers for your project prior to your presentation. Risk reducers are also known as MONEY MAGNETS because they attract capital.

What magnets have you planted in your enterprise, if any?

The following items will attract investors, making your project seem more likely to have a high income potential:

A prototype of your product (if possible leave it with the potential investor)

Letters of interest from potential clients

Distribution channels for the product defined with letters of interest

A team (organizational) chart with resumes and other information on the members

Third-party endorsements

Experts in industry on your board or as advisers

Regional, national, international contacts, if any

Illustrations of your finished enterprise in operation – pictures help. Slide shows help

URGENCY IS A CEO MINDSET

If you are like most entrepreneurs, what you want next is money NOW. To attract capital you must use the right language to make capital understand the potential of the opportunity. You must make your investors feel that when they invest, it is immediately multiplying as the business plan creates value when capitalized.

The urgency your investors should be aware of includes: Market urgency – time to get the product on the market

Opportunity urgency – immediate orders and customers that have to be taken care of.

Price increase or advantage urgency – the price of shares in the company is rising as we close our offering.

Deadline – you have a deadline which creates urgency so capital is not left out You create urgency for investors in your project when risk goes down, price goes up.

CAPITAL FLOWS WHEN YOU DESERVE IT – OVER PREPARE

TEAM AND LANGUAGE

Can you do it? You must believe you can achieve your capital goal. You CAN speak the language and you can raise capital. Practice your offer with experts. Tape record the offer and practice again. Practice makes perfect in any skill.

If you choose to take an outside party in as a member of the capital team, you will probably have to pay them. Never pay to raise capital from outsiders. Only officers & directors can make offers. OVER COMPLY.

Use the “Are-you-sure-you-invested-enough-and-won’t-regret-not-getting-more- later?” thinking pattern when giving your offer. Practice with a tape recorder, over and over, to review speech patterns of your offer. Keep offers under five minutes.

PROTOTYPES & VISUALS

Paint pictures of your project. Help your investor to really see the project and the profit.

Discuss the journey of capital in and out and less on your brand issues. Pretend to be the investor and ask yourself the questions you need to be prepared to answer to invest.

What is your agenda for capital? Growth? Returns? Ask investors. ? What are you trying to achieve with your venture investments, ask?

ALWAYS REMEMBER TO ASK:

If there were an ideal investment that would offer, albeit high risk, a SUPER RETURN...and the timeline were right for you...could you make an investment of X dollars in 72 hours...and would you move to give your money a pay raise by completing the paper work?

If not, do not present to that investor.

ASK THE CORNERSTONE QUESTION FIRST, GIVE THE PRESENTATION SECOND.

CAPITAL

Super Achievers are Dreamers who have learned how to finance their dreams. . . .

Capital is the fuel that powers ideas. Capital requires a legal structure to attract sources of capital. Capital sources are interested in safety first and profit second. CEOs need to profile the investor market desired.

Who is Your ideal Investor?

What are the characteristics of this ideal investor category?

You will practice learning two types of HIGH PERFORMANCE TEAMS at CEO Space.

CAPITAL Teams: agree to help you fill a Ten-Day Plan with prospects that meet your investor profile. YOU CALL TEAMS TO ACTION.

CREATIVE Teams: agree to help develop plans, complete details, plus compliance procedures and generally accelerate completion of the ENTIRE project.

SOME RULES YOU SHOULD KNOW

The following represent some (but not all) of the guidelines you should know and remember when seeking to develop capital for a project.

- ☐ Anyone has the legal opportunity and RIGHT to raise capital in a free capital society.
- ☐ Capital can be initially developed from friends, family, contacts and associates who spark to the IDEA you selected for income via isolated transactions exemptions (3 to 5 max).
- ☐ Capital is typically first raised from three to five “insiders” who are viewed as cofounders with you, or organizers of a new venture. When you engineer your capital offer, you may offer your inside team debt, equity or a combination of both debt or equity. CEO SPACE represents debt free first, second, and third round fundings for new ventures.
- ☐ After “seed” capital is provided by “founders” in the venture, the most common method of raising BALANCE SHEET CAPITAL (start up capital) is via a Private Placement of Securities. Typically, any form of debt, equity or both is a form of security offering to “qualified buyers.” Tip: Go equity and stay “debt free” in early stage funding.
- ☐ A private placement of your security may be exempt from federal and state public registration rules. You must protect your exemption claim via documentation & legal experts.
- ☐ A public offering can be made available to the general public. Public offerings can be widely promoted, offered and advertised. To qualify your securities for a Public, rather than a Private offering, you must first submit your offering materials to the appropriate regulatory agency for review and “release” to allow your offering to become “EFFECTIVE” in the market place. Typically, you will receive an EFFECTIVE date from state and federal regulatory agencies when your offering materials meet required standards of disclosure about the venture. Fees are paid for the PRIVILEGE to proceed with a public offering of securities in a public market. Broker dealers may assist you in marketing of public securities.
- ☐ Private offerings may not be widely promoted. The offer of a Private Placement of Securities is a controlled opportunity that is LIMITED in scope as to who can buy, and how many can be solicited. Most new ventures are financed by a private placement of securities. It is possible to finance a new venture in STAGES using one or more private placements. A staged approach to developing a venture is the most common way to get permanent money (capital) inside a new venture ramping up. Investors are paid back when the venture sells or goes public in future years or via other means owners engineer.

PRIVATE PLACEMENTS

Because you are LIMITED as to the number of buyers who can acquire a PRIVATE PLACEMENT of securities you will wish to carefully record each offer you make.

An offer is typically a presentation of the opportunity and a transmission of qualified offering documentation conveying 100% of the risks for investment loss.

OFFERS INCLUDE:

1. A presentation of the opportunity to a qualified buyer.
2. Transmission of offering materials to the buyer.

The general federal regulations regarding a private placement require a full disclosure of information, risks and historic data be provided to the investor documented by contract.

A Private Placement Memorandum format is the desired full-disclosure format. 504 Offerings may not require a full PPM document. It is a good practice to always inform the buyer that in any security that does not feature a guarantee from the Federal Government the buyer may lose part, or all, of the funds invested. Each buyer must be informed to weigh the risk and reward for suitability. Owners are required to assure investments are suitable for investors.

It is a good practice to have your INSIDE seed investors review and sign any later- developed Private Placement Memorandum or 504 materials, to assure that each understands the evolving information related to the venture, including supplements with recession offers.

Under the general guidelines of federal regulations the seller (YOU) is limited to restrict your offers to thirty-five or less qualified investors (non-millionaires in 504 offerings). Federal regulations permit you to offer to more than thirty-five QUALIFIED and SOPHISTICATED investors (which are defined in offering documents as to net worth and income.) Said another way, you may approach more experienced, wealthy investors who know more about risk management, and you may approach a lower number of investors who have less experience.

You may not advertise. Ever. No online ads. Each state has its own rules concerning a private placement. In some states you are required to file a Regulation D Form prior to making an offer to sell the security. In other states you are required to file this form after your offering is closed and complete. You must also file this required compliance form with the federal agencies monitoring security sales before you begin. (Ask attorneys).

In some states you can approach and offer to less than thirty-five qualified investors. The majority of states have adopted the federal standards for private placements and the thirty-five rule applies. In a few states only 10 non-accredited can be offered or less. Check.

OFFER TIPS:

In a private placement you will offer securities to third party buyers. The offer represents (typically):

1. A presentation of the information related to the opportunity.

2. Transmission of the offering documentation to the buyer.

Note the time and location details of your offer and who was present. This log becomes your Bible for compliance on a security offering. It is easy to keep logs updated. Over comply.

Your attorney will typically manage these filing details for you. In some states, a copy of the offering documentation must be provided with the filings. You may prepare and perform the filings without an attorney. State and federal agencies will help you by providing information. However, it is wise to engage an attorney, who is an expert in the kind of offering you are considering, to assist you. The price for compliance work is low compared with the provided peace of mind to the venture founder.

Also firms like Jian Software (makers of Biz Plan Builder) and others have Private Place Placement offering documents on CDs for around \$100. Anyone can prepare their own documents using federal and state formats with these pre-developed plans. While it is possible to develop millions of dollars of funding using these DISK KITS, it is still recommended that capital seekers have their plan and documents reviewed by an attorney. (See BizPlanBuilder.com) The cost of developing capital plans and capital documents was once very high. Today the cost is affordable using time payments. If you lack the capital to begin, you may be required to develop some START UP or SEED money from a few insiders who help you fund your new VENTURE. Insiders are generally deemed to be ACTIVE and may be on the board or involved in management of the company at the early stage. Later stage capital providers are typically passive investors.

HIRE THE BEST YOU CAN FIND PAY FOR SPEED AS WELL AS EXPERTISE TIME IS MORE THAN MONEY

SECURITIES YOU MAY OFFER

Almost any form of contract or interest in your idea or the profits your idea earns, that is marketed to multiple parties is a security. A security is a contract in which someone will invest money hoping to gain a profit from the work efforts of a third party (you). Examples of security instruments would include offers of:

Debt notes Stock Partnership interests Profit-sharing contracts
 Licenses and related profit-sharing arrangements Debentures Convertible debentures Preferred stock Contracts or any agreement between parties

Prior to making an offer of your opportunity it is a good practice to develop a Capital Team. Your capital Team would typically help you complete a capital PLAN that will appeal to investors. A clear profile of the investor you seek to approach would be developed by your capital team. A time line would be established to operate a TEN-DAY LIFE SUCCESS promotion to complete your capital funding needs.

1. Your team helps you complete your capital plan.
2. Your team helps you develop seed capital.
3. Your team helps you profile investors you seek to reach.
4. Your team supports your Ten-Day timeline agenda.
5. Your team is 100% in agreement to finish work on-time.

WHO CAN MAKE OFFERS

☐ Security offers may not be made by your non-officer/director referral team.

☐ Only licensed security brokers can make offers to sell or distribute securities.

☐ Members of your Board of Directors and Officers of your company (principals) may offer their own securities. Generally no capital compensation is provided for this work. If the officers and directors who are offering the security are being paid fees, a disclosure of the fee structure must be made in your offering documents. If a finder fee is to be paid to third parties a disclosure must be made in your offering documents. Legal advisers can help you with this area of compliance as some states preclude paid finders in any context.

☐ Members of your Capital Team who will make offers of the security should be either officers or directors of your venture.

When you control the SHARES of the CORPORATION you control the election of people who will direct the company.

In a corporate structure:

SHAREHOLDERS typically meet once each year and vote to elect the Directors who will direct the affairs of the company.

DIRECTORS meet once, twice or more often in a year, by phone or in person. Once a year, Directors elect a Team of officers who will MANAGE the day-to-day business of the venture. One or more officers may be appointed. Directors establish policies that officers MUST follow in executing their authorities over day- to-day operations. Board Authorities include approvals for leases, contracts, bank accounts and fiscal policy of the corporation, and extend to all areas of legal compliance including capital offerings.

OFFICERS: Such as the President and Treasurer run the company, hire and fire, sign checks and generally are in day-to-day operating control of the venture.

ENGINEERING YOUR CAPITAL PLAN

The idea you contribute to the business is the value most new businesses begin owning. The value of the Intellectual Property (IP) is established by you. Experts can write opinion letters concerning the potential market value of company IP, which further define the value proposition.

Forum Networking can produce third-party ENDORSEMENT letters that will add real or perceived value to the idea you contribute to your new venture – developing IP value.

EVERY IDEA HAS VALUE POTENTIAL – CAPITAL DEVELOPS IP

Adding expert management to your team further develops value for company IP.

Once you have defined value for the initial structure you can define budgets and capital you require to develop IP prior to commencing full operations. As a rule of thumb always assume:

IT WILL COST MORE MONEY THAN YOU THOUGHT. IT WILL TAKE LONGER THAN YOU THOUGHT.

Also, as a rule of thumb, it is a great idea to develop six months of operating capital.

PROFILE YOUR INVESTOR

The capital TEAM you create in class will help you as designated below:

IBI HIGH PERFORMANCE TEAMS - Scout and Help during class.

IBI POWER TEAMS agree to assist you after class. Your Capital Team works on the investor profile first. What do your ideal investors

Business Owners, Professionals, Self-Employed, Executives, Other

Do you seek an investor who has interests in a particular field?

Do you wish to attract a MONEY PLUS investor . . . who will invest based on money plus other venture benefits such as manufacturing or marketing? Vendor financing WORKS!

Do you wish a value-added investor to join your team? This investor puts up capital and also expertise and talent you require, adding VALUE over and above capital to your new venture.

List your key features your investor will possess from the following list:

Income Assets Mental Attitude Like-Minded Interest Spiritual Values Family Values Social Values
Recreational Interests Humanitarian Interest Planetary Interest Glamour and Spice Athletic Interest

Write a profile statement for the investor you would most like to attract, what would this investor look like?

TEN-DAY LIFE SUCCESS PLAN

The following is the only road map for building Multiple Venture Technology (MVT) in the world today. The steps to develop capital assume your legal compliance via expert advisers has been achieved and is under continual monitoring by security law experts:

- 1 Develop a Capital Team upon returning home. Use as many IBI classmates as you can from your class. Connect to additional IBI-trained classmates via local meetings in your larger IBI community listed on the website.
- 2 Use <http://ceospace.net/success/> to expand your CAPITAL TEAM resources.
- 3 Develop one or more Home Teams. The optimum is 3 five-to-seven person teams. You must be responsible to develop and maintain Power Teams at home. Team creation is the MASTER SKILL for WOW MIT success.
- 4 Establish a start date to begin. Check on finder law compliance for your state.
- 5 Host breakfast and lunch meetings with one to five qualified individuals who meet your investor profile. Keep this meeting activity up for TEN Days.

Your Capital Team continues to phone you with CAPITAL CONFIRMATIONS for open meetings. Meet with your capital team often. Host conference telephone calls to discuss progress. Use <http://ceospace.net> video snap rooms for group review.

If you do not raise the desired capital in TEN DAYS, evoke a second TEN-DAY plan. Remember your success or lack of success rests with the following elements:

1. The attractiveness of your stated Capital Plan. Your plan must act as a magnet for capital. Would you invest in your own plan? Have you?
2. The effectiveness of your organization. Organize your plan. Organize your Team. Organize your actions.
3. The way you string your words together. When stated a certain way, capital is motivated to invest. When said another way, capital rejects the opportunity. Make your presentation into a tape recorder. Listen to the results. Repeat this work three times over three weeks. Mastering capital language magnetizes capital.

Each of the above points is a learned behavior. It will take time and practice to MASTER capital skill in these key areas. Thousands have succeeded by working this lesson plan.

CORNERSTONE QUESTION

Use the CEO SPACE lesson to first ask the cornerstone question. The idea of the cornerstone question is to qualify each investor before you make an OFFER of your venture to them.

In this manner you can qualify a number of individuals, while restricting the actual number you are logging and counting as having received an offer related to the specific project.

AVOID MAKING OFFERS OTHER THAN TO PRE- QUALIFIED INDIVIDUALS

Once your team has located an investor who meets the agreed upon profile, then move to ask the following (REFERRAL TEAM QUESTION QUALIFIER):

IF I COULD BRING YOU ONE OF THE MORE exciting investment ideas you have profited from in the past, and you knew my offer was another quality item for you,

A) Would you be able to invest _____dollars into the venture in the next week? What is your range of investment at the moment? (They'll tell you if you ask them).

B) If your questions regarding the venture were answered satisfactorily, then ask, "would you psychologically be in a position to move ahead and make the investment?"

Rehearse your team to locate individuals who meet the agreed upon profile.

Then test the individual to determine if the individual can say YES to the crucial cornerstone question. If the investor says "yes" to both A) and B) schedule a MEAL MEETING between YOU (the founder/owner) and the investor. Teach your team and practice this skill set.

SUMMARY

1. Anyone can raise capital in a free market society.
2. Individuals can raise capital for multiple projects but focus is advised.
3. Super Achievers are individuals who have mastered the skill of how to finance their dreams.
4. Experts will help you structure your Capital Plan for maximum appeal to investors. Every plan is different. Each plan reflects the specific personality of the venture idea.
5. A Capital Team will help you locate investors who meet your profile and who have already said “yes” to the CORNERSTONE questions.

To attract capital you will need:

A Business Plan A Capital Plan & investor document kit A Capital Team (operate within state and federal finder and referral source regulations)

Cooperation creates more investors known to graduates, than there are project needs that require an investor. Cooperation vs. competition provides a superior way to develop pre existing investor relationships.

Use very break, every meal to meet with attending lawyers, CPAs, investment bankers and other licensed experts at CEO SPACE to improve your capital skill set. Every sixty days a capital gym is open for practice with experts. Attend as many as you can.

Raising capital requires legal compliance first and action second. There are specific rules concerning the offering of securities to investors. Government information offices provide detail on these regulations free of charge (www.sec.gov).

Computer companies distribute CDs that contain the documents required to make a capital offer. Attorneys

should review your specific offering documents prior to their use in fund raising, including all audio video and oral information of any kind.

You will be required to file documents with state and federal government agencies before you raise capital depending on your area of intended activity. There are specific rules that relate to offers across state lines. Each state has its own rules and regulations. Learn them.

Generally, it is easier than it might seem on the surface to meet the requirements to raise capital. By associating with good legal advisors and taking responsibility to do it right from the start, you will avoid many problems later in your venture. Take zero short cuts.

FORUM RECOMMENDATIONS

1. If you are planning to help others by investing in their ventures, make certain you discuss the documentation and offer being made with an attorney before you invest.
2. Always invest accepting the risk you may lose part or all of your money. Is it suitable?
3. Be responsible when you GIVE and be responsible when you RECEIVE.
4. Please note that IBI /CEO Space does not endorse or otherwise make recommendations to invest in any specific program. We limit our role to education. The school does not endorse.
5. CEO Space specifically is not party to student transactions and assumes no responsibility for actions members may or may not undertake with each other over time. Proceed solely with an adult responsibility for the actions you decide to undertake – hold individuals responsible: do not blame the school where you met someone.

DOCUMENTATION

IBI/CEO Space does not provide training on the documentation that should be given to investors before they invest. Your attorney will provide this information to you. As a rule of thumb, the following information is typically useful when preparing capital documentation:

1. A business plan for the business.
2. Risks associated with the opportunity including competition.
3. Company History
4. Management.
5. Capital plan and structure.
6. Use of proceeds.
7. Profit forecast or potential if available.
8. Any related facts that individuals would be entitled to know before they invest or that have a bearing on the opportunity.

To complete your Capital Plan you now need to work with experts who will translate specific ideas into the detail of a capital structure and plan. The Forum provides an opportunity to obtain tens of thousands of dollars of expert advice during the course of the program. Owners are responsible for legal compliance.

Not covered in this lesson was the capital funding typically provided for nonprofit companies. Many plans to fund nonprofit companies exist. Rules for raising money for nonprofit companies can be more relaxed and typically relate to donation transactions. Nonprofit entities are largely exempt from the

rules related to Private Placements for obvious reasons. Some exceptions may apply. Experts in nonprofit funding plans are available to help nonprofits to evolve capital planning for their ventures.

GOOD LUCK EVERYONE!

OFF BALANCE SHEET FINANCING

There are many forms of off-balance sheet financing. For example, it may be possible to license your idea or obtain manufacturer advances.

Artists are supported by Forum experts to expand capital and are into business applications that work.

Ideas can self-start with minimal capital due to early stage income generation from the idea selected.

It may be possible to sell offshore rights for your idea, generating enough capital to create your business at home.

You may be able to franchise your idea. You may be able to joint venture with a manufacturer of a product or a service in a market that can apply your idea.

Your idea may serve as a fund raising proposition for nonprofit entities.

There are a thousand variations of methods to apply capital without actually raising capital in the conventional way. For a large number of ideas, the most practical road to success is to bite the bullet and do whatever is required to raise enough capital. Proper capitalization for virtually any size venture reduces risk and elevates future success potential.

Few businesses, if any, have failed because they had too much money...but countless ideas have failed because their owners did not take responsibility to develop early stage capital.

If this seems like a big job, it IS. The rewards belong to the Super Achiever – that rare dreamer who has LEARNED how to finance his dream. The rewards from applying what you learn here are infinite. Now let's look in on one of the great secrets of the work of creating capital for your idea:

1. Capital creation is the owners first job and priority job for two years.
2. The first and only job in your company is developing all the capital called for in your Capital Plan. Don't stop early. In capital funding the rule is simple: always raise more than enough. Build a balance round first. Build an operating round second.
3. As you raise capital, pay YOURSELF first. Your documentation should fully disclose salaries you intend to pay, starting with yourself.
4. The more successful your capital work the more you are entitled to earn.
5. Reward yourself for success, ask experts on proper schedules. Over comply.

Get advice from experts on how to structure this part of your Capital Plan. It is legal and proper to pay yourself for sourcing your business to success. You require money in exchange for services. Pay yourself FIRST. Hire yourself first. Follow CEO Space budget lessons.

12 TIPS FOR RAISING CAPITAL FAST!

Tip#1 - Have your capital deal sheet ready. The sheet should be one page, with terms clearly expressed. Make it possible for the project, the deal and the close to be completed in five minutes. Feature your money magnets during your presentation. Spread them out across the table making them clearly visible. Investors like to scan detail while you talk.

Tip#2 - Have one file folder (containing your TEAM members' resumes) handy during your capital presentation. Have another file folder with third-party endorsements available, getting as many as you can at the Forum. Have yet another file folder with illustrations, contracts, letters of intent or other MONEY MAGNETS by your side during every capital presentation. Have your MONEY MAGNETS ready at all times. Over comply as your mind set. Now proceed with YOUR MAGIC FOLDER to discuss document use with third parties.

Tip#3 - Follow the Ten-Day Plan Faithfully. Acquire Forum Vision CDs from your class and study them, making careful notes. Move into ACTION by start date. It is very important to set a start date and begin. Organize at least THREE "Feeder" teams to help you raise all the money you require in ten days or less. If you take longer, you failed to most highly organize your activity. Practice makes Perfect. Do not get discouraged.

Tip#4 - Use first stage capital to return to one or more Forum Classes. Do it right away. While your attitude is focused on success, improve your MONEY MAGNETS, your plan, your team, your endorsements. REMEMBER== your idea is perfect and your plan soon WILL BE!

Tip#5 - Use the first money raised to retain a Forum Attorney to complete a PRIVATE PLACEMENT document kit to maintain legal compliance in your fund raising. This insurance also attracts more serious investor with improved documentation.

Tip #6 - Go to <http://ceospace.net/success/> immediately. List your WOW and prioritize what you need next. Ask others to join your capital feeder team, and clearly define why they benefit from doing so on the GRAD-to-GRAD Board.

Tip#7 - Attend local weekly AFTER CLASS SUPPORT (ACS) meetings. Practice GIVE & RECEIVE to complete your FEF Training. Use all IBI/CEO Space Previews and opportunity meetings to NETWORK every chance you get. Share your WOW project, reporting every idea, team, and related PLUS as a Completion. Agree to attend every possible CEO Space Meeting to stay in the WINNER MIND-SET for 90 days... the time it takes to develop a new habit.

Tip#8 - Make a tape of your presentation on Capital. Keep it short. Give the tape to your best team members, and ask them to "plus" the tape. Make note of the PLUS ideas. Make a new tape and repeat the process. Do not get discouraged. Once your language is right, your capital will follow. No one rejects your idea; some may reject your "language."

Tip#9 - Ask your most committed team member to help on two-way calls, as follow-up on each capital meeting. Follow-up within one day by utilizing two-way calls to close the sale.

Tip#10 - Attend every meeting with a sign-up file folder entitled PROFITING. Have the sign-up form

filled out with each prospect's NAME and related information COMPLETED. Have a post-it with SIGN HERE clearly marking where they must sign. ASK FOR THE SALE.

THE CORNERSTONE QUESTION:

..."Let's say I have the most exciting financial and profit-making idea of the decade, and the once-in-a-lifetime thing everyone is hoping they get 'in' on in this world."

"Let's pretend I have it. Would you be able to invest \$ _____ Right Now, because you have the money, and you are mentally in a position (If the information is complete and accurate, and it is all I say it is) to write a check and to invest for Profit and Gain right Now?"

[If the answer is.....NO]

"Do you know any associate who might answer this question 'Yes?'....Will you introduce me?"

Tip # 11 - Master the Cornerstone question. Teach your feeder team to master this question. Do not present to those who indicate they do not have the ability to write a check in the sum you require or they do not have the 'Mind-Set' to write the check in the next 72 hours if the deal is appealing to them. PRE-QUALIFY your presentations. When you meet the prospect, they should have already said YES, they DO have the ability to write the check and they have a POSITIVE mind- set to act in 72 hours if the deal is right. Meet only PRE-QUALIFIED prospects and your results will soar.

Tip # 12 - Meet multiple prospects at one time. No one likes to be the ONLY investor. Human nature makes it easier to use "herd instincts" when making financial choices. Help others make solid choices for your project by organizing your meetings with one to three investors at a time. Schedule "no-host" breakfast and lunch meetings at which everyone pays their own check. Envision you are having a \$25,000.00 breakfast and a \$50,000.00 lunch. Maximize every meal until you raise 100% of the money your require. How much should you raise? MORE THAN ENOUGH!!!!

Click SEC.GOV for legal compliance materials.

SPECIAL OFFER

CEO SPACE and Made For Success welcome all our guests to the ENTREPRENEURNOMICS on going education program. As you review our full web site with video and content explaining our "lifetime membership" program you will determine if "full membership" in CEO SPACE is a fit for you. CEO SPACE offers full members a lifetime access to five annual cooperative CEO to CEO business owner trade shows. We guarantee members will make a profit on their membership investment over time or their money back (see our contract).

Success in Action joins so many global firms in endorsing CEO SPACE for their customers as well as ours. You have experienced a sample at major retail outlets of our SUPER STAR content. Our Fresh to Market current live content is so advanced we hope you will continue your lifelong skill advancement by upgrading the most important adult skills in the world, Entrepreneur skills. You have seen CEO SPACE in major retail and you have heard our brand on national radio and television.

As a member you can access our weekly networking club meetings in cities everywhere. Call our home office at 256-850-4700 extension 0 and tell them you are a SUCCESS IN ACTION client for special cash off our normal membership package.

Take advantage of a special offer as our Thank You for purchasing this program by visiting CEO Space online at <http://ceospace.net/success/>.

To enjoy more programs like this, visit [Made For Success](#) online and sign-up for a weekly motivational newsletter for leadership and sales tips to encourage you on your pursuit of success.