



# **Entrepreneurial Training**

## **Cross Pollination For Business Development**

**By: Don Brown**

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### Dedication

This publication is dedicated for all those who are graduating from High School, College, other Educational Centers and those who are Unemployed.

**For my Mother Elsie Dora Brown** who had a very difficult life with cancer during her young life she worked as a cleaning lady for the Resort Industry at Rockaway Beach Missouri, in addition she done laundry for these resorts. During this time was the 1940's of which there was no electricity and no running water at our home. To have water it was drawn out of 120' well and to have hot water for washing we had a large cast iron kettle that we heated water in. For washing the clothes she used a number 2 wash tub with a wash board. To iron the clothes we had cast irons of which had a well for water or hot coals in order to heat the irons to iron the clothes.

She wrote an article in the weekly "Taney County Republican Newspaper" named "The House By The Side Of The Road" the articles was as a 'gossip column' however there were many news related articles as well based upon what was going on in the community. These articles were shaping much of what was going on in many areas of the county for the betterment of the community, most of the "County Officials and Politicians" didn't care much for the articles as my mother sort of "placed their feet to the irons" to get things done. In fact I recall one incident at a meeting that she told this one "politician and County Official" that in order to "warm up his cold feet, maybe he should place his feet on hot bricks" since he didn't want to do what was right for the community.

**My Grandfather Edward George Rossner** was quiet an exceptional person he had, had a career as a "Railroad Inspector" during his younger years. He had many interesting stories about his young life. He was an entrepreneur in the acquisition of land and had several thousands of acres, on the land there was a lot of cedar trees, and a lot of sand stone of which they would cut the cedar trees for post and the sand stone they would split and sell for the construction of flagstone homes. They raised many head of livestock of which was used for breeding and also for sale to market also for hogs they did likewise.

I remembered in the early 1950's at the time of the Russian Sputnik spacecraft, he said that at some time that America would be have someone walking on the Moon. He also mentioned that most likely money will be used instead of actual cash that there would be some other piece that would be used for currency... what happened we have had a lot of "space exploration" and in addition we have now the use of "credit cards and debit cards" to be used instead of cash.

He said, as well that we would most likely have some time in my lifetime another "depression" as history repeats itself. Many of the things he predicted has happened.

For those receiving and reading this publication you should read it all the way through and there will be lists of other related publications that you should also seek out for reading of Inspirational and Motivational Authors.

### Thank You to Contributing Authors and eBook Publications

The following authors and motivational speakers who have inspired me to write this eBook for Entrepreneurial Training for the benefit of all of the readers to learn how to become an Entrepreneur.

**Bob Proctor** knows how to help you because he comes from a life of want and limitation himself. In 1960, he was a high-school dropout with a resume of dead-end jobs and a future clouded in debt. One book was placed in his hands – Napoleon Hill’s Think and Grow Rich – that planted the seed of hope in Bob’s mind. In just months, and with further support from the works of Earl Nightingale. Bob’s life literally spun on a dime. In a year, he was making more than \$100,000, and soon topped the \$1 million mark. For more information on Bob Proctor here is the website: <http://bobproctor.com>

**Napoleon Hill** was one of the original founders of the personal-success literature movement and the author of the best-selling book “Think and Grow Rich.” Hill considered all his works part of his “Philosophy of Achievement” and his mantra, “what the mind of man can conceive and believe, it can achieve” became the foundation for his works.

Napoleon Hill was born on October 26<sup>th</sup>, 1883 in the rural town of Pound in Wise County, Virginia. By the age of twelve, both his parents were dead and by the time Hill was thirteen he was writing for local mountain newspapers to help save money for school. Although he entered law school for a short time, Hill eventually had to drop out due to lack of funds.

Hill returned to writing and, as part of a series of articles assigned to him, he went to interview [Andrew Carnegie](#), a very wealthy and powerful man. During the interview, Carnegie disclosed his belief that any man could achieve great success by following a simple formula, Carnegie then commissioned Hill to interview 500 successful people in order to discover this formula and publish it. There was no money paid to Hill for this project, just the challenge of funding the secret to success.

During his research, Hill interviewed numerous influential people including [Thomas Edison](#), [Henry Ford](#), [John D. Rockefeller](#), Theodore Roosevelt and Woodrow Wilson. It took him over twenty years to interview all of the people on his list. As a result of his research, however, Hill became an advisor to Carnegie and they published The Law of Success by means of the Philosophy of Achievement in 1928. Originally published as a study course, it eventually became a lengthy home-study course that included seventeen volumes of the "Mental Dynamite" series.

During Hill's time with Carnegie, he became the editor and publisher of the Hill's Golden Rule magazine, published a book called the “Ladder To Success and also served as an unpaid advisor to President Franklin Roosevelt from 1933 to 1936.

In 1937 Hill broke down the basics of the “Philosophy of Achievement” and published his work in the book “[Think and Grow Rich](#).” This became Hill’s most famous work and has sold over 30 million copies. Two years later, In 1939, Hill published “How to Sell Your Way Through Life,” another best-selling book on personal achievement.

By 1953 Napoleon Hill was working closely with W. Clement Stone teaching Stone’s own “Philosophy of Personal Achievement,” Hill began focusing more on the idea that “thoughts are things” and that an individual can manifest his or her success simply by sharing ideas and finding like-minded individuals. Hill also wrote about the importance of the “Golden Rule” of giving and the understanding the difference between giving and exchanging with the community.

Throughout his life, Hill was open about his Christian faith and believed that his religion played a very important supporting role in his beliefs about success. Faith, in fact, always played a major role in Hill’s

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philosophies of achievement. Napoleon Hill died on November 8<sup>th</sup>, 1970. His last book, "You Can Work Your Own Miracles," was published after his death.

**Wallace Delois Wattles**, wrote a number of books including "Health and Through New Thought and Fasting," "The Science of Getting Rich," "The Science of Being Great," "The Science of Being Well," and a novel, "Hellfire Harrison," but it is for his prosperity classic, "The Science of Getting Rich," is his best known.

Little is known about Wattles' life. He was born in the USA shortly after the civil war, and experienced much failure in his earlier years. Later in his life he took to studying the various religious beliefs and philosophies of the world including those of Descartes, Spinoza, Leibnitz, Schopenhauer, Hegel, Swedenborg, Emerson and others. It was through his tireless study and experimentation that he discovered the truth of "New Thought" principles and put them into practice in his own life. He began to write books outlining these principles. He practiced the technique of creative visualization and as his daughter Florence relates, "He wrote almost constantly. It was then that he formed his mental picture. He saw himself as a successful writer, a personality of power, and advancing man, and he began to work toward the realization of this vision. He lived every page... His life was truly the powerful life."

Wattles' best known book, "The Science of Getting Rich" is a down-to-earth, clear-cut and practical guide. A mental and spiritual approach on how to become rich, No bones about it, when you follow the thoughts presented in this book, you will become rich, without the feelings of guilt. As a matter of fact, the author writes that the poverty-stricken (*and even the middle class*) should be the ones to feel guilty by not living up to their true potential as Thinking Beings.

Wattles says his book is "intended for the men and women whose most pressing need is for money, who wish to get rich first, and philosophize afterward. It is pragmatic, not philosophical; a practical manual, not a lot of theory. It is for those who have, so far, found neither the time, the means, nor the opportunity to go deeply into the study of metaphysics but who want prosperous results and who are willing to take the conclusions of science as a basis for action.

"Whatever may be said in praise of poverty, the fact remains that it is not possible to live a really complete or successful life unless one is rich. You cannot rise to your greatest possible height in talent or soul development unless you have plenty of money. For unfolding your soul and to develop talent you must have many things to use, and you cannot have these things unless you have money with which to buy them."

**Russell Herman Cornwell**, the author of "Acres of Diamonds" was born on a farm near South Worthington, Massachusetts on February 15<sup>th</sup>, 1843. While he was attending Wilbraham Academy as a young man, he took a teaching position at a district school to help pay for his education. He began Yale University in 1862 and found student jobs that enabled to pay for his tuition. He left the same year, however and volunteered for "Lincoln's Army." He recruited a company of men from the South Worthington area; was commissioned as their captain and served until 1864.

When he returned to civilian life he earned a degree from Albany Law School. He spent a few years in St. Paul, Minnesota where he maintained a law practice and also started a newspaper. He continued to work as a journalist after he moved back to Massachusetts in 1868. He submitted stories about a trip through the South to revisit the battlefields of the Civil War and an account of a journey around the world in 1870.

It was on this trip that he first heard the tale that would inspire his "Acres of Diamonds" speech. His reputation as a speaker opened an additional career path; he was hired by the Boston Lyceum Bureau as a lecturer in the 1870's.

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A small Baptist congregation in Lexington, Massachusetts turned to him for legal advice about selling their church. He advised them not to sell the church, but to raise money to rebuild it. He began to work with them and was able to help increase their membership and keep the church open. The work inspired him to study for the ministry and he was ordained as their pastor in 1881. He was visited by a representative from the Grace Baptist Church in Philadelphia the next year. The church needed a new pastor and they heard about his work in Lexington. He accepted the call and moved to Philadelphia in 1882.

The original Grace Baptist Church was located at Berks and Mervine Streets (*where Temple University's Gladfelter Hall now stands*). Within a few years, the congregation had grown so large under Conwell's Leadership that they began to consider building a larger church. They had the idea of a temple that would minister to the mind, body and spirit. Ground was broken for the new Baptist Temple Church at Broad and Berks Streets in 1889 and it was opened in 1891. Russell Conwell began tutoring some of the young men in the congregation, but by 1887 he had inspired members to start a school that would be designed specifically for working people. The school was open to all, but was called the Temple College. In 1892, the congregation saw a need for a hospital in the area and raised the money to start the Samaritan Hospital. This was the teaching hospital for the Temple University Medical School and it has become Temple University Hospital. Russell Conwell continued to serve as the pastor at the Baptist Temple for 43 years.

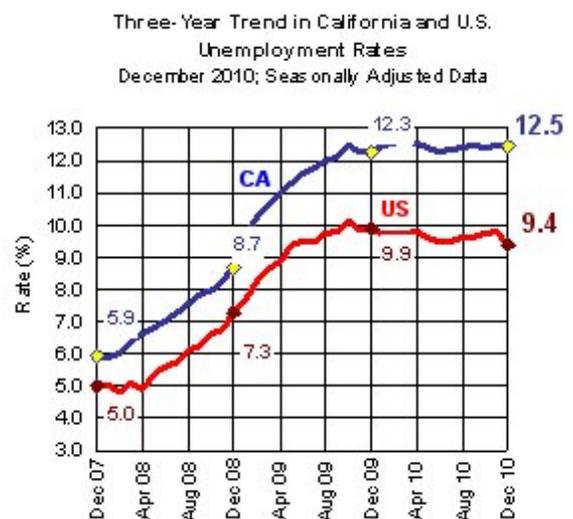
He also continued to lecture and write, authoring close to 40 books. Taking some time away from his duties at the church and the college each year, he traveled across the country to lecture at Chautauqua Assemblies and Redpath Lyceums. He donated the fees he received for such lectures to pay for Temple students who could not afford the tuition. His best known lecture, "Acres of Diamonds," was delivered over 6,000 times including a radio broadcast in 1922 and a 78 rpm recording for the Rodeheaver Record Company. In 1923, he was presented with the Philadelphia Award, an honor given each year to the area's outstanding citizen, Conwell Hall at Temple University was dedicated in 1924, a year before his death at the age of 82.

## Preface

With the economic conditions of America since the attack on 9/11 the unemployment has constantly increased over time, currently as of December 2010 the unemployment in California is reported at 12.5% and the average in America is at 9.4% these are reported unemployment figures. However it is difficult to know of actual unemployment percentages as most are no longer reported as they have fallen off of the rolls and no-longer counted. As you can see on the chart of unemployment figures it has steadily increased significantly since December 2007

With those who seeking employment today the average would be 1 to 3000 applying for a single position in a company or government position.

In addition many students drop out of high school each and every day and every year. Every 29 seconds another student gives up on school, resulting in more than one



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million American High School students who drop out every year. Nearly one third of all public high school students and nearly one half of all African Americans, Hispanics and Native Americans fail to graduate from public schools with their class. There are nearly 2,000 high schools in the U.S. where 40 percent of the typical freshman class leaves school by its senior year. The drop out problem is likely to increase substantially through 2020 unless significant improvements are made. Dropouts are more likely than high school graduates to be unemployed, in poor health, living in poverty, on public assistance, and single parents with children who drop out of high school. Dropouts earn \$9,000 less per year than high school graduates and more than \$1 million less over a lifetime than college graduates. Dropouts will more than twice as likely as high school graduates to slip into poverty in a single year and three times more likely than college graduates to be unemployed. Dropouts are more than eight times as likely to be in jail or prison as high school graduates. Dropouts are four times less likely to volunteer than college graduates, twice less likely to vote or participate in community projects, and represent on 3 percent of actively engaged citizens in the US today. The government would reap \$45 million in extra tax revenues and reduced costs in public health, crime, and welfare payments if the number of high school dropouts among 20 year olds in the US today, which numbers exceed more than 700,000 individuals were cut in half. (Published by Right Mind 2009)

## Outsourcing America

**Outsourcing to India...** India is the leading country for offshore outsourcing. The offshore outsourcing industry started in India and it has been able to grow the IT and BPO export sector to \$47 billion and capture more than half of the offshore outsourcing industry. That is not to say that India does not have challenges or is the best location for every offshore outsourcing effort, but it has an unparalleled history and size.

The Americas and Europe are the largest customers for the Indian outsourcing industry and account for 60% and 31% respectively of IT and BPO Exports. The largest vertical sectors are financial services 41% high-tech telecom 20%, manufacturing 17% and retail 8%. In 2009 the IT and BPO export industries employed about 2.2 million people.

IT and BPO services outsourcing first started in India in the mid 1980's. The large, English speaking, low-cost workforce was the main attraction. The industry grew rapidly through the 1990's aided by the dot com boom and IT upgrades to prepare for potential Y2K bugs. The 200's saw similar growth with work moving to India in down cycles to help companies cut costs and in boom times to capitalize on the readily available talent.

The 2008-2009 global recessions has had a negative impact on outsourcing growth in India, but the sector is experiencing a turn-around in 2010. Many US and European companies are still cautious about the speed or staying power of the 2010 economic recovery and thus are looking to maintain a low cost base in locations such as India. We expect IT and BPO out sourcing in India to bounce back to double digit growth rates in 2010. (Sourcing Line 2009)

December 2010, More than 1.3 million additional Western jobs will vanish by 2014 due to "the accelerated movement of work to India and other offshore locations," says the study released November 15<sup>th</sup>. Hackett doesn't talk of this as being good or bad, but as something that will be a reality, and a challenge for more Western businesses. Hackett says the pace of job erosion has nearly doubled this decade.

September 2010, when you send programming offshore, you're moving it 12 time zones over, to developers with a very different native culture who usually speak English with less than proficiency. Agile would require them to communicate frequently and informally with business users who don't speak

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the programmer's native language with any proficiency, through a teleconferencing circuit and maybe a web conferencing session.

July 2010, there is research that proves that many companies that outsource either domestically or internationally don't perform as well as before the outsourcing. In a study, the average user satisfaction deficit was 13 percent. Other criteria, like value for money and company perception by customer, showed similar drops. One has to ask if it's really worth it.

March 2010, Companies have expressed frustration with the quality of work being provided, according to a survey, but most businesses still said they chose the cheapest outsourcing option instead of the best quality. Nearly all businesses 94% admitted that the focus on cost was increasing the likelihood of their projects failing.

February 2010, According to a mid 2009 report by AMR Research Inc. on the state of IT outsourcing, roughly 80% of enterprises plan to increase their amount of IT outsourcing or keep it the same.

January 2010, Indian IT companies have started adding thousands of employees after a year of relatively flat growth. But the same can't be said for U.S. Companies. Three of India's largest IT Service Firms have alone added a total of 16,700 employees in the last quarter. The U.S. IT work force has lost a lot of ground to cover as a result of the recession. Industry group TechServe Alliance counted 3.81 million IT workers at the end of September 2009, marking a net gain of about 11,000 jobs to the end of December 2009. (RTTS Outsourcing Statistics)

### **Outsourcing Manufacturing Overseas**

Although we certainly know today that most anything sold in the United States is made overseas, the American companies that make it there and import it from there are not exactly keen on telling us that their product is made in China or India, especially in today's economy, with so many Americans out of a job due to outsourcing of manufacturing jobs overseas. Of course the companies don't have to advertise it...it's noted on the product packaging. While the country of origin must be marked on the packaging fact is today few people are looking for the marking where the product was made. For the most part Americans have learned to love the low cost products sold in Wal-Mart and Gap because the product design is "American Style" made to our tastes and specifications.

Maybe ten, fifteen years ago people used to look at the label where the product was made because our mass media kept us alert to the fact we should be buying "American Made" products. Remember some of the TV Commercials? One right up to the late 90's the very year when we gave China "Most Favored Status," went something like this: "A small boy asks his mother why his father lost a job, the Mother said, the Coat Factory he worked at closed. The Mother said, because nobody wanted to buy the coats made there, The Boy asks why, His Mother answered was "I don't know," then a caption came on the screen: "Buy American," The answer was quite simple... they can make that coat just as well if not better overseas for a price much lower.

After the commercial for years before it the news anchor told us another story about the wonders of "Free Trade." We have been fed "Free Trade" since the 70's. It all sounded so good and until the last twelve months of presidential campaigns, the economic meltdown and the massive loss of jobs "outsourcing" hasn't been quite the dirty word that it is now. But despite the growing awareness that we must bring jobs back to America, as long as the United States will be part of "Free Trade," products will be made where they can be made well and cheaper than we can make them in this country. Until now when people are out of work and consumer spending has plummeted everyone loved to get these great looking

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products made to our taste and specifications, and they still do if they can still afford it, and never mind where in the Third World the stuff is really coming from!

Remember the economic boom that started in the late 90's when we gave China the "Most Favored Nation" status and right after that created NAFTA? Under all those "Free Trade" agreements so much started to come into this country from China, Mexico and elsewhere around the world, and we all bought this stuff at those great Third World prices and no one was looking where the product was made or insisted on wanting to buy "American Made!" The economic boom due to significant consumer spending we had experienced in this country was great, for a number of years, until we got to where we are today.

Importing we spend money, the dollar is going out! American companies have been outsourcing manufacturing to countries like China where there is skilled but cheap labor and import from there. It's business for profit, they have been making money off of us, the consumer, selling the product to us at what is an attractive price but they in fact have been making a higher mark up on what they manufacture overseas and sell here today than ever before when they used to manufacture it in this country! That is an undeniable fact.

Starting or running a small business today you can do the same! You should do the same! You must do the same! As long as there will be "Free Trade" and America will be part of it, companies will continue to outsource manufacturing overseas, to anywhere the product can be made at lower costs than in the United States, as long as the product quality can be assured to be at least as good or better than if the product should be made in the United States. Needing to bring jobs back to America may necessitate the United States will need to drop out of at least some of the "Free Trade" agreements. It is unlikely, however, that a complete turnaround in how business is done today will take place anytime soon. "Free Trade" is here to stay and with it there will be outsourcing of production overseas.

What has occurred for manufacturing here in America has ultimately been the high cost of manufacturing as a study commissioned by the Small Business Administration that finds regulations costs American business \$1.75 trillion per year, and cost small businesses – those with fewer than 20 workers - \$10,585 per employee or 36% more than paid by large businesses with 500 or more.

The U.S. Federal Government regulates private enterprise in numerous ways. Regulation falls into two general categories. Economic regulation seeks, either directly or indirectly, to control prices. Traditionally the government has sought to prevent monopolies such as electric utilities from raising prices beyond the level that would ensure them reasonable profits. At times the government has extended economic control to other kinds of industries as well. In the years following the Great Depression, it devised a complex system to stabilize prices for agricultural goods, which tend to fluctuate wildly in response to rapidly changing supply and demand.

American business now faces a worldwide economic crisis. After decades of losing market-share to overseas competitors, American companies are no longer able to compete effectively in the global marketplace, due in large part to outdated and unrealistic U.S. Regulations. The United States, along with States, Counties and Cities need to get rid of laws that stay on the books long after they are needed and cripple America's prospects. Most of these draconian regulations merely hamstring the Business Owners while the white – collar criminals simply find loopholes to crawl through, at the expense of Businesses doing the right thing and citizens of America.

There is no more critical issue facing America than its ability to compete in a global economy. The loss of manufacturing jobs to countries with five to twenty times lower labor costs may be the most important economic problem of our times.

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The U.S. has become a service economy that is heavily dependent on the goodwill of two classes of market participants:

1. Foreign holders of dollars who keep buying our stocks, bonds, real estate, and other assets.
2. U.S. Consumers whose spending drives some 70 percent of our gross domestic product.

One of the problems in following our Presidential and Legislative Candidates' economic positions are they don't have any specific long-term plans for the direction of America. Their composite position is some kind of short-term economic stimulus package totaling about \$100 Billion. While economists never agree on much of anything, there seems to be a consensus that a \$100 billion stimulus applied to a \$13 trillion economy will accomplish almost nothing. *(It would take a \$130 billion stimulus just to equal one percent of the size of the U.S. Gross Domestic Product (GDP)).*

Their needs to be some real discussion among the candidates about the long term, changing laws, eliminating regulations, stimulating job growth, reducing corporate tax rates, and re-establishing the *Industrial Base in Manufacturing* here in America.

The U.S. has to change its vision of the 21<sup>st</sup> century economy. We have to consider repealing laws that may have been reasonable 100 years ago such as; *The Sherman Act of 1890 concerning antitrust*, and as recently as 9 years ago *The Sarbanes Act of 2002* concerning corporate governance. America has never developed a comprehensive public policy toward global competition. In fact the Department of Commerce, is the agency charged with the promotions of International Business, they did not begin to emphasize sales to foreign markets until the 1970s, some 300 years after countries like Great Britain and Holland were actively developing world trade relationships.

If foreign holders of dollars and securities and/or U.S. consumers ever falter in their support, the results could become a decade-long depression that would dwarf the depression of 1929. This is no idle threat, this started with the dot-com crash which started in 2000 which effected jobs and Wall Street experiencing its biggest one-day fall in history, ending a week in which the US Market lost \$2 trillion in value.

If this wasn't enough then we experienced the terrorist act of 9/11 where the Twin Towers were hit by planes the downing of the plane in Pennsylvania, along with the Pentagon another economic tragedy. Though they state that the attack on 9/11 was a terrorist attack it was an inside job orchestrated by our own government sure the towers were hit by planes but the actual falling of the towers was done in the same way of demolition of a building with explosives positioned within the building in key locations and the trigger to set off the explosives was the planes hit the towers. (do your own research),

However the economic recession as they name it actually started prior to 9/11 and we need to understand that the immediate impact of the attacks included a dramatic drop in consumer confidence as well as a significant fall in the stock market. When looking at the economy prior to 9/11 and putting the attacks in an economic context. You will see that the attacks did not cause the recession of 2001 but merely made a bad situation worse. Not only the loss of lives with this terrorist act by Al Qaeda this has increased costs at airports and other event locations as precautions of terrorist attacks along with the "war on terror" against Al Qaeda and Iraq among other conditions relative to terrorists. The "war on terror" was coined by the Bush administration as they were after the Oil in Iraq, they used Ben Laden and Al Qaeda as scape goats to put the blame on them when in fact it was our own government that orchestrated the attack on the towers as a cover up for what they were doing. (again do your research)

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Many of the businesses closed and are still closed due to the increased economic conditions both retail and corporate businesses many industrial parks across the nation are like “ghost towns” when going into or through these industrial parks as well as some of the strip-malls for retail operations.

Then the Greatest Economic Tragedy since the Great Depression – is The U.S. Subprime Mortgage Industry with all of the Fraud that has been created by the Major Banks including Fannie Mae, Freddie Mac and the Federal Reserve along with Wall Street along with Attorneys, and Mortgage Servicing Industries. Where they have defaulted on loans of which many of them did not have the documentation indicating that they were the legal owners of the loans, with many homeowners losing their homes because of the way loans were prepared making it impossible for homeowners to take care and making payments on the loans of which they had borrowed. Banks were provided a vehicle for Monetizing the loans as Mortgaged backed Securities indicating that they were AAA rated when in fact they weren't, in so doing much of the “original documents and original promissory note was lost and that then resulted in robo-signing along with forged signatures.

## **Entrepreneur Training Business Development**

### **Executive Summary**

In reviewing the Preface in regards to Unemployment and Outsourcing America it is evident that unemployment will continue to increase to the extent that it is going to be difficult for students graduating from High school and College to find employment, especially more so those who have dropped out of high school and have limited experience.

Though there are positions supposedly open in many areas. With all of the unemployment there are many other applicants that have qualifying resumes that will be looked at before they look at those that have little or no experience.

For America to bring back any jobs for being outsourced they will have to drop out of at least some of the “Free Trade” agreements and it is unlikely that a complete turnaround will take affect any time in the near future.

What can you do, you can hopefully find that one position that would supply you with an income and be able to acquire job skills. The other is to work at any type of position such as; a fast food restaurant, a retail store as a clerk or warehouse person become an apprentice for construction, plumbing, electrical and etc. These positions generally will pay a minimum salary to start and increases as you grow in the company. Even at that with the number of individuals unemployed are those positions going to be available as for every position you may be applying for there are generally 1,000 to 3,000 applicants for 1 position, so your odds are not very favorable in finding employment.

For those who may have had positions that have been outsourced you will need to restructure your objectives in changing careers as the opportunity of those positions of which you were in coming back or re-established are unlikely. By changing careers you will need to take a serious look at opportunities as to the viability of those positions maintaining to be viable positions in the future.

My assumption based upon predictions made in 1984 when the economy was in a slump, then again after 9/11 and now with the economic meltdown and the amount of Bank and Corporate Fraud that is occurring and most of the employment and manufacturing being outsourced to other countries, finding employment is not going to be easy regardless of college degrees and certifications you may have.

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Those with college degrees will have a better chance in finding employment, though most of those graduating from college have no practical skills they have theoretical knowledge on the positions they are seeking though practical skills is mostly void. Therefore they will still have considerable hardships in finding that perfect position as there are many more applicants that are more qualified than they may be.

As you are starting out after graduating from High School, College or maybe you dropped out of school. You are uncertain as to what your fate may be. What are you going to do? What type of employment can I get? You went to college and have a degree maybe it is an MBA, BS, or a PHD, you are educated in school and have knowledge in several different areas yet you don't have the practical skills yet you have the theory of various types of situations in Business, Science, Medicine etc. Yet when you start looking for employment it is difficult to find any employment because of the economy and every job you go to has 1,000 or more applicants for a single job.

You start to become depressed as the employment you were expecting is not there, here you went to High School or College and there is no employment available, your education skills you now feel has as much value as the one who dropped out of High School.

Well Forget, About...The Doom and Gloom, There are;

## **Opportunities All Around Us**

### Success Is In Your Imagination By "Being Mindful Of Your Thoughts"

You just need to open your eyes and pursue them by being mindful of your thoughts. Those who may have sight may not see, to see you need to "open your mind" to the surroundings and actions taking place in your life. As adults we tend to forget the childhood thoughts and imaginations of which was cultivated in our thinking during play. Our actions as adults is in similarity as when we were children just on a grander scale of business and personal ideas all through the thoughts of imagination as we "open our mind" to the ideas cultivated within our thoughts of things we see visually in our thinking by seeing opportunities and visualizing how those can be accomplished.

Imagination is the use of the mind which can be developed, cultivated, and broadened by use. Imagination is the ability of forming mental images, sensations and concepts, in a moment when they are not perceived through sight, hearing or other senses. Imagination is the work of the mind that helps create. Imagination helps provide meaning to experience and understanding to knowledge, it is a fundamental facility through which people make sense of the world and it also plays a key role in the learning process. Imagination is the faculty, through which we encounter everything the things we touch, see, smell and hear are cultivated into a "picture" through our imagination. It is accepted as the ability and process of inventing partial or complete personal realms within the mind from elements derived from perceptions of the shared world.

Everything we have today was an idea developed through the imagination of thoughts with an "opened mind" for a purpose for our personal needs, desire and existence. These ideas may have been generated by a single person however that single person needed to develop a group of "like minded" individuals as a "master mind group" to discuss the imagination of thoughts perceived of projects, ideas and opportunities, for the purpose of the idea or ideas.

Success in this world is always a matter of individual effort yet you will only be deceiving yourself if you believe that you can succeed by doing it without the cooperation of others working with you. Success is a matter of individual effort to the extent each person must decide what is wanted. This involves the use

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of imagination. Achieving success is a matter of skillfully and tactfully inducing others to cooperate with you. Before you can secure cooperation from others and before you have the right to ask for or expect cooperation from others, you must show a willingness to cooperate with them. By having the "Habit of doing more than being paid for" is one which should have your serious and thoughtful consideration. This "law" would of itself, practically insure success to all who practice it in all they do.

Success is largely a matter of adjusting one's self to the ever changing environments of life, in a spirit of harmony. Harmony is the understanding of the forces constituting one's environment and the environment of change in your surroundings and the surroundings of the world.

Most successful men and women have had to correct their personalities and attitudes before they can succeed. These weaknesses of Greed, Jealousy, Suspicion, Revenge, Conceit, Intolerance and being Egotistical stand in the way of being successful in any accomplishments we may have an endeavor.

To be successful, the one common quality is self control no one can control others unless they first learn to control themselves. One of the best methods of maintaining self control is to not form an opinion before knowing the facts. Too many individuals form their opinions based upon what they believe are the facts, yet are not the true facts and the habit of "striking back" at those who offend you, as well as other destructive habits which result in a waste of energy through non-productive efforts. Do not let outside forces influence you instead think for yourself with rock solid precision. All successful individuals grade high as they are in self control, where all failures of individuals grade low as they generally have zero self control.

Energy in Thoughts build ideas, Ideas stir emotions, emotions are expressed with and through the body, the body is moved into action which produces the results. Motion is the only thing that is constant and change is energy's only attribute which comes all that is apparent to our material senses.

**The Master Mind Concept** is defined as a mind that is developed through the harmonious cooperation of two or more people who ally themselves for the purpose of accomplishing any given task. Developing ideas of imagination with the synergy that occurs between like minded individuals with organized knowledge, expressed through intelligent efforts, the "Master Mind Group" makes this happen.

The Master Mind Group must maintain the ability of being "positive, patient, persistent and tenacious" as there is a danger when anyone of the members of the "Master Mind Group" thinks negatively, as a negative member can hinder the success of the ideas and thoughts of the rest of the members of the Master Mind Group.

**Directions and Self Confidence** is to discover yours and your Master Mind Groups natural talents, then organize, coordinate and put into use the knowledge gained from the experience of each. The main cause of failure is having no direction in life or the failure to set clear and attainable goals with plans on how these goals can be attained. You want to have a definitive objective of which to strive for and you never want to take the "shotgun approach" as that could lead to failure. Having a definitive desire and aim will affect the subconscious mind of each of the Master Mind Group and will lead toward the attainment of the objective. As in any business development you prepare a "business plan or an executive summary" of attaining your goals and the direction on how to achieve those goals, you should do this for your own desires and goals with a clear and concise way as a direction for the attainment of your success.

In so doing you will gain Self Confidence in your ability and the ability of your Master Mind Group; "You Can Do It If You Believe You Can." The reason for poverty and failures is primarily Fear of being able to achieve what you desire. Therefore those who master Fear will succeed. To develop Self Confidence begins with the elimination of fear. The most effective way to fight and eliminate fear is through organized knowledge, to eliminate fear is to eliminate ignorance. To develop self confidence you need to

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develop the ability of autosuggestion being persistent and tenacious in developing good habits and having a clear and definitive purpose. "Believe in yourself and your Master Mind Group, do not tell the world... Show It!"

You will obtain the discipline of Self Confidence through Enthusiasm, as a state of mind that inspires and arouses one to put action into the task at hand. Enthusiasm will make work far less difficult and boring and is the most important factor in sales and public speaking and is a vital force that can be developed and used. In sales or public speaking it is not so much what you say as it is in the tone in which you say it that makes a lasting impression. Enthusiasm makes all the difference in the world, to sell others you must first sell yourself. As Napoleon Hill stated, *"No one can afford to express, through words or acts, anything that is not in harmony with their own belief, and if they do, they must pay for their loss of their ability to influence others."*

**To build up your enthusiasm** you should write out your definite goals, in clear simple language and read it nightly before retiring and again in the morning upon rising for the new day. "Enthusiasm is the mainspring of the mind that urges one to put knowledge and desire into action." To strengthen your enthusiasm and self confidence being well dressed makes a great impression on all current and potential business associates as well as increasing your enthusiasm and self confidence. You should also take inventory that fits your own mind of being *intolerant, greedy, or wanting revenge, being egotistical, suspicious, jealousy, being dishonest, and procrastinate on your objectives*. The purpose is to see yourself as you are and as others may see you, once you see yourself as others see you that is the first step in correcting these characteristics and flaws in your being. By being able to correct any flaws and build your self confidence and directions in obtaining your goals this will bring about "trust" in relations with others through sales, public speaking and business relations.

A pleasing personality that attracts creates the causes of attraction along with a genuine interest in other people is important. By making others feel confident in you through your work and accomplishments not necessarily on the product or service. Developing relationships with potential customers or an associate should always come before the actual sale or working relations of the individual. In doing this there is no need to sell, the customer will insist on buying. You should never look at successful individuals with envy, instead objectively analyze their methods and appreciate the price they had to pay in their careful and well organized preparation and efforts. You should not use cheap flattery as that will not be replaced with heartfelt interest. Imagine the people who have the type of character you wish to possess then proceed to take on those qualities through auto suggestion. In your imagination create an imagination meeting with them and write out a detailed statement of qualities you wish to assume from them through your meeting. Actually visualize seeing these individuals in a conference room, keeping your thoughts focused in a positive manner as you listen to their advice and guidance, keeping in mind the person you wish to become, relying on the advice and guidance of those in the visualized meeting. Never forget to give praise to the genuine good qualities of those individuals that assist you and speak of them in terms of praise.

## **Some Key Factors of a Pleasing Personality**

1. Develop a habit of interesting yourself in other people and associating with them
2. Develop the ability to speak with force and conviction, both in ordinary conversations and before public speaking gatherings
3. Dress in a style that is becoming of you and appropriate to the work in which you are engaged
4. Develop a positive character, with patience, persistence and tenacity
5. Learn how to shake hands that expresses warmth and enthusiasm upon meeting, don't have a cold nature in shaking hands it does not give a good impression

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6. Attract other individuals to you by first “attracting yourself” to them
7. Your only limitation, within reason, is the one that you set up in your own mind.

Thoughts are generally referred to as any mental or intellectual activity involving an individual's subjective consciousness. It can refer to either the act of thinking or the resulting ideas or arrangements of ideas. Similar concepts include cognition, consciousness and imagination. Because thought underlies almost all human actions and interactions, understanding its physical and metaphysical origins, processes and effects has been a longstanding goal of many academic disciplines.

Thinking allows beings to model the world and to represent it according to their objectives, plans and desires.

One of the most important and most interesting in thoughts, is Accurate Thinking, involving separating fact from information and separating fact into two classes; important and unimportant or relevant and irrelevant. Making the distinction very important because the accurate thinker will not believe anything he hears. Instead, he will arrive at a conclusion only after carefully analyzing the thoughts perceived. If you don't have hard facts, to form your own judgment on the part of the evidence before you that furthers your own interest without working any hardship to others and your analysis is based upon facts. The key to accurate thinking is what is called “creative thoughts,” which allows you to tap into “infinite intelligence.” Creative thought is autosuggestion of suggestions you make to yourself, the subconscious mind records the suggestions and invokes that aid of infinite intelligence to turn these suggestions into action. Where the subconscious mind accepts any and all suggestions, constructive and destructive and cautions us to be careful what we suggest with facts only, no slander, for slander is poisonous to the subconscious mind and ruins creative thoughts. It should be noted that the subconscious mind does not question the source from which it receives orders, but will direct the body to carry out any order it receives. Therefore it is important that we are careful about how and from where we receive suggestions.

### Thoughts are Things

As Napoleon Hill states in “Think and Grow Rich” - “Thoughts are Things” and powerful things at that, when they are mixed with definiteness of purpose, persistence and a Burning Desire for their translation into riches, or other material things.

Several years ago Edwin C. Barnes discovered how true it is that men really do Think and Grow Rich. His discovery did not come about at one sitting. It came by little by little, beginning with a “Burning Desire” to become a business associate of the great Edison.

One of the chief characteristics of Barnes' Desire was that it was *definite*. He wanted to work with Edison, not *for* him. Observe, carefully, the description of how he went about translating his Desire into reality, and you will have a better understanding of the thirteen principles which lead to riches.

When his Desire, or impulse of thought, first flashed into his mind he was in no position to act upon it. Two difficulties stood in his way. He did not know Mr. Edison, and he did not have enough money to pay his railroad fare to Orange, New Jersey.

These difficulties were sufficient to have discouraged the majority of individuals from making any attempt to carry out the desire. But his was no ordinary desire! He was so determined to find a way to carry out his desire that he finally decided to travel by “blind baggage,” rather than be defeated. (To the uninitiated, this means that he went to East Orange on a freight train).

Mr. Barnes presented himself at Mr. Edison's laboratory, and announced he had come to go into business with the inventor. In speaking of the first meeting between Barnes and Edison, years later, Mr. Edison

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said, "He stood there before me, looking like an ordinary tramp, *but there was something in the expression of his face which conveyed the impression that he was determined to get what he had come after.* I had learned, from years of experience with men, that when a man really Desires a thing so deeply that he is willing to stake his entire future on a single turn of the wheel in order to get it, he is sure to win. I gave him the opportunity he asked for, *because I saw he had made up his mind to stand by until he succeeded.* Subsequent events proved that no mistake was made..

Just what young Barnes said to Mr. Edison on that occasion was far less important than *that which he thought.* Edison said so himself! It could not have been the young man's appearance which got him his start in the Edison office, for that was definitely against him, it was what he Thought that counted.

### Desire

#### *The Starting Point of Achievement*

This is the First Step toward Success and Riches, When Edwin C. Barnes climbed down from the freight train in Orange NJ many years ago he may resembled a tramp, but his *thoughts were those of a king!*

As he made his way from the railroad tracks to Thomas A. Edison's office his mind was at work. He saw himself *standing in Edison's presence.* He heard himself asking Mr. Edison for an opportunity to carry out the one Consuming Obsession Of His Life, A Burning Desire to become the business associate of the inventor.

Barnes' desire was not a *hope!* It was not a *wish!* It was a keen, pulsating Desire, which transcended everything else. It was Definite.

The desire was not new when he approached Edison. It had been Barnes' *dominating desire* for a long time. In the beginning, when the desire first appeared in his mind, it may have been, probably was, only a wish, but it was no mere-wish when he appeared before Edison with it.

A few years later, Edwin C. Barnes again stood before Edison, in the same office where he first met the inventor. This time his Desire had been translated into reality. *He was in business with Edison.* The dominating Dream of His Life had become a reality. Today, people who know Barnes envy him, because of the ""break" life yielded him. They see him in the days of his triumph, without taking the trouble to investigate the *cause* of his success. Barnes succeeded because he chose a definite goal, placed all his will power, effort, and everything back of that goal. He did not become the partner of Edison the day he arrived. He was content to start in the most menial work, as long as it provided an opportunity to take even one step toward his cherished goal.

Five years passed before the chance he had been seeking made its appearance. During all those years not one ray of hope, not one promise of attainment of his Desire had been held out to him. To everyone, except himself, he appeared only another cog in the Edison business wheel, but in his own mind, He Was The Partner of Edison Every Minute of The Time, from the very day that he first went to work there.

It is a remarkable illustration of the power of a Definite Desire, Barnes won his goal, because he wanted to be a business associate of Mr. Edison, more than he wanted anything else. He created a plan by which to attain that purpose. But he Burned All Bridges Behind Him.

Barnes stood by his Desire until it became the dominating obsession of his life. And finally, a fact.

### **Faith... The Visualization and Belief of Attainment of Desire**

As Faith is blended with vibration of thought, the subconscious mind instantly picks up the vibrations and translates these into its spiritual equivalent transmitting it to infinite intelligence, as in the case of prayer.

**How to develop faith** – Faith is a state of mind which may be induced, or created, by affirmation or repeated instructions to the subconscious mind, through the principle of auto suggestion.

The method by which one develops Faith, where it does not exist, is extremely difficult to describe, almost as difficult, in fact as it would be to describe the color of red to a blind man who has never seen color and nothing to compare it with. Faith is a state of mind which you may develop at will, after you have mastered the thirteen principals, because it is a state of mind which develops voluntarily through application and use of these principles.

*“Repetition of affirmation of orders to your subconscious mind is the only known method of voluntary development of the emotion of faith”*

This is the equivalent of saying that any impulse of thought which is repeatedly passed on the subconscious mind is finally accepted and acted upon by the subconscious mind, which proceeds to translate that impulse into its physical equivalent, by the most practical procedure available.

In connection with this consider that All Thoughts Which Have Been Emotionalized and Mixed With Faith begin immediately to translate themselves into their equivalent or counterpart. The emotions or “feelings” portion of thoughts, are the factors which give way to thoughts of vitality, life and action.

Not only thought impulses which have been mixed with Faith, but those which have been mixed with any of the positive emotions, or any of the negative emotions, may reach, and influence the subconscious mind.

### **Paradigm Shifts**

***“To facilitate a change in your life, it is imperative that you begin exactly where you are now!”***

*We need to know about our self .... both our Conscious Mind and our Subconscious Mind...*

*“A Paradigm shift is a radical change in somebody’s basic assumptions about an approach to Something!”*

*Our Conscious Mind as the ability to accept or reject and the Subconscious Mind cannot choose, must accept and cannot reject and cannot differentiate between what is real and what is not.*

*You listen with your ears but you hear with your emotions.. You see with your eyes but the images are seen by the emotions of your vision.*

*To Change Your Life and To Change Your Income... You Need To Change Your Way Of Doing and How You Think... You Must Learn How To Change Your Thinking.*

Paradigms are the driving forces behind every decision we make, the visions of which we see with the many interpretations of the actual meaning of a paradigm. **Basically Paradigms are a constellation of concepts, values, perceptions and practices held by an individual which forms a vision of reality** that is the basis of the way an individual organizes their thoughts through intellectual disciplines.

***Through mental interpretations Paradigms are an effort to make things explainable and understandable through driving all behavior, and behavior drives results.*** They are mental ways of

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your thoughts about something and are defined on what we view as important and how we should approach problems and activities. Paradigms focus our attention and concentration on our efforts as to what our thoughts are as being important, providing us with the confidence in solving problems or providing solutions to an activity.

***By shifting your Paradigms will allow you to change from who you think you are, to who you wish to be or truly are***, it is moving from the accepted paradigms, to a new restructuring of the thoughts and decisions being made, and is the only way to achieve a better outcome. Paradigm shifts altered through the choices we make, by forces beyond our control. Perhaps the greatest barrier to shifting our paradigms in some cases is the inability or refusal to see beyond the current thought patterns.

***Essentially a paradigm shift is a complete change of thoughts and beliefs that allow the creation of a new condition*** that was previously thought of as being impossible or unacceptable before. Paradigm shifts are movements from one to another, they are unquestioned convictions that are unquestioned as almost everyone has and accepted the same view of life and beliefs that many not necessarily be true or accurate, they are mental visions that each of us carry in our minds.

***A Paradigm shift is the only way to achieve a better outcome***, for your health and the health of your personal perceptions, your business and the financial health for you and a business.

***Paradigms are a multitude of habits that was inherited from others***, from the time you were a baby to an adult and of how others are thinking and it is time for change to learn to think upon yourself and what you want to be through the visions of your own thinking of the future. You have the infinite power to change.

Think about using a magnifying glass holding between the sun and wood, you can see that the Magnifying Glass is directing the beam of the Sun and burning an image on the wood. Think of your Will as being the same as a Magnifying Glass and Your Mind as the Sun, what is happening is that the Mind is directing the Will of Vibrations to be the images of the direction of your thoughts.

Don't go searching for opportunities, reach out and embrace them right where they are.

***"Success is the progressive realization of a worthy ideal."*** Earl Nightingale

### Vibration

***"Nothing rests, everything moves, everything vibrates"***

***"Great Spirits Have Always Encountered Violent Opposition from Mediocre Minds"***

***By: Albert Einstein***

The principals of vibration embodies the truth that "everything is in motion" and "everything vibrates," and "nothing is at rest" which is the facts that modern science endorses and of which scientific discovery verifies. This explains the differences between different manifestations of Matter, Energy, Mind and even Spirit, result largely from varying vibrations.

When you use your mind to think, you send out various forms of energy depending on the contents of your thoughts. Thoughts in itself cannot manifest itself physically because it vibrates at a very high degree. Remember that just because you can't see it doesn't mean it doesn't exist.

You are able to perceive light, sound, heat, and electricity because these forms of energy have lower rates of vibration. Slowing down the vibration of your thoughts allows it to manifest. That means when you have an idea, a wish or a desire you can slow down its vibration by applying the necessary force to bring

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it to life. Indicating that here is the time as your mind is calling to Action, for you to Act on your ideas, don't just sit there and wait.

**Bob Proctor States that...** The Law of Vibration, states that Everything vibrates from the smallest atomic particle to the largest skyscraper and is in a constant state of energetic motion. What looks solid is not. Even concrete, glass and steel is energy in constant motion, we live in an ocean of motion!

Your body is energy in a high speed of vibration, bed by thoughts and directives from your brain. Your brain as an object that cannot actually think... But you think with your brain.

Albert Einstein loved thinking – he was excited over the thoughts that surfaced. In fact, those who worked with him reported that he was often “gleeful” with an idea. This is why Albert Einstein changed our world instead of just thinking about changing it. Albert got emotionally involved with his ideas. He visualized their physical results on the screen of his mind and, to everyone else's surprise, those ideas became realities that changed our world's perspective.

Each of us have the ability to change the world just as he did. Albert Einstein had nothing on any other human being – not even you. He just knew how to move energy into theory, and theory into form.

When you understand the Law of Attraction, you know you have the ability to cause change in your vibrational field that in turn create the results you seek.

The vibration (feelings) you are in leads to action. That action creates the very results that the disconnect occurs.

As soon as you choose certain thoughts, your brain cells are affect. These cells vibrate and send off electronic waves. When you concentrate on those thoughts you increase the amplitude of the vibration of cells. Those vibrational “waves” in turn become much more potent. Since you are originating these waves your mind and body move into a particular vibration. In other words the thoughts you think and internalize (get emotionally involved with) are in control of the vibration you're in. As you become conscious of this vibration, you refer to this as how you're “feeling.”

### **Dream's Are the Seed to Reality**

Your dreams are the seed that eventually grows into a reality. Without the seed what direction will you create in? Give your dreams space in your life. Identify it, nurture it, and write it down. Begin the adventure of following the direction of your dream. When you have your dream seed, then you can take it into your imagination workshop and begin to flush it out and grow it.

Write it down and it will happen, says the “law of attraction and the law of success”.

Have you ever found a set of goals that you wrote several years ago and then found that some or many have happened? A lot is happening behind the scenes when we write something down. Writing down your dreams and aspirations is like hanging up a sign that says, “Open for Business.” Putting your “idea or imagination” down on paper alerts the part of your brain known as the reticular activating system to join you in play turning the seeds of your imagination into reality.

Just as the gardener plants seeds in the ground for growing flowers, vegetables or feed for livestock, we as individuals plant “seeds of dreams” envisioning an opportunity in the development of a thing or an event for either personal or community gain.

## Imagination

As you were maturing during your childhood your imagination was ripe with ideas. As a child growing up in the 1940's after the depression we didn't have much so everything we did as children was through imagination. Because we lived in the country we had no electricity and no telephones our means of outside communications were by the use of a battery radio, and we didn't spend money on items of unnecessary means such as toys and when we got toys that was usually at Christmas or Birthdays, therefore we made our toys, sling shots, bows and arrows, carved up wood for guns, trucks and trains made out of sticks and other material to make them useful.

I can remember the times as a young lad out at my grandfathers we kids would go down to the spring and build dams to hold the water back and would build roads connecting to go across these dams. In doing this we built our trucks to haul dirt these were made out of sticks and the wheels were carved out of wood to be round using nails as the axles and staples for hooking the trailers to the cabs of the trucks. All of this was just imaginative construction and engineering. This applies with the young lady's growing up and playing with dolls they imagine they are mothers taking care of their child, making clothes for the child and learning to prepare food for the family is all a part of the natural extent of our imagination.

We tend to have thoughts that these imaginations of thoughts and activities are trivial at the time however these thoughts and imaginations are the cultivation of the mind.

Fortunate is the young man or woman who learns, early in life to use their thoughts in imagination and especially during the age of greater opportunities.

Imagination is a faculty of your mind that can be cultivated, and developed by extending and broadening through use. Imagination is first conceived from the seed of an idea which is sown through the exercise of thoughts.

There is room for you to make yourself more useful and more productive by exercising your thoughts regardless of where you are or what you may be doing in your occupation.

Success in life is determined as being an individual effort yet you will find that you are deceiving yourself if you think that you can be successful without the co-operation of others. Success is an individual effort only to the extent of the individual must decide in their own mind what they want for themselves and for what they want to do, using the thoughts of imagination.

Achieving success is a matter of being skillful and tactful inducing others to cooperate in working with you to achieve what you want. However, before you have the right to ask or expect cooperation from others, you have to show a willingness to cooperate with them.

These are some of the lessons you learned in school at an early age working on assignments in class in group studies or playing sports of basketball, baseball, volleyball and other types of activities in groups during your years in school. You may have been involved in scouting whether it was Boy Scouts or Girl Scouts you are learning more experiences of cooperation and imaginations as you have certain projects to be done to earn your merit badges by imagining a project that is going to be beneficial for either yourself or for others and to earn significant merit badges you learn to do for others by doing for the community as special projects, this provides you with the knowledge and skills on giving to back to the community as a charitable need. This is the beginning of becoming a philanthropist in a small way which enables you to be more community minded as you mature more within your imagination of thoughts.

The cooperation in working together is "team work" and by learning to play the game in group studies is part of the "life games" in our everyday lives in our occupations.

*"Only by working together can we achieve success...together"*

## **Imagination Put Too Action**

*"To bring anything into your life, imagine that it's already there." Richard Bach*

Understanding how to use your imagination correctly and putting this knowledge into practice, for your own and other's benefit will put you on the golden path to success and happiness.

### **Stories of clients with Imagination and a Burning Desire**

*The Following Projects are varied to show what can be achieved utilizing your Imagination and a Burning Desire for both Personal Gain and for the Benefit of Society*

**A 16 Screen Multi-Plex Theatre with Multi Use Retail-Office and Hotel:** Two years ago a friend came to me and said Don I know someone that wants to put a theatre in and they are going to need some direction and they are needing to get funding for the project, I know you have knowledge in business, do you think you would be interested in assisting them. My first inclination was that it may be an interesting project and I asked if they had a business plan, executive summary and a feasibility study.

Later he came back and indicated that he could get a feasibility study, therefore he sent it over and after reviewing it I submitted it to an associate that had sources of funding. I asked them to review the Feasibility Study and let me know if they thought it may be a project that is fundable. They came back to me about 3 weeks later and indicated that it could be was an interesting concept and would like to pursue funding possibilities, however they would need to have a business plan and Proforma.

Then by setting up an appointment I met with the Client (Mr. Gio S., I will not disclose the clients actual name). I met with Gio S. in January and discussed the need of a business plan after consulting with him about the project. The project appeared to be feasible within the discussions I mentioned there would need to be considerable research and a business plan would need to be developed with an estimated Financial Proforma for 10 years.

Gio S. through our discussions signed the commitment to follow through in the development of the business plan and Proforma. This consisted of considerable research on the history of movie goers during the time of the great depression of 1929 to present day movie goers and the reasoning for going to the movies in comparison with other amusement venues that may be more expensive.

This resulted in determining what the demographics of the area was in regards for one the competition, the number of households and the economics of the area. What are the numbers of potential movie goers in the area and what age groups for certain types of films.

Through the general analysis it was decided to go with "digital feeds" which would encompass first run movies, Broadway shows, Sports (such as, "The Super Bowl, The World Series, Boxing and Wrestling.") There would be a full size "Restaurant Bar & Lounge" with the ultimate "digital sound system" such that you can actually feel the sound while sitting in your seat, whether you are hearing "rain or a pin drop" including someone whispering all the way in the back of the theatre.

During the process this included pre development working with Engineers, Project Managers and Architects along with contractors, theatre consultants for video and sound equipment, restaurant consultants for the restaurant bar & lounge with the kitchen. Getting private investors to invest in the idea of the project for initial startup capital. Finding, consulting and negotiating with Private Equity for the final acquisition of land, development, entitlements, construction and operations.

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Consulting with Commercial Realtors®, and property owners for land acquisition. Changing from the original location to another more favorable location with more land for less than the original location providing the ability to build the theatre as well as multi-use retail and office space and a hotel component as the property was a foreclosure and is bank owned.

The original amount of funding for the Theatre is \$64 Million now with the change in land of 22 acres instead of 10.4 acres with the Multi-Use of Retail and Office space and the Hotel Component the construction and development plus operations is estimated without firm quotes for funding is approximately \$150 Million. The amount of revenue being generated along with employment will be considerable in size, just the Theatre alone is estimated to bring in an average of \$13 Million per year and have over 100 employees.

**Light Rail Development** – Allen P. of eTranzUSA a light rail system came to my associate and myself with an Idea on getting funding for his project. In deed “Thoughts Are Things” and powerful things at that when they are mixed with definiteness of purpose, persistence and a Burning Desire for their translation into riches, or other material things.

**Short Bio of Principal:** Allen P discovered how true it is that men really do “Think and Grow Rich.” Allen has worked and served in both the private and public sectors over the past 25 years. As a member of the City Council, he served for four years on the boards of four transportation agencies including Commissioner for the C. C. Transportation Authority, and Chairman of three, overseeing the construction and financing of transportation improvements for the entire county with a growing population of over one million residents. An entrepreneur since 1994, he was a publisher of four newspapers serving the nine communities of Eastern C. C. County, California until the fall of 2005. Allen has experience in government relations for a small residential developer. He has earned a Bachelor of Science degree in Public Administration/Political Science and Business Marketing and is a candidate for his Masters in Public Policy. He is a former member of the C. C. Council on the Economic Development Task Force. Allen was Rotarian of the Year and is currently Immediate Past President of the his Rotary Club, and is a member of the Chamber of Commerce Government Affairs /Economic Development Committee and the Advanced Transit Association (ATA).

**The Light Rail Development Project:** Mr. Allen P. came to us to discuss the light rail system concept, for the San Francisco Bay Area to be expanded into other areas of California and across the nation. Mr. Allen P. had a Dream and Imagination on providing affordable transportation and have a better and cleaner environment.

The idea consists of several single cars that can travel from 25 miles per hour to 150 miles per hour and the cars would be stationed at each station for travel. Each car would be equipped for up to 30 passengers located at each of the stations. Each station would consist of TOD locations (Transient Oriented Development) as a multi-use location of retail, office and residential. The light rail system would be a raised system eliminating safety concerns as to systems on the ground.

They had their Business Plan and Proforma complete for the primary start of the project consisting of a need of funds for \$120,000 initially for testing and pre-development expanding to \$3.2 Billion for the initial development sector of the Bay Area of California. The expanded plan is now for \$190 Billion covering many locations as a connector light rail to metropolitan locations from rural areas as well as inter connections in the metro area to other transportation locations. Anticipate number of 5,000 employees with manufacturing of the rail system and rail cars being manufactured locally. Funding is through Private Equity,

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**ALGAE Growing for Bio Diesel and Omega 3 Fatty Acids** – Green technology is on the rise for bettering our environment this has to do with the development of a farm for the growing of Algae that is then processed through a processing facility for the extraction and refining for Bio Diesel and Omega 3 Fatty Acids. The fatty acids are then shipped for refining into food Omega 3 supplements for health purposes. The funding criteria is for \$120 Million projected income is in the billions, Funding through Private Equity.

**Water Treatment, organic farming, fish hatchery and algae growing** - As quality food supplies are needed and especially we need to have Organic Environmental Safe Food for human consumption this is a project in which is for the Treatment of Water for Purification to be Environmentally safe and to develop Quality Organic Food as well as a Fish Hatchery to provide Quality Natural Environmental Fish for human consumption. This would cover approximately 40 plus acres in Florida with a capital need of \$36 Million with revenue in the Billions of dollars. Funding through Private Equity.

**Organic Farming** – Developing five acre green houses for the growing of “organic produce” for food consumption. These Organic Farms would generate year round growth of “organic produce” to be sold to restaurants, and super markets nationally and internationally. The energy would be developed through “natural organic composting and through solar and geo-thermal means.” Funding through Private Equity.

**Royal Canadian Rail System** – For commuter and vacation travel expansion for both Eastern Canada and North Eastern United States, the purchasing of rail cars providing the ability to go 80 miles per hour with permits. The rail cars would be remodeled to match the current operations rail cars which would include a historical appearance. Funding requirements of \$15 Million through a Transportation Private Equity.

**Heart Monitoring Medical Device** – This is a device that is in the process of testing for approval by the FDA and the American Medical Association (AMA) to be used for Monitoring Patients during MRI and Ambulatory. Once testing is complete, they will begin manufacturing for production to be sold to hospitals and care centers along with prescriptions from doctors. Costs of testing for the 1<sup>st</sup> phase is \$500,000 funding is through a (PPM) Private Placement Memorandum, the second phase will be \$5 Million as a Series A and then for manufacturing will be approximately \$15 Million to be finalized after the second phase of testing.

These are actual projects conceived through the ideas of imagination as a need and purpose for mankind. There are many similar projects of this nature that are being considered and developed by many individuals around the world. What Ideas and Imagination do you have that could be another winning project for the benefit of mankind? There is no harm in being successful and earning a living from these ideas as the ideas and imaginations are your intellectual property rights therefore you should benefit from those.

**Remember as well you want to give back to your community for others that may have needs, and by providing employment for those here in America.**

### **Natures Free Gift...Your Imagination**

*Imagination is more important than knowledge.  
For while knowledge defines all we currently know and understand,  
imagination points to all we might yet discover and create.*

*-Albert Einstein*

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In reviewing the project samples above all of these were conceived by the use of “nature's free gift...imagination,” Imagination is the manifestation in various forms of thought with the ability to form a mental image of something that is not perceived through the senses. It is the ability of the mind to create ideas in the building of mental scenes, objects or events that do not exist. Everyone possesses the ability of imagination, where some have the ability of highly developed ideas through imagination where others may be in various degrees.

Your thoughts through imagination, makes it possible to experience a whole different world inside the mind. Giving the ability to look at any situation from a different point of view enabling one to explore the present the past and the future. Through imagination you can travel to anywhere in the speed of light without any obstacles, making you feel free, without stress from tasks, difficulties and unpleasant circumstances, though it may only be temporary.

Imagination is not only limited to visualizing pictures in your mind, one can imagine sound, taste, smell a physical sensation or a feeling of emotions. Some may think that your imaginations as being a daydreamer, yet it is much more than day dreaming. We use our imagination in many areas of our lives, such as planning a trip, a party, a meeting along with many other areas of our thoughts and lives. Imagination is a great power that is capable of changing your whole life.

Artists and writers use imagination in the creation of an idea to either be visualized or communicated or both. Such as; Graphic Designers and Advertising Agencies, creating visual images in design, illustration and copy for the advertisements. Collateral material, or packaging. Using the imagination of the product or service being communicated utilizing demographics of age, income, color among other ideas to communicate the product or service. These imaginative thoughts of creation are determining the “visual impact” on the consumer to drive curiosity and sales, by understanding the demographics of the consumers you are driving the impact of the product or service to attract the consumer to purchase.

### **Knowledge of Personal Experience or Observations**

There are Three kinds of knowledge, one is General and the other Specialized and Experience through Observation. General knowledge, no matter how great it may be is based upon theory and is of little use in the accumulation of making money. The great Universities possess in the aggregate, practically every form of general knowledge known to civilization. Professors specialize on teaching knowledge, but they do not specialize on the practical use of the knowledge in which they are teaching.

Knowledge in itself will not attract the ability of earning money, unless you are able to organize the knowledge of theory in which is taught with the practicable application of Experience and Observations.

The “missing link” in all systems of education known to civilization, may be found in the failure of educational institutions to educate their students on how to organize and use knowledge of theory with the practical application of experience and observations of the knowledge.

A truly educated individual is one who may not necessarily have an abundance of general or specialized knowledge. Yet a truly educated individual is one who has developed the abilities in their own mind that they may acquire anything they want or its equivalent without violating any rights of others.

Henry Ford, Thomas Edison and Albert Einstein comes well within the meaning of this analogy.

These great men including Andrew Carnegie and many others learned the ability of the “Master Mind” of working together by the sharing of ideas in the developing of their business and product of which they invented.

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As Andrew Carnegie stated he personally knew nothing about the technical side of the steel business, moreover he did not care to know anything about it. The specialized knowledge which he required for the manufacturing and marketing of the steel they manufactured he found through the individuals of his Master Mind Group.

The accumulation of great fortunes and accomplishments calls for being Powerful, however power is acquired through a highly organized and intelligent Master Mind Group of specialized knowledge. But that knowledge does not have to be the possession of the individual who accumulates the fortune or accomplishments.

Henry Ford had less than a sixth grade “education” yet he managed to do well by himself financially. Henry Ford a prominent industrialist and the founder of the Ford Motor Company and sponsor of the development of the assembly line technique for mass production.

Henry Ford’s early years was born and grew up on the farm in the Greenfield Township near Detroit, Michigan. Henry’s father William gave him a pocket watch in his early teens. At 15 Ford dismantled and reassembled the time pieces of friends and neighbors dozens of times, gaining the reputation of a watch repairman. In 1879, he worked as an apprentice machinist in the city of Detroit. In 1882 he became adept at operating the Westinghouse portable steam engine. He was later hired by Westinghouse to service their steam engines. In 1891 Ford became an engineer with the Edison Illumination Company. After his promotion in 1893, he had enough time and money to devote attention to his personal experiments on gasoline engines. These experiments culminated in 1896 with the completion of a self propelled vehicle which he named the Ford Quadricycle. On June 4<sup>th</sup> 1896 he test drove it, after various test drives, Ford brainstormed on ways to improve the Quadricycle. Also in 1896 Ford attended a meeting with the Edison executives where he was introduced to Thomas Edison. Edison approved for Ford’s Automobile experimentation, encouraging him, Ford designed and built a second vehicle completing it in 1898. Upon being backed by William H. Murphy’s capital a Detroit Lumber Baron.

Ford resigned from Edison and founded the Detroit Automobile Company through various failures of poor quality and higher prices in development that Ford did not care for, Ford closed the Detroit Automobile Company in 1901. With the help of C. Harold Wills, Ford designed and built successfully a 26 horsepower automobile in October 1901 for racing. With this success Murphy and other stockholders in the Detroit Automobile Company formed the Henry Ford Company on November 30<sup>th</sup> 1901, with Ford as Chief Engineer. In 1902 Ford resigned from the Henry Ford Company and Murphy renamed the company the Cadillac Automobile Company.

Henry Ford and Malcomson brought in another group of investors and convince the Dodge Brothers to accept a portion of the new company. On June 16<sup>th</sup>, 1903 Ford & Malcomson was reincorporated as the Ford Motor Company with \$28,000 capital. Through continual development Ford created several race cars that would go to speeds of 91.3 miles per hour.

As they became more convinced on October 1, 1908 the Model T Ford was introduced, it had the steering wheel on the left, which every other company soon copied. The entire engine and transmission were enclosed, the four cylinders were cast in a solid block, the suspension used tow semi elliptic springs.

The car was very simple to drive, easy and cheap to repair, it was priced at \$825.00 in 1908, equivalent to (\$20,100 in current dollar terms today) the price dropped every year that by the 1920’s a majority of American drivers had learned to drive on the Model T Ford, the starter was a crank on the hood part of the engine.

Ford created a massive publicity machine in Detroit to ensure every newspaper carried stories and ads about the new product. Ford created a network of local dealers which made the car available virtually in

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every city in North America. Ford set up independent dealers as franchises grew rich and publicized not just the Ford but the very concept of auto-mobiling the countryside.

The volume of sales considerably kept increasing in 1914, 250,000 and by 1916, 472,000 cars were sold by 1918 half of all cars in America were Model T's, Ford wrote in his autobiography that "any customer can have a car painted any colour that he wants so long as it is black" Henry Ford developed the complete assembly line for production of the Model T and other cars in which was manufactured then and is of today with more modern means of production.

Thomas Edison had only three months of "schooling" during his entire life. Yet he did not lack education, neither did he die poor. Edison was an American inventor, scientist, and businessman who developed many devices that have greatly influenced life around the world, including the phonograph, the motion picture camera and a long lasting practical light bulb. Edison was dubbed "The Wizard of Menlo Park" now known as Edison, New Jersey. He was none of the first inventors to apply the principles of mass production and large teamwork to the process of invention, therefore often credited with the creation of the first industrial research laboratory.

Edison is considered to be on the most prolific inventors in history with 1,093 US patents in his name, as well as many patents in the United Kingdom, France and Germany. He has been credited with numerous inventions that contributed to mass communication and particularly telecommunications. These included a stock ticker, a mechanical vote recorder, a battery for an electric car, electrical power, recorded music and motion pictures,

Edison originated the concept and implementation of electric power generation and distribution to homes, businesses, and factories, a crucial development in the modern industrialized world.

Probably the most significant of developments through imagination is that Thomas Edison deserves the lions share for creating the "Electric Light Bulb" of which has been the light and power throughout the world.

### **The Power of Concentration**

We all know that in order to accomplish any particular thing we must concentrate; it is of the utmost value to learn how to concentrate. To be able to make a success of anything you must be able to concentrate your entire thoughts upon the idea you are working on.

Don't become discouraged if you are unable to hold your thoughts on the subject very long at first, very few can. It seems to be peculiar that it is easier to concentrate on something that is not good for us, rather than on something this is beneficial. Through continual practice of learning to concentrate consciously this will be overcome. By continual practicing concentration exercises everyday you will find you will soon develop this wonderful power.

Success is assured when you are able to concentrate for you are then able to utilize for your good all constructive thoughts shutting out all the destructive thoughts. It is of the greatest value to be able to think only that which will be beneficial.

Have you ever stopped to think of what an important part about your thoughts and how concentrated thoughts play in your life?

The individual that is apparently best suited for a place does not always fill it best. It is the individual that concentrates on its every possibility that makes an art of both his work and his life. Accomplishments are more by concentration than by fitness.

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How Concentration finds its way, there are two natures of concentration, one wants to advance, the other wants to pull back. The one which we concentrate on determines what we will become. How you may change your career and accomplish miracles. You can be completely controlled by concentrated thought. How can you make an “opportunity” it has been said that, One man’s opportunity is usually another man’s loss and why we get back on what we give out. Every individual that is willing to put forth the effort can be a success. The individual that is best prepared to do things and how to have your services always available on demand is generally the individual selected to manage though is not usually a genius, nor possess more talent than others, but what the individual does possess that others do not and why a few succeed where many others fail.

Very few individuals possess the power of concentration as they should, which is the cause of poor concentration. Concentration means strength of the mind, the person unable to concentrate never accomplishes a great deal. The person that is able to concentrate gains the power to control others. Concentration make’s the will and intellect to act in unison and is why some individuals are not magnetic. The self mastery and self direction and power of concentration are when a powerful personal influence is generated is the method to become influential and one of the best ways to influence another.

Gaining what you want through concentration, the mistakes made by those that do not understand the power of mental attraction on how to get what you want. Concentration is considered to be the silent force that produces results in all business operations. The power of thought, by concentrated thought you can make yourself what you please. How to greatly increase more efficiency, how to awaken possibilities within yourself more than you never dreamed of and inspire confidence in those you deal with.

Through concentrated thoughts of which links humanity together and providing barriers to success that can be controlled. Concentration provides you the ability realize your fondest ambitions, along with how to overcome destructive forces and become a master of circumstances. By sowing the seeds of success you can get what you want by molding your environment.

The great secret of any accomplishment is through the training of concentration providing the inner energy that controls all conscious acts. Concentration is a mighty force at your disposal on how you can become a genius with the determination of perseverance for determining your own fate with the importance of learning to use your will power.

The wonderful power of the concentrated mental demand on how to desire something yet exclude all distracting thoughts with the silent force within all of us and how to make your plans work out. Concentration is the mightiest power in the world and is for you to use, as it resides in your mind.

## Your Purpose, Vision and Goals

**What is your Purpose:** Do you have a definite purpose that guides your ambitions, visions and goals? It makes no-difference of how you think as to the reasons you are here on this earth, the fact is that each of us have specific talents and gifts with special abilities that are specific to our DNA.

Regardless of your thinking each of us were placed here on this earth for a specific reason not only for your own personal benefit but also for the benefit of others. As you go through life regardless of whatever you are doing or think, you don’t pick up ideas or things that you like doing by chance. Whatever you discover you are good at it is because you were meant to discover it, just as you were meant to do when you started walking as a baby.

It is these talents and gifts of which you have providing you with the ability to define and be determinate for your definitive purpose, that is the reason in which you are here. These talents and gifts cannot be

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found in another person, though other individuals may have similarities yet completely different. It is possible what you bring to the table has never been duplicated from the beginning of time.

In failing to determine your definite purpose of what you want to do, whatever you try to do want work, it is like going somewhere without having a roadmap or compass on where you are going.

Without having a definitive purpose firmly embedded in your mind, you will travel through life not understanding how to get to where you want to go. Therefore it is imperative that you understand and recognize what your capabilities and your desires are. Your purpose in this lifetime is to do what you enjoy doing.

You may think how can I do and earn money doing what I enjoy? You can earn money at anything once you determine your purpose is, you want have to think hard on how to earn money it is as you are being guided and heading in the right direction and everything falls into place.

The key to your success and life is not that you settle for the “safe” way, yet you need to be able to “see” the opportunities even though there may be some “risk” remember that being successful is to learn how to take “calculated risks,” this is what will make you successful as you will be doing what you enjoy “That is your life! This is your purpose.

**Purpose**, gives you meaning in Why you are doing what you are doing. It is time to listen to your inner voice and to give serious attention to what comes naturally to you, and what gives you the purpose for moving at the start of each day. Now is the time to sit down and have a serious session of thoughts with yourself of what your purpose in life is. Nobody knows your capabilities, your talents and gifts better than you, it is the inner sense of your being. During this thought session and you don’t want to entertain any negative thoughts about your past, present or future.

**Miss-Guided Thoughts Bring Out Negativity...**It makes no-difference what your parents, teachers, guardians, bosses or friends say or have said in the past or in the present and neither should you. Understand that negative thoughts and images will constantly try to crowd your mind and thoughts since you were born. Even when you were in school and you received your first grades on your paper where it was indicated of being wrong, those conditions draw into your attention with negative thoughts even though it may have only been one mistake. Your energy was shifted completely and you may have had thoughts of this for days and afraid of making any further mistakes.

**Ongoing thoughts and attentions of negativity...**bring about failure that keeps people from making positive directional moves in their lives. We have all had failures in life, when we fail it is not our fault, we simply were not in harmony with what we were trying to accomplish. You may have failed in a relationship that left you with the opinion that it was your fault. Then as you recall your thinking of what you may have said or how you may have acted but yet you are not seeing that the relationship was not in harmony in the relationship.

The reason so many students abandon or drop out of school each year may be because they are bored with the educational process. Therefore they fail in class they are unable to get good grades because they are not in harmony with the classes they may be taking. You don’t expect to get good grades because you are not paying attention, and the teacher expects the same. Another is that you have an assignment in preparing a thesis, you do your homework on the subject and when you turn the thesis into the teacher the instructor indicates that you plagiarized the subject matter from others. Though you hadn’t and the teacher gives you failing marks without researching your abilities and the document of which you wrote. Again this is not your fault it is because you were not in harmony with the instructor. When you graduate or leave school or you leave an employer you have certain aspiration’s of what you want to do or where you want to go. Because of your bad scores in school or with your employer, your friends, teachers, and/or

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employer indicate that you should “don’t go there,” you will never do well in academics or the job or business.

As you can see those are obsessed with conformity rather than being creative in your aspirations of achievement. Sure you have had a great deal of input from well meaning people that prefers to stick to the status quo, even if it makes you miserable. As they think the status quo is safer and more comfortable and it doesn’t push them into thinking about their lives. In many cases these ongoing consciousness of negativity and failure keeps us from making any kind of difference in our directional moves in life.

**You must learn to listen to yourself, your thoughts and recognize the unique gift of yourself.** You are an expression of your thoughts and aspiration’s and you must start focusing on the mysteries and the spectacular parts of you that come together to make up a perfect harmony of accomplishments.

**You are here for you to live out your dreams not anyone else’s...** What do you like to do? What are your thoughts and aspirations? Don’t concern yourself with what others say you should do or what you should like. You must do what you want based upon your thoughts and your burning desires in order to find your real purpose. You may come up with a great thought or idea and in so doing you feel you have found your purpose in life, Do not allow yourself to be dissuaded by another’s opinion, and don’t allow them to tell which direction to take with your idea or the direction you wish to take.

You see if you are not on purpose, of your own ideas and thoughts everything is off course and when you have the right purpose. You will then easily develop the vision of your ideas and your thoughts. Once you have the right vision with your burning desire, you will recognize the goals of which you want to achieve.

**It is the vision of your ideas and thoughts that bring about the fulfillment of your purpose,** and you accomplish this strategy in the creation of several short goals which will keep you on course.

For instance you may have a thought of developing a particular project that has to do with Organic Vegetables that are pesticide free. In doing so you realize that to do this you may need to develop certain aspects of the project to make this completely functional, you don’t have the expertise in all aspects of the project. Yet you develop a layout based upon your ideas along with some text indicating your thoughts and desires. In doing so, you then seek out others with various types of experience, engineering, construction, electrical, environmental. Now you have developed a “Mastermind Group” for the development of the project. You have now found a purpose for yourself satisfying achievement.

**Now you need to apply your vision, and plot your course of action...** you can go through the steps of development, by setting up your corporate structure, planning your development along with the size of the project, technology that is needed and required along with the necessary funding requirements that is needed. *More on this later.*

***“Vision is the key between one’s goals and one’s lifetime purpose”***

**Plotting your course of action...** is like taking a trip or having an event; for instance you have a meeting to attend in Dallas and you live in St. Louis and you have a few days to spare before the meeting. You suggest to your wife or friend that you drive instead of flying and you gather up maps and start plotting your course. Since you are driving you plan on going through Springfield and since it is not far out of the way you decide to go to Branson for a few days going to some of the shows and other sites, then back up to Springfield to Joplin entering Oklahoma to Tulsa and Oklahoma City on down to Dallas.

Without the preparation in plotting our course from St. Louis to Dallas with side steps along the way and planning any lay over’s, we could have missed Dallas completely and would have missed out on the meeting.

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**You have your vision and dreams...** you have to plot your course and the direction you are going don't just write your goal on a goal card or in a journal somewhere, though this is good. But if you are not figuring out your first goal of Springfield on your trip, without a plotline forward you may find yourself in Little Rock instead of Dallas.

Plotting your course... You need to figure out what you need to do and make these your goals. Once you have plotted your course, there are very distinct rules to remember.

1. Just because you have plotted your course doesn't mean that you can put your whole plan on auto-pilot. You cannot rely on auto-pilot to get you where you want to go, you have to be personally involved focusing on the process and direction you are going.
2. You don't want to get carried away with the details of your plotted course, you need to take action steps within your vision. Many individuals get so caught up in planning, charting and graphing their future that they never start on their plotted course. Your plan doesn't have to be perfect, get the foundation of the plan in place but you need to get moving on the plan and let it be a work in progress while you are developing your goals, working with your "Master Mind Group" in fine tuning your charted course.
3. While you are on your charted course, don't be so intent that you don't observe the pleasures along the way as to the fruits of your labor, after all this is what you are doing this for.

It is imperative that you do not confuse your purpose with your vision. Just as the Sun is stationary with the planets revolving around it, so is your charted and plotted course which is your purpose, it doesn't move and it doesn't change. Your vision and its subsequent goals are the planets that revolve around your purpose of which you have outlined in your plans and goals.

Some say they thought they were keyed in to their purpose in life, yet for some reason nothing seemed to work out as nothing seemed to fall into place furthering the purpose. Thinking the purpose is not right and thought out properly, while this may be the case, however in most cases it is not the purpose that is not right it is the vision that is not getting you where you want to go.

As you are going along with your charted plan, everything seems to be going in the right direction and then you start seeing signs of change in direction. Yet you keep going in the same direction even though the signs seem to be showing that you are going in the wrong direction. Then all of a sudden you realize that you are going in the wrong direction and you abruptly make a change.

The key is that you take note on the signs and indicators alerting you that you are going the wrong way. You know the nudges that happens every day, these are the "inner being of your thoughts and visions" that are keeping you on course with your plans and goals. Then when you are not on track to your charted course and goals as you are not moving on your vision, you will become miffed at yourself for what you are doing.

This is a definite indication that you are not on purpose. It is the intuition that is a marvelous mental vision that is telling you the direction you should be going. There is a difference when bumping into a brick wall this is where intuition kicks in meeting with resistance pursuing your vision.

Resistance is not bad or negative. In fact everything you are seeking is seeking you. Your actions cause reaction and the reaction represents resistance. Airplanes would not only fly and they would never get off the ground without resistance

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When you are on purpose through your vision, your goals will guide you towards your burning desire, and through the “Law of Vibration” and the “Law of Success” the good you desire is moving in your direction. As you keep going through resistance you will meet with success unexpectedly.

More often than not people have difficulty getting focused on what they are put on this planet to do because they are already focused on doing something day in and day out that exhausts their time and in the end feel that they are on the right track because they are managing to take care of their personal needs. This doesn't mean that you have figured out what your purpose is, this can often block or impede you from progressing toward a better and higher use of your time and talents.

Fear is one of the dreaded factors in being successful... some people get stuck and are afraid or reluctant to make a move because they just can't see how their purpose will take care of their obligations. As they have been programmed from infancy to believe it is better to be safe than sorry. It is not better to be safe than sorry, as if you don't take the risks you may never reach the dreams that you dreamed about rather than reliving the exciting growth oriented experiences that you had, you end up wondering what it would have been like if you stepped out and molded your own future.

There are some people who land on their purpose and throw all caution to the wind and stop everything they are doing including the jobs they may have. While I admire this attitude and believe that people taking this action will eventually land on their feet, however I don't recommend taking this drastic action. You see you cannot pursue your purpose if your basic needs of life are not met. Many people have quit their jobs because they wanted to devote more time in building their dreams and master plan, however within weeks when they begin to see that their needs are not being take care of, they immediately begin to worry about “making ends meet” and those negative thoughts creep in.

**Freedom is....** When your needs are taken care of, you are free to move and free to take action. Freedom is a clear expression of spiritual power to and through you. When you are enjoying freedom, you are free of constricting worry. You don't lie awake at night planning an escape from your less than satisfactory life, because you are free.

Before you take any drastic action it is absolutely imperative that you sit down and decide what your needs are, what do you need to survive, to pay rent, buy food, to keep your lights on and the water running. It is what you NEED – not what you WANT, what is it that you need in order to ensure that you have freedom in your mind and reality. Come up with a figure you need during this time.

Once you have that figure, give yourself a break for a few hours, then come back to it and whittle it still further. What is the most you can cut from the first figure that you can honestly live with and for those things that you can live without for a period of time? Most people usually come up with items and a figure for more than what they need.

What you want to determine is what your absolutely essential needs are that will provide you with freedom from worry. Now you need to find a way to get that financial need met. Can you go to a part – time basis with your existing company or switch to another position within your company that allows that part time base? Is it possible to find a new job that still provides you the freedom and flexibility to work a few hours each and every day on what your purpose is? What are you willing to Sacrifice or Endure in order to get yourself positioned onto the right track?

No matter how easy your purpose comes to you, you will be expected to make sacrifices in order to fully accomplish your goals into your life. You must create space for any good to enter into your life. When you are sacrificing something to operate at a higher level for your purpose and mission you are giving up something of a lesser nature in order to bring about something from a higher nature.

**You will not get to the top of the ladder unless you leave the bottom...** this is true in every facet of life. Think of the people who are looking for a new relationship, yet they still haven't let go of the old one. In today's economy there are all kinds of people who have been downsized and are out looking for a new position, yet they are still caring the same old position with its negative and emotional baggage, fixed in their mind.

**What are you willing to sacrifice...** in order to develop a new life and to obtain your dream? You are not going to endanger your life or the lives of those around you. You are not going to give up your health, though you may give up some temporary cash, a pastime hobby in order to devote more time in creating your dream and get a brilliant idea up and running. You may also be willing to give up one or two nights a week in order to receive education, training or certification you need to get you closer to your goals.

**Ambition is the expression of your desire – it is the thing that drives you.** How ambitious are you in reaching your burning desire? Ambition is the fuel that pushes you forward giving you the confidence you need to succeed.

### What Is The Secret To Success

If you have not read the "Think and Grow Rich" by Napoleon Hill

I encourage you to go to Dove Books at <http://www.whitedovebooks.co.uk/bookstore-index.htm> and download the free ebook, also download the *Science of Getting Rich*

As a word of preparation, by which the Carnegie Secret may be recognized? It is this...

***All achievement, all earned riches, have their beginning in an Idea!***

*If you are ready for the secret, you already possess one half of it, therefore, you will readily recognize the other half the moment it reaches your mind.*

Despite the fact that in every chapter of the book, mention has apparently been made of the 'money making secret that has made fortunes for more than five hundred exceedingly wealthy men,' many people have reported great difficulty in actually locating the secret.

In a recent movie – *The Secret* – the underlying scientific thinking is thoroughly explored. Hype, concerning the movie, *The Secret*, is all over the internet at present; and there is no question about it, it's a good movie too! It will do you absolutely no harm to watch it. But – let's be quiet direct here – many people who have also watched *The Secret* movie still just don't get it! The reason, I think, is that the focus of the movie is the business of convincing people that there is a secret and that it can be trusted to work.

Napoleon Hill says that in order to receive the secret, you have to be ready to receive it; and that is why he doesn't give it out overtly. Rather he allows the reader to discover it when he or she is ready to receive it - it is more powerful that way he says.

Napoleon Hill has said, the simple answer is that in order to succeed in your purpose of becoming rich and living a truly abundant life, you need to move from the business of *study* to the more profitable business in action.

Contained within the book "***Think and Grow Rich***" is the very same information that many millionaires have actually used to generate real wealth – and so have proved it to be absolutely correct. If you are ready to begin your journey toward riches, once you have the necessary understanding, it is time for you to move on to action. My hope is that you will understand, after reading the book "***Think and Grow Rich***" that you do finally have all the important information you need to become wealthy; and that the time has come for you to actually realize your true potential.

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In his book "*The Science of Getting Rich*", Wallace D. Wattles spends considerable time attempting to convince his readership that it is not wrong to actually want to become rich. I think it is because many people have been brought up with the idea that the business of becoming wealthy is somehow wrong. Since you are reading this book, my hope is that you have already developed the understanding that it is this idea itself that is incorrect.

There is nothing wrong or unspiritual about the process of becoming rich. Money itself is just information moving about in a system – that is all it is. We all need money, in a developed society, in order to acquire the things we need to live normal healthy lives.

Another attitude that needs to be dumped is the idea that the causes of wealth are somehow beyond us mere mortals. You know, the kind of thoughts that suggest to us that wealth comes about because of specific advantages some people have, such as knowledge, social position, intelligence, location, born in to riches, or the type of business etc. This is not so; such things may be an advantage, but they are not the causes of being wealthy. This is an important point, because you need to get rid of such ideas if you want to become rich – and I certainly hope you do.

**Before we get into the Secret...** the final attitude to briefly discuss is the attitude that it must be difficult to get rich. If it is not difficult, we may falsely reason, then why isn't everybody rich? Napoleon Hill indicates that there is a simple twofold answer to this most important question and it concerns the secret itself, you will receive the secret, when you are ready for it.

### **You Ask What Exactly Is The Secret?**

For myself and many others, I thought that the Secret might be that there is NO Secret! I was convinced in my own thinking that Napoleon Hill had said the Secret could be found in every chapter of the book and just like many others I scoured the book to find no one common thing in each chapter. My thoughts began to think that there is no secret to success that you just have to continue and get on with your life and make whatever happens by being diligent and stop looking and start working towards your endeavor to be successful. I have gradually come to believe that it is not the Secret to which Napoleon Hill refers to in the book.

The secret is certainly mentioned within each chapter of "*Think and Grow Rich*," though there are two particular chapters in which the secret is plainly stated. I have come to the conclusion that the reason many people fail to recognize it, that it is so obscure and plainly stated that everyone reads over it without realizing it. That is why you need to read each of these motivational and inspirational books more than once. As you will find little nuggets buried within, the text every time you read these books.

**Keeping an open mind while reading...** the whole matter is whether you can believe what is being said within the context of each chapter of each book. Believing is the most important thing in this early stage if you can't believe what is being put forward, then you won't try it, and you want discover its power and you will miss the secret that is within the text for good. By keeping an open mind you are preparing yourself in giving it a try and that means by following the instructions to the letter. Then you are opening up the possibilities of making a life changing discovery within your subconscious abilities.

**Actually the Secret each of us have it is embedded in our minds already...** it is using our common sense in which we were born with. However we sometimes need to be able to find it through the reading and discoveries we do as it is not something that is so open that we know what the secret is for success.

It is so ingrained in us from birth but yet so obscure we really have to be able to bring it out into our thinking in order to make it work. From the time you were a baby you had the secret as you began to mature as a baby and started to talk that is the beginning of the discovery of the secret you wanted and

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needed to communicate with your parents and as you continued to mature you began to crawl and then walk as you wanted to move from one place to another. This is called **Desire** which is *“the starting point of all achievement”* without **Desire** you will only accomplish your basic needs.

In Napoleon Hill's book *“Think and Grow Rich”* reveals in Chapter 2 his most simplest formula of the **Secret** in subsequent chapters he does elaborate on these steps, but right in Chapter 2 you have it in its most simplest form.

*The method by which DESIRE for riches can be transmuted into its financial equivalent, consists of six definite practical steps...*

*by Napoleon Hill, Think & Grow Rich, Chapter 2*

Although it is best that you find these **Secret's by Napoleon Hill**, I have included them in this book.

We will first take a look at how Napoleon Hill presents these steps and then we will go through each one as to their meaning.

### Here is Napoleon Hill's Awesome Secret...

- First.** Fix in your mind the exact amount of money you desire. It is not sufficient merely to say “I want plenty of money.” Be definite as to the amount. *(There is a psychological reason for definiteness which will be described in a subsequent chapter),*
- Second.** Determine exactly what you intend to give in return for the money you desire. *(There is no such reality as “Something for nothing.)*
- Third** Establish a definite date when you intend to possess the money you desire.
- Fourth** Create a definite plan for carrying out your desire, and begin at once, whether you are ready or not, to put this plan into action.
- Fifth** Write out a clear, concise statement of the amount of money you intend to acquire, name the time limit for its acquisition, state what you intend to give in return for the money, and describe clearly the plan through which you intend to accumulate it.
- Sixth** Read your written statement aloud, twice daily, once just before retiring at night, and once after arising in the morning. **AS YOU READ – SEE AND FEEL – AND BELIEVE YOURSELF ALREADY IN POSSESSION OF THE MONEY.**

By Napoleon Hill: **Think & Grow Rich, chapter 2**

Now that you know the secret, there comes the most difficult part, making it happen. I don't mean to imply that it is a difficult thing to make happen or that you are incapable of making it happen. The real difficulty lies in your conscious mind accepting – once and for all – that you do actually have the secret right there!

There is nothing more you need to find out – there is something that you actually need to do. You must follow those six steps for yourself if you actually want to make the secret work for you. You need to take action....

#### **An explanation of each of the six steps:**

- Step 1** **First...** Fix in your mind the exact amount of money you desire. It is not sufficient merely to say “I want plenty of money.” Be definite as to the amount.

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You need to be *specific* about the amount. Napoleon Hill says there is a 'psychological reason' that reason concerns the plan that your own subconscious mind will produce. So do it now – it is not complicated – how much money do you want? Think of an amount and write it down. You don't need to worry about not being able to understand where it is going to come from – just write down the amount you want. I suggest that you write down two to ten times your current annual income. The reason is to simply get a goal down on paper that you will believe is a possibility for you.

I don't want to limit your thinking at all, but you need to be able to believe in what you are doing; and when you find that this process actually works, you can do it again – and the next time you won't have any trouble thinking bigger.

**Step 2. Second...** Determine exactly what you intend to give in return for the money you desire.

You can see that – Napoleon Hill suggests you are actually going to have to do something to get the reward. In particular, notice he uses the word give. So what is it that you can give?

Now, there is something you can give! You may need to invest some time thinking about what it is! But really, inside you, you already know the answer to this question, so think about it deeply, is it...

1. Time
2. Expertise
3. Goods
4. Services
5. Creativity
6. Talent
7. Effort
8. Money (investment)
9. Or Something Else

**Step 3. Third...** Establish a definite date when you intend to possess the money you desire.

Again, the issue of *believability* raises its head here; you may think tomorrow would be nice, but is it *believable*? This is important because without *believability*, you will not be capable of firing up your mind with that burning desire Napoleon Hill talks about.

As it has been stated, you are to conceive of a plan and then execute it to receive your reward, so you need to attach a *believable* timescale. I suggest that you work on a period of six months to a year. Once again I am not trying to limit your thinking in any way. Once you are convinced that it works, you can return to the process again and again, but the *believability factor* must not be violated in so doing.

**Step 4. Fourth...** Create a definite plan for carrying out your desire, and begin at once, whether you are ready or not, to put this plan into action.

Here you get two steps for the price of one, essentially – create your plan, and execute it – ready or not.

You might wonder why Napoleon Hill suggests doing the plan after setting the time frame. Perhaps because there are those who advocate doing exactly the reverse. The reason is an interesting one, it will actually affect the plan your subconscious mind will conceive.

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In the conceiving of the plan, your mind is really providing a specific answer to the question – how can I generate **X** amount of money in **Y** amount of time? The answer you will get will, in part, depends upon those two factors. If you are prepared to think **Big** – and also think **believable** you are already on the road to hatching your plan.

Napoleon Hill almost without a pause says: ***Get On With It! Whether you are ready or not – Just Get On With It!***

That is an important point because after you start, you may well adjust your course along the way. There is nothing wrong with that – you are not changing the goal – you are just changing the route. These are just Course – Correcting Activities, and you can only make them at that place in the future which you don't yet know about.

***It is important that you start right away!***

**Step 5.** **Fifth...** Write out a clear, concise statement of the amount of money you intend to acquire, name the time limit for its acquisition, state what you intend to give in return for the money, and describe clearly the plan through which you intend to accumulate it.

**Don't skip this...** you need to get this all down in writing. There is a reason for it, so don't think you can get away with carrying this stuff around in your head. Remember that thousands of millionaires before you have done exactly this – so write it down. It won't take long when you completed the previous steps properly.

**Step 6.** **Sixth..** Read your written statement aloud, twice daily, once just before retiring at night, and once after arising in the morning. **AS YOU READ – SEE AND FEEL – AND BELIEVE YOURSELF ALREADY IN POSSESSION OF THE MONEY.**

Napoleon Hill says this step is absolutely crucial – and notice, he uses upper-case here for added emphasis.

Find somewhere you can do this and read it...

- Twice a Day
- Aloud (*if possible*)
- Just Before Going to Sleep
- Just After Rising

Notice – Napoleon Hill emphasizes ...

- See It!
- Feel It!
- Believe It!

Now – as with each of the steps – there is a reason: in modern NLP Neuro-linguistic programming terms, Napoleon Hill is suggesting evoking the three representational systems:

*Visual, Auditory and Kinesthetic.* This procedure will impress the goal on the subconscious mind as to call forth the necessary plan and continual *plan and continual course-correction* that will propel you to your target.

You now have the Six Steps of Napoleon Hill's Secret – Now I would like to add one additional step. This is not to suggest that there is anything missing from the steps above, but rather

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an emphasis of what I consider to be the reason why so many people in possession of the secret still never manage to generate the abundance the Secret promises.

**Step 7.** Take action and commit to staying in motion. Every day, make sure you take at least one step towards your goal.

Some days you will take big steps and some days you will take small steps, but every day, ensure you take some step towards that goal.

If you do this repeatedly, you literally cannot fail. You might not go there by the optimum route, but you will get there, and when you do, you will know that you have found the real secret at last.

**And Then...** Something wonderful happens, once you know you have the secret, you go back to the beginning of the process, now your believability factor has increased by the positive experience of going through the process successfully the first time.

Now you are ready to dream those really big dreams and plan those big plans. **There is nothing to stop you now!**

***In Order To See ... You Must First Open Your Mind!***

### Starting A Business

As indicated in the preface we see the conditions of the Economy and Unemployment and while the economic conditions are still staring us in the face, with layoffs and outsourcing of employment and manufacturing to other countries, many people are considering and turning to becoming entrepreneurs, rather than looking for jobs in various organizations.

In becoming an Entrepreneur, there are four very important things that are needed; (1) Imagination and Vision which brings about, (2) the Power of Concentration on the Vision of Opportunity, spawning; (3) the right Business Idea and (4) Capital. Looking at the state that most world economies and businesses are in today it is crucial to come up with an innovative idea which will be recession and depression proof and provide consistent returns.

### Building Blocks of Developing Multiple Streams of Income

Whether you are employed or you have lost your job in order to have the life style you wish to have and have the financial means as well you need to consider developing a method of having “multiple streams of passive income.”

To survive the ups and downs, one must gradually expand the focus of business to develop multiple streams of income. This way during a crisis if one or more income streams that dries up you will have a backup to support you.

As we have seen in today’s economic environment whether you have employment or you are unemployed it is necessary to develop a method of “Passive Income” for sustainability and growth for your personal and family needs as well as in the ability of employment for others, and to give to other organizations in the community that may be serving those that are less fortunate.

You may have heard the saying “you don’t want to have all of your eggs in one basket” that holds true whether you are employed or not.

**Much of this book implies...** developing a “work at home business” or “as a business consultant” which could be out of an office, however if possible it would be best to devote “space out of your home” as a

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business location, as it is generally less expensive and you can use the space and utilities as a tax deduction *check with your CPA or Tax Preparer.*

Most home based business owners focus on a single service or product to provide clients or customers. Where they are focusing on one area of business or a field of service they think that is good for many reasons that, includes making marketing and promotion is easier with the ability of creating a solid foundation for the business concentrating on that single product or service. However in this economic climate it is wise to have multiple area's in the business or services being provided in order to have multiple streams of income from each category of business.

## **Here is a list of some selected ideas for starting a business.**

1. **Consultant...** one of the best entrepreneur ideas for both men and women is to become a consultant. This is however possible only if you are proficient in some skill such as marketing, public relations or business development. For being a consultant one requires lots of contacts and networking skills. Be sure you keep these prerequisites of the job in mind before taking up this venture.
2. **Tutoring...** If you enjoy working with children and are master in any of the subjects taught at school, then you may contact a school or a home school group at the local level to check if they have a requirement for tutors. Tutoring in fact is one of the best entrepreneur ideas for women, considering that it leaves enough time for her to manage both family and work simultaneously.
3. **Secretarial and Phone Answering Service...** Many small businesses need secretarial services, yet they do not have the required funds to hire a professional through an agency. If you have computer skills, and the necessary equipment such as a computer and a printer, you can readily take up such assignments.
4. **Graphic Design, Advertising and Marketing...** If you have the experience as a Graphic Designer and have the knowledge of the printing process for lithography and have the Computer, and necessary Software such as; Adobe In-Design, Photoshop and Illustrator along with a scanner for graphics and a printer your can become a Graphic Designer. All of this for Advertising and Marketing needs to be considered for psychological affects in color and shape in order to attract the attention of the customer that you are trying to grab for purchasing the product.
5. **Bookkeeper...** you can become a bookkeeper providing you have the necessary knowledge in bookkeeping and have the appropriate bookkeeping or accounting software such as Quick Books Pro by Intuit and you have the knowledge of debits and credits. You would also need to have knowledge of payroll and the reporting of taxes for payroll and sales tax as well as the ability to have the Income Statement and Balance Sheet so it is prepared with a General Journal and General Ledger for a CPA to finalize for the preparation and the reporting of Taxes each year.
6. **Envelope Stuffing and Mailing Service...** Many companies good use the services of a company to Stuff Sales Sheets and Catalogs for mailings, this could also include invoicing of services or customer sales.
7. **E-Bay Seller...** Since majority of college students are internet savvy these days, a useful entrepreneur idea for them would be to become an E-Bay Seller. They can purchase cheap goods from the garage sales, pack them well and then sell on the internet. This could be a good home based business.
8. **Baby – Pet Sitter...** another idea for college students is to become a baby or a pet sitter. There is a lot of scope to earn in this profession considering these days both the husband and wives work long hours.
9. **Cleaner...** most students do not keep their rooms or dorms clean. So a good way to earn money is to start a business providing dorm cleaning services to other students. A student can offer

services such as cleaning and organizing the room taking out the trash and making the bed, washing and ironing and restocking the refrigerator.

10. **Catering** ... another idea which requires a minuscule investment is to offer one's food catering services. You can start your own catering business, by supplying food for parties, festivals, get together, dinners and office meetings.

**These are Small Business Ideas...** which all businesses will require a certain amount of capital to start. In the next series will be on Business Structuring, Business Entities, Financing, Branding, Marketing and Advertising which will include all the same for large Corporate Business Development.

## Setting Up Your Business

**Business and Structuring :** A Business (also known as a Company, Enterprise, or Firm) is a legally recognized organization designed to provide goods, services, or both to consumers in exchange for money. Businesses are predominant in capitalist economies, in which most businesses are privately owned and typically formed to earn a profit that will increase the wealth of its owners. The owners and operators of private, for-profit businesses have as one of their main objectives the receipt or generation of a financial return in exchange for work and acceptance of risk. Businesses can also be formed as a not-for-profit or can be state owned.

The Business which is either known as a Company, Enterprise or Firm is a legally recognized organization designed to provide goods, services, or both to consumers or tertiary business in exchange for money.

A Business is predominantly privately owned and typically formed to earn a profit that will increase the wealth of its owners. The owners and operators of private, for-profit businesses have as one of their main objectives a financial return in exchange for work and acceptance of risk. Businesses may also be formed as a non-profit or state owned business that may be structured in a way that it is tax-exempt as it performs a benefit to the community.

The efficient and effective operation of a business, is called management. Management in all businesses and organizational activities are the acts of getting people together to accomplish goals and objectives efficiently and effectively. Management comprises of planning, organizing, staffing, leading or directing and controlling an organization (*a group of one or more people or entities*) for the purpose of accomplishing a goal.

Management is "the art of getting things done through people"

Although forms of business ownership vary by government, there are several common forms:

- **Sole Proprietorship:** is a for-profit business owned by one person. The owner may operate on his or her own or may employ others. The owner of the business has unlimited liability of the debts incurred by the business.
- **Partnership:** A form of for-profit business owned by two or more people. In most forms of partnerships, each partner has unlimited liability of the debts incurred by the business.

**There are three typical classifications of partnerships:**

- **General Partnerships,-** Partnerships have certain default characteristics relating to both (a) the relationship between the individual partners and;  
(b) the relationship between the partnership and the outside world. The former can generally be overridden by agreement between the partners, whereas the latter generally cannot be.

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The assets of the business are owned on behalf of the other partners, and they are each personally liable, jointly and severally, for business debts, taxes or tortuous liability. For example, if a partnership defaults on a payment to a creditor, the partner's personal assets are subject to attachment and liquidation to pay the creditor.

By default, profits are shared equally amongst the partners. However, a partnership agreement will almost invariably expressly provide for the manner in which profits and losses are to be shared.

Each general partner is deemed the agent of the partnership. Therefore, if that partner is apparently carrying on partnership business, all general partners can be held liable for his dealings with third persons.

By default a partnership will terminate upon the death, disability, or even withdrawal of any one partner. However, most partnership agreements provide for these types of events, with the share of the departed partner usually being purchased by the remaining partners in the partnership

- **Limited Partnerships** - A limited partnership is a form of partnership similar to a general partnership, except that in addition to one or more general partners (GPs), there are one or more limited partners (LPs). It is a partnership in which only one partner is required to be a general partner.

The General Partners are, in all major respects, in the same legal position as partners in a conventional firm, i.e. they have management control, share the right to use partnership property, share the profits of the firm in predefined proportions, and have joint and several liability, for the debts of the partnership.

As in a general partnership, the General Partners have actual authority as agents of the firm to bind all the other partners in contracts with third parties that are in the ordinary course of the partnership's business. As with a general partnership, "An act of a general partner which is not apparently for carrying on in the ordinary course the limited partnership's activities or activities of the kind carried on by the limited partnership binds the limited partnership only if the act was actually authorized by all the other partners."

Like shareholders in a corporation, Limited Partners have limited liability, meaning they are only liable on debts incurred by the firm to the extent of their registered investment and have no management authority. The General Partners pay the Limited Partners a return on their investment (similar to a dividend), the nature and extent of which is usually defined in the partnership agreement. General Partners thus carry more liability, and in cases of financial misfortune, the General Partner becomes "the generous partner".

- **Limited Liability Partnerships** - A limited liability partnership (LLP) is a partnership in which some or all partners (depending on the jurisdiction) have limited liability. It therefore exhibits elements of partnerships and corporations. In an LLP one partner is not responsible or liable for another partner's misconduct or negligence. This is an important difference from that of a limited partnership. In an LLP, some partners have a form of limited liability similar to that of the shareholders of a corporation. In some countries, an LLP must also have at least one "general partner" with unlimited liability. Unlike corporate shareholders, the partners have the right to manage the business directly. As opposed to that, corporate shareholders have to elect a board of directors under the laws of various state charters. The board organizes itself (also under the laws of the various state charters) and hires corporate officers who then have as "corporate"

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individuals the legal responsibility to manage the corporation in the corporation's best interest. An LLP also contains a different level of tax liability from that of a corporation.

Limited liability partnerships are distinct from limited partnerships in some countries, which may allow all LLP partners to have limited liability, while a limited partnership may require at least one unlimited partner and allow others to assume the role of a passive and limited liability investor. As a result, in these countries the LLP is more suited for businesses where all investors wish to take an active role in management.

- **Corporation:** A limited liability entity that has a separate legal personality from its members. Corporations can be either privately-owned or government-owned, and privately-owned corporations can organize either for-profit or not-for-profit. Furthermore, a privately-owned, for-profit corporation can either be privately held or publicly held. A corporation is directed by a board of directors, which hires the business's managerial staff.
- **Cooperative:** Often referred to as a "co-op", a cooperative is a limited liability entity that can organize for-profit or not-for-profit. A for-profit cooperative differs from a for-profit corporation in that it has members, as opposed to shareholders, who share decision-making authority. Cooperatives are typically classified as either consumer cooperatives or worker cooperatives. Cooperatives are fundamental to the ideology of economic democracy.
- **Chief Executive Officer :** The (CEO) is the highest-ranking corporate officer, executive or administrator in charge of total management of an organization. An individual appointed as CEO of a corporation, company, organization or agency and reports to the board of directors.

The responsibility of the chief executive officer is to align the company, internally and externally, with their strategic vision. The core duty of a CEO is to facilitate business outside of the company while guiding employees and other executive officers towards a central objective. The size and sector of the company will dictate the secondary responsibilities. A CEO must have a balance of internal and external initiatives to build a sustainable company.

- For corporations, the chief executive officer primarily coordinates external initiatives at a high level. As there are many other c-level executives (e.g. marketing, information, technical, financial etc.), seldom do corporate CEOs have low-level functions.
- For emerging entrepreneurs, their acting position as a CEO is much different than that on the corporate level. As oftentimes other c-level executives are not incorporated in small operations, it is the duty of the CEO (and sometimes founder) to assume those positions.
- Mid-sized companies borrow from corporate and entrepreneurial CEO responsibilities. There will not be all c-level positions available so the CEO must compensate for gaps either through delegating or assuming additional responsibility.
- In many states, when an organization incorporates it is necessary to specify individuals in the role of President, Treasurer, and Secretary with the proviso that the person nominated as President cannot hold the position of Treasurer. But often a person can be specified as Secretary/Treasurer.
- In many non-profits, there is a gross confusion between the Chair of the Board (sometimes referred to as the President of the Board), the Secretary of the Board (also confused with the Secretary of the corporation), and then a Board often times creates the position of Treasurer.

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- Boards should not have Presidents or Treasurers, but Boards and Corporations both need Secretaries.
- **Chief Operations Officer :** The (COO) can be one of the highest-ranking executives in an organization and comprises part of the "C-Suite of the Company or organization". The COO is responsible for the daily operations of the company. The COO routinely reports to the highest ranking executive, usually the CEO and may also carry the title of President, especially if the highest ranking executive is the Chairman and CEO. In some cases, the duties of COO may be carried out by a sub-C-Suite executive such as a "Director of Operations," "Vice-President of Operations," or "Executive Director."

COO's ideally need to have domain knowledge of the business & industry, understand modern management theories ( Total Quality Management), employ process/quality improvement techniques (business process reengineering) and sometimes quality process standards if required by customers or desired by the company having ISO 9001 Standards.

- **Functions of a COO:**

1. Marshal limited resources as set out by the Chief Executive Officer and the Board of Directors to the most productive uses with the aim of creating maximum value for the company's stakeholders.
2. Lead by developing and cascading the organizations strategy/mission statement to the lower ranking staff and implementing appropriate rewards/recognition and coaching/corrective practices to align personnel with company goals.
3. Plan by prioritizing customer, employee and organizational requirements
4. Maintaining and monitoring staffing, levels, Knowledge-Skills-Attributes (KSA), expectations and motivation to fulfill organizational requirements
5. Drive performance measures for the measurement of an operation's performance and consideration of efficiency versus effectiveness, often in the form of dashboards convenient for review of high-level key indicators.

- **Chief Financial Officer:** The (CFO) is a corporate officer primarily responsible for managing the financial risk of the corporation. The office of the (CFO) is responsible for financial planning and record keeping, setting up rules and guidelines on spending based upon the analysis and financial condition of the company. The (CFO) manages the General Accounting and Bookkeeping Department and sits on the Board of Directors of the Company.

- **Board of Directors:** The Board of Directors is a body of elected or appointed members who jointly oversee the activities of a company or organization. The body sometimes has a different name, such as board of trustees, board of governors, board of managers, or executive board. It is often simply referred to as "the board."

A board's activities are determined by the powers, duties, and responsibilities delegated to it or conferred on it by an authority outside itself. These matters are typically detailed in the organization's bylaws. The bylaws commonly also specify the number of members of the board, how they are to be chosen, and when they are to meet.

In an organization with voting members, e.g., a professional society, the board acts on behalf of, and is subordinate to, the organization's full assembly, which usually chooses the members of the board. In a stock corporation, the board is elected by the stockholders and is the highest authority

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in the management of the corporation. In a non-stock corporation with no general voting membership, e.g., a university, the board is the supreme governing body of the institution.

- **Typical duties of boards of directors include:**

- Governing the organization by establishing broad policies and objectives
- Selecting, appointing, supporting and reviewing the performance of the chief executive
- Ensuring the availability of adequate financial resources
- Approving annual budgets
- Accounting to the stakeholders for the organization's performance.

The legal responsibilities of boards and board members vary with the nature of the organization, and with the jurisdiction within which it operates. For public corporations, these responsibilities are typically much more rigorous and complex than for those of other types.

**Typically the board chooses one of its members to be the Chairman.**

Theoretically, the control of a company is divided between two bodies: the board of directors, and the shareholders in general meeting. In practice, the amount of power exercised by the board varies with the type of company. In small private companies, the directors and the shareholders are normally the same people, and thus there is no real division of power. In large public companies, the board tends to exercise more of a supervisory role, and individual responsibility and management tends to be delegated downward to individual professional executive directors (such as a finance director or a marketing director) who deal with particular areas of the company's affairs.

Another feature of boards of directors in large public companies is that the board tends to have more de facto power. The board can comprise a voting bloc that is difficult to overcome, because of the practice where institutional shareholders (such as pension funds and banks) grant proxies to the board to vote their shares at general meetings, and because a large number of shareholders are involved. However, there have been moves recently to try to increase shareholder activism among both institutional investors and individuals with small shareholdings. A board only organization is one whose board is self-appointed, rather than being accountable to a base of members through elections; or in which the powers of the membership are extremely limited.

In most cases, serving on a board is not a career unto itself. Inside directors usually are not paid for sitting on a board in its own right, but the duty is instead considered part of their larger job description. Outside directors on a board likewise are often unpaid for their services and sit on the board as a volunteer in addition to their other jobs.

- **A Board of Directors** is a group of people elected by the owners of a business entity who have decision-making authority, voting authority, and specific responsibilities which in each case is separate and distinct from the authority and responsibilities of owners and managers of the business entity. The precise name for this group of individuals depends on the law under which the business entity is formed.
- **Directors** are the members of a board of directors. Directors must be individuals. Directors can be owners, managers, or any other individual elected by the owners of the business entity. Directors who are owners and/or managers are sometimes referred to as inside directors, insiders or interested directors. Directors who are managers are sometimes referred to as executive directors. Directors who are not owners or managers are sometimes referred to as

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outside directors, outsiders, disinterested directors, independent directors, or non-executive directors.

Boards of directors are sometimes compared to an **Advisory Board** or **Board of Advisors** (advisory group). An advisory group is a group of people selected (but not elected) by the person wanting advice. An advisory group has no decision-making authority, no voting authority, and no responsibility. An advisory group does not replace a board of directors; in other words, a board of directors continues to have authority and responsibility even with an advisory group.

The role and responsibilities of a board of directors vary depending on the nature and type of business entity and the laws applying to the entity. For example, the nature of the business entity may be one that is traded on a public market (public company), not traded on a public market (a private, limited or closely held company), owned by family members (a family business), or exempt from income taxes (a non-profit, not for profit, or tax-exempt entity). There are numerous types of business entities available throughout the world such as a corporation, limited liability company, cooperative, business trust, partnership, private limited company, and public limited company.

Much of what has been written about boards of directors relates to boards of directors of business entities actively traded on public markets. More recently, however, material is becoming available for boards of private and closely held businesses including family businesses.

- **Human Resources:** Human Resources is a term describing the individuals who comprise the workforce of an organization, as being applied in labor economics, for example, business sectors or whole nations. Human Resources is the title used in the function of an organization charged with the overall responsibility for implementing strategies and policies relating to the management of individuals within the organization.
- **Purchasing Department:** The Purchasing Department is a department within the organization for the acquisition of supplies and materials utilized by each of the departments of the company. Purchasing with each department will outline specific requirements and budgets for each of the departments based upon their required usage. Each department in order to purchase materials and supplies from either the warehouse or from outside needs to fill out a request form for the acquisition of those items needed. Each year Purchasing will prepare a standardized budget for those acquisitions based upon prior history of the acquisitions of the department.
- **General Accounting and Bookkeeping:** The Role of General Accounting and Bookkeeping is to maintain a complete recording of all financial transactions, including sales purchasing, income and payments. This will be set up using a double entry bookkeeping system such as; QuickBooks Premier and/or other similar bookkeeping systems. Generally any payments that are made are on a dual signature basis signed by the Chief Financial Officer and Chief Executive Officer and/or President of the Company, in lieu of either the manager and/or the assistant manager of the General Accounting and Bookkeeping Department would be a signor on instruments of payments.
- **Public Relations:** Public Relations is concerned with maintaining the public image for the company, working along with the advertising and marketing departments with branding of the company and maintaining a high level of exposure to the industry and community. Public Relations is responsible for providing information mainly to business reporters on the financial condition of the company, gaining publicity for particular products or services (*rather than using advertising*), responding to negative accusations or information, engaging government departments to influence policy making.

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- **Advertising:** Advertising is a form of communication specifically designed and implemented through psychological research that is intended to persuade an audience (*viewers, readers and listeners*) to purchase or take some action based upon the advertisement of the product or service provided. Advertising may consist of; printed material such as; Newspapers, magazines, periodicals, posters, as well as; Radio, Television, Social Media, and the internet, billboards on the freeway, transportation vehicles etc.
- **Marketing:** Marketing is the process in creating customer interest in goods or services, in generating the strategy that underlies sales techniques, business communications, and business development. This is an integrated process through which companies build a strong customer relationship and create value for their customers and for the company. Marketing strategies requires companies to shift their focus from production to the perceived needs and wants of their customers as a means of staying profitable. This is established through Marketing Research by systematic gathering, recording, and analyzing the data relating to products and services.
- **Branding:** A brand can take on many forms, including a name, sign, symbol, color combination, or slogan. The brand began as a way to tell one person's cattle from another by means of a hot iron stamp. A legally protected brand name is called a trademark. The word brand has continued to evolve to encompass identity – it affects the personality of a product, company or a service. Branding takes on the all encompassing role of public relations, advertising, marketing and promotions of the company, products and services.

## Small Business Financing

**Small Business Financing:** with the economics as it is today getting financing for your project is going to be difficult. As Conventional lending institutions are going to be far and few between even if you find any that is funding projects for business.

**The best choice is going to be utilizing your own personal financing of;**

1. Self Directed Ira's
2. Investments from Family or Friends
3. Private Investors with a (PPM) Private Placement Memorandum
4. Small Business Administration (SBA) this one is iffy
5. Credit Cards – Not Recommended
6. Equipment Leasing

## Project Financing

**The Funding Process...** A Private Equity Joint Venture Company, seek Joint Venture Relationships in projects where long term revenue will enhance the existing portfolio of its holding companies.

The viability of long-term revenue is important, but future variables are less important than current variables. Each JV prospect is required to follow the funding companies 6 phases of capitalization.

- 1. Project Application
- 2. Qualification – LOI issued
- 3. Due Diligence Process
- 4. Entity Formed and Enhanced
- 5. Project Capitalization
- 6. Project Implementation

The funding company is tasked with ensuring each new JV partner has gone through an intensive due diligence process after completing the application and qualification process.

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Before entering due diligence, each applicant is "Qualified" based on the following verified application items: (depends upon the JV Private Equity Company, each have varying guidelines)

- 1. Minimum of Enhancement Fee for building the Capital Contribution [TBD] (Proof of Funds Letter from the Bank)
- 2. Existing Company & Address
- 3. Executive Summary
- 4. Projected Cash Flow
- 5. Signed Applicant Package (Submittal for Underwriting)

## **The Fast Track Program (Example of JV Companies requesting Fees Upfront – Be Careful)**

1. Upon approval of the (Signed Applicant Package, Executive Summary and Projected Cash Flow and the submittal of the Minimum Enhancement Fee for building the Capital Contribution TBD by the Investing Fund and/or the 10% Capital Contribution deposited into an Escrow Account to be used for monetization for trade and/or purchasing bonds)

Flexibility would be to withdraw the 10% Capital Contribution after 90 days or to leave it in to build for a 20% capital Contribution which would provide receiving larger draws sooner than with the Minimum Enhancement Fee.

The Bonds being purchased are to self – liquidate the principal being borrowed.

2. Verified Applicant – Attorney involvement
3. Signed LOI – MOU and Management Agreements
4. Closing in less than 30 days potentially 48 hours (depends on many factors)

## **What are the typical factors that cause an applicant to not make it to closing?**

- 1. Does not have the minimum Enhancement Fee of cash liquidity
- 2. Is not willing to conform to the pre-specified process of the funding source
- 3. Conducts themselves in an unprofessional, inappropriate or untimely manner
- 4. Lack of understanding about the difference between Private Equity and Commercial Banks
- 5. Is not will to adapt project plan to the funding companies final capital model and program

## **Types of Funding**

**Project finance** is the long term financing of infrastructure and industrial projects based upon the projected cash flows of the project rather than the balance sheets of the project sponsors. Usually, a project financing structure involves a number of equity investors, known as **Sponsors**, as well as a **Syndicate** of banks that provide loans to the operation. The loans are most commonly known as non-recourse loans, which are secured by the project assets and paid entirely from project cash flow, rather than from the general assets or creditworthiness of the project sponsors, a decision in part supported by financial modeling. The financing is typically secured by all of the project assets, including the revenue-producing contracts. Project lenders are given a lien on all of these assets, and are able to assume control of a project if the project company has difficulties complying with the loan terms.

Generally, a special purpose entity is created for each project, thereby shielding other assets owned by a project sponsor from the detrimental effects of a project failure. As a special purpose entity, the project company has no assets other than the project. Capital contribution commitments by the owners of the project company are sometimes necessary to ensure that the project is financially sound. Project finance is often more complicated than alternative financing methods. Traditionally, project financing has been

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most commonly used in the mining, transportation, telecommunication and public utility industries. More recently, particularly in Europe, project financing principles have been applied to public infrastructure under public-private partnerships (PPP) or, in the UK, Private Finance Initiative (PFI) transactions.

Risk identification and allocation is a key component of project finance. A project may be subject to a number of technical, environmental, economic and political risks, particularly in developing countries and emerging markets. Financial institutions and project sponsors may conclude that the risks inherent in project development and operation are unacceptable (un-financeable). To cope with these risks, project sponsors in these industries (such as power plants or railway lines) are generally completed by a number of specialist companies operating in a contractual network with each other that allocates risk in a way that allows financing to take place. The various patterns of implementation are sometimes referred to as "project delivery methods." The financing of these projects must also be distributed among multiple parties, so as to distribute the risk associated with the project while simultaneously ensuring profits for each party involved.

A riskier or more expensive project may require **limited recourse financing** secured by a surety from sponsors. A complex project finance structure may incorporate corporate finance, securitization, options, insurance provisions or other types of collateral enhancement to mitigate unallocated risk.

Project finance shares many characteristics with maritime finance and aircraft finance; however, the latter two are more specialized fields.

**Basic Scheme:** United Coal Co. imports coal. EnergyTech Inc. supplies energy to consumers. The two companies agree to build a power plant to accomplish their respective goals. Typically, the first step would be to sign a Letter of Intent in working together by outlining the terms of working together with the concept of the project as to conditions and locations after signing; the second step would be in signing the memorandum of understanding to set out the intentions of the two parties. This would be followed by an agreement to form a joint venture.

United Coal and EnergyTech form an SPLLC (Special Purpose LLC) called Power Holdings LLC. and divide the shares between them according to their contributions. United Coal, being more established, contributes more capital and takes 70% of the shares. EnergyTech is a smaller company and takes the remaining 30%. The new company has no assets.

Power Holdings then signs a construction contract with United Construction to build a power plant. United Construction is an affiliate of United Coal and the only company with the know-how to construct a power plant in accordance with United's delivery specification.

A power plant can cost hundreds of millions of dollars. To pay United Construction, Power Holdings receives financing from a development bank and a private equity project lender. These financial institutions provide a guarantee to United Construction's financier that the company can pay for the completion of construction. Payment for construction is generally paid as such: 10% up front, 10% midway through construction, 10% shortly before completion, and 70% upon transfer of title to Power Holdings, which becomes the owner of the power plant.

United Coal and EnergyTech form Power Manage LLC., another SPLLC, to manage the facility. The ultimate purpose of the two SPLLCs (Power Holding and Power Manage) is primarily to protect United Coal and EnergyTech. If a disaster happens at the plant, prospective plaintiffs cannot sue United Coal or EnergyTech and target their assets because neither company owns or operates the plant.

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A Sale and Purchase Agreement (SPA) between Power Manage and United Coal supplies raw materials to the power plant. Electricity is then delivered to EnergyTech using a wholesale delivery contract. The cash flow of both United Coal and EnergyTech from this transaction will be used to repay the financiers.

**Complicating Factors:** The above is a simple explanation which does not cover the mining, shipping, and delivery contracts involved in importing the coal (which in itself could be more complex than the financing scheme), nor the contracts for delivering the power to consumers. In developing countries, it is not unusual for one or more government entities to be the primary consumers of the project, undertaking the "last mile distribution" to the consuming population. The relevant purchase agreements between the government agencies and the project may contain clauses guaranteeing a minimum off take and thereby guarantee a certain level of revenues. In other sectors including road transportation, the government may toll the roads and collect the revenues, while providing a guaranteed annual sum (along with clearly specified upside and downside conditions) to the project. This serves to minimize or eliminate the risks associated with traffic demand for the project investors and the lenders.

Minority owners of a project may wish to use "off-balance-sheet" financing, in which they disclose their participation in the project as an investment, and excludes the debt from financial statements by disclosing it as a footnote related to the investment. In the United States, this eligibility is determined by the Financial Accounting Standards Board. Many projects in developing countries must also be covered with war risk insurance, which covers acts of hostile attack, derelict mines and torpedoes, and civil unrest which are not generally included in "standard" insurance policies. Today, some altered policies that include terrorism are called Terrorism Insurance or Political Risk Insurance. In many cases, an outside insurer will issue a performance bond to guarantee timely completion of the project by the contractor.

Publicly-funded projects may also use additional financing methods such as tax increment financing or Private Finance Initiative (PFI). Such projects are often governed by a Capital Improvement Plan which adds certain auditing capabilities and restrictions to the process.

**Private Equity:** in finance, is an asset class consisting of equity securities in operating companies that are not publicly traded on a stock exchange. Investments in private equity most often involve either an investment of capital into an operating company or the acquisition of an operating company. Capital for private equity is raised primarily from institutional investors. There is a wide array of types and styles of private equity and the term private equity has different connotations in different countries.

Among the most common investment strategies in private equity include leveraged buyouts, venture capital, growth capital, distressed investments and mezzanine capital. In a typical leveraged buyout transaction, the private equity firm buys majority control of an existing or mature firm. This is distinct from a venture capital or growth capital investment, in which the private equity firm typically invests in young or emerging companies, and rarely obtain majority control.

Although the capital for private equity originally came from individual investors or corporations, in the 1970s, private equity became an asset class in which various institutional investors allocated capital in the hopes of achieving risk adjusted returns that exceed those possible in the public equity markets. In the 1980s, insurers were major private equity investors. Later, public pension funds and university and other endowments became more significant sources of capital. For most institutional investors, private equity investments are made as part of a broad asset allocation that includes traditional assets (e.g., public equity and bonds) and other alternative assets (e.g., hedge funds, real estate, commodities).

Most institutional investors do not invest directly in privately held companies, lacking the expertise and resources necessary to structure and monitor the investment. Instead, institutional investors will invest indirectly through a private equity fund. Certain institutional investors have the scale necessary to

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develop a diversified portfolio of private equity themselves, while others will invest through a fund of funds to allow a portfolio more diversified than one a single investor could construct.

Returns on private equity investments are created through one or a combination of three factors that include: debt repayment or cash accumulation through cash flows from operations, operational improvements that increase earnings over the life of the investment and multiple expansion, selling the business for a higher multiple of earnings than was originally paid. A key component of private equity as an asset class for institutional investors is that investments are typically realized after some period of time, which will vary depending on the investment strategy. Private equity investments are typically realized through one of the following avenues:

- **An Initial Public Offering (IPO)** - shares of the company are offered to the public, typically providing a partial immediate realization to the financial sponsor as well as a public market into which it can later sell additional shares
- **A Merger or Acquisition** - the company is sold for either cash or shares in another company
- **Recapitalization** - cash is distributed to the shareholders (in this case the financial sponsor) and its private equity funds either from cash flow generated by the company or through raising debt or other securities to fund the distribution.

The private equity secondary market (also often called private equity secondary's) refers to the buying and selling of pre-existing investor commitments to private equity and other alternative investment funds. Sellers of private equity investments sell not only the investments in the fund but also their remaining unfunded commitments to the funds. By its nature, the private equity asset class is illiquid, intended to be a long-term investment for buy-and-hold investors. For the vast majority of private equity investments, there is no listed public market; however, there is a robust and maturing secondary market available for sellers of private equity assets.

Increasingly, secondary's are considered a distinct asset class with a cash flow profile that is not correlated with other private equity investments. As a result, investors are allocating capital to secondary investments to diversify their private equity programs. Driven by strong demand for private equity exposure, a significant amount of capital has been committed to secondary investments from investors looking to increase and diversify their private equity exposure.

Investors seeking access to private equity have been restricted to investments with structural impediments such as long lock-up periods, lack of transparency, unlimited leverage, concentrated holdings of illiquid securities and high investment minimums.

Secondary transactions can be generally split into two basic categories:

- **Sale of Limited Partnership Interests** - The most common secondary transaction, this category includes the sale of an investor's interest in a private equity fund or portfolio of interests in various funds through the transfer of the investor's limited partnership interest in the fund(s). Nearly all types of private equity funds (e.g., including buyout, growth equity, venture capital, mezzanine, distressed and real estate) can be sold in the secondary market. The transfer of the limited partnership interest typically will allow the investor to receive some liquidity for the funded investments as well as a release from any remaining unfunded obligations to the fund.
- **Sale of Direct Interests** - Secondary Directs or Synthetic secondary's, this category refers to the sale of portfolios of direct investments in operating companies, rather than limited partnership interests in investment funds. These portfolios historically have originated from either corporate development programs or large financial institutions.

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- A **Joint Venture (JV or J-V)** is a legal entity formed between two or more parties to undertake an economic activity together. The JV parties agree to create, for a finite time, a new entity and new assets by contributing equity. They then share in the revenues, expenses and assets and "control" of the enterprise. There are other types of companies such as JV limited by guarantee, JVs limited by guarantee with partners holding shares.

In European law, the term 'joint-venture' is an elusive legal concept, better defined under the rules of company law. In France, the term 'joint venture' is variously translated as 'association d'entreprises', 'entreprise conjoint', 'co-entreprise' and 'entreprise commune'. But generally, 'societe anonyme covers' foreign collaborations. In Germany, 'joint venture' is better represented as a 'combination of companies'.

In other hands, when two or more persons come together to form a **temporary partnership** for the purpose of carrying out a particular work, object, it is termed as joint venture. The persons come together are called "**co-ventures.**"

The venture can be for one specific project only - when the JV is referred more correctly as a consortium (as the building of the Channel Tunnel) - or a continuing business relationship. The consortium JV (also known as a cooperative agreement) is formed where one party seeks technological expertise or technical service arrangements, franchise and brand use agreements, management contracts, rental agreements, for "one-time" contracts. The JV is dissolved when that goal is reached.

Some major joint ventures include Dow Corning, Miller Coors, Sony Ericsson and Penske Truck Leasing.

## Joint Venture Concept

- **The Joint-Venture Concept** A JV on a continuing basis is the normal business undertaking. It is similar to a business partnership with two differences: the first, a partnership generally involves an ongoing, long-term business relationship, whereas an equity-based JV comprises a single business activity. Second, all the partners have to agree to dissolve the partnership whereas a finite time has to lapse before it comes to an end (or is closed by the Court due to a dispute).

The term JV refers to the *purpose* of the entity and not to a type of entity. Therefore, a joint venture may be a corporation, a limited liability enterprise, a partnership or other legal structure, depending on a number of considerations such as tax and tort liability.

JVs are normally formed both inside one's own country and between firms belonging to different countries. Within one, JVs usually combine different strengths in a field or are formed because of legal restrictions within a country; for example an insurance company cannot market its policies through a banking company. Some JVs are also formed because the law of a country allows dispute settlement, should it occur, in a third country. They are also formed to minimize business, tax and political risks. The JV is an alternative to the parent-subsidiary business partnership in emerging countries, discouraged, on account of :

- **(a)** ignoring national objectives
- **(b)** slow-growth
- **(c)** parental control of funds
- **(d)** disallowing competition.

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JVs can be in the manufacture of goods, services, travel space, banking, insurance, web-hosting business, etc.

Today, the term 'JV' applies to more occasions than the choice of JV partners; for example, an individual normally cannot legally carry out business without finding a national partner to form a JV as in many Arab countries where it is mentioned that there are over 500 JVs in Saudi Arabia with Indians alone. Also, the JV may be an easier first-step to franchising, as McDonald's and other fast foods, found out in China in the early difficult stage of development.

## **Other reasons for forming a JV are:**

- Reducing 'entry' risks by using the local partner's assets.
- Inadequate knowledge of local institutional or legal environment.
- Access to local borrowing powers.
- Perception that the goodwill of the local partner is carried forward.
- In strategic sectors, the country's laws may not permit foreign nationals to operate alone.
- Access to local resources through participation of national partner.
- Influence of local partners on government officials or 'compulsory' requisite (see China Coverage Below).
- Access by one partner to foreign technology or expertise, often a key consideration of local parties (or through government incentives for the mechanism).
- Through government incentives, job and skill growth through foreign investment.
- Incoming foreign exchange and investment.

## **Strategic Reasons of One Partner :**

- Adding 'clout' (the influence of the other partner) to the enterprise.
- Build on company's strengths.
- Economies of (international) scale and advantages of size ('industrial hubs').
- Globalize without sized economies of scale (e.g. Indian and Israeli pharmaceutical industries).
- Influencing structural evolution of the industry.
- Pre-empting competition.
- Defensive response to blurring industry boundaries.
- Speed to market.
- Market diversification.
- Pathways into R&D.
- Outsourcing

JVs are formed by the parties' entering into an agreement that specifies their mutual responsibilities and goals in an 'adventure. The JV partners can usually form the capital of the company through injections of cash alone or cash together with assets such as 'technology' or land and buildings.

Subsequent to its formation the JV can raise debt for additional capital. A written contract is crucial for legal provisions. All JVs also involve certain rights and duties. Each partner to the JV has a fiduciary responsibility, even to act on someone's behalf, subordinating one's personal

interests to those of the other person or that of the 'sleeping partner'. Upon its incorporation (see later) it becomes a company in most places, or a corporation (in the US).

### Downsides of a Joint Venture

**Some of the downsides of a joint venture may be:**

- Differing philosophies governing expectations and objectives of the JV partners.
- An imbalance in the level of investment and expertise brought to the JV by the two parent organizations.
- Inadequate identification, support, and compensation of senior leadership and management teams.
- Conflicting corporate cultures and operational styles of the JV partners.
- A JV can terminate at a time specified in the contract, upon the death of an active member (unusual) or if a court so decides in a dispute taken to it.
- Joint ventures have existed for many years in the US, from their usage in the railroad industry (one party controls the sources of oil and the other party the rights of ferrying it) and even to manufacturing and services. In the financial services industry JVs were widely employed for marketing products or services that one of the parties, which acting alone, would have been *legally prohibited* from doing so.
- A **Leveraged Buyout**, LBO or Buyout refers to a strategy of making equity investments as part of a transaction in which a company, business unit or business assets is acquired from the current shareholders typically with the use of financial leverage. The companies involved in these transactions are typically mature and generate operating cash flows.

Leveraged buyouts involve a financial sponsor agreeing to an acquisition without itself committing all the capital required for the acquisition. To do this, the financial sponsor will raise acquisition debt which ultimately looks to the cash flows of the acquisition target to make interest and principal payments.[3] Acquisition debt in an LBO is often non-recourse to the financial sponsor and has no claim on other investment managed by the financial sponsor. Therefore, an LBO transaction's financial structure is particularly attractive to a fund's limited partners, allowing them the benefits of leverage but greatly limiting the degree of recourse of that leverage. This kind of financing structure leverage benefits an LBO's financial sponsor in two ways:

1. The investor itself only needs to provide a fraction of the capital for the acquisition
  2. The returns to the investor will be enhanced (as long as the return on assets exceeds the cost of the debt)
- As a percentage of the purchase price for a leverage buyout target, the amount of debt used to finance a transaction varies according the financial condition and history of the acquisition target, market conditions, the willingness of lenders to extend credit (both to the LBO's financial sponsors and the company to be acquired) as well as the interest costs and the ability of the company to cover those costs. Historically the debt portion of a LBO will range from 60%-90% of the purchase price, although during certain periods the debt ratio can be higher or lower than the historical averages. Between 2000-2005 debt averaged between 59.4% and 67.9% of total purchase price for LBOs in the United States.

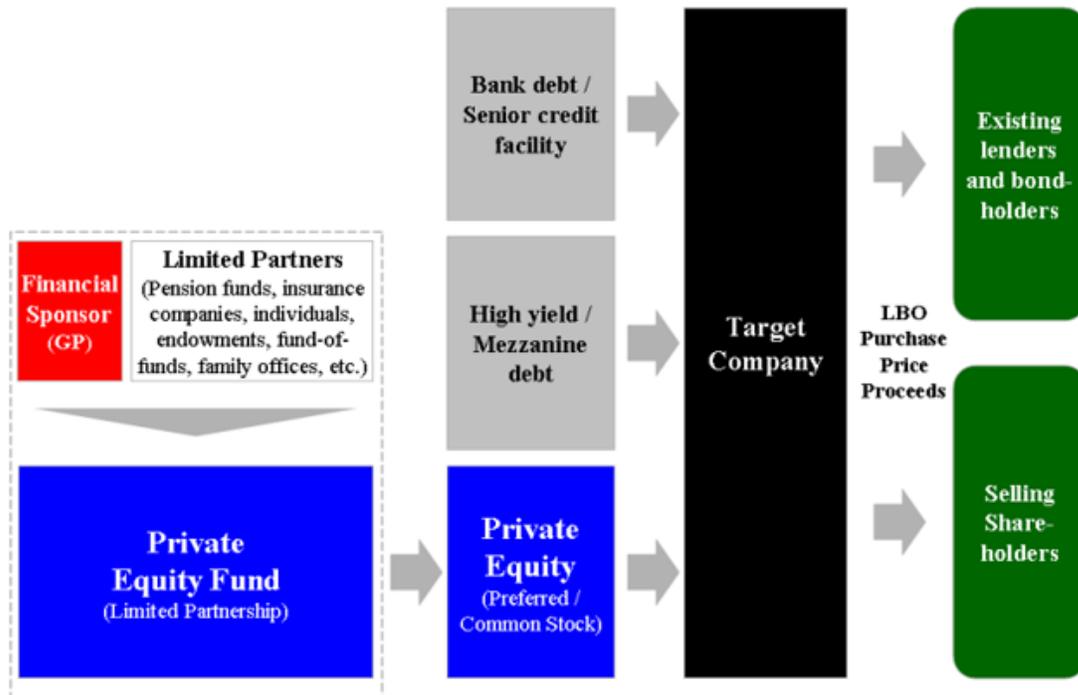


Diagram of the basic structure of a generic leveraged buyout transaction

## Venture Capital Concepts

**Venture Capital** is a broad subcategory of private equity that refers to equity investments made, typically in less mature companies, for the launch, early development, or expansion of a business. Venture investment is most often found in the application of new technology, new marketing concepts and new products that have yet to be proven.

Venture capital is often sub-divided by the stage of development of the company ranging from early stage capital used for the launch of start-up companies to late stage and growth capital that is often used to fund expansion of existing business that are generating revenue but may not yet be profitable or generating cash flow to fund future growth.

Entrepreneurs often develop products and ideas that require substantial capital during the formative stages of their companies' life cycles. Many entrepreneurs do not have sufficient funds to finance projects themselves, and they must therefore seek outside financing. The venture capitalist's need to deliver high returns to compensate for the risk of these investments makes venture funding an expensive capital source for companies. Venture capital is most suitable for businesses with large up-front capital requirements which cannot be financed by cheaper alternatives such as debt. Although venture capital is often most closely associated with fast-growing technology and biotechnology fields, venture funding has been used for other more traditional businesses.

**Venture Capital Financing** is a type of financing by venture capital: the type of private equity capital is provided as seed funding to early-stage, high-potential, growth companies and more often after the seed funding round as growth funding round (also referred as series A round) in the interest of generating a return through an eventual realization event such as an IPO or trade sale of the company.

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To start a new startup company or to bring a new product to the market, the venture may need to attract financial funding. There are several categories of financing possibilities. If it is a small venture, then perhaps the venture can rely on family funding, loans from friends, personal bank loans or crowd funding.

For more ambitious projects, some companies need more than what mentioned above, some ventures have access to rare funding resources called Angel investors. These are private investors who are using their own capital to finance a ventures' need. The Harvard report by William R. Kerr, Josh Lerner, and Antoinette Schoar tables evidence that angel-funded startup companies are less likely to fail than companies that rely on other forms of initial financing. Apart from these investors, there are also venture capitalist firms (VC-firms) who are specialized in financing new ventures against a lucrative return.

When a venture approaches the last one, the venture is going to do more than negotiating about the financial terms. Apart from the financial resources these firms are offering; the VC-firm also provides potential expertise the venture is lacking, such as legal or marketing knowledge. This is also known as Smart Money.

**The Venture Funding Process** As written in the previous paragraph, there are several ways to attract funding. However in general, the venture capital financing process can be distinguished into five stages :

- 1. The Seed Stage
- 2. The Start-up Stage
- 3. The Second Stage
- 4. The Third Stage
- 5. The Bridge/Pre-public Stage

Of course the stages can be extended by as many stages as the VC-firm thinks it should be needed, which is done in practice all the time. This is done when the venture did not perform as the VC-firm expected. This is generally caused by bad management or because the market collapsed or a bit of both (see: Dot com boom). The next paragraphs will go into more details about each stage.

## Growth Capital Concepts

**Growth Capital** refers to equity investments, most often minority investments, in relatively mature companies that are looking for capital to expand or restructure operations, enter new markets or finance a major acquisition without a change of control of the business.

Companies that seek growth capital will often do so in order to finance a transformational event in their life cycle. These companies are likely to be more mature than venture capital funded companies, able to generate revenue and operating profits but unable to generate sufficient cash to fund major expansions, acquisitions or other investments. The primary owner of the company may not be willing to take the financial risk alone. By selling part of the company to private equity, the owner can take out some value and share the risk of growth with partners. Capital can also be used to effect a restructuring of a company's balance sheet, particularly to reduce the amount of leverage or (debt) the company has on its balance sheet. A Private Investment in Public Equity, or PIPEs, refer to a form of growth capital investment made into a public traded company. PIPE investments are typically made in the form of a convertible or preferred security that is unregistered for a certain period of time. The Registered Direct, or RD, is another common financing vehicle used for growth capital. A registered direct is similar to a PIPE but is instead sold as a registered security.

**Growth Capital** (also called **Expansion Capital** and **Growth Equity**) is a type of private equity investment, most often a minority investment, in relatively mature companies that are looking for capital

to expand or restructure operations, enter new markets or finance a significant acquisition without a change of control of the business.

Companies that seek growth capital, will often do so in order to finance a transformational event in their lifecycle. These companies are likely to be more mature than venture capital funded companies, able to generate revenue and operating profits but unable to generate sufficient cash to fund major expansions, acquisitions or other investments. Growth capital can also be used to effect a restructuring of a company's balance sheet, particularly to reduce the amount of leveraged debt the company has on its balance sheet.

Growth capital is often structured as either common equity or preferred equity, although certain investors will use various hybrid securities that include a contractual return (i.e., interest payments) in addition to an ownership interest in the company. Often, companies that seek growth capital investments are not good candidates to borrow additional debt, either because of the stability of the company's earnings or because of its existing debt levels.

Growth capital resides at the intersection of private equity and venture capital and as such growth capital is provided by a variety of sources. While there are a number of dedicated growth capital firms, growth capital investments are also made by late-stage venture capital investors as well as more traditional buyout firms. Particularly in markets where debt is less available to finance leveraged buyouts or where competition to fund startup businesses is intense, growth capital becomes an attractive alternative.

## Private Placement Memorandum Concepts

A **Private Placement Memorandum (PPM) Regulation D** is an extremely complex document. The primary purpose of a PPM is to give the entrepreneur the opportunity to present all potential risks to the investor. The PPM protects the entrepreneur in the event that the investment goes sour! That's why it's so important that the private placement memorandum be accurate and complete.

An attorney **MUST** review your offering to assure it complies with all national and state regulations. The Private Placement below is meant as a starting point for groups or individuals who want to piece together a PPM themselves, save some money and then take it to the attorney for review. An attorney must review your PPM to assure compliance with your state's securities laws. Failure to do so could cause some serious problems down the road, especially when approaching an initial public offering!

This is a very detailed, 70+ page Private Placement Memorandum (PPM which includes a sample engagement letter, investment bank term sheet, due diligence checklist, sample private placement memorandum and the subscription agreement! Everything your company needs to issue stock in accordance with the Securities and Exchange Commission. Details the summary of the offering, financial data, industry overview, management, etc.

**There are several ways in which companies approach the creation of a PPM.**

- **Attorneys** - Many firms simply retain an attorney to prepare the PPM. Once complete, the management team is responsible for soliciting and pitching potential new investors. The only fees incurred are those of the attorney and the time of the management team. Attorneys will charge from \$5000 to \$20000 for a full private placement. An attorney may be a good route for companies that already have a well established network of possible investors to pitch the investment opportunity.
- **Investment Banks** - Other firms hire an intermediary (investment bank) to help with the capital raise. Hiring an intermediary can be tricky.. An entrepreneur will encounter all sorts of institutions offering all sorts of different promises to raise money for the start-up. The decisions and processes

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can be very confusing and time-consuming. For many start-ups a wrong decision will KILL the company. There are all sorts of negotiations involved when retaining an investment bank, and there many different types of investment banks. As the entrepreneur YOU must be at the top of your game or you will get the short end of the stick!

- **PPM Specialists** - Firms specializing in this arena are often a hybrid cross between legal counsel and an investment bank.

**Regulation D Private Placement Memorandum (PPM)** In the **United States** under the **Securities Act of 1933**, any offer to sell securities must either be registered with the **United States Securities and Exchange Commission (SEC)** or meet certain qualifications to exempt them from such registration. **Regulation D** (or **Reg D**) contains the rules providing exemptions from the registration requirements, allowing some companies to offer and sell their securities without having to register the securities with the SEC. A Regulation D offering is intended to make access to the capital markets possible for small companies that could not otherwise bear the costs of a normal SEC registration. Reg D may also refer to an investment strategy, mostly associated with hedge funds, based upon the same regulation. The regulation is found under Title 17 of the Code of Federal Regulations, part 230, Sections 501 through 508. The legal citation is 17 C.F.R. §230.501 *et seq.*

Reg D is composed of various rules dictating the qualifications needed to meet the SEC exemptions. Rule 501 of Reg D contains definitions that apply to the rest of Reg D. Rule 502 contains the general conditions that must be met to take advantage of the exemptions under Regulation D. Generally speaking, these conditions are :

- That all sales within a certain time period that are part of the same Reg D offering must be "integrated", meaning they must be treated as one offering
- Information and disclosures must be provided
- there must be no "general solicitation"
- that the securities being sold contain restrictions on their resale.

Rule 503 requires issuer to file a Form D with the SEC when they make an offering under Regulation D. In Rules 504 and 505, Regulation D implements §3(b) of the Securities Act of 1933 (also referred to as the '33 Act), which allows the SEC to exempt issuances of under \$5,000,000 from registration. It also provides (in Rule 506) a "safe harbor" under §4(2) of the '33 Act (which says that non-public offerings are exempt from the registration requirement). In other words, if an issuer complies with the requirements of Rule 506, they can rest assured that their offering is "non-public," and thus that it is exempt from registration. Rule 507 penalizes issuers who do not file the Form D, as required by Rule 503. Rule 508 provides the guidelines under which the SEC enforces Regulation D against issuers.

**Exemptions:** Regulation D establishes three exemptions from Securities Act registration.

**Rule 504:** Rule 504 provides an exemption for the offer and sale of up to \$1,000,000 of securities in a 12-month period. The company may use this exemption so long as it is not a blank check company and is not subject to Exchange Act of 1934 reporting requirements. General offering and solicitations are permitted under Rule 504 as long as they are restricted to accredited investors. The issuer need not restrict purchaser's right to resell securities.

Rule 504 allows companies to sell securities that are not restricted if one of the following conditions is met:

- The offering is registered exclusively in one or more states that require a publicly filed

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registration statement and delivery of a substantive disclosure document to investors.

- The registration and sale takes place in a state that requires registration and disclosure delivery, and the buyer is in a state without those requirements, so long as the disclosure documents mandated by the state in which you registered to all purchasers are delivered; or
- The securities are sold exclusively according to state law exemptions that permit general solicitation and advertising and you are selling only to accredited investors. However, accredited investors are only needed when sold exclusively with state law exemptions on solicitation.

**Rule 505:** Rule 505 provides an exemption for offers and sales of securities totaling up to \$5 million in any 12-month period. Under this exemption, securities may be sold to an unlimited number of "accredited investors" and up to 35 "unaccredited investors" who do not need to satisfy the sophistication or wealth standards associated with other exemptions. Purchasers must buy for investment only, and not for resale. The issued securities are restricted, in that the investors may not sell for at least two years without registering the transaction. General solicitation or advertising to sell the securities is not allowed.

### **Financial statement requirements applicable to this type of offering:**

- Financial statements need to be certified by an independent public accountant.
- If a company other than a limited partnership cannot obtain audited financial statements without unreasonable effort or expense, only the company's balance sheet, to be dated within 120 days of the start of the offering, must be audited; and
- Limited partnerships unable to obtain required financial statements without unreasonable effort or expense may furnish audited financial statements prepared under the federal income tax laws.

**Rule 506:** A company that satisfies the following standards may qualify for an exemption under this rule:

- Can raise an unlimited amount of capital.
- Does not use general solicitation or advertising to market the securities.
- Sale of securities can be to an unlimited number of accredited investors and up to 35 other purchasers. Unlike Rule 505, all non-accredited investors, either alone or with a purchaser representative, must be sophisticated - that is, they must have sufficient knowledge and experience in financial and business matters to make them capable of evaluating the merits and risks of the prospective investment.
- Seller must be available to answer questions by prospective purchasers.
- Financial statement requirements as for Rule 505; and
- Purchasers receive restricted securities, which may not be freely traded in the secondary market after the offering.

**Accredited Investor Exemption:** Section 4(6) of the '33 Act exempts from registration offers and sales of securities to accredited investors when the total offering price is less than \$5 million and no public solicitation or advertising is made. However, Regulation D does not address the offering of securities under this section of the '33 Act.

**Investment Strategy:** As a hedge fund strategy, Reg. D refers to investment in micro- and small-capitalization public companies that are raising money in private capital markets. Often these securities are hedged by way of a look-back provision or a convertibility option with a floating exercise price.

## Wrap-Up Insurance Concepts

### Wrap-up Insurance for Construction and Manufacturing Projects

A **Wrap-Up Insurance** is an umbrella insurance policy that covers all parties involved in a particular project or series of projects. For example, an owner or general contractor may purchase wrap-up insurance for the construction of a shopping mall or an apartment building. Wrap-up insurance is relatively expensive, but the costs may be shared among covered parties. Coverage usually includes general liability, workers' compensation, employer's liability, and umbrella liability. Additional coverage, such as errors and omissions insurance, may be added.

**Rolling Wrap-Up** A Rolling Wrap-Up is - An ongoing, or rolling, controlled insurance program (ROCIP). Usually used to refer to a CIP (wrap-up) that insures an ongoing construction program covering multiple projects. Projects are rolled into and out of the program as they are started and completed. The date projects are removed from the program can vary but most provide an extended period of completed operations coverage.

#### What is a Controlled Insurance Program?

- 1. As defined by International Risk Management Institute (IRMI); <http://www.irmi.com/> "A Wrap Up or a controlled / consolidated insurance program is a centrally procured and managed insurance and risk control program implemented for a construction project or a series of projects."
- 2. It is a Shared Risk Management Program

#### Why Should A Wrap Up be Considered?

##### Always Consider the 3 C's:

- Coverage
- Control
- Cost Savings

##### Coverage :

##### Wrap Up programs can:

- Provide a Broader Scope of Coverage when compared to traditional insurance methods
- Ensure Dedicated & Adequate Limits for the Project
- Facilitate and Support Minority / Women Business Enterprise (MBE/WBE) Participation
- Provide Dedicated and Focused Insurance Protection for all Enrolled Participants

##### Wrap Up programs can offer:

- Completed Operations Coverage thru Statute of Repose
- Reduction in Litigation, "No Finger Pointing", One Insurance Carrier
- Assurance in the Quality & Stability of Insurance Carriers
- One Risk Management System including Loss Control & Claims Management
- Enhanced Protection of the program Sponsor's Assets

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## Cost Savings:

### Wrap Up programs should provide:

- Economies of Scale in the purchase of project specific insurance
  - Elimination of the Duplication and Gaps in insurance coverage
  - Financial Savings as a Result of a Favorable Loss Experience
- A typical range of savings can be .25 to 1.5% of the Project's Hard Costs*

### Wrap Up Program Coverage's

#### Traditional Wrap Up (WC & GL)

- Workers' Compensation
- General Liability
- Excess Liability

#### General Liability Only Wrap Up

*(Most often provided for Residential construction exposures)*

- 1. General Liability
- 2. Excess Liability

#### Excluded Wrap Up Coverage's

- 1. Automobile Liability
- 2. Contractor's Equipment
- 3. A&E's Professional Negligence

#### Other Construction Insurance Coverage's to Consider

- 1. Builders' Risk
  - 2. A&E Professional Liability
  - 3. Contractors Pollution
  - 4. Pollution Legal Liability
  - 5. Surety / Subcontractor Default Insurance
- The Wrap Up Does NOT Provide Coverage to Everyone at a Project Site*

#### Typical "excluded parties are :

- 1. Vendors, Suppliers & Delivery Personnel
- 2. Fabrication Performed Away from the Project Site
- 3. Design Professionals (Architects & Engineers) E & O
- 4. Pollution, Abatement or Asbestos work
- 5. At Sponsor's Discretion, Smaller Contracts (e.g. \$10,000 or less)

#### Two Types of Wrap Up Programs:

##### Traditional Wrap Ups (WC & GL)

###### Single Program

- 1. Construction Values of \$100MM + / -

###### Rolling Program

- 1. Multiple projects/single site \$125 MM + / - over 2-3 yrs
- 2. Multiple projects/different sites \$150 MM + / -

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- 3. Minimum size \$20MM + / -

## **General Liability Only Wrap Ups**

*(Most often provided for Residential construction exposures)*

### **Programs**

- 1. Construction Values (CV) of \$5MM +/-
- 2. Multiple prospect programs are available

### **A Quality Wrap Up Should Provide the Following Components:**

- 1. Program Design
- 2. Administration Systems/Processes
- 3. Loss Control Management
- 4. Claims Management
- 5. Communication

**The Cornerstone to a Successful Wrap Up is Always Communication**

### **Your Wrap Up Administrator should always help you stay focused on:**

- Your original goals in selecting a Wrap Up program
- Who is Covered by the Wrap Up
- The method by which your Wrap Up insurance costs calculated
  - Payroll
  - Construction Values
  - Construction Values + Sales

## **Epilog**

You have been discovering many aspects of Personal Development of the many categories in the previous pages. If you have not read ***Think and Grow Rich*** By Napoleon Hill, then I want to encourage you to do so; you can get a free copy of this book from the White Dove Books site <http://www.whitedovebooks.co.uk/> to get your free copy. It's not a Classic for nothing. It was the result of a lifework on the principles of success and it really does contain everything you need to know about how to get rich.

While you are at White Dove Book's check out all of the other great books.

In reading the book I kept trying to find the Secret he keeps talking about, it turns out to be in a not uncommon experience. The secret is located in every chapter of the book where you would not necessarily expect it. Napoleon Hill says that in order to receive the secret you have to be ready to receive it; and that's why he doesn't give it out overtly. Rather it is best that the reader to discover the Secret when he or she is ready to receive it as it is more powerful this way. You may wonder why this book that plainly and openly reveals the Secret to anyone who wants to learn and understand it.

Napoleon Hill said, the simple answer is that in order to succeed in your purpose of becoming rich and living a truly abundant life, you need to move from the business of study to the more profitable business of action.

In the book ***The Science of Getting Rich***, by Wallace D. Wattles spends considerable time attempting to convince his readership that it is not wrong to actually want to become rich. It is because many people

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have been brought-up with the idea that the business of becoming wealthy is somehow wrong. Just in case there is any doubt in your mind, let me assure you that there is nothing wrong or unspiritual about the process of becoming rich. Money itself is just information moving about in a system ... that is really all it is ... We all need money, in a developed society in order to acquire things we need to live normal healthy lives.

Russell H. Conwell, and the book ***Acres of Diamonds*** writes about a man that wanted to be rich and own a *Diamond Mine* after searching and asking how to become rich, he became desperate and depressed as he could not find the *Diamonds* and sold his property for almost nothing in search for *Diamonds* not realizing that they were right where he had continually looked. Your ***Acres of Diamonds*** are right where you most likely are not looking and where you least expect it.

### About The Author

In 1940 at Forsyth Taney County Missouri, I was born in a log cabin about a block from the County Court House. A year later My Mother Elsie Brown and my father Raymond Brown built a 3 room house outside of town about 5 miles from Forsyth. Eighteen months later my father disappeared and never returned. At the age of 3 my mother was having skin cancer of which over the years grew much worse.

When I was 8 years of age I started working at the Country Club where I walked 2 miles to pick up golf balls from 4 am to 10 am and then I would open the Driving Range until 2 pm for this I was paid \$0.34 cents per hour, I would then go and mow lawns in the afternoon where I got paid \$2.00 per lawn and I would cut 3 or 4 lawns in the afternoon using a push mower. There were some homeowners that I would actually do some of their landscaping leveling dirt, seeding and planting of flowers.

During this same time my Grandfather had over 2,000 acres of land where 500 acres was used for growing Bluestem Prairie Hay which grew so tall you could ride horse back through it and never be seen.

We didn't have tractors for haying, so we used a team of horses, actually we had a total of 4 work horses, 1 team for mowing another team for raking. Then after the windrows were raked they would switch a team of horses to use for the bull-rake after the hay had been shocked we would use the bull-rake which was similar to a forklift with the prongs in front of the horses, after picking up a shock or two we would then haul the shocks of hay over to be stacked for winter usage to feed the cattle. At 8 thru 12 years of age I helped in the hay fields using the bull-rake to pick up the shocks of hay to take to the hay stacks.

In the winter months going to school, I would then walk 4 miles to the new town that was moved upon the hill. I would go to the drug store as I found that the owner of the Drug Store was braiding tails and eyes into lariats and he asked if I would like to learn how to do so, I said sure after I did one he said he would pay me \$5.00 for each one I did, I said OK and it got to where I was doing 2 of them before I would catch the bus to go to school that provided me with \$10.00 sometimes before I would go to school which only took me about an hour to do 2 of them, at that time the minimum wage was \$1.00 per hour, you calculate the difference.

In the summer time after becoming 16 years of age, a friend of mine we thought about what we could do to earn spending money in the summer months so we jury-rigged his fathers pickup where we made it into a flat bed and then had a rack over the cab and hood over the engine and braced it on the bumper.

For the next 3 years we would haul hay out of the fields for \$.30 cents a bale, we would haul about 300 bales at a time. We started in the fields by 4 am and work until lunch then knock off to 3 or 4 in the afternoon then back in the field up to midnight and this was for 6 days a week for the months of June and July. Altogether we would have about 6 - 8 loads of hay per day at \$.30 cents per bail and an average of

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300 bales per load that totaled about \$90.00 per load and an average of \$720.00 per day that was in 1955 for 3 years. Not to bad for 2 country boys all as a vision of what we could do to earn income.

One of the things we would do from 12 Noon to 3:00 PM is go skinny dipping after lunch, we thought we were safe until some naughty girls found out about us and they stole our clothes. We managed to find them but we had to break branch's off of some brush to hold over us while we found our clothes, that broke us from skinny dipping.

At the time I graduated from High School there was a "Draft for the Military" of which I enlisted into the "Air Force" however, because of my mother's illness the Selective Service Board rejected my enlistment. This placed me in a position for the need of employment and in searching for employment there was none, all the companies reject hiring me as they feared that if my mother passed away I would automatically have to go into the military and they chose not to hire me. I was at the point of being stressed out and my mother picked up a board one day and said "Paint Your Name On This Board" I tried to decline and finally I said OK. After I "Painted my Name on the Board" she said ok if you can do that, you can paint signs.

This was the beginning of my career, I started painting signs and then graphic design and advertising. This resulted in my eventually getting an intern position at MWM Color Press in Aurora Missouri of which I worked for a year and a half at that time I looked at the fact that the Art Director was making \$3.00 an hour and I was only making a \$1.00 an hour and I really couldn't see any future in staying there as I could make more in painting signs and doing graphic design as I was doing prior to working there, however now I had additional skills of which I could use for the benefit of those clients I served.

This lead me back into business of which I had several clients throughout Taney County including Forsyth, Branson, Rockaway Beach, and Table Rock Lake Missouri. One of these clients was Silver Dollar City and Marvel Cave Park of which I stopped and asked if they could utilize my services they said they could and after working on several projects over a month they offered me a position as Art Director and made an offer I couldn't refuse, where I was making \$600.00 a month and benefits and I still was able to take care of my clients in the evenings after work, this resulted in raises and bonuses during this time for a period of 6 years. During this time I was driving past another well known amusement park "Shepherd of The Hills Farm" I stopped from the nagging of my mother and they could also use my services on a contract basis of which I done work for them during the same 6 years of working at Silver Dollar City and Marvel Cave Park.

During this time my Mothers illness of cancer was getting much worse and I needed assistance that I couldn't get elsewhere, My Aunt and Uncle on my Mothers side came and said we needed to go to California where they could help. Therefore I left the comforts of working for these amusement parks and the clients of which I was serving and moved to California. Within 2 weeks I was able to find employment with Ryan Outdoor Advertising painting Billboards on the road outside of the shop traveling all over California, during this time I started contracting with clients locally for additional income by utilizing my graphic and marketing skills that I had honed during Silver Dollar City and Marvel Cave Park as well as Shepherd of the Hills Farm.

Since my mother had passed away and since I had not served in the military, I felt a need to serve my country, I then tried to enlist into the military and because of my age they would not take me, however I found a position as a contracting consultant at Kwajalein Marshall Islands of which I served for four years.

After returning to the United States, starting a Graphic Design Business along with Commercial Photography with Clients of Manufacturing of Outdoor Lighting Equipment, Aerospace Materials, Carpet Seaming Tape Manufacturing, Food Packaging and many other Manufactures of various products which

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included the development of catalogs, brochures, data sheets, print advertisements, point of sale materials, container packaging along with flexographic and Roto-Gravure packaging for food related products of all types.

This also resulted in an opportunity from my contract for defense during my stay on Kwajalein MI for working on other defense projects with Litton Applied Technology among other defense projects which consisted of clearances through the Department of Defense and NATO.

I am married have a son and daughter, another son from a previous marriage and a granddaughter of my son of the previous marriage, they both live in London and He works as a Network Security Engineer.

One day my wife Fumiko mentioned she wanted to start a Japanese Fast Food Restaurant, after discussing it at length she searched the area and found a location she liked that was available. We set up a corporation which was Nichi Bei Fast Food Corporation and the business name of the restaurant was named Bento Box. I negotiated the lease and got a very favorable lease, which was negotiated to be at the 11<sup>th</sup> district cost of funds therefore the lease could not escalate to increased leases that would not be satisfactory and the lease was a 5 year lease with automatic renewal and with a clause if we sold the business the lease went with the new owners of the business.

During the time of building out the space to match our needs I utilized the skills in marketing to create an inquisitive interest during the time of construction and needless to say we were profitable from day one for a period of 16 years, when she decide to retire.

After a couple of years of operation the partners decided to leave the business so my wife over time purchased the assets of the partners and asked that I assist her in the everyday operation of the business and take care of the bookkeeping. At that time the next door business Loards Ice Cream was going out of business and I negotiated with them to take over their operations.

In the process of negotiations I asked how much they had on their lease and how much the lease was, they mentioned they another year on the lease at \$4,000 plus which totaled about \$48,000, I said I would take over their lease and they could leave the equipment in place and I would purchase there Ice Cream and sell the ice cream at the shop, in doing this I told them I would not pay them for the equipment since I was taking over their lease.

Upon their agreement I negotiated the lease with the landlord to be tied to our existing lease with Bento Box in doing so I reduced the lease to \$1200 a month. Through my negotiations with Loards I was able to obtain the equipment at no charge and then I found the Utility Bill was over a \$1,000 a month. I worked with PG&E to go with a "Measured Metering System" of which reduced our "utility expense" by 50 percent.

We then structured the business to continue selling Loards Ice Cream, however we expanded by having an espresso system and sandwiches along with pastries. I sold the business after 9 years for a profit.

While assisting my wife with Bento Box and managing Loards Ice Cream, a friend who was an instructor teaching business administration at a local college asked if I could assist him in developing business plans and in doing so we did business plans for several companies that were either expanding or were startups this was from about 1992 through 1999 one of these was an international company that wanted to have a U.S. presence where I set up the corporate structure with corporate tax id numbers for both Federal and State.

Then I started importing "cutlery" from China to Wholesale Restaurant Supply Companies of which I accidently fell into as some companies that were in need of this product to be able to sell to the end user

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as a food service item. This was with an introduction with another person who became a partner in the corporation of which I set up for this business opportunity.

This led to another corporation of Business Development in the importing of products from China that were for the "Food Service Containers that would compost in 60 – 90 days." This led to a trip to China meeting several manufactures for the manufacturing of "plates, bowls, and clamshell" food service containers that would take the place of 'Styrofoam Containers" as "Styrofoam" is being banned by many cities, counties and states or is in the process of doing so. Styrofoam will never compost in the land fill.

This led to discussions with my partner that we would need to set up a corporation, have product liability insurance and we would need to obtain an investment for a minimum of \$500,000 for the purchase and shipment of containers of product to be able to sell to distribution centers across the country.

It was myself the led to setting up the Corporation, preparing the business plan with a projected Proforma for 5 years. Through repeated discussions with my partner and CEO to assist in obtaining funding that was needed to acquire containers of product for warehousing in a fulfillment center for receiving and shipping for distribution. While doing all of this I made arrangements with "food service distribution centers" across the United States from coast to coast to sell the product once we had product to ship to the restaurant supply centers.

However since the CEO was reluctant to assist in raising working capital and after spending over a hundred thousand dollars I chose to walk away from a bad investment of time and money. Though knowing that this would be a very profitable business, without the assistance of my partner I decided I would need to cut-bait and move on to something else.

That led me to what I am doing today, as a business consultant, preparing business plans, corporate structuring, and the assistance of working with various funding sources for funding of projects for transportation, construction, alternative energy, water treatment, and organic farming.

***As a conclusion those who profess to know everything, have never made mistakes or had a failure.***

***It is those who have made mistakes and had failures that will succeed as they have learned through those conditions what it takes to survive in difficult times and through conditions where they have had to learn how to be Positive, have Patience, and Persistence with Tenacity in order to overcome difficulties in business.***

### ***Noted Quotes to Live Bye***

***"Real differentiation & success are achieved when you accomplish extremely important tasks beyond those that you had in the past."***

***"The Future Belongs to Those Who Believe In The Beauty Of Their Dreams"...***

***Eleanor Roosevelt***

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***Focus on the person you are becoming...Not the person you are today! Tom Hopkins***

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*"Real differentiation & success are achieved when you accomplish extremely important tasks beyond those that you had in the past."*

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### ***Be Inspired***

*Ability Is What You Are Capable of Doing!*

*Motivation determines what you do!*

*Attitude determines how well... you will do it!*

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### ***The choice is yours...***

*If you limit your choices only to what seems possible or reasonable, you disconnect yourself from what you really want, and all that is left is a compromise. **Robert Fritz***

*"Life Is A Learning Experience"...It is up to us what we make of it!*

*Start with a blank sheet of paper and do some blue sky thinking and see what happens!*

*Be the change you want to see in the world!*

*A brand for a company is like a reputation for a person. You earn reputation by trying to do hard things well.*

*"To succeed, jump as quickly at opportunities as you do at conclusions!"*

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*"Your net worth is directly tied to your network." **Jim Piccolo***

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### ***The Four way Test***

- 1. Is It The Truth?***
- 2. Is It Fair To All Concerned***
- 3. Will It Build Goodwill and Better Friendship?***
- 4. Will It Be Beneficial To All Concerned?***

*"Only by working together can we achieve success...together!"*