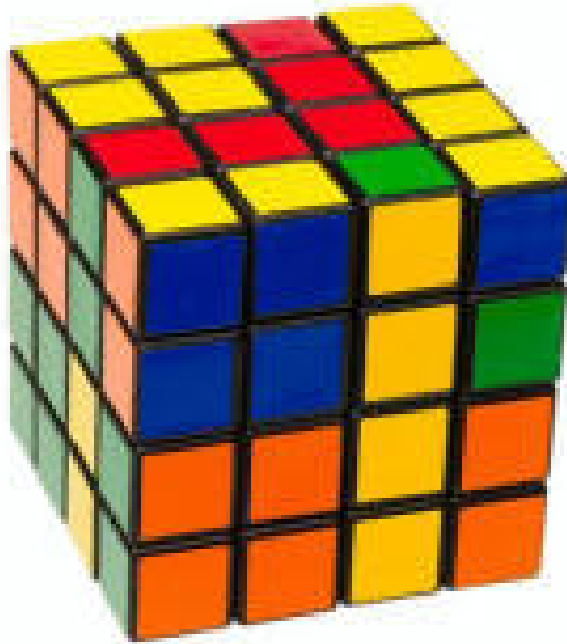
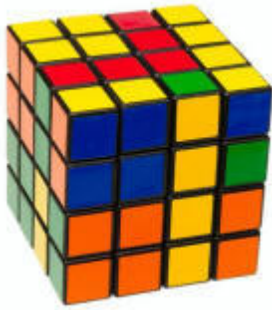


# **Sedona Collaborative Enterprises Success Puzzle™**

**A Vision and Outline for Establishing A  
Collaborative Strategic Alliance of Several  
Interrelated Programs and Projects to Foster,  
Collaboration, Community and Cooperation.**



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## **Sedona Collaborative Enterprises Success Puzzle**



There are six primary aspects or “sides”  
to the Sedona Collaborative Ultimate Success Puzzle.

Each of these six primary aspects of the vision of how to establish a mutually beneficial strategic alliance is presented in more detail in the following pages.

<b>CENTER SPACE</b> (Spiritual, Personal and Community Enlightenment)	<b>Ultimate Destiny University for Successful Living</b>
<b>Sedona Area Retreat Center Programs</b>	<b>Sedona Area Intentional Communities</b>
<b>Series Limited Liability Company</b>	<b>Universal Strategic Marketecture™ (DPO)</b>

# CENTER SPACE – Fostering Spiritual, Personal and Community Empowerment and Enlightenment

## CENTER SPACE™

### Center for Spiritual, Personal And Community Enlightenment

**CENTER SPACE**™ is a non-profit membership organization based in Sedona that provides programs, products and services that help people, organizations and communities **A.R.K.** -- **A**waken to their true spiritual identity, **R**ealize more of their God-given potential and **K**now how to fulfill their ultimate destiny (whatever that means to each individual).

Our ultimate goal is to help establish an international network of 10,000 local Centers for Successful Living, Empowerment Resource Centers and Empowerment Training Mentoring Systems by 2012. They will be staffed by Successful Living Coaches and Certified Empowerment Consultants who will help individuals, organizations and communities see, believe and achieve all they can be, do and have stewardship over.

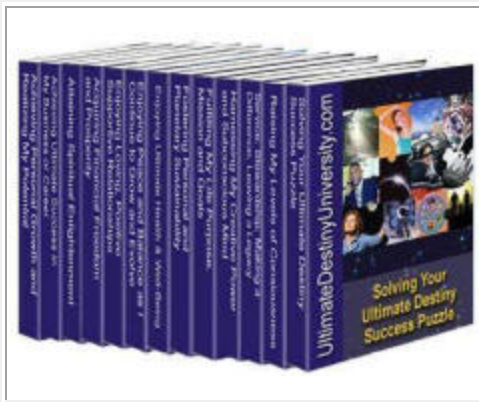


**CENTER SPACE** produces and disseminates uplifting publications, audio-video programs, seminars, workshops, and consulting services from some of the world's top Success Coaches and Trainers that foster spiritual, personal and community empowerment and enlightenment.

For more information, please visit [www.centerspace.com](http://www.centerspace.com)

# Ultimate Destiny University for Successful Living™

**Ultimate Destiny University** (UDU) is a non-profit organization created to help members and students realize more of your inherent potential, fulfill your life purpose and manifest your ultimate destiny. UDU publishes, produces and distributes programs, products and services to facilitate personal, organizational and community empowerment, enlightenment, consciousness, sustainability and transformation.



## [Ultimate Destiny Success System™](#)

**Presenting A Treasure Chest of Resources for Leadership, Healing, Empowerment and Transformation.**

The **Ultimate Destiny Success System** includes 14 stand-alone programs with over 1,200 pages of self-assessment quizzes, application exercises and featured resources in each area of co-creating your ultimate destiny. The **Ultimate Destiny Success System** is available for \$77 electronically, \$197 for the complete set of print books and \$497 for the set of e-books, CD's and an orientation DVD.

**Ultimate Destiny University** features some of the world's leading authorities as "faculty members" and resource providers in dozens of "colleges" and fields of study as shown in the diagram. The programs and featured resources cover 12 major facets of fulfilling your ultimate destiny.

Many of the faculty members and featured resource providers have been given the Ultimate Destiny Hall of Fame Award. The award recognizes individuals and in some cases programs) that help individuals realize more of their potential and fulfill your destiny. Included are the essential Successful Living Skills for the 21st Century.



Click here to read a news release about how Armand Morin's Big Seminar has helped us. For more detailed information on Ultimate Destiny University, please visit [www.UltimateDestinyUniversity.org](http://www.UltimateDestinyUniversity.org) and [www.UltimateDestinyland.com](http://www.UltimateDestinyland.com)

## Sedona Area Retreat Center Programs

**Do you offer classes or workshops that could be delivered in a retreat center owned and operated by a cooperative venture of other resource providers?**

**Would you be interested in owning part of a retreat center and or earning a percentage of profits from programs through a revenue participation agreement?**

While many of the envisioned projects and programs will take months (or perhaps even years) to manifest, we plan to utilize the many existing facilities to begin providing programs and services that will help further introduce our vision and help generate funding for its implementation and operation.

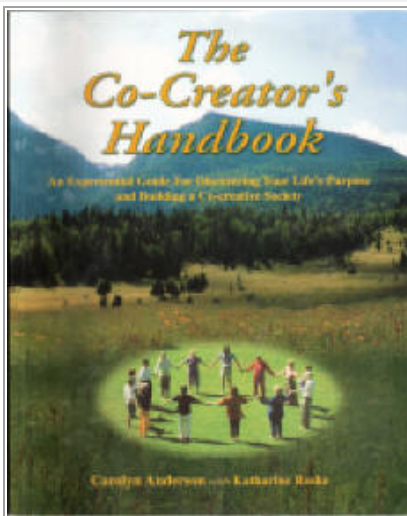
The cofounders have decades of experience developing and facilitating educational programs and producing major development training and community empowerment events featuring world-class authors and trainers for up to 1,800 participants ([www.candoresourcecenter.com](http://www.candoresourcecenter.com)). Examples of the available programs and products are featured at [www.UltimateDestinyland.com](http://www.UltimateDestinyland.com), [www.centerspace.com](http://www.centerspace.com) and [www.candoresourcecenter.com](http://www.candoresourcecenter.com)

We have already begun to identify potential programs we will start producing in Sedona and Verde Valley later this fall. A few examples of possible programs are provided at [http://seedonow.com/sedona\\_institute.htm](http://seedonow.com/sedona_institute.htm) . In addition, we are conducting an inventory of the available venues. Initial Action Steps are included.

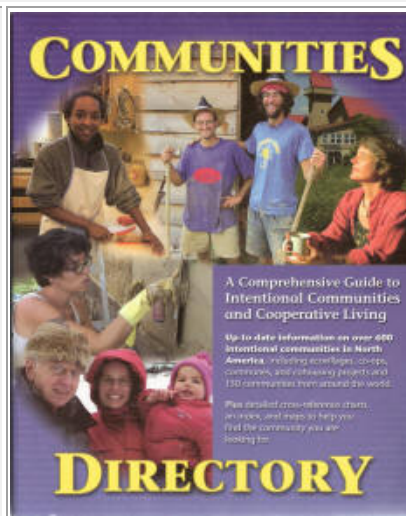
## Sedona Area Intentional Communities

**Would you like to experience living in an intentional community with a focus on Spirit, Service, Stewardship and Sustainability?**

Intentional Community is an inclusive term for ecovillages, cohousing, residential land trusts, communes, student co-ops, urban housing cooperatives, alternative communities, and other projects where people strive together with a common vision. [Fellowship for Intentional Community](#)



**The Co-Creator's Handbook**



**Communities Directory**



**Communities Magazine**

[Charles Betterton](#), one of the cofounders of the Sedona Collaborative Enterprises has lived in spiritually oriented intentional communities for over 25 years. He served as publisher and managing Editor of Communities Journal of Cooperation for five years and he cofounded the Fellowship for Intentional Community. Charles is a Certified Economic Development Specialist, he has generated several million dollars in grants and donations for non-profit organizations and communities. He also has a Master's in Community Economic Development from Southern New Hampshire University. The model intentional community project has been introduced at a couple of other web sites previously. They include: <http://www.ultimatedestinyuniversity.org/NTIC/>; <http://centerforspiritualliving.wordpress.com/>; AND <http://newthoughtcommunity.wordpress.com/>.

Now through Sedona Collaborative Enterprises, the vision of community may be realized as a result of the other synergistic components of the collaborative. For example, the ongoing calendar of seminars, workshops, playshops and [Retreat Center](#) programs will generate greater public awareness of the Collaborative including the intentional community component. And the [Series LLC](#) could be the vehicle for attracting some or all of the capital required to acquire, develop and operate an intentional community property.

## Sedona Series Limited Liability Company

**Would you be interested in investing in companies involved in publishing, marketing and distribution, Internet marketing, audio video production and other activities that foster personal development, empowerment, enlightenment and transformation?**

While most of the individual programs and projects involved in the Sedona Collaborative Enterprises are not-for-profit, there are also several cause-oriented companies participating. As part of the vision of facilitating the successful establishment, funding and ultimate success of additional for-profit enterprises focused on the 4 P's of Purpose, People, Planet and Profit, we are planning to incorporate a Series LLC, probably in Nevada.

There are many significant advantages of the relatively recent availability of Series LLC's. ([Click here](#) for some basic information.) We envision launching the Series LLC with individual projects focusing on areas such as: Publishing and Printing; Video Production and Distribution; Coaching, Mentoring and Training; Marketing and Promotion; Internet Marketing; Program and Product Development; Research and Development; Real Estate; Event Production and Promotion; Consulting Services, etc.

Individuals and organizations interested in any particular project would become a member of that project and they would collectively amend the Operating Agreement to meet their needs. Investments could be made in any one or more of the individual projects and or the Series LLC. For example, if someone wants to invest in the Retreat Center or Intentional Community Projects, their investment would be used for purposes such as acquiring property, property improvements, etc.

For more information, please contact Charles Betterton at 928-284-2671.

# Universal Strategic Marketecture™ (DPO)



Painting © Madeleine Tuttle [www.willtuttle.com](http://www.willtuttle.com)

## Universal Strategic Marketecture™ for Awakening, Realization and Knowledge

**U.S.M.A.R.K.**

Introduction to the Programs, Products and Services Being Developed by [CENTER SPACE™](#) (Center for Spiritual, Personal And Community Enlightenment) and [Ultimate Destinyland™](#)

**Our Ultimate Vision is Heaven on Earth**, with fully actualized individuals living in a higher and more enlightened consciousness of [StewardHeirShip™](#) as our shared purpose and destiny.

**Our Mission** is to: facilitate spiritual, personal, community and global empowerment and enlightenment; foster personal, social and global transformation; and help millions of people **A.R.K.** (**A**waken to Spirit, **R**ealize more of their potential and **K**now how to discover and co-create their ultimate destiny whatever that means to each one) by publishing, producing and distributing programs, products and services that accomplish those desired outcomes.

What we are “working on” is far beyond any company or non-profit organization. It is beyond a university, religion, philosophy, or any particular discipline or field of study.

**Our plan for accomplishing our vision and mission encompasses:**

- **Spirit, Service, Stewardship and Sustainable Living**
- [Ultimate Destiny University for Successful Living](#)
- [Solving Personal, Community and Global Ultimate Destiny Success Puzzles](#)
- [Expanding the Circle of Success](#) to provide access to development training resources
- Bucky Fuller’s vision of “[betterment for 100% of humanity](#)”
- Abraham Maslow’s description of a fully actualized individual
- Arthur Morgan’s vision of *The Great Community*
- The Art and Science of Successful Living (including [New Thought](#))
- The Principles and Practices of [Community Economic Development](#) : and
- [Helping the United States of America Fulfill its Ultimate Destiny of Enlightenment.](#)



Recently I decided to try to discern four words that would describe the various programs, products and organizations we have been inspired to cocreate. The first 4 words I listed were:

**Universal** – Our programs address mind, body and spirit, etc. They encompass most if not all of the major developmental disciplines such as personal, professional, organizational, community and economic development and spiritual enlightenment.

**Systems** – Systems thinking is a leading edge approach to synergy, alignment, integration, and leverage taught by experts such as Peter Senge.

**Infrastructure**- This community development term is increasingly understood and appreciated by the general population as a comprehensive system of integrated essential components for accomplishing something such as development of a community, etc. It could also represent The Creative Field.

**A.R.K.** – We have used this phrase for years to describe our vision/mission/purpose of helping individuals, organizations and communities **A**waken to Spirit, **R**ealize more of their potential and **K**now how to discover and cocreate their ultimate destiny (whatever that means to each one)

As I reflected again on what I have shared so far in this message, I remembered another phrase that we have used often to describe one of the several “unique selling propositions” of our “work”. The phrase is “**strategic marketecture**™. ”

Merl Kellogg, one of our major cofounders and I first heard it used as a joke in a TV commercial. We instantly appreciated the significance of the phrase! It beautifully describes our intentional process of:

- (1) developing collaborative and cocreative strategic alliances with individuals and organizations with similar orientations (one recent example is [Sedona Collaborative Enterprises](#));
- (2) carefully and strategically designing the integral systems as an architect would design a building taking into consideration all the potential uses and users; and
- (3) cocreating a strategic marketing infrastructure for producing and distributing the world’s best development training resources at the best possible prices, through the broadest possible network of local facilities, ie a “Global Wal-Mart for Empowerment, Enlightenment, Awakening, Realization, Transformation and Conscious Sustainable Living”.

We have also created [Strategic Marketing Systems](#)™ and developed several effective models of a Strategic Marketing Matrix™ template that can be utilized to help demonstrate on one page the strategic plans developed to help ensure the ultimate success of any goal, product or organization. It was the SMM that I created for the 14 titles in our [Ultimate Destiny Success System Library](#) that helped us obtain a literary agency agreement with one of the world’s top agencies.

As a result of remembering how the phrase “strategic marketecture” encompasses systems thinking, the revised set of 4 words evolved into: **Universal Strategic Marketecture for Awakening, Realization and Knowledge**. Or USMARK. When I discovered that that domain name wasn’t available as a .com, I bought USMARK.org. I also inserted the word “Systems” again and that became **Universal Strategic Marketecture Systems for Awakening, Realization and Knowledge or USMS-ARK**. I bought that domain name too to play with the ongoing evolution of these insights.

If you resonate with our shared vision and mission, we invite you to consider how you might want to participate in the ongoing evolution and co-creative process. Please contact us at 928-284-2671 with your comments, questions and suggestions.

**Here are three examples of how we create a Strategic Marketing Matrix to help ensure the ultimate success of our organizations, programs and products:**

<p><b>Strategic Marketing Matrix- for Introducing New Thought to 100 Million People</b></p> <table border="1"> <thead> <tr> <th>Website</th> <th>Books</th> <th>Personal Programs and Products</th> <th>Books, Seminars and Self-Start Programs</th> <th>Other Materials</th> <th>Webinars</th> <th>Workshops</th> </tr> </thead> <tbody> <tr> <td>Nonprofit Register Sites</td> <td>Nonprofit Register Sites</td> <td>Book Series and E-books</td> <td>For-credit and Non-credit Programs</td> <td>Learning to Thrive in a World of Change</td> <td>Learning to Thrive in a World of Change</td> <td>Workshops</td> </tr> <tr> <td>Business</td> <td>Book Series and E-books</td> <td>For-credit and Non-credit Programs</td> <td>For-credit and Non-credit Programs</td> <td>For-credit and Non-credit Programs</td> <td>For-credit and Non-credit Programs</td> <td>Workshops</td> </tr> <tr> <td>Workshops</td> <td>For-credit and Non-credit Programs</td> <td>For-credit and Non-credit Programs</td> <td>For-credit and 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</tr> </tbody> </table> <p><b>Presenting 24 Proposals for Helping Introduce New Thought and An Invitation to Participate and Contribute Your Suggestions and Resources.</b></p> <p>Copyright 2009 New Thought University for Spiritual Living. <a href="http://www.ultimatecenterforfaithandlife.com">www.ultimatecenterforfaithandlife.com</a></p>	Website	Books	Personal Programs and Products	Books, Seminars and Self-Start Programs	Other Materials	Webinars	Workshops	Nonprofit Register Sites	Nonprofit Register Sites	Book Series and E-books	For-credit and Non-credit Programs	Learning to Thrive in a World of Change	Learning to Thrive in a World of Change	Workshops	Business	Book Series and E-books	For-credit and Non-credit Programs	For-credit and Non-credit Programs	For-credit and Non-credit Programs	For-credit and Non-credit Programs	Workshops	Workshops	For-credit and Non-credit Programs	For-credit and Non-credit Programs	For-credit and Non-credit Programs	For-credit and Non-credit 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Consciousness, Empowerment and Sustainable Living or major retailers such as Expanding the Circle of Success, Empowerment Resource Centers and Empowerment Training Marketing Systems.</p> <table border="1"> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </table> <p>Strategic Marketing Matrix™ Copyright 2009 by Ultimate 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The Strategic Implementation Matrix™ is a collection of 24 proposals for establishing a network of 100 Community Economic Development and Empowerment Resource Centers. The 100 centers are the primary focus for training and technical assistance that would be provided. The 100 centers would also be the primary focus for the most prominent initiatives that would further the expanded application and application of community economic development.</p> <table border="1"> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </table> <p>More details on every aspect of the program are provided at <a href="http://www.ultimatecenterforfaithandlife.com">www.ultimatecenterforfaithandlife.com</a> and <a href="http://www.ultimatecenterforfaithandlife.com">www.ultimatecenterforfaithandlife.com</a>. 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# CENTER SPACE Action Steps

Establish coordinating committee  
Establish advisory committee(s)  
Refine introductory marketing materials  
Refine web site  
Update listing on Arizona Community Foundation web site  
Refine blog sites  
Develop data base of potential collaborators  
Develop data base of potential resource providers  
Develop data base of potential venues for events  
Set up and manage Meet Up site  
Develop calendar of monthly Meet Up gatherings  
Publish monthly ezine on Constant Contact  
Create Strategic Implementation Matrix  
Develop and launch Membership Programs (Wish Productions)  
Set up PayPal to accept donations  
Link PayPal to account at Cornucopia Community Associates  
Conduct Cocreative Visioning and Strategic Planning with all interested  
Develop and distribute Interest Surveys using Constant Contact  
Develop Master Fundraising Plan and launch  
Research grant possibilities  
Maintain ongoing submission of grant applications  
Brainstorm what events to produce monthly and quarterly  
Develop and implement marketing, promotion and PR campaigns  
Get business cards, fliers, postcards printed  
Refine existing inventory of CENTER SPACE publications and publish online  
Obtain collaboration to complete the other pending programs from CENTER SPACE  
Begin conducting ongoing schedule of seminars and workshops  
Produce audio and video programs based on contents and events  
Explore memberships in Chamber of Commerce and Metaphysical Group  
Maintain coordination with the other coordinating committees.

# Ultimate Destiny University Action Steps

Establish coordinating committee

Establish advisory committee(s)

Refine introductory marketing materials

Refine web sites

Refine blog sites

Develop data base of potential collaborators

Develop data base of potential resource providers

Develop data base of potential venues for events

Set up and manage Meet Up site

Develop calendar of monthly Meet Up gatherings

Publish monthly ezine on Constant Contact

Refine and share Strategic Marketing Matrix

Develop and launch Membership Programs (Wish Productions)

Conduct Cocreative Visioning and Strategic Planning with all interested

Develop and distribute Interest Surveys using Constant Contact

Research corporate sponsorship possibilities

Brainstorm what events to produce monthly and quarterly

Develop and implement marketing, promotion and PR campaigns

Refine existing inventory of publications and publish online

Print existing inventory of publications including Ultimate Destiny Success System

Obtain collaboration to complete the other pending programs from Ultimate Destiny

Begin conducting ongoing schedule of seminars and workshops

Produce audio and video programs based on contents and events

Maintain coordination with the other coordinating committees.

# Sedona Area Retreat Center Programs Action Steps

Establish coordinating committee

Refine introductory marketing materials

Refine web site page

Create blog site

Develop data base of existing retreat center facilities (including details on accommodations, pricing, etc.)

Develop data base of potential collaborators

Develop data base of present active resource providers

Develop data base of potential resource providers (including New Thought)

Develop data base of potential venues for events

Develop data base of potential corporate and foundation sponsors

Set up and manage Meet Up site

Develop calendar of periodic programs, initially at existing retreat centers

Explore possibility of forming a collaborative of retreat centers

Publish monthly ezine on Constant Contact

Create Strategic Implementation Matrix

Conduct Cocreative Visioning and Strategic Planning with all interested

Develop and distribute Interest Surveys using Constant Contact

Research grant possibilities

Maintain ongoing submission of grant applications

Brainstorm what events to produce monthly and quarterly

Develop and implement marketing, promotion and PR campaigns

Begin conducting ongoing schedule of seminars and workshops including those from CENTER SPACE, Ultimate Destiny, The Light Center, and other collaborators

Produce audio and video programs based on contents and events

Fold in the other related Collaborative components such as intentional community (where one or more retreat centers could be developed), access to funding through grants and donations and through equity investments in the Series LLC, Revenue Participation, etc.

Maintain coordination with the other coordinating committees.

# Sedona Area Intentional Communities Action Steps

Establish coordinating committee

Refine introductory marketing materials and include The Great Community by Arthur Morgan and the Community Wheel of Life Exercise

Refine web site page

Create blog site

Develop data base of existing intentional communities

Develop data base of potential collaborators

Develop data base of potential resource providers

Develop data base of potential venues for events

Develop data base of potential corporate and foundation sponsors

Set up and manage Meet Up site

Develop calendar of periodic programs, initially at existing retreat centers/communities

Join the Fellowship for Intentional Community (FIC) and publish ads in Communities

Subscribe to Communities magazine and buy the Newest Directory of Communities

Set up an Amazon.com AStore with all books, CDS and DVDs on community

Publish monthly ezine on Constant Contact

Create Strategic Implementation Matrix

Include Community Economic Development Principles and Practices

Share the Expanding the Circle of Success Campaign [www.UltimateSuccessPuzzle.com](http://www.UltimateSuccessPuzzle.com)

Conduct Cocreative Visioning and Strategic Planning with all interested

Develop and distribute Interest Surveys using Constant Contact

Research grant possibilities and maintain ongoing submission of grant applications

Brainstorm what community oriented events to produce monthly and quarterly

Develop and implement marketing, promotion and PR campaigns

Begin conducting ongoing schedule of seminars and workshops with experts on community from FIC, Community Service, Federation of Egalitarian Communities, Stelle, Emissaries of Divine Light, Carolyn Anderson (author of Cocreators Guidebook), CED, etc.

Produce audio and video programs based on contents and events

Fold in the other related Collaborative components such as retreat centers, access to funding through grants, donations, investments in the Series LLC, Revenue Participation

Obtain collaboration of a commercial real estate broker to help acquire property.

Maintain coordination with the other coordinating committees.

# Series Limited Liability Company Action Steps

Establish coordinating committee

Update and expand research on Series LLCs

Incorporate LLC and set up initial Units for: Publishing and Printing; Video Production and Distribution; Coaching, Mentoring and Training; Marketing and Promotion; Internet Marketing; Program and Product Development; Research and Development; Real Estate; Event Production and Promotion; Consulting Services, etc.

Brainstorm other possibilities based on interests.

Refine web site page

Create blog site

Develop data base of potential collaborators

Develop data base of potential investors

Develop data base of potential corporate and foundation sponsors

Publish monthly ezine on Constant Contact

Create Strategic Implementation Matrix

Include Community Economic Development Principles and Practices

Share the Expanding the Circle of Success Campaign [www.UltimateSuccessPuzzle.com](http://www.UltimateSuccessPuzzle.com)

Conduct Cocreative Visioning and Strategic Planning with all interested

Develop and distribute Interest Surveys using Constant Contact

Research grant possibilities and maintain ongoing submission of grant applications

Develop and implement marketing, promotion and PR campaigns

Begin conducting ongoing schedule of seminars and workshops on Series LLCs

Fold in the other related components such as retreat centers, community, access to funding through grants, donations, investments in the Series LLC, Revenue Participation

Maintain coordination with the other coordinating committees.

# Universal Strategic Marketecture™ Action Steps

Establish coordinating committee

Update and expand research on Direct Public Offerings (DPO)

Share resource available from initial possible partners such as; Steve Harrison, Matthew Bennet, Brendon Burchard, Ariel Ford, John Egan, Mark Victor Hansen, Les brown, Hall of Fame Award Recipients, etc.

Brainstorm possible corporate and NPO partners including Social Venture Network, World Business Academy, IONS, HeartMath,

Refine web site page

Create blog site

Obtain corporate attorney and other experts with DPOs such as Mark Long

Develop data base of potential collaborators

Develop data base of potential investors

Develop data base of potential corporate and foundation sponsors

Publish monthly ezine on Constant Contact

Create Strategic Implementation Matrix

Include Community Economic Development Principles and Practices

Share the Expanding the Circle of Success Campaign [www.UltimateSuccessPuzzle.com](http://www.UltimateSuccessPuzzle.com)

Conduct Cocreative Visioning and Strategic Planning with all interested

Develop and distribute Interest Surveys using Constant Contact

Research grant possibilities and maintain ongoing submission of grant applications

Develop and implement marketing, promotion and PR campaigns

Begin conducting ongoing schedule of seminars and workshops on Series LLCs

Fold in the other related components such as retreat centers, community, access to

funding through grants, donations, investments in the Series LLC, Revenue Participation

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# General Information on Series Limited Liability Companies

## Series LLCs for Fractional Ownership

### **When One is Better Than Many: The Series LLC**

Reprinted from [http://www.assetprotectionbook.com/Dev\\_Apr2005.htm#series](http://www.assetprotectionbook.com/Dev_Apr2005.htm#series)

Segregating “dangerous” assets and businesses into separate entities away from other assets, especially “safe” assets, is always a good idea from an asset protection point of view. For example, an individual who owns a gas station and a rental home should not own both within the same entity. Further, an individual with a large amount of liquid assets (cash, securities, etc.) to protect should not hold those assets in the same entity as a business.

Best practices would dictate that every distinct business or major business asset be segregated into a different limited liability entity. In an ideal situation, someone with 25 rental properties would have 25 separate LLCs, one for each property. However, this is not always practical because of administrative costs and government fees that must be paid for each LLC. What can such a business owner do to protect his assets from liabilities unrelated to those assets in a cost-effective way?

Enter the series LLC. The LLC acts of Delaware, Iowa and Oklahoma and Illinois provide for the creation of separate protected “cells” (‘series’) within one limited liability “container” (the series LLC) without the need to create separate entities, thus avoiding the inefficiencies associated with multiple related entities. [1] The Delaware LLC Act is the LLC act most often used for series LLCs and is the act used for discussion purposes in this article.

The Delaware LLC Act provides that the liabilities of a particular series are enforceable only against the assets of that series. The Act also provides that classes or groups of members can be established, having whatever rights the LLC agreement says they have.

The combination of these two provisions allows a series to function in many ways as a separate entity for practical purposes. The series LLC concept is similar in function to segregated portfolio companies and protected cell companies designed for the mutual fund and captive insurance industries in a number of offshore and onshore jurisdictions.

The Act allows an LLC agreement to designate series of members, managers or LLC interests that have separate rights and duties with respect to specific LLC property or obligations. So, each series can be tied to specific assets and can also have different members and managers.

Each series can have its own separate business purposes. A series can be terminated without affecting the other series of the LLC. A series can make distributions to its own members without regard to the financial condition of the other series.

Most importantly, the Act provides that debts, liabilities and obligations incurred, contracted for or otherwise existing with respect to a particular series are enforceable against that series only, and not against the assets of the LLC generally or any other series of the LLC.

In order to obtain inter-series liability protection, each series must be treated separately and the public must be put on notice of the liability limitation by the inclusion of the series limitations in the LLC’s Certificate of Formation filed with the Delaware Secretary of State.

Records must be kept for each series and the assets of each series must be held and accounted for separately. The separate holding and accounting required may be in the LLC's records, so long as separate and distinct records are maintained for each series. However, the safest practice would be to segregate and separately hold series assets titled, to the extent possible, in the name of each series (e.g., "ABC LLC, Series X").

Federal tax law rather than state law determines the existence of an entity for tax purposes. In many cases, the members of each series of an LLC will be identical. In such cases, it is fairly certain that the series LLC as a whole will be treated as a single tax entity for federal tax purposes. On the other hand, if the series of an LLC have the same members, or identical or similar membership rights, or similar business purposes, each series may be treated as a separate LLC for income tax purposes.

In both cases, however, there should be only one filing with a state's secretary of state for the LLC (rather than for the individual series). Furthermore, in most cases, there should be only one state franchise (or similar) tax filing.

### **Practical Uses of the Series LLC**

The most obvious use for the series LLC is to hold multiple parcels of real property in liability-segregated cells. Owners of small commercial or residential properties may find the series LLC particularly appealing. This is especially true in states with high minimum franchise taxes. Forming and maintaining a number of separate LLCs may cost several thousand dollars in the year of formation and several thousand dollars each subsequent year. Using a series LLC with each property held by a separate series may save several thousand dollars in startup costs and another several thousand dollars a year in ongoing administrative and state tax costs.

Another use for the series LLC is to facilitate an equity compensation program in a business with multiple divisions. With each division segregated into a separate series, the LLC can give the key employees of each series some sort of equity interest tied to that series only rather than equity interests in the entity as a whole. This rewards employees at productive divisions and protects them from the potential downside of other divisions.

Another use for the series LLC is to facilitate the combination of business operations of distinct businesses. For example, rather than undertaking a traditional merger, two companies wishing to join forces might form a series LLC, with each company contributing its assets to a separate series, or with the owners of each company contributing their ownership interests to a separate series. The LLC agreement and series agreements could be drafted to determine exactly which rights and responsibilities are shared and which are maintained separately. The series LLC provides a unique and very flexible framework for this sort of business combination.