

OFFICE OF THE SECRETARY OF STATE



NOT FOR PROFIT
CERTIFICATE OF INCORPORATION

WHEREAS, the Certificate of Incorporation of

GLOBAL BUSINESS SUCCESS FOUNDATION

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

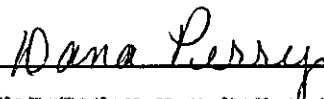
NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 26th
day of November, 2001.


Secretary of State

By: 

EIN 73-1619839

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OKLAHOMA SECRETARY
OF STATE

**ARTICLES OF INCORPORATION
OF
GLOBAL BUSINESS SUCCESS FOUNDATION**

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

That we, the undersigned directors, all being competent, and citizens of the United States of America for ourselves, our associates and successors, have, associated ourselves together for the purpose and with the intention of forming a non-profit corporation under the non-profit law do hereby certify:

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE

Global Business Success Foundation

ARTICLE II:

The place in this state where the principal office of the corporation is to be located is the city of Broken Arrow. The address of the registered office of the corporation is 2017 West Rockport Street, Broken Arrow, OK, 74012. The registered agent is Gary Shotton, the President of Global Business Success Foundation.

ARTICLE III:

The term for which this corporation shall exist shall be perpetual.

ARTICLE IV:

Said corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 c (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In connection with this limiting provision to do the following:

The target populations will be men and women in business. Activities include the following:

A. Seminars

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- B. Consulting
- C. Media-Books, and Tapes
- D. USA Tours
- E. Networking

ARTICLE V: PURPOSE AND OBJECTIVES

Global Business Success Foundation purpose is to produce and present business training on a global scale that is positive, productive, and of high quality for the purpose of developing individuals and changing nations. The objective is in the startup phase to utilize a minimal amount of start-up capital to finance the entry of GBSF into each new country. It is GBSF goal to be the agent to connect business people from the USA to areas of business that they will be beneficial and profitable around the world.

ARTICLE VI: BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors, which the Board shall consist of three members as may be determined by the members of the corporation from time to time. The names and addresses of the persons who are the initial trustees of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Gary Shotton <i>President</i>	2017 W. Rockport St. Broken Arrow, OK 74012
Bradley K. Stine <i>Vice-President & Secretary</i>	2017 W. Rockport St. Broken Arrow, OK 74012
Neal Bratschun <i>Vice-President & Treasurer</i>	2017 W. Rockport St. Broken Arrow, OK 74012 (Corporate Address above)

General Powers: Upon obtaining property, business and affairs of the corporation shall be managed by, and under the control and direction of the Board. The Board shall be the final interpreter of the charter and Bylaws of the Corporation and make such regulations as may be necessary.

Resignations: Any member of the corporation may resign at any time by giving written notice to the board, or to the secretary, of the incorporation. Any such resignation shall take effect immediately upon receipt; and, unless other wise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Terms: The nominal term of office for the advisory board shall be one year and shall hold office until their successors are duly elected and qualified.

ARTICLE VI:

The following provisions are set forth for the regulation of the internal affairs of the corporation:

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article four hereof. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or other wise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

- B. Upon the dissolution of the corporation the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 c (3) of the Internal Revenue Code of 1954 or the corresponding provision of any subsequent or future United States Internal Revenue law as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit Court in the county in which the principle office of the corporation is then organized, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.
- C. Members, Directors and Officers of this corporation shall not be liable for its corporate debts and neither shall the private property of any such Member, Director, or Officer be liable for the corporate debts or this corporation.

- D. This corporation shall not be subject to any superior body or bodies.
- E. The board of Directors, by resolution adopted by a majority of the Directors in office, may establish an Executive Board, which shall consist of the President of this corporation and two other members of the Board of Directors for a term of on (1) year each. The founders will be life long members and the positions shall be perpetual. The Executive Board shall have and exercise the rights, powers and authority of the Board of Directors of this corporation while said is not in session, in harmony with the directions and resolutions of the Board of Directors and Articles of Incorporation.

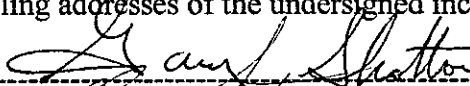
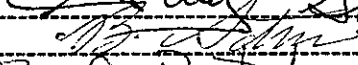
Amendments: These bylaws may be amended by a majority vote of the Board of Directors. ~~Any member of the Board may propose an amendment. Any amendment should be first presented to the Board of Directors of the Corporation; it is then prepared and mailed to all members of the Board at their last recorded address for review. The amendment is then to be voted upon by the Board at the next Regular or special meeting of the board, such meeting must be at least fifteen (15) days after the date of the mailing.~~

Reiteration: This Corporation does not have authority to issue capital stock. This corporation is not for profit, and as such, the corporation does not afford pecuniary gain, incidentally or otherwise to its members.

<u>Name</u>	<u>Address</u>
Gary Shotton	2017 W. Rockport St. Broken, Arrow, OK 74012
Bradley K. Stine	2017 W. Rockport St. Broken Arrow, OK 74012
Neal-Bratschun	2017 W. Rockport St. Broken Arrow, OK 74012

We, the undersigned, for the purpose of forming a not for profit corporation under the laws of the State of Oklahoma, certify the facts herein stated are true and have accordingly hereunto set our hands this September 4, 2001.

The names and mailing addresses of the undersigned incorporators are listed above:

Gary Shotton 
 Bradley K. Stine 
 Neal Bratschun 