

**ARTICLES OF INCORPORATION
OF
IT'S OUR TIME, Inc.
A CONNECTICUT NONSTOCK CORPORATION**

The undersigned, for the purpose of forming a nonprofit corporation under Chapter 602 of the laws of the State of Connecticut, do hereby make and adopt the following Articles of Incorporation:

**Article 1
NAME**

The name of the Corporation is: **IT'S OUR TIME, Inc.**

**Article 2
NOT FOR PROFIT**

The Corporation is a nonstock corporation. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except as set forth in these Articles and the Bylaws but only to the extent permissible under law. The corporation shall not have or issue shares of stock or pay dividends. Nothing herein shall be construed to preclude any director or officer from serving the Corporation in some other capacity or from receiving reasonable compensation for services actually rendered to the Corporation in effecting one or more of its purposes.

**Article 3
DURATION**

The duration of the Corporation is perpetual.

**Article 4
PURPOSES**

The nature of the activities to be conducted, and the purposes to be promoted or carried out by the Corporation, are as follows:

A. To educate the general public that the future of our planet is determined by each person's daily decisions and to equip people with leadership skills to positively impact society and contribute to a sustainable future.

Specific objectives include the development and deployment of Learning Maps, the creation and delivery of leadership workshops and the formation and guidance of "vision communities," groups of people mobilized to implement social models based on world class principles such as in the cooperative of Mondragon, Spain.

B. To engage in any lawful act or activity for which corporations may be formed under the Connecticut Revised Nonstock Corporation Act.

C. To engage in such educational, charitable, scientific and benevolent activities as are permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including, for such purposes, making 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.

Article 5

INTERNAL AFFAIRS

The following provisions shall regulate the internal affairs of the Corporation.

(a) The Corporation's stated purposes shall be construed and its operations shall be conducted so as to qualify the Corporation under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, as a corporation organized and operated exclusively for charitable, educational and scientific 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.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 4 hereof.

(c) No substantial part of the activities of the Corporation shall include the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Internal Revenue Code), 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.

(d) Upon the dissolution of the Corporation, all assets remaining after payment or provision for debts and liabilities shall be distributed for one or more exempt purposes keeping within the spirit of Article 4, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(e) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code for foreign charitable organizations or the corresponding section of any future federal tax code.

(f) This Certificate of Incorporation may not be amended to permit any action that would prevent the Corporation from qualifying as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax law.

Article 6

BOARD OF DIRECTORS/OFFICERS

The management of the Corporation shall be vested in a Board of Directors. The number of directors constituting the Corporation's initial Board of Directors shall be three. The

Bylaws may provide for ex officio and honorary Directors and their rights and privileges. The Officers of the Corporation shall be chosen from the Board of Directors and shall initially consist of a President, Vice President/Secretary and Treasurer. The names and addresses of the persons who are to serve as the initial directors are:

Name	Office	Address
Alden B. Davis	President	38 Eddy St. #2 Avon, CT 06001
Annette E. Rogers	Vice President/Secretary	38 Eddy St. #1 Avon, CT 06001
Fred J. Wergeles	Treasurer	39 Drumlin Rd. West Simsbury, CT 06092

A director may be removed from office by the majority vote of the directors at a special or regular meeting of the Board of Directors though less than a quorum of the entire Board of Directors.

Article 7

LIMITATION OF DIRECTOR LIABILITY

The personal liability of a director of the Corporation to the Corporation for monetary damages for breach of duty as a director shall be limited to an amount equal to the amount of compensation, if any, received by the director for serving the Corporation during the calendar year in which the violation occurred and if the director received no such compensation from the Corporation during the calendar year in which the violation occurred, such director shall have no personal liability to the Corporation for monetary damages for breach of duty, provided that such breach of duty did not: (a) involve a knowing and culpable violation of law by the director, (b) enable the director or an associate (as defined in the Section 33-374d(3) of the Connecticut General Statutes) to receive an improper personal economic gain, (c) show a lack of good faith and a conscious disregard for the duty of the director to the Corporation under circumstances in which the director was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the Corporation; or (d) constitute a sustained an unexcused pattern of inattention that amounted to an abdication of the director's duty to the Corporation. Any repeal or modification of this Section 7 shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Nothing contained in this Section 7 shall be construed as denying the directors of the Corporation the benefit of any provision of law otherwise limiting the liability of directors.

Article 8

MEMBERS

The corporation shall not have members.

Article 9

REGISTERED OFFICE AND STATUTORY AGENT FOR SERVICE

The street address of the initial Registered Office of the Corporation is: Suite 2, 38 Eddy St., Avon, CT 06001.

The Statutory Agent for Service of Process is:

Alden B. Davis

The street address for the statutory agent for service of process is:

Suite 2, 38 Eddy St., Avon, CT 06001

In Witness Whereof, the undersigned have signed these Articles of Incorporation on this _____ day of _____, 2007.

**Filed and Approved
26 January 2007**

Incorporator

Incorporator

Incorporator

ACCEPTANCE BY STATUTORY AGENT FOR SERVICE OF PROCESS

The undersigned hereby accepts the appointment as Statutory Agent for Service of Process of It's Our Time, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this _____ day of _____, 2007.

Statutory Agent for Service of Process