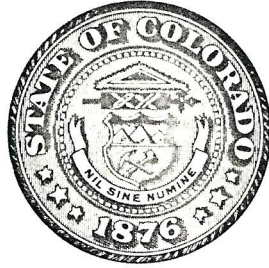


**FUTURO**

- I. Corporation
  - a. Certificate of Incorporation
  - b. Principals
  - c. Purpose
  - d. Articles, By-Laws & Minutes
  - e. History of Corporation
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I. Corporation

# STATE OF COLORADO



DEPARTMENT OF  
STATE

CERTIFICATE OF  
INCORPORATION

**I, Byron A. Anderson,**

*Secretary of State of the State of Colorado, hereby certify that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Colorado Corporation Act, have been received in this office and are found to conform to law,*

*Accordingly the undersigned, by virtue of the authority vested in me by law, hereby issues this Certificate of Incorporation of*

-----FUTURO CORPORATION OF COLORADO-----  
(A COLORADO CORPORATION)

*and attaches hereto a duplicate original of the Articles of Incorporation.*

*Dated this -----First----- day of -----December-----, A. D. 19 69.*

*Byron A. Anderson*  
SECRETARY OF STATE

BY *Jeremiah J. Connolly*  
DEPUTY



b. Principals

Note: The three principals currently hold all of the stock  
at this time issued by the Corporation



Charles W. Cleworth

Age 36

President (Board Chairman)

Education

B.S. - Business Administration  
Babson College - 1956

Business Experience

1958-1965 - Business Management &  
Advertising Sales  
PLASTICS WORLD Magazine

1965-Present - Publisher  
PLASTICS WORLD Magazine



John R. Lawrence

Age 45

Executive Vice President (Director)

Education

B.S. - Chemical Engineering  
Yale University - 1948

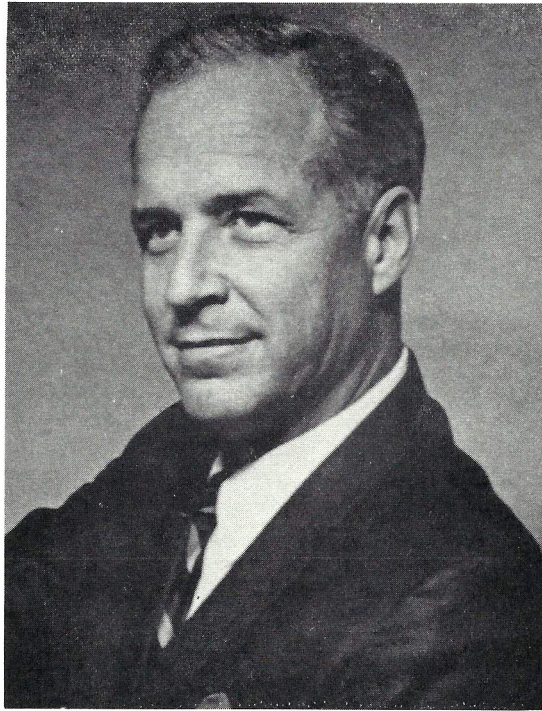
Business Experience

1948-1957 - Plastics Development Engineer  
Rohm & Haas Company

1957-1963 - Product Manager, Plastics  
Glidden Company

1963-1967 - Supervisor Market Research  
Standard Oil of Ohio

1967-Present - Editor-in-Chief  
PLASTICS WORLD Magazine



Bryant Baker

Age 43

Vice President, General Manager (Director)

Education

Engineering - University of Houston

Business Experience

1954-1957 - Construction Coordinator  
Disneyland - After construction - Building and  
Grounds Maintenance Supervisor

1957-Present - Building & Land Development  
Colorado & Texas (Owns and  
operates Industrial & Commercial Real Estate

1968 - Coordinated move of London  
Bridge from Long Beach,  
California to Lake Havasu City,  
Arizona for Robert McCulloch



c. Purpose

As set forth in its Articles of Incorporation, the objects and purposes for which the corporation is organized and its powers are as follow:

To buy, sell, trade, lease, distribute, construct, manufacture, dispose of, acquire and generally deal in, at wholesale and retail, all types of houses, buildings and structures, and to operate a franchise system, and in general to carry on any lawful business necessary, suitable or convenient in connection with or incidental to the accomplishment of any corporate purpose, or designed directly or indirectly to promote the interests of the corporation or to enhance the value of its properties, whether such business is similar in nature to the foregoing purposes, or otherwise.

In general, to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by the laws of Colorado upon corporations formed under the Colorado Corporation Act, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do, and to do all things necessary or proper to promote the interests of the corporation or to enhance the value of its properties.

d. Articles, By-Laws and Minutes

The Articles, By-Laws and Minutes for the Corporation are available upon request.

e. History of Corporation

In October 1968, a photograph and item appeared in that



month's issue of PLASTICS WORLD magazine, showing and describing a unique ellipsoid fiber glass vacation structure designed and built in Finland. Within two months from the publication date of that magazine, the publisher, Charles W. Cleworth, and the editor, John R. Lawrence, became clearly aware of the enormous interest in this house on the part of the readers of PLASTICS WORLD. Some 475 readers had by that time written in for more information, and many of those individuals were from Colorado and the other Mountain States. Wondering if the sales rights to this house were available for the United States, we wrote to the Finnish manufacturing firm, only to learn that the rights were in fact held by the Futuro Corporation of Philadelphia. Mr. Cleworth then contacted Mr. Fruchter, President, Futuro Corporation of Philadelphia, who granted Mr. Cleworth and Mr. Lawrence the sales/marketing rights for Colorado and Utah, with a possible future expansion into Montana and Wyoming. This in exchange for the technical help and guidance we were able to offer. We would, in fact, act as the marketing arm for Futuro Corporation of Philadelphia for these Western States. The Colorado-based firm would be called Futuro Corporation of Colorado, but would be completely held by Mr. Cleworth and Mr. Lawrence. The plan was for the houses to be built in New Jersey (Mr. Fruchter's manufacturing facility) and shipped to Colorado. The Colorado organization then went to work to stimulate sales in the western part of the country, and the acceptance of the design was immediate and overwhelming. May D & F, Denver's largest department store, wanted to put a house on display in front of their main downtown store

in the late summer. The Colorado firm expected delivery of its first house well in time for this exposure, but the house was not delivered. Several months elapsed with no shipment of houses until November, when Futuro Corporation of Colorado was invited, at no charge, to display as the show theme for the Garden & Home Show in the Currigan Convention Center in Denver. Again, Mr. Fruchter was approached and accepted the delivery date in time for the February 6-15 Show. This time there could be no slip-ups, and Mr. Fruchter was made aware of the fact that our relationship would be terminated if no house were to arrive. Right up until the week before the opening of the show, we were led to believe that the house would arrive but, of course, no house did. The small model we put on display at the show created a great deal of attention, and the staff manning the display indicated that many people came to the show just to see the house - and a number of orders were lost as a result of the absence of the actual house.

Our next communication with Fruchter was to tell him that we were through. Fruchter was still full of promises and offered to fly to Denver to meet with Mr. Cleworth, Mr. Lawrence and Mr. Baker. Mr. Baker was brought into the company as a Director, Vice President and General Manager just prior to the show in anticipation of the business finally commencing in earnest with the delivery of our first house. It might also be well to note that Mr. Calvin Radach was also brought into the company at that time as Sales Manager and our sales offices - "Futuro Homes" - were set up. Our approach with Mr. Fruchter was that we did not

believe that his plant in New Jersey (which Mr. Lawrence, who is a fiber glass authority, had examined) was capable of producing houses for the entire United States market, and also that we felt that shipping charges from New Jersey to Colorado would be prohibitively high. Our thesis was that we would provide in Colorado a manufacturing facility for Philadelphia and would sell the houses from that plant to Fruchter at a competitive price to what their New Jersey plant was producing. These houses would in turn be sold back by Fruchter to Futuro Corporation of Colorado, or to any other dealers west of Chicago who might be appointed. Our recommendation did not represent a conscious choice to become manufacturers but rather to have houses available to sell to the many people who wanted them! For some time we had suspected that Mr. Fruchter was only interested in selling franchises, for ours was the only sales area that he claimed he had "given away before he knew what he was doing". However, during Mr. Fruchter's visit this belief concerning franchising was reinforced. Mr. Fruchter said that he would only be interested in such an arrangement if we were willing to pay him a franchise fee. Since this was completely opposed to our original agreement, we broke off relations with Mr. Fruchter and the Philadelphia firm.

Little has been heard from Mr. Fruchter since. It is our understanding that his plant in New Jersey has closed down and that he is being sued for lack of performance by a number of people. We could be among those people but have not as yet sued for our deposit on the house that was never delivered, even though we have asked him for the return of the money.

Our first thought upon putting Mr. Fruchter on the plane back to Philadelphia was - what do we do with all of the people who want houses? Our firm had supplied the New Jersey plant with a fair amount of the know-how to gear up for U.S. production, so what were the possibilities of our going ahead with the manufacturing plans we had presented to Fruchter? Our biggest question was not the ability to produce the houses but the patent situation.

Our first step was to commission an extensive patent investigation on round and ellipsoid structures. After a number of weeks, word came back from our patent attorney that the house we planned to build in Colorado in no way infringed upon any existing patents.

While the same ellipsoid shape as the original Finnish design, our house would be markedly different from the Finnish or Philadelphia house. The Finnish house, we felt, was a bit too small and totally lacked privacy within. Mr. Fruchter recognized the lack of privacy, had decided to do something about it and hired an architect to redesign the interior. Having received the exterior molds from Finland, however, he chose to do nothing about the size of the shell of the house.

Before turning any drawings over to our patent attorneys, we sat down with our architect, David B. Decker (whose background is listed elsewhere in this report), to determine exactly what our house should be. We had no molds with which to work and therefore could start from the beginning. As mentioned, the ellipsoid design was retained but the size of the



shell was increased substantially, and the interior arrangement was the determining factor in the overall size of the house. While the Finnish and Philadelphia designs accommodate six crowded people, our design accommodates six in comfort and can sleep three children, in addition, in a loft arrangement.

In March, with everything pointing toward moving ahead, we sat down with Mr. Arthur Loerke of Totalmold, Inc., in Englewood, Colorado (a suburb of Denver) to discuss the building of our molds and prototype. Mr. Loerke has been in the reinforced plastics molding business since 1938. While it is one thing to produce small, fiber glass parts, it is another to produce large structures, and the fact that Totalmold has been manufacturing one-piece fiber glass swimming pools for some time put them in an excellent position to handle some of our large moldings.

For many evenings those early weeks in April, Mr. Decker and Mr. Loerke labored over the drawings, as production of the shell molds was about to begin.

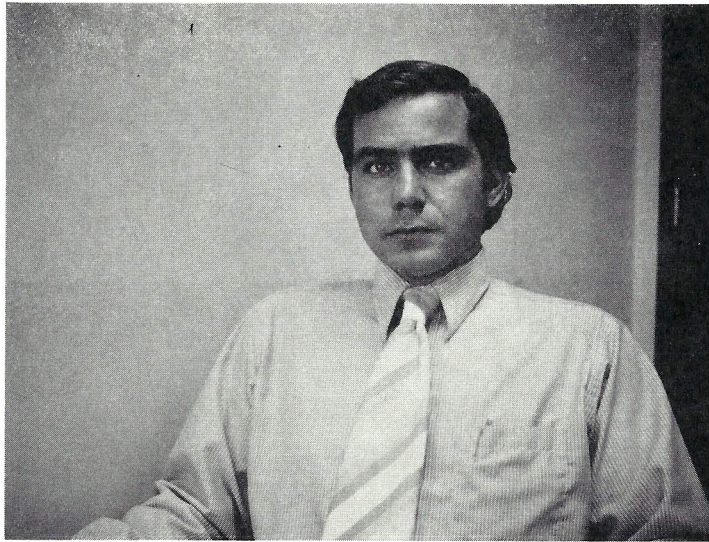
At the time this is being written, all of the molds for the shell of the house have been produced, and all of the top sections and a bottom section for the prototype have been manufactured. With luck, our prototype, complete with full interior, will be ready for display in August. Then production begins.

f. Molds

Mr. Cleworth currently holds title to the master and all molds that have been produced to date. As soon as additional capital is available to the Corporation, it is the aim of the Corporation to purchase these molds - at cost - from Mr. Cleworth.



## II. Product



Architect

David B. Decker

Age 31

Education

Bachelor of Arts - University of Colorado - 1961  
Master of Architecture - Yale University - 1969

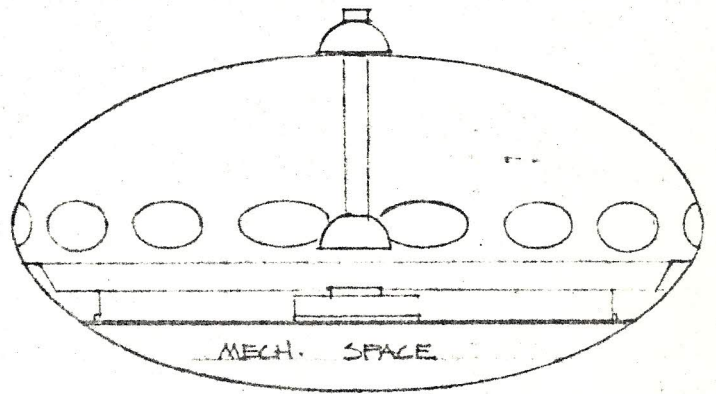
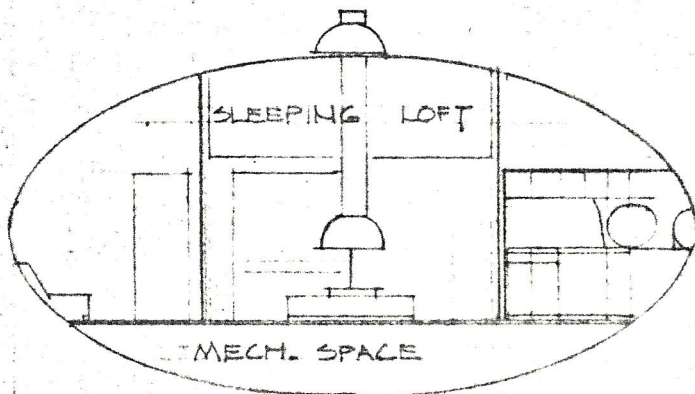
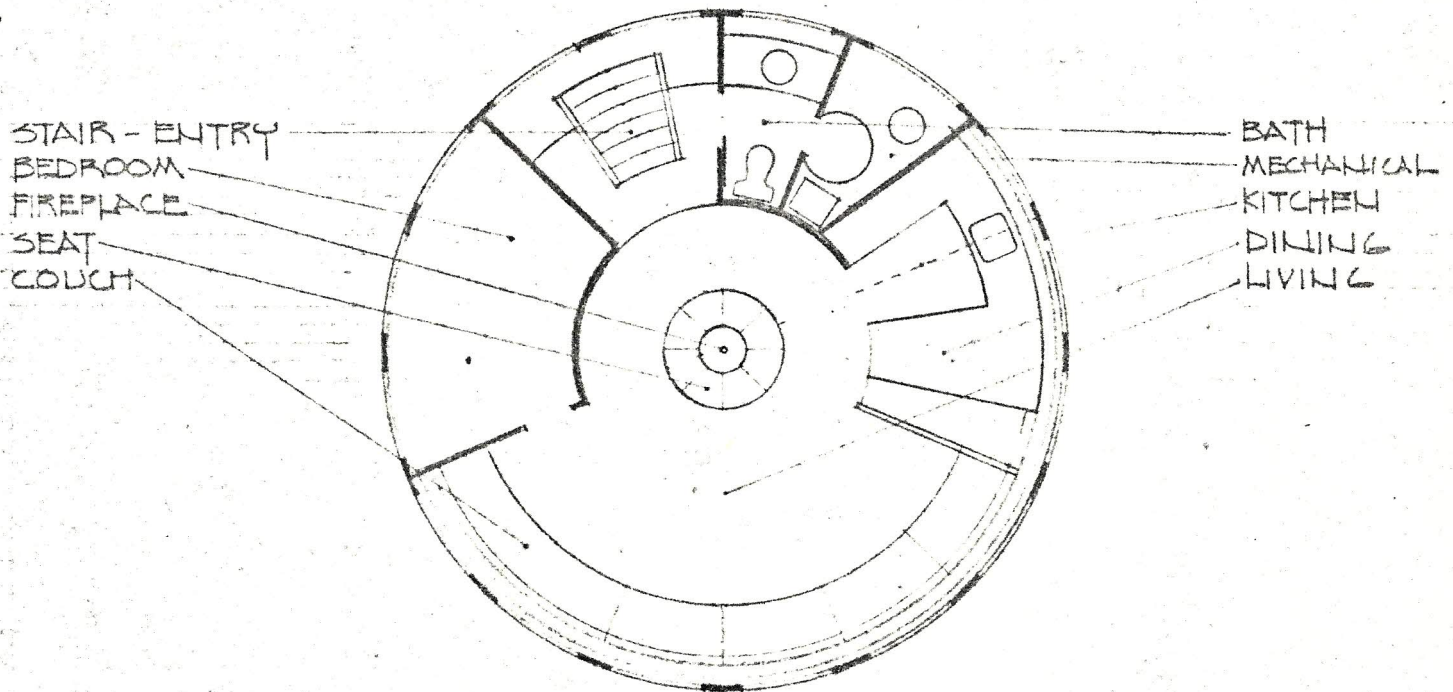
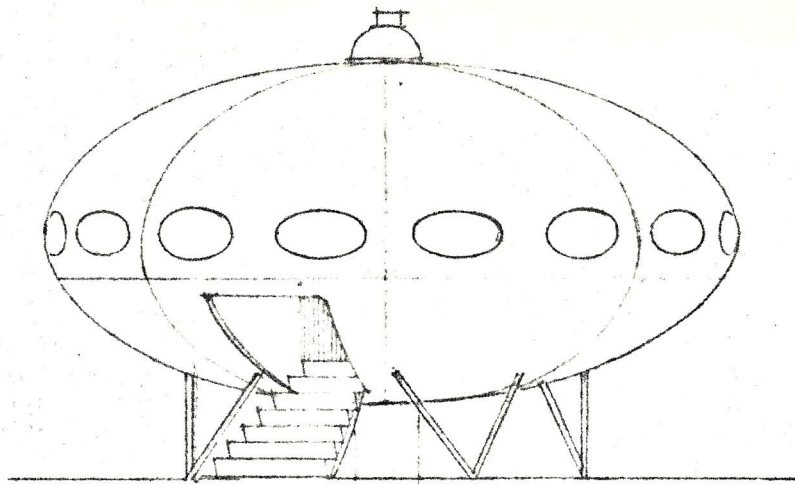
Architectural Experience

1966-1968 - Assistant Project Planner  
Newhallville Project Area  
New Haven Redevelopment Agency

1969 - Construction Supervisor - Charles W.  
Moore, New Haven, Conn. - 400 unit  
housing project - Church Street So.

1969-1970 - F. A. Benedict & Associates, Aspen,  
Colo. - Low cost housing research  
and condominium project - program  
and schematic design; design and  
working drawings

1970-Present - Muchow Associates Architects  
Denver, Colorado

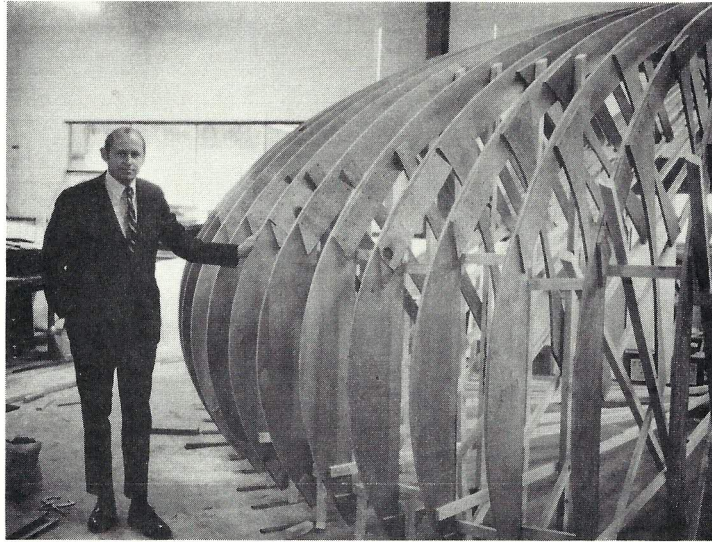


BEDROOM ENTRY BATH KITCHEN

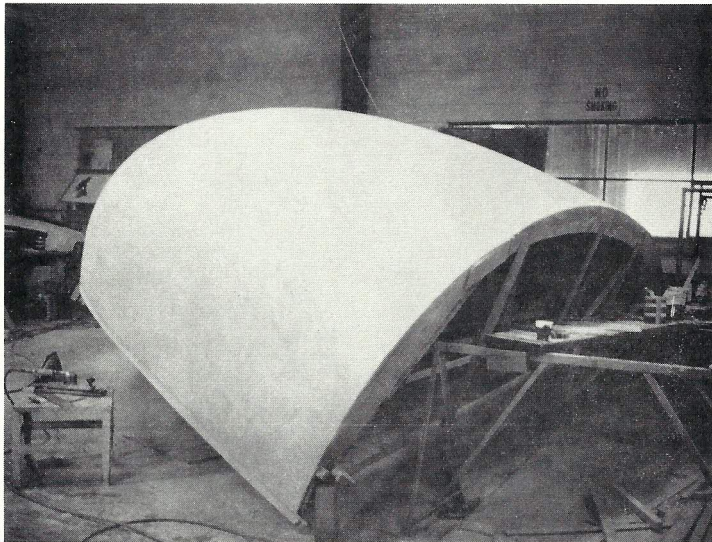
LIVING

FUTURE CORPORATION  
OF COLORADO

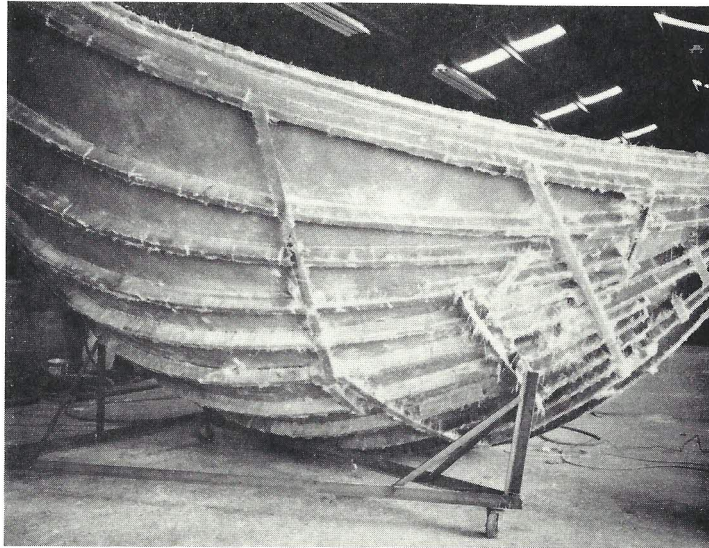




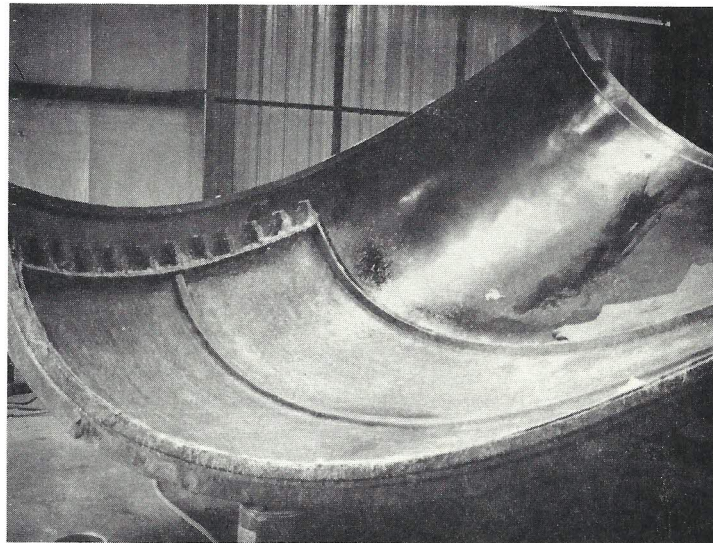
The Master Under Construction



The Completed Master

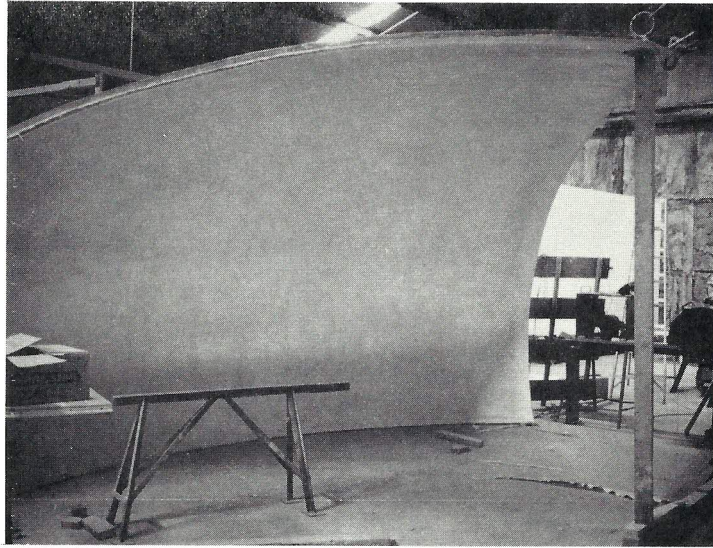


The Completed Mold (Outside)



The Completed Mold (Inside)

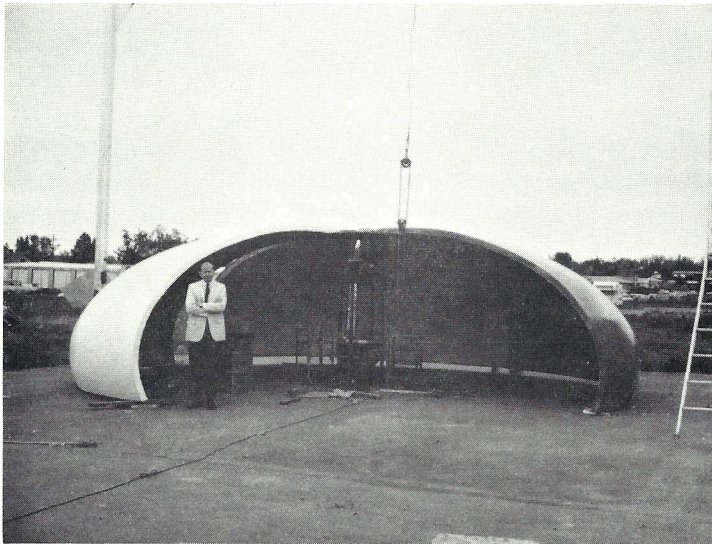
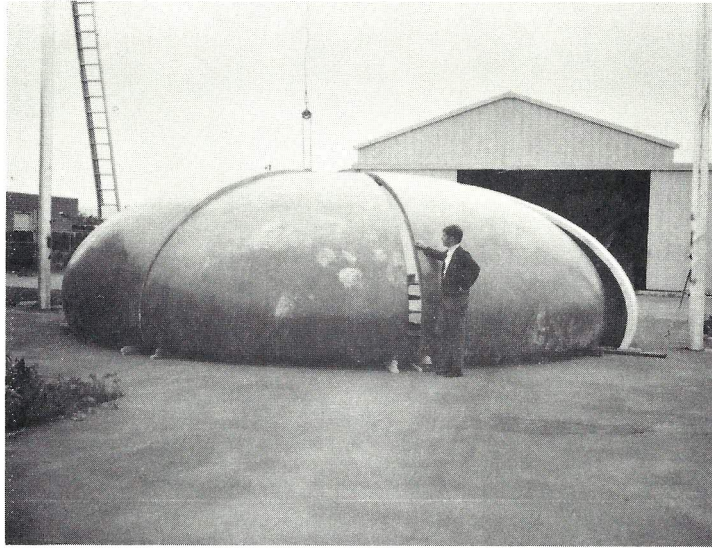




The First Part!



The House Takes Shape!



Assembly of 8 Top Sections  
(Prior to cutting of window ports)

c. Construction Facilities

In excess of 30,000 square feet are available to us currently at Totalmold, Inc., for construction of the house. Totalmold owns a great deal more land and expansion could be made in the existing facility. It should be kept in mind, however, that our agreement with Totalmold is for the production of molds and a prototype. While we would probably have no reason to leave Totalmold, there is also no reason why we could not have several production facilities in the area, perhaps eventually even our own.

d. Output

Until the prototype is constructed and found to be absolutely satisfactory, we have resisted the temptation to produce additional molds. We currently have two identical molds, one of which has been designated to be partitioned off to produce bottom sections, while the other will continue to make top sections. With this one set of molds we can only produce one house shell every eight working days. With four sets of molds, Loerke claims that we can produce two shells per week, and with six sets of molds, one shell per day. The cost to our company for each future set of molds is \$2,000-\$2,500.



### III. Market Analysis

There is little question in our minds that we can sell every house we can produce. The major interest at the Garden & Home Show in the house was from land developers, motel owners and retail operations, not to mention the scores of individual people wanting houses. One developer wanted 100 houses, another 20. Recently we were approached by a motel owner wanting 30 as soon as possible. Any of these larger orders would completely take over our existing production facilities for some time to come, and therefore we aren't certain that this is the route we wish to take. We also have been careful not to make any promises we cannot keep, as setting up an exact production schedule at a time prior to completion of the prototype is impossible. Acceptance on our part of any one of these large orders, along with the accompanying down payment would, however, provide us with more than adequate financing for our infant company and would most probably eliminate the need for any future stock offerings.

While our present sights are set on the Colorado market, which is the market we originally felt had the greatest potential of any state in the U.S., the future for our company is obviously much broader, and we will before long have to think about plans in other sectors of the country. At the same time that we are trying to force our thinking outward to the other states, we are being forced inward with the recent announcement that Denver has been awarded the 1976 Winter Olympics. This fact, along with the enormity of current interest in mountain property, will keep our Colorado facilities running at full tilt for some time to come.



# THE DENVER POST

Wed., May 13, 1970

## We Now Face Olympian Tasks

**W**INNING the designation as site for the 1976 Winter Olympics is a tremendous morale boost for Denver and Colorado. The decision reinforces the state's winter sports reputation and adds sparkle to Denver's luster as a travel center.

The announcement from Amsterdam is truly historic. Denver's future will be forever changed. Its appearance, its transportation networks, its planning and its national standing will long bear the mark of 1976, which is also the year of the nation's bicentennial and Colorado's 100th year of statehood.

We hope Coloradans are equal to the task of doing this job well.

The Denver Olympic delegation sold this state and city on the basis of ample snow, adequate facilities and easy access. But there is much more that should be done.

Many of the tasks are those that we have faced for some time: good use of land, better public transportation, active improvement of educational facilities and attractive architectural development. Possibly the imminence of the Winter Olympic Games will instill a new spirit of determination to make this a community that both visitors and residents can be proud of.

But the word from Amsterdam may inspire energy for some "bonuses." There is more than a possibility that a new larger coliseum could be justified: as a site for skating events during the games and later as a long-term mu-

nicipal investment for a variety of indoor sports.

Beginning and closing events of the 1976 games will be held in Denver Mile High Stadium. Which brings up the subject of parking, the Auraria Higher Education Complex and the South Platte Redevelopment Plan.

Denverites may now feel some sort of new commitment to tie all these things together into what South Platte planners long have urged: a revitalization of the city's heart by redevelopment of the Platte river basin.

The new coliseum could be made part of the long-range planning for the college and university facilities which will occupy the Auraria Complex near the Platte. Parking, improvements at the stadium and a general overhaul of the Platte basin would be a worthy target for citizen efforts during the six years between now and the flaring—in Denver—of the Olympic torch.

It's still early to put a stamp of approval on detailed ideas. Much will depend on the completion, next October, of a survey of our facilities by Denver Research Institute. What DRI finds in assets and needs will go far toward telling us what we need to do in preparation for 1976.

**D**ENVER'S designation is a splendid tribute. It will bring a lift to the hearts of citizens both of the city and state.

We can hope, also, that it will lift our eyes to the challenge of becoming an Olympian community.

While it will be well within our reach to produce one shell per day, one might ask the question, "But can you produce interiors that rapidly?" The answer to that question is, "No - but we don't have to." There is a great demand for just the shell. The shell is designed to sell for approximately \$10,000 - whereas the completed house with all furnishings will run approximately \$15,000. Two diverse groups of people represent the market for the shell: 1) Those people who want the house now but don't feel they can immediately afford the fully furnished model. They will complete the house over a period of years. 2) Those more well-to-do people who would rather deal with interior designers who custom produce an interior, thus avoiding the attractive but stock interior that will be provided with the \$15,000 house. There are those within our company and among our business contacts who feel that the shell will outsell the finished house by two to one. If they are wrong, then we will have a bit of a bottleneck in our production facilities, but one that certainly is not insurmountable.

As our architect points out, there is no end to the possibilities for this house. For motel or condominium use, these could be independent units of different exterior colors (any color available - we just put that pigment in the gel coat), placed at different levels on the side of a hill. Or we can split these units in two, with a number of half units on each side of a corridor running down the middle. In a variation on the same theme, homeowners will be able to buy two shells connected by a corridor, thereby providing a huge living area and a separate sleeping area.

#### IV. Terms of Stock Offering

A maximum of ten individuals will be invited to acquire a minimum of \$5,000 and a maximum of \$10,000 (no denominations between) non-voting, non-par value stock in Futuro Corporation of Colorado, a Colorado Corporation formed under Section 1244 of the Internal Revenue Code of 1954. The above-mentioned stock will be restricted in that it cannot be resold except to the Corporation and will be so lettered. It will also be understood that ownership of this stock is non-transferrable.