

NTI International, LLC.

m980000001400

221 Old Dixie Highway
Suite 1
Tequesta, Fla. 33469

Phone 561-575-4200
Fax 561-575-6655
Email NTI@BELLSOUTH.NET

November 17, 1998

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Fla. 32314

800002691108--3
-11/19/98--01013--002
*****285.00 *****285.00

Re: Registration of NTI International, LLC for State of Florida

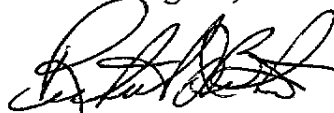
Gentlemen,

Enclosed are the completed forms for :

- 1.) Certificate of Designation of Registered Agent/Registered Office
- 2.) Affidavit of Membership and Contributions of Foreign Limited Liability Company
- 3.) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
- 4.) Exhibit "A" Capital Contributions
- 5.) State of N. J. Short Form Standing of NTI International, LLC, with Original Seal
- 6.) Check # 3574 in the amount of \$285.00 for filing fee and registered agent fee.

Please return any documents to my attention at the about address.

Best Regards,



Richard Brusko
V.P. COO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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cc: P. Tyndall

Name	
Availability	MA
Document Examiner	MA
Updater	MA
Updater Verifier	MA
Acknowledgement	
W. P. Verifier	

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. NTI International LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. New Jersey
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. June 30, 1997
(Date of Organization)
5. December 31, 2027
(Duration: Year limited liability company will cease to exist or "perpetual")
6. September 1, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 221 Old Dixie Highway Suite 1
Tequesta, Fla. 33469
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Jack G. Wiersma			
Nouveau Technologies	MGRM		
Inc.			
221 Old Dixie Highway			
Suite 1			
Tequesta, Fla. 33469			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

NTI INTERNATIONAL, LLC

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Limited Liability Company was
registered by this office on June 30, 1997.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

*Peter J Cossman
%Tmf Lp
70 State Rd
Princeton, NJ 08540*

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

NTI INTERNATIONAL, LLC

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
4th day of November, 1998



James A. DiEleuterio, Jr.

James A DiEleuterio, Jr.
Treasurer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

NTI International, LLC

2. The name and the Florida street address of the registered agent and office are:

Jack G. Wiersma
(Name)

221 Old Dixie Highway Suite 1

Florida street address (P.O. Box NOT ACCEPTABLE)

Tequesta FL 33469
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

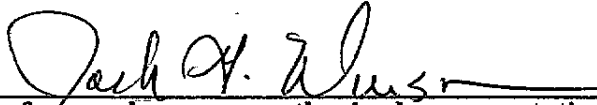
Jack G. Wiersma
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
NTI International LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$21,600.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 310,000.00
(A description of the property is attached and made a part hereto.)
and (See Exhibit A (attached hereto))
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$331,600.00
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Jack G. Wiersma

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

Exhibit "A"
Capital Contributions

Cash: \$21,600.00

Property:

Patents:

- | | |
|---|-------------|
| 1. "Non-Lethal Bio-Repellant Composition" U.S. Patent No. 5,698,191 dated 12/16/97 | \$50,000.00 |
| 2. "Egg Washing Decontamination Process" U.S. Patent No. 5,753,493 dated 5/19/98 | \$50,000.00 |
| 3. "Sanitary Control Device" U.S. Patent No. 5,797,891 dated 8/18/98 | \$50,000.00 |
| 4. "Method and Composition for Food Flavoring" U.S. Patent No. 5,804,239 dated 9/8/98 | \$50,000.00 |
| 5. "Composition for Mucosa Treatment with Saponin" U.S. Patent No. 5,770,204 dated 6/23/98. PCT filing Serial No. 08/659,278 | \$50,000.00 |
| 6. "Decontamination Process" U.S. Patent No issued 12/30/94 (notified). Foreign Filings: Europe, Mexico, Canada, China and Japan. | \$50,000.00 |

Membership Interests:

- | | |
|---|-------------|
| 1. Membership Interests in Pathco International, LLC. | \$10,000.00 |
|---|-------------|

Trademarks:

- | | |
|---|----------------------|
| 1. NouGuard - U.S. Application No. 75/536,849 filed 8/14/98 | Unknown at this time |
|---|----------------------|

TOTAL \$331,600.00