

**P04 000030453**

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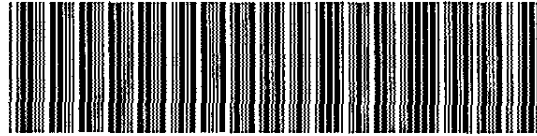
(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**2/16**

TRANSMITTAL LETTER

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Division of Corporations  
P. O. Box 6327  
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SUBJECT: NATURAL RESOURCE TECHNOLOGIES, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

DR. OGHENEKOME U. ONDKPASE  
Name (Printed or typed)

2810 KENNESAW PLACE  
Address

TALLAHASSEE, FLORIDA 32303  
City, State & Zip

850-562-8083  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
NATURAL RESOURCE TECHNOLOGIES, INC

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: Natural Resource Technologies, Inc.

ARTICLE II PRINCIPAL OFFICE

The street address of the initial principal office of this corporation in Florida shall be:  
2810 Kennesaw Place, Tallahassee, Florida 32303.

The Board of Directors may, from time to time, change the registered office and registered agent of the corporation upon notification to the proper authorities.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

- (a) To provide consulting services, research and training in the management and development of natural resources and natural resource technologies.
- (b) To buy, sell, and otherwise dispose of, hold, own, improve, lease, mortgage, and otherwise encumber, and to trade and deal in all kinds of real estate and any interests therein;
- (c) To buy, sell, and otherwise dispose of, hold, own, manufacture, produce, export, import, mortgage, pledge, hypothecate, and otherwise encumber, and to trade and deal in all kinds of personal property, either as principal, or agent, upon commission or otherwise;
- (d) To acquire by subscription, purchase, or otherwise, to hold for investment or resale, to mortgage, pledge, hypothecate, and to sell or otherwise dispose of, and in all ways to trade and deal in and with, as principal or agent, and upon commission or otherwise, stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of individuals and of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies, and authorities, and investment securities and choses in action generally; with power to issue its own securities in exchange therefore to the extent permitted by the corporation laws of the State of Florida; to collect the interest and dividends on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things suitable and proper for the protection, conservation, or enhancement in value of any securities, choses in action, properties, or investments

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held by it; and to possess and exercise, with respect thereto, all of the rights, powers, and privileges of individual owners or holders thereof, and to exercise any and all voting powers thereon;

- (e) Without limit as to amount, to borrow money for the purposes of the corporation, to draw, make, accept, endorse, discount, execute, issue, and transfer promissory notes, debentures, bills of exchange, bonds, warrants, and other negotiable or transferable instruments, and to issue, sell, and dispose of bonds, notes, debentures, or other obligations of the corporation from time to time for any of its objects and purposes, with or without security, and, if so determined, to secure the same by mortgage, pledge, deed of trust, or otherwise;
- (f) To acquire the goodwill, rights, and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm, association, or corporation; to pay therefore in cash the stock, bonds, notes, debentures, or other obligations of the corporation, or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all of the powers necessary or convenient in and about the conduct and management of such business;
- (g) To aid by loan, subsidy, guaranty, or in any other manner, any corporation, firm, syndicate, association, or individual to the extent the Board of Directors deems advisable to promote the business, interests, and purposes of the corporation, and any corporation whose stocks, bonds, securities, or other obligations are in any manner, either directly or indirectly, held or guaranteed by the corporation; to do any and all other acts or things toward the protection, conservation, or enhancement in value of any such stocks, bond, securities, or other obligations; and to do all and any acts or things designed to accomplish any such purpose;
- (h) To employ its surplus earnings or accumulated profits from time to time as its Directors may determine to purchase or otherwise acquire, to hold or otherwise utilize, and to reissue, sell, or otherwise dispose of or turn to account, as its Directors may from time to time determine, the stocks, bonds, debentures, or other securities of the corporation, to the extent permitted by law;
- (i) To acquire, hold, use, lease, grant licenses in respect of, pledge, mortgage, sell, assign, or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses, and privileges, inventions, improvements, and processes, copyrights, trademarks, and trade names relating to or useful in connection with any business of the corporation;
- (j) To enter into, make, perform, and carry out, without limit as to amount, contracts and arrangements pertaining to the business of the corporation, including, but not limited to , arrangements for the sharing of profits, union of interests, joint ventures,

reciprocal concessions, or cooperation with any corporation, association, partnership, syndicate, entity, person, or governmental (municipal or public authority, domestic or foreign) located in or organized under the laws of any authority in any part of the world, and to obtain from any such governmental, municipal, or public authority any rights, privileges, or concessions which the corporation may think desirable to obtain and to carry out, exercise, and comply with any such rights, privileges, and concessions;

- (k) To have one or more offices and to carry on its operations and to transact its business and promote its objects and purposes in any part of the world, either alone or with other individuals, firms, syndicates, partnerships, associations, corporations, authorities, or other entities, without restriction as to place or amount, and to do all lawful acts and things necessary, suitable, or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth.

IN GENERAL, and in connection with the foregoing, the corporation shall have and may use, exercise, and enjoy all of the powers of like corporations conferred by the corporation laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers, or purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers, and purposes of the corporation; and that the objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers, and objects.

#### ARTICLE IV SHARES

Section 1. The maximum number of shares of capital stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of Class A Voting Common Stock having a par Value of One Dollar (\$1.00) per share.

Section 2. The Class A Voting Common Stock shall have the sole and exclusive voting privileges, each share of Class A Voting Common Stock being entitled to one (1) vote. The sales price to be paid the corporation for any share of Class A Voting Common Stock at any time sold or transferred shall be no less than One Dollar (\$1.00) per share. In the event of the liquidation, dissolution, or winding up of the corporation, whether voluntary or otherwise, the holders of the Class A Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their allocated share of all remaining assets of the corporation in proportion to the total number of Class A Voting Common Stock then issued and outstanding.

Section 3. The stockholders, regardless of the class of stock held, shall have no preemptive rights with respect to the capital stock or securities of the corporation of any class, and the corporation, from time-to-time, may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock, and may issue and sell its bonds, notes, debentures, and other securities convertible into stock of the corporation without offering such shares, rights, or options to purchase shares, bonds, notes, debentures, or other

securities (whether now or hereafter authorized) to the stockholders then holding shares of its capital stock.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The names and street addresses of the initial officers and members of the first Board of Directors, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

Dr. Oghenekome U. Onokpise      2810 Kennesaw Place  
Tallahassee, Florida 32303

Dr. Owete S. Owete                      2205 Greenwich Way  
Tallahassee, Florida 32308

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Dr. Oghenekome U. Onokpise, 2810 Kennesaw Place, Tallahassee, Florida 32303

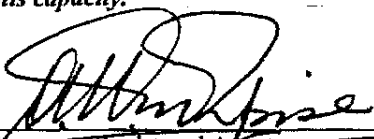
ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:


Dr. Oghenekome U. Onokpise, 2810 Kennesaw Place, Tallahassee, Florida 32303

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent

\_\_\_\_\_  
Date 02/16/04

  
\_\_\_\_\_  
Signature/Incorporator

\_\_\_\_\_  
Date 02/16/04