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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

No Power Technologies, 2	ac.
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	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
	Fictitious Name File
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	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
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	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
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WL 12/7 11:00	UCC 11 Search
Name Date Time	UCC 11 Retrieval
Walk-In Will Pick Up	Courier

## ARTICLES OF INCORPORATION OF

# O7 DEC - 7 AH 10: 36 SECRETARY OF STATE TALLAHASSEE, FLORIDA

## Nu-Power Technologies, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I NAME AND ADDRESS

The name of the corporation shall be **Nu-Power Technologies**, Inc., with its principal place of business and mailing address at 405 Eleventh Street, Live Oak, Florida 32064.

## ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation, focusing upon waste disposal, incineration, and generation of green electricity and fuels.

### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

## ARTICLE IV REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Frederick Schutte, IV, Esquire, 525 Padgett Avenue SE, Live Oak, Florida 32064.

## ARTICLE V TERM OF EXISTENCE

This corporation shall exist perpetually.

### ARTICLE VI LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

## ARTICLE VIII INITIAL DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Jason B. Wainwright 405 Eleventh Street Live Oak, Florida 32064 Director

Jerry Martin 405 Eleventh Street Live Oak, Florida 32064 Director

Dennis Music 405 Eleventh Street Live Oak, Florida 32064 Director

John Anderson 405 Eleventh Street Live Oak, Florida 32064 Director

Mihui Choi 9686 101<sup>st</sup> Pointe Live Oak, Florida 32064

Director

Gwang Og Kim 9686 101st Pointe Live Oak, Florida 32064 Director

CHUTTE, IV, Incorporator

## ARTICLE VIII INCORPORATOR

The name and address of the incorporator is: Frederick Schutte, IV, Esquire, 525 Padgett Avenue SE, Live Oak, Florida 32064.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this

of November, 2007.

Page 3 of 3

#### CERTIFICATE OF DESIGNATION

#### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes, the mentioned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

The name of the Corporation is:

**NU-POWER TECHNOLOGIES, INC.** 

The name and address of the registered agent and office is:

FREDERICK SCHUTTE, IV, ESQUIRE 525 PADGETT AVENUE, SE LIVE OAK, FLORIDA 32064

Having been named as registered agent, to accept service of process for the above Corporation 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. I am familiar with and accept the obligations of my position as registered agent.

Designate Signature

Date

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SECRETARY OF STATE