

"Ere many generations pass, our machinery will be driven by power obtainable at any point in the universe...it is a mere question of time when men will succeed in attaching their machinery to the very wheelwork of nature."

- Nikola Tesla



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OVERVIEW

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The purpose of this document is to outline the vision of ZPower Corporation for the global commercialization of advanced energy technologies.

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ZPOWER STRATEGY DOCUMENTS

- Corporate Profile**
- Overview**
- Global Marketing Strategy**
- Invention Program**
- Technology**
- Energy Revolution**
- Energy Industry**
- Zero Point Energy**

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1.0 EXECUTIVE SUMMARY

ZPower Corporation was founded in 1995 to facilitate the introduction of commercially viable energy alternatives into a world burdened by outmoded and environmentally destructive energy technologies.

This is a brief description of the background of the organization, its vision, and purpose relating to a larger context, its functions, and detailed capabilities.

ZPower Corporation is currently developing several revolutionary energy conversion and generating technologies that could change the course of society.

The devices using these technologies have been colloquially named "Over-Unity" machines, as their efficiencies are apparently greater than one (i.e. greater than 100%), which many scientists would reject as impossible, assuming the confines of a closed system. However, it is believed that these apparent scientific anomalies and unprecedented performances are attributable to the collecting and converting of energy from a previously unknown source, sometimes referred to as Zero Point Energy (ZPE). Nobel Laureate Richard Feynman and one of Einstein's protégés, John Wheeler, calculated that there is more than enough ZPE in the volume of a coffee cup to evaporate all the world's oceans. In essence, the implication of this energy field is that all physical matter can be considered to be floating in a sea of energy, which if collected and converted into electrical energy, could more than meet the world's insatiable energy demand.

There needs to be a term used to identify the process and device used to change ZPE to our currently recognized form of electrical energy. Therefore, we will define these machines as Z-Power or Z-Powered Converters. Or, throughout this document, we may refer to them simply as the Technology.

ZPower Corporation's intent is to focus on the development and implementation of the most promising advanced energy Technologies and to introduce a broader range of other technologies as the organization develops. Other advanced energy technologies based upon new forms of potential energy and other principles will be included as they are discovered.

We invite key parties and associates to participate in the momentous development of the Technology and the establishment of a global commercial marketing structure for its most rapid introduction throughout society.

The global implications of this new power source are vast and will not be restricted to pure commercial decisions, but will encompass economic, political, social, humanitarian, scientific, and even philosophical issues.

There has never been a more exciting look at the future than now. The energy revolution will become a reality and all mankind will benefit.

EUGENE MALLOVE,
EDITOR OF INFINITE
ENERGY MAGAZINE

2.0 THE OPPORTUNITY

2.1 ENERGY, THE LIFEBLOOD OF ECONOMIC PROGRESS

The world is currently undergoing unprecedented change and within this change mankind is pursuing its natural impulse to grow, to expand, to develop. The world's population will have risen from 5.5 billion to 8 billion by 2020; energy consumption will have nearly doubled from today's levels. Two thirds of the world's population live in poverty and will require at least an eight-fold increase in energy consumption before the "quality of life" indicators of life expectancy, infant mortality, and literacy show a marked improvement.

The foremost energy organization, the World Energy Council (WEC), anticipates this huge growth in energy consumption over the next quarter century mostly to be supplied by fossil fuels, primarily coal, with the consequential rise of carbon dioxide in the atmosphere. There is a common belief that renewable sources do not provide a viable alternative. The Intergovernmental Panel on Climate Control (IPCC), set up to advise the United Nations Earth Summit in Rio de Janeiro in 1992, believes that atmospheric carbon dioxide can only be stabilized by a reduction of emissions by sixty percent (60%) on 1990 levels. The IPCC recommendations and WEC forecasts are clearly incompatible. The failure of the atmosphere to sustain life as we know it is considered by many as highly possible, if current energy production and use continue.

Deeply held public concerns about safety, economic operation, and disposal of nuclear waste continue to plague the nuclear power industry, that the construction of new plants has almost entirely ceased in developed countries.

The current common technologies for converting energy into useable forms of power are unsustainable. Hence, the current world-wide search for technologies which produce clean energy, and at the same time are reliable, convenient and competitive.

This crisis presents both challenge and vast opportunity.

2.2 THE ELECTRIC POWER INDUSTRY AT A CROSS-ROADS

The electric industry around the world is experiencing radical structural changes -- either for economic or ideological reasons. Whereas traditionally the sector has been dominated by government control and monopoly structures, several developments are leading to more private participation in the power generation sector, and to the related globalization of the electric supply industry.

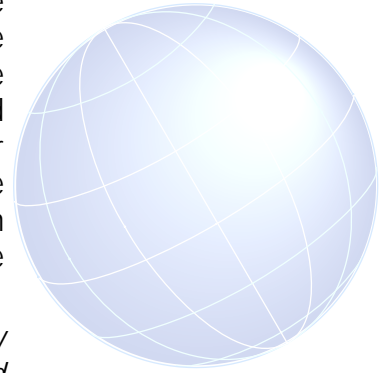
Power generating capacity world-wide will nearly double between 1995 and 2020. Generating capacity is forecast to reach 5,400 GW in 2020, up from 2,900 GW in 1995. Capital investment of US\$3.2 trillion is required over the period of 1995-2020 to finance world capacity requirements.

The precondition of any civilization, old or new, is energy. First Wave societies drew their energy from "living batteries" -- human and animal muscle power...Second Wave societies, by contrast...draw their energy from coal, gas, and oil -- from irreplaceable fossil fuels...The rise of the Second Wave energy base was associated with society's advance to a whole new stage of technological development [evidenced by the industrial revolution]...Today we are once more at the edge of an historic technological leap...The Third Wave energy base...inexhaustible and unlimited new forms of energy production.

ALVIN TOFFLER, THE THIRD WAVE

Increasing demands are being placed on the utility companies to improve their environmental performance, particularly with the introduction of renewable sources of energy. As far as existing renewable sources of energy are concerned, hydro-electricity is widespread, but has its own environmental and social costs. Future installations are likely to be small scale. Wind and solar energy technologies, in recent years, have become much more efficient, are modular, and cost per unit of energy has been falling rapidly. However, both suffer from being intermittent and are uncompetitive when compared to base load coal and gas generation.

Embracing the concept of "sustainability" in meeting the world's capacity needs amidst these seemingly conflicting objectives, will require creativity and hard decisions not only in technology but also in fundamental social values.



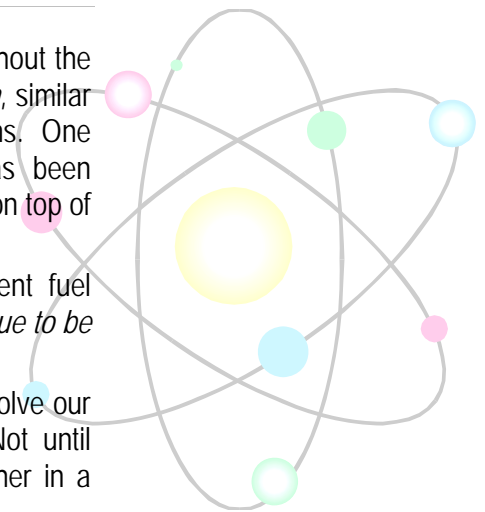
2.3 TECHNOLOGICAL INNOVATION

Consumers spend over \$2 trillion annually for energy needs throughout the world, but there has been *no quantum leap forward in energy production*, similar to the jump from copper wire to fiber optics in telecommunications. One evolutionary step to improve energy production, nuclear fission, has been developed, but we are *boiling water* -- still using 20th century technology on top of 19th century plumbing.

Existing energy sources restrict the progress of society. Present fuel sources are *limited*, cause serious *environmental destruction*, and *continue to be costly* to consumers and industry.

Scientists have been attempting to devise new energy sources to solve our insatiable energy appetite, but the journey has been challenging. Not until recently have several promising discoveries emerged, which could usher in a new age of social prosperity.

These discoveries herald a new era of opportunity.



2.4 THE SOLUTION

ZPower Corporation was founded to become the global leader in providing viable fuel-less and pollution-free energy alternatives that can deliver electrical, mechanical, and thermal power. ZPower Corporation is developing several technologies which collect and convert energy from a previously unknown source, sometimes referred to as Zero Point Energy.

Physicists know that we are immersed in an energetic field: something called Zero Point Energy. This term Zero Point Energy has been based on the concept that even if matter were cooled down to absolute zero (minus 273°C), in terms of its temperature, that energy still remains.

Andre Sakharov, the Soviet Physicist, argued that we should regard all matter as floating in a sea of energy. Modern physics tells us that the space between the stars and the space between the particles that which make up

Fuel-less and pollution-free energy technologies hold the promise of an energy revolution.

matter are filled with vast amounts of fluctuating energy: fluctuations that are fundamental to our view of the fabric of nature.

It is thought that one of the most extraordinary manifestations of Zero Point Energy (ZPE) is the random intense fluctuations in energy levels of electrons. Electrons are continuously changing state: energy into matter and back into energy again, as Einstein revealed.

It appears that this energy is quite intense. As mentioned previously Feynman and Wheeler, calculated that there is more than enough energy in the volume of a coffee cup to evaporate all the worlds' oceans. We fail to easily recognize this immense energy source as it is analogous to trying to weigh a beaker of water underneath the ocean.

Various researchers around the world have been discovering scientific anomalies which are being attributed to the conversion of Zero Point Energy. It is also thought that discovering the secret of Zero Point Energy could be the key to opening the door to a unified theory of the Universe. In other words, our current understanding of science is like a puzzle with a large piece missing. ZPE could be the missing piece which completes the picture, possibly ushering a comprehensive and integrated understanding of science.

If ZPE can be collected and converted into electrical energy, it could more than meet the world's insatiable energy demand.

Zero Point Energy Breakthroughs

There is a small group of inventors and researchers who have been investigating new forms of tapping into the Zero Point Energy field for some years. It is clear that many different advanced energy technologies are being developed simultaneously. Some have been more successful than others, and many claims of efficiencies greater than 100% abound. However, to date not one has been commercialized.

ZPower Corporation has focused on building the infrastructure necessary to successfully commercialize these technologies. ZPower envisions that through this 'pipeline' we can deploy numerous energy and propulsion innovations in a rapid manner, thereby supporting a multiple technology umbrella. In doing so, ZPower has developed and attracted technology licenses or rights for a range of revolutionary technologies, which include the production of energy in three main categories:

- 1) Electricity,
- 2) Thermal (heating or cooling), and
- 3) Mechanical power.

The different ZPower energy conversion technologies vary in their designs, but have been selected as the most promising in the field. Only with ongoing research and development will the range of products or applications suitable for each technology become apparent, therefore ZPower has actively sought to license and develop multiple technologies in parallel, in order to optimize our strategic position in this emerging field.

Today the vacuum [of space] is not regarded as empty...It is a sea of dynamic energy...like the spray of foam near a turbulent waterfall.

DR HAROLD PUTHOFF,
PHYSICIST

So astounding are the facts in this connection, that it would seem as though the Creator, himself had electrically designed this planet.

NIKOLA TESLA,
ELECTRICAL WORLD AND
ENGINEER, JANUARY 7,
1905

Technology Applications

The projected growth of electrical generation capacity, especially for developing countries, over the next century is considerable, predominantly to be met by fossil fuels and nuclear energy, (as projected by the World Energy Council), because of the perceived lack of alternatives. Z-Power offers that alternative and the possibility of making obsolete polluting fuels such as coal, oil, gas, uranium, and wood.

Z-Power Converters hold the promise of meeting almost every application for electrical, thermal, and motive power.

A clean, fuel-less source of energy will make possible a quality standard of life for all, hitherto thought impossible because of the unavailability of a sustainable energy source especially in regard to developing countries. In more developed parts of the world we take for granted many of the following applications:

- The irrigation of drought affected areas
- Preservation of forest and natural eco-systems currently being destroyed by growing populations, and their hunger for firewood
- Refrigeration for medicines and food
- Lighting to extend the day
- Safe water supply
- Desalination
- Sewage disposal
- Heating and cooling to protect populations from extreme conditions
- Mobility for work or leisure
- Communications, industrialization, automation for the provision of affordable goods and services

Other more specific applications and target markets include:

Buildings

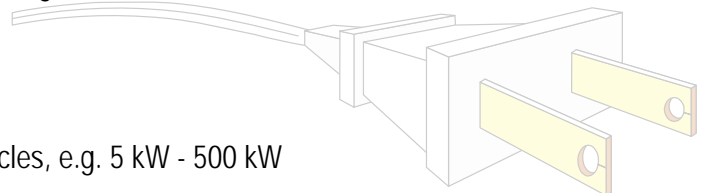
- Residential: houses, condominiums, apartments, mobile homes, cabins, new construction, e.g. 15 - 30 kW
- Commercial facilities: offices, retail, small, medium, and large, e.g. 15 kW - several MW
- Industrial facilities: factories, warehouses, e.g. 50 kW - several MW
- Government, civic, institutional facilities

Transportation

- Electric motor vehicles, cars, trucks, bicycles, e.g. 5 kW - 500 kW
- Trucking and other shipping vehicles

The key to paradigm shifts is the collapse of formerly pivotal scarcities, the rise of new forms of abundance, and the onset of new scarcities. Successful innovators use these new forms of abundance to redress the emergent shortages.

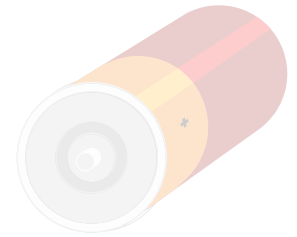
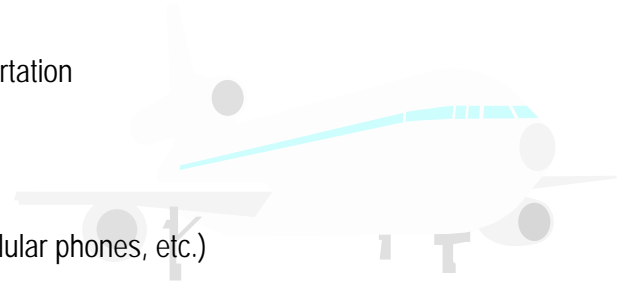
GEORGE GILDER



- Farm Equipment (tractors, etc.)
- All forms of land, water, air, and space transportation

Industrial Equipment / Consumer Products

- Portable Generators
- Battery Replacement (personal computers, cellular phones, etc.)
- Lawn/Garden Equipment (lawn mowers, etc.)
- Incorporation into existing electrical infrastructure, e.g. large grid connected systems and local distribution networks with minimal modifications
- OEM (Original Equipment Manufacturer) and other applications
- Production of hydrogen as a versatile fuel gas, e.g. for cooking, transport, etc.



3.0 CORPORATE STRUCTURE

3.1 INTRODUCTION

The associates of ZPower share the vision of pioneering new solutions to provide the world with non-polluting, sustainable energy. They have invested and been involved in various ventures during the development stage of many technologies. ZPower was formed to act as the vehicle for the ongoing development, stewardship, and commercial maximization of these technologies via a *well proven "high leverage"* method of licensing with the inclusion of a Primary Partner.

We have a vision for a Multiple Technology Umbrella Organization. It is clear that many different new energy technologies can be developed concurrently, and it is ZPower's intention to provide a corporate structure whereby proven or promising technologies can be developed rapidly under a co-operative umbrella organization with the appropriate facilities and resources. This will allow inventors who are inspired with the same creative impulse and concept, to work in a spirit of co-operation to achieve a common goal. To this end, ZPower has negotiated exclusive world rights or licenses to several different new energy technologies. They are currently in the development stage, and will be released into society via the ZPower global marketing structure when they are completed.

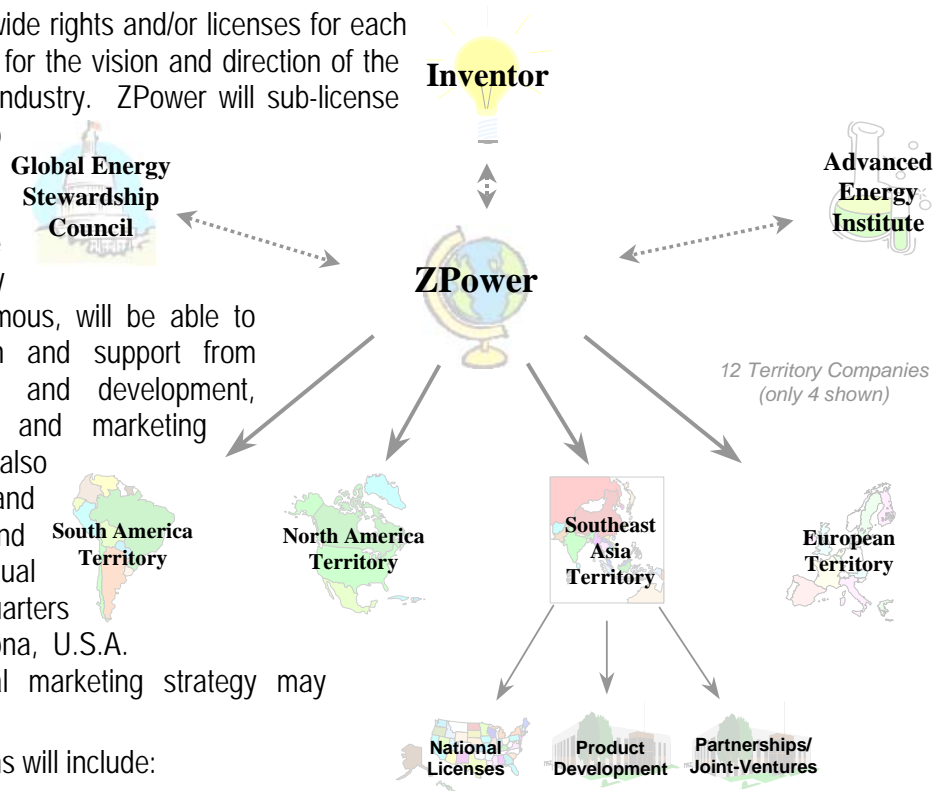


Marketing: Establish Territories; Technology Licensing; Joint-Ventures
Research: Locate, Develop, and Test Revolutionary Technology Solutions
Conscience: Education; Humanitarian Projects; Governmental Interface

3.2 MARKETING

World Headquarters

ZPower holds the world-wide rights and/or licenses for each technology and is responsible for the vision and direction of the company in the new energy industry. ZPower will sub-license the Technology to approximately twelve (12) Territory Companies established throughout the world. The Territory Companies, although autonomous, will be able to draw upon the coordination and support from ZPower, including research and development, engineering, manufacturing, and marketing concepts. ZPower will also coordinate the lodgment and maintenance of patents and other areas of intellectual property. The world headquarters are currently located in Arizona, U.S.A. Implementation of the global marketing strategy may require relocation elsewhere.



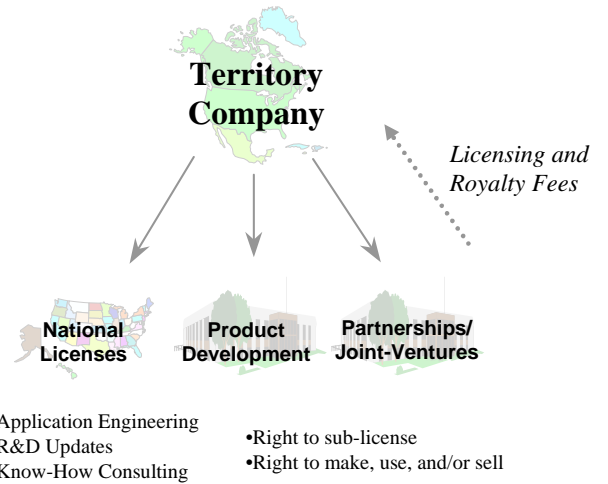
ZPower's primary functions will include:

- Primary technology co-ordination with the inventors
- Establishment of the Advanced Energy Institute which will include the key scientists involved in the development of new energy generation devices. This group will be responsible for ongoing research and development
- Lodgment and development of ongoing patent and trademark portfolios
- Group licensing
- To coordinate tiered "private" floats, joint ventures, and eventually public floats
- Group technology transfers
- Group coordination of direction and vision
- Group coordination of infrastructure systems
- Group coordination of engineering and research and development
- Group PR, conferences, symposiums, etc.
- Initiation of the Global Energy Stewardship Council (GESC)
- Group coordination of governmental interface and involvement

The Company Charter of ZPower includes the facilitation of the introduction of new energy technologies into global society in an environmentally sound manner, the promotion of humanitarian ideals through action and the provision of funding for educational and charitable foundations.

Territory Companies

These Territory Companies will be principally responsible for the licensing and implementation of the technologies within their territories, together with the oversight of manufacturing, marketing, and engineering programs. The Territory Companies will not directly manufacture and market any products, but instead license, outsource, or authorize other companies and groups within their territory to perform these responsibilities. *A separate document titled "Global Marketing Strategy" further details the ZPower licensing structure via the Territory Companies.*

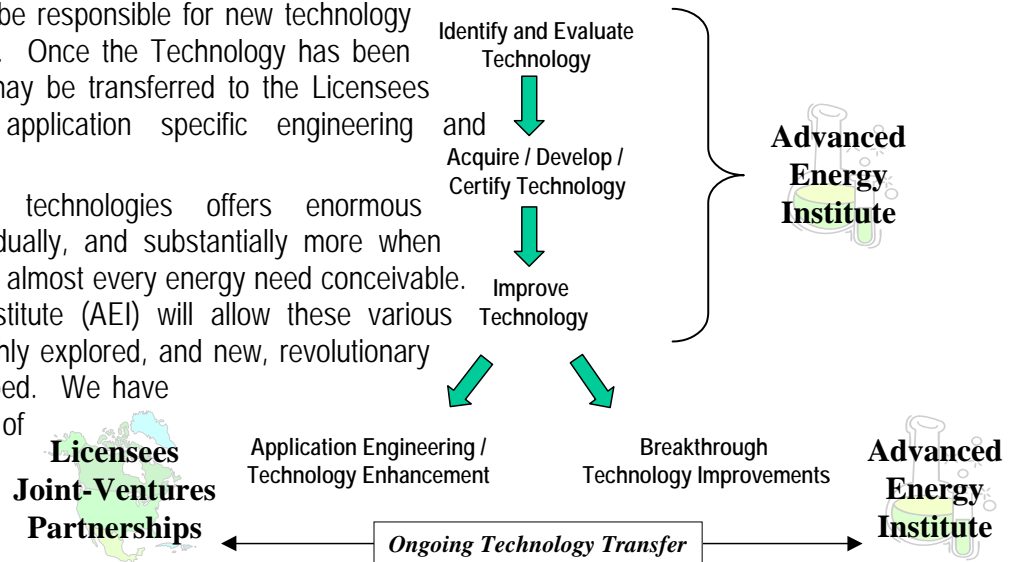


3.3 RESEARCH

Advanced Energy Institute (AEI)

This organization will be responsible for new technology research and development. Once the Technology has been developed and tested, it may be transferred to the Licensees and Joint-Ventures for application specific engineering deployment.

Each of ZPower's technologies offers enormous commercial benefits individually, and substantially more when combined together to serve almost every energy need conceivable. The Advanced Energy Institute (AEI) will allow these various technologies to be thoroughly explored, and new, revolutionary technologies to be developed. We have access to dozens of inventors, experimenters, researchers, and theoreticians who are interested in joining our team to develop many advanced technologies in the areas of energy and propulsion (anti-gravity), amongst others.



The Need for a Research Center

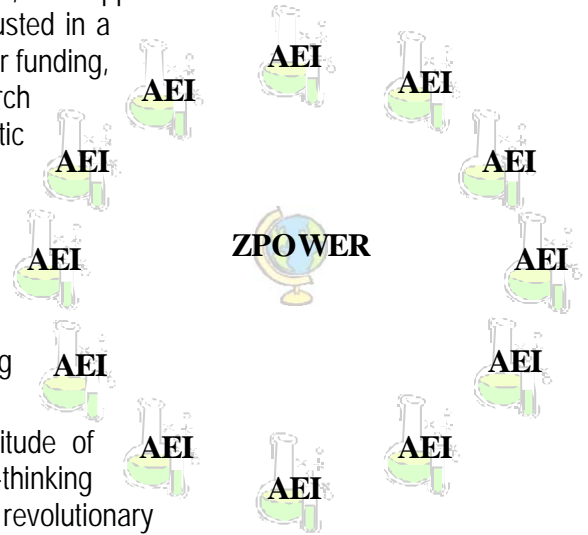
The synergy and benefits of developing a technology research organization, allowing these individuals to share ideas and invent their dreams, will be quite extraordinary.

Many inventors and researchers are wildly creative people who are often dedicated to a certain line of research, which they may pursue for years. Not infrequently, an effect is discovered which, if reproducible in meaningful amounts, could radically change current technology.

Further funding is needed to back the innovator's research, the support for which often comes from friends or family and is usually exhausted in a short period. Much of the innovator's time is spent searching for funding, thereby substantially distracting him from any meaningful research efforts. Instead, the pressure is on to produce quick and dramatic results so that any investment money is accessible.

The Advanced Energy Institute's charter is to support innovators who have demonstrated positive results yet need further support to turn their concept into a viable technology. The key is that the innovator focuses all his or her time and creative energies on developing the technology, not raising money.

The Advanced Energy Institute will evolve into a multitude of laboratories located throughout the world. With a forward-thinking organization dedicated to supporting inventors developing revolutionary technologies, we believe a multitude of inventors will approach the Advanced Energy Institute.



3.4 CONSCIENCE

Global Energy Stewardship Council (GESC)

This organization will be an independent, non-profit organization responsible for ensuring proper integration of new energy technologies into society. The GESC will provide an interface to government, commercial / industrial, environmental and community leaders to ensure a smooth transition to sustainable energy production and use.

ZPower has a far reaching vision for the transition to clean, safe, non-polluting abundant energy throughout the world. To ensure the successful implementation of this vision, its introduction needs to incorporate a strategy that is inclusive of the bodies of authority throughout the world.

For this reason, ZPower intends to fund and facilitate the formation of the Global Energy Stewardship Council (GESC). The purpose of the GESC is to hold the vision and ensure the correct implementation of the Technology into society.

The introduction of new energy technologies in the very near future brings the prospect of a rapid transition to ecologically sustainable energy. Now that this milestone of a self-sustaining, fuel-less, pollution free technology is imminent, the result will bring significant funds, influence, and responsibility. The introduction of new technologies such as this into society can create transitional difficulties in respect of economic, socio-political, and environmental issues, which may impede their progress.

It is envisaged that the GESC's functions would include the following:

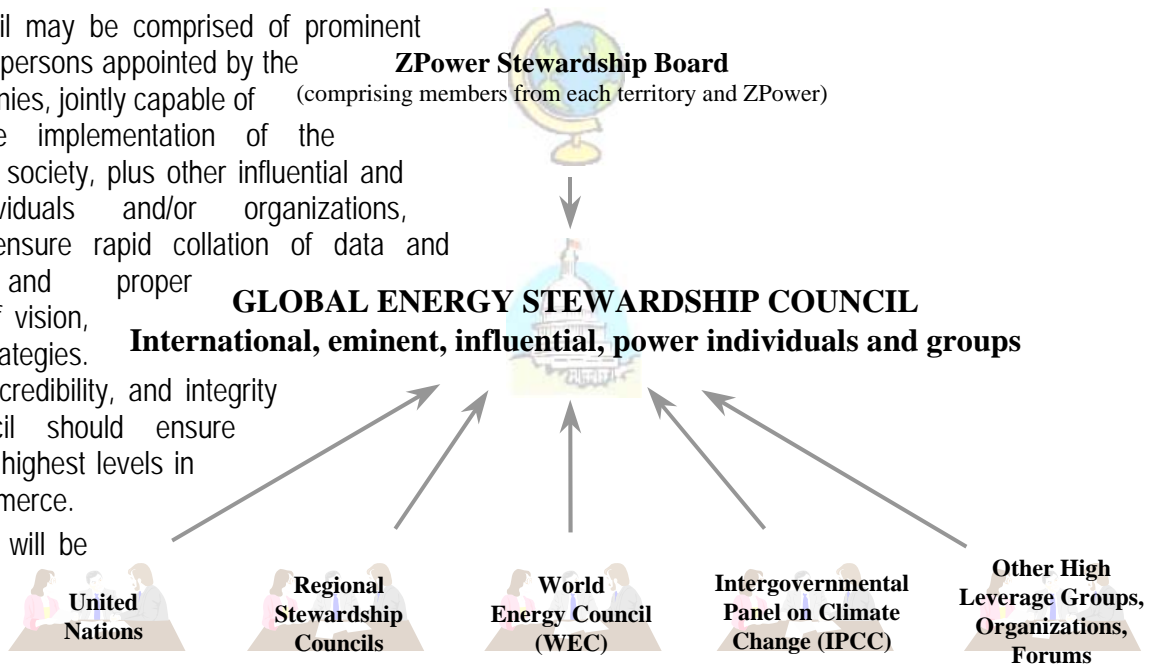
- Interfacing between the world-wide licensees of the Technology and government bodies, decision and policy makers, environmentalists and commerce.
- Ensuring the most rapid and harmonious integration into society of Z-Power and other clean energy technologies (i.e. renewable energy, e.g., solar, wind, hydro, geothermal, etc.) thereby providing maximum environmental and humanitarian benefits while taking into consideration the group's corporate interests.
- Acceleration of humanitarian development (primarily in developing countries).
- Empowering groups and individuals to make informed and wise decisions in the long term interests of the planet.

In essence, the GESC is to be the *conscience* of the group, providing the balance between the commercial interests of energy companies and the environmental and humanitarian needs of the world.

Composition of the GESC

The Council may be comprised of prominent and appropriate persons appointed by the Territory Companies, jointly capable of strategizing the implementation of the Technology into society, plus other influential and powerful individuals and/or organizations, networked to ensure rapid collation of data and information, and proper dissemination of vision, policies, and strategies. The eminence, credibility, and integrity of the Council should ensure influence at the highest levels in politics and commerce.

The GESC will be comprised of



representatives of ZPower as well as other alternative energy companies helping to create a sustainable society through solar, wind, and other renewable energy technologies.

To conclude the GESC will be a body to listen, communicate and disseminate the issues of this transition to sustainable energy. The plan is to be inclusive of governments, industry, environmental and humanitarian organizations, and indeed all sectors of society.

4.0 CAPABILITIES AND EXPERIENCE

4.1 HISTORICAL BACKGROUND

Each of the associates of ZPower have been led on a synchronistic path to the vision of clean, inexpensive, and abundant energy for all mankind. The following is a brief summary of this quest.

In 1993, Mike Fisher and Michael Robison joined forces and subsequently formed the Space Power Corporation in Australia to develop an electrical generator which appeared to have high efficiency output characteristics. During the development of this technology, Mike and Michael, each of whom has had business dealings in Asia over the last 15 years, were able to develop relationships with a diversity of very senior government and industrial contacts throughout Australia, India, Singapore, Malaysia, Japan, Korea, Hong Kong, and China. The objective was to locate and select a "Primary Partner" who could provide the required strength in terms of credibility, intellectual property protection, development funding, and political strength. The question they asked was, "If we have a machine that demonstrates an efficiency greater than 100%, what can you offer us?"

It was clear that a technology with the ability to radically transform the \$2 trillion dollar energy industry, while also positively altering our environmental, economic, political, and humanitarian systems, would require the appropriate partner. After a lengthy investigation, various candidates for such a Primary Partner were identified and it has been established that substantial programs and benefits are available for the right technology from an appropriate Primary Partner, which could include the following:

- Commercial funding in excess of \$1 billion
- From another source, funding up to 50% of R&D costs
- Hi-tech machine shop, personnel, and engineering services
- Access to universities and leading academics in the field
- Tax free status of up to 10 years
- World-wide patent and intellectual property protection

During the particular technology development process, international patents were lodged and a global marketing program was developed which would allow the rapid commercialization of the technology through a worldwide licensing structure.

In the end, this technology failed to display any extraordinary efficiency results and was abandoned; however, the selected candidates for the Primary Partner are awaiting their return with a viable technology.

At the same time in the United States, Reed Huish was funding the development of a similar magnetic generator, which, after ample development work, did not demonstrate any high energy gain characteristics. While searching

for other technologies to develop, Mike, Michael, and Reed met and structured a partnership. These three key associates comprise an ideal leadership team, as Michael's strength is in global licensing and corporate structures; Mike's talents include his engineering background which enables him to understand and evaluate new technologies; and Reed's ability is in networking with many inventors and energy contacts throughout the world.

Financing and Testing Experience

Currently ZPower's files have several thousand pages of designs, patents, and documentation on over 365 energy and propulsion technologies. To date, ZPower has financed, developed, and/or evaluated the following 167 technologies:

- Motors/Generators/Engines (61)
- Solid-state Converters (35)
- Gas/Hydrogen (17)
- Propulsion (7)
- Radiant Energy (4)
- Plasma (3)
- Cold Fusion/Transmutation (7)
- Other (33)

Most of these technologies did not live up to their claims. Development is ongoing on approximately two dozen technologies which have shown extraordinary characteristics and warrant further resources. The search for other technologies continues through a broad network of contacts and via the ZPower internet home page, on which is posted a \$100,000 challenge to any inventor who can demonstrate a working advanced energy machine.

Over the years lack of scientific rigor and inadequate testing has plagued this field and the quest for "free energy", since this phenomenon can be difficult to properly ascertain and evaluate. Quite often, after performing our own evaluation, we have the difficult job of informing the inventor that their dream device which they had spent countless hours developing simply does not show the results they thought it did. Numerous testing errors, either in measurement or experimental technique, have been brought to light, which, if they had been spotted earlier, would have saved the inventor and his investor's large amounts of time and money. Mike, a Cambridge University Engineering graduate, has been instrumental in crafting detailed test procedures which ensure solid results are determined, so that every dollar is spent on the most productive technologies. For each technology developed, the investment is managed in line with its risk profile, and fund tranches are released as milestones in the technology development are achieved.

Project Management Experience

Testing only comes after a prototype has been developed, the process of which often brings its own challenges. More often than not inventors in the 'Free Energy' field suffer from the lack of skills to commercialize their invention and have had poor advice or made poor decisions regarding patents and intellectual property protection. ZPower's commercial and project management capabilities are able to complement the inventor's technical abilities.

The revolutionary nature of this field brings its own unique challenges, not the least of which is fairly common fears of conspiracy and suppression. Through the many technologies we have developed, we have learned how to gently work with a variety of inventors, frequently helping them replace their fears with empowerment. This freedom allows them to achieve their full creative potential, allowing their technologies to flourish in the proper environment, while simultaneously motivating them toward achieving desired schedules and objectives.

Our past experiences have also led us to purchase a variety of measurement equipment along with a wide range of suppliers and sources for components and materials used to develop these technologies. We have also developed a large network of consultants, engineers, and other professionals who can be called upon as needed.

Investment in Experience

The three associates of ZPower, Michael, Mike, and Reed have also been the principal investors in many technologies. To date, we estimate that investment in these technologies has been in excess of US\$1.5 million. This experience, however, has allowed us to now quickly evaluate which technologies deserve further development and how to properly manage and test these technologies. We fully understand from our own experience as investors that proper testing and certification includes the prerequisite independent engineers and laboratories, ensuring high credibility and adequate due diligence.

To summarize, one might question whether the money spent by the associates of ZPower over the last four years has been wasted as it has not yet resulted in a marketable energy machine. However, we believe valuable experience and insight has been gained for proper evaluation, development, and marketing of these technologies, which is worth many fold what has been invested.

Corporate Strengths

ZPower has a strong organization, capable of successfully commercializing multiple revolutionary technology throughout the global marketplace, as follows:

- **Global Marketing Strategy.** ZPower's approach is to provide financial and technical resources to prepare the technology for deployment. Our purpose is not to simply be an investor, but a full partner in providing strategic financial, technical and marketing resources necessary to ensure the commercial success of the technology globally. Our structure is based on a program of global licensing, which is explained in the ZPower document "Global Marketing Strategy".
- **Leadership Team.** The associates of ZPower came together sharing a common vision, direction and a keen desire to provide the world with non-polluting, sustainable energy alternatives, since energy forms the cornerstone for the material improvement of the quality of life of many,

especially the two thirds of the world who presently live in poverty. The possibility of fundamentally and permanently reversing global warming and other environmental catastrophes is very close to their hearts. The three key associates have each achieved various levels of success, demonstrating a proven management team which has the skills needed to lead ZPower.

- **Government Development and Funding Programs.** As mentioned previously, programs for technology support and R&D funding have been discussed in several Asian countries. Significant time has been invested in developing relationships with key Asian countries at ministerial levels and with strategic industrialists. We have established that substantial programs and benefits are available for our revolutionary technologies.
- **Marketing Resources and Contacts.** Each of the three key associates of ZPower have developed numerous political, commercial, environmental and humanitarian contacts throughout the world. Once the proper organization is in place, use of these contacts to assist the rapid and successful growth of the organization will be invaluable.

4.2 KEY ASSOCIATES

While each of the key associates have experience running multi-million dollar companies and projects, our charter is to keep the ZPower core company a small group which provides vision, direction, and leadership. The best corporate executives and industrial leaders with the required expertise, contacts, credibility, and character will be selected to direct, operate, and manage the companies who will commercialize these new energy technologies and accomplish the diverse goals of the ZPower vision.

The key associates are as follows (in alphabetical order):

Al Marchi: Al received his education at the Illinois Institute of Technology, including undergraduate work in electronic and mechanical engineering. He is a seasoned business executive whose early career has included positions as a corporate marketing executive with IBM, vice-president of marketing for Greyhound Corporation, and vice-president and founder of Government Services Division for Greyhound. Al financed and started his own plastics manufacturing company, growing to sales of over \$12M annually. He founded American Growth Fund, which provided over \$7.5M in funds to support selected private companies in orchestrating these companies through a full Initial Public Offering. Most recently he was CEO of a public company what was ultimately merged with a large offshore organization.

Reed Huish: Reed has been involved in the energy field for some years. His extensive research and study of the energy industry led him to start The Energy Group, a successful company that provides unique and effective energy management and on-site power generation solutions for commercial and industrial customers in the U.S. and Canada. Reed has developed numerous contacts among new energy leaders and developers and has been responsible

for the negotiation of several licenses and subsequent development of the ZPower energy technologies.

The associates of ZPower network with many associates in a variety of roles and professions around the world who are called upon to accomplish the diverse goals of the ZPower vision.