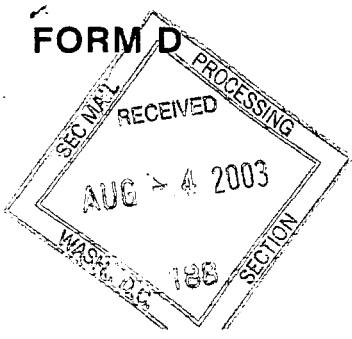


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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

PROCESSED AUG 06 2003 THOMSON FINANCIAL

OMB APPROVAL	
OMB Number:	3235-0076
Expires:	May 31, 2005
Estimated average burden hours per response:	16.00

FORM D NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY	
Prefix	Serial
DATE RECEIVED	

Name of Offering () check if this is an amendment and name has changed, and indicate change. Hamlin's Power Inc. Filing Under (Check box(es) that apply): [X] Rule 504 [] Rule 505 [] Rule 506 [] Section 4(6) [X] ULOE Type of Filing: [X] New Filing [] Amendment

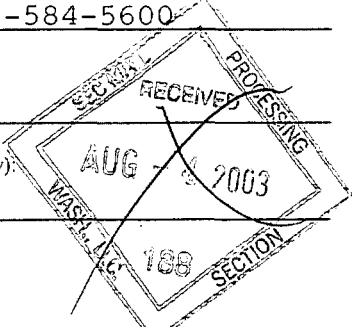


A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer Name of Issuer () check if this is an amendment and name has changed, and indicate change. HAMLINS Power Inc Michael R. Hamlin 807 Cushing Road Warren, Maine 04864 (207)582-5851 Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 807 Cushing Road, Warren, Maine 04864 (207)-582-5851 Address of Principal Business Operations (if different from Executive Offices) (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) RR 1 Box 1841 Palermo, Maine 04354 (207)-584-5600 Brief Description of Business Small Power Electrical Generation Facility

Type of Business Organization [X] corporation [] limited partnership, already formed [] other (please specify) [] business trust [] limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: Month Year [01] [04] [] Actual [X] Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: ME CN for Canada; FN for other foreign jurisdiction)



GENERAL INSTRUCTIONS

Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6). When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address. Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures. Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee.

State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Hamlin, Michael

Full Name (Last name first, if individual)

807 Cushing Road Warren, Maine 04864

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No
- Answer also in Appendix, Column 2, if filing under ULOE.
2. What is the minimum investment that will be accepted from any individual? \$ 1.00
3. Does the offering permit joint ownership of a single unit? Yes No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)
Michael Hamlin

Business or Residence Address (Number and Street, City, State, Zip Code)
807 Cushing Road, Warren, Maine 04864

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RJ	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RJ	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RJ	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$ Zero	\$ Zero
Equity	\$500,000.	\$ Zero
	<input checked="" type="checkbox"/> Common <input type="checkbox"/> Preferred	
Convertible Securities (including warrants)	\$ Zero	\$ Zero
Partnership Interests	\$ Zero	\$ Zero
Other (Specify _____)	\$ Zero	\$ Zero
Total	\$500,000.	\$ Zero

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	0	\$ 0
Non-accredited Investors	0	\$ 0
Total (for filings under Rule 504 only)	0	\$ 0

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505		\$ _____
Regulation A		\$ _____
Rule 504	Equity	\$ 0
Total		\$ 0

- 4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	<input type="checkbox"/>	\$ 0
Printing and Engraving Costs	<input type="checkbox"/>	\$ 3,500.
Legal Fees	<input type="checkbox"/>	\$ 2,000.
Accounting Fees	<input type="checkbox"/>	\$ 0
Engineering Fees	<input type="checkbox"/>	\$ 0
Sales Commissions (specify finders' fees separately)	<input type="checkbox"/>	\$ 0
Other Expenses (identify) _____	<input type="checkbox"/>	\$ 0
Total	<input type="checkbox"/>	\$ 5,500.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the “adjusted gross proceeds to the issuer.”

\$494,500.

5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees	<input checked="" type="checkbox"/> \$ 35,000.	<input checked="" type="checkbox"/> \$ 30,000
Purchase of real estate	<input type="checkbox"/> \$ 0	<input checked="" type="checkbox"/> \$ 100,000.
Purchase, rental or leasing and installation of machinery and equipment	<input type="checkbox"/> \$ 0	<input checked="" type="checkbox"/> \$ 294,797.
Construction or leasing of plant buildings and facilities	<input type="checkbox"/> \$ 0	<input checked="" type="checkbox"/> \$ 25,000
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<input type="checkbox"/> \$ 0	<input type="checkbox"/> \$ 0
Repayment of indebtedness	<input type="checkbox"/> \$ 0	<input type="checkbox"/> \$ 0
Working capital	<input type="checkbox"/> \$ 9,703.	<input type="checkbox"/> \$ 0
Other (specify):	<input type="checkbox"/> \$ 0	<input type="checkbox"/> \$ 0
.....	<input type="checkbox"/> \$ 0	<input type="checkbox"/> \$ 0
.....	<input type="checkbox"/> \$ 0	<input type="checkbox"/> \$ 0
Column Totals	<input checked="" type="checkbox"/> \$ 44,703.	<input checked="" type="checkbox"/> \$ 49,797.
Total Payments Listed (column totals added)	<input checked="" type="checkbox"/> \$ 494,500.	

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Michael R. Hamlin	Signature <i>Michael R. Hamlin</i>	Date 7/22/03
Name of Signer (Print or Type) Michael R. Hamlin	Title of Signer (Print or Type) President/CEO/Owner	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes No

See Appendix, Column 5, for state response.

2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Michael R. Hamlin	Signature <i>Michael R. Hamlin</i>	Date 7/22/03
Name (Print or Type) Michael R. Hamlin	Title (Print or Type) President/CEO/Owner	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL	X		Equity \$500,000.	0	0	0	0		X
AK	X		Equity \$500,000.	0	0	0	0		X
AZ	X		Equity \$500,000.	0	0	0	0		X
AR	X		Equity \$500,000.	0	0	0	0		X
CA	X		Equity \$500,000.	0	0	0	0		X
CO	X		Equity \$500,000.	0	0	0	0		X
CT	X		Equity \$500,000.	0	0	0	0		X
DE	X		Equity \$500,000.	0	0	0	0		X
DC	X		Equity \$500,000.	0	0	0	0		X
FL	X		Equity \$500,000.	0	0	0	0		X
GA	X		Equity \$500,000.	0	0	0	0		X
HI	X		Equity \$500,000.	0	0	0	0		X
ID	X		Equity \$500,000.	0	0	0	0		X
IL	X		Equity \$500,000.	0	0	0	0		X
IN	X		Equity \$500,000.	0	0	0	0		X
IA	X		Equity \$500,000.	0	0	0	0		X
KS	X		Equity \$500,000.	0	0	0	0		X
KY	X		Equity \$500,000.	0	0	0	0		X
LA	X		Equity \$500,000.	0	0	0	0		X
ME	X		Equity \$500,000.	0	0	0	0		X
MD	X		Equity \$500,000.	0	0	0	0		X
MA	X		Equity \$500,000.	0	0	0	0		X
MI	X		Equity \$500,000.	0	0	0	0		X
MN	X		Equity \$500,000.	0	0	0	0		X
MS	X		Equity \$500,000.	0	0	0	0		X

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MO	X		Equity \$500,000.	0	0	0	0		X
MT	X		Equity \$500,000.	0	0	0	0		X
NE	X		Equity \$500,000.	0	0	0	0		X
NV	X		Equity \$500,000.	0	0	0	0		X
NH	X		Equity \$500,000.	0	0	0	0		X
NJ	X		Equity \$500,000.	0	0	0	0		X
NM	X		Equity \$500,000.	0	0	0	0		X
NY	X		Equity \$500,000.	0	0	0	0		X
NC	X		Equity \$500,000.	0	0	0	0		X
ND	X		Equity \$500,000.	0	0	0	0		X
OH	X		Equity \$500,000.	0	0	0	0		X
OK	X		Equity \$500,000.	0	0	0	0		X
OR	X		Equity \$500,000.	0	0	0	0		X
PA	X		Equity \$500,000.	0	0	0	0		X
RI	X		Equity \$500,000.	0	0	0	0		X
SC	X		Equity \$500,000.	0	0	0	0		X
SD	X		Equity \$500,000.	0	0	0	0		X
TN	X		Equity \$500,000.	0	0	0	0		X
TX	X		Equity \$500,000.	0	0	0	0		X
UT	X		Equity \$500,000.	0	0	0	0		X
VT	X		Equity \$500,000.	0	0	0	0		X
VA	X		Equity \$500,000.	0	0	0	0		X
WA	X		Equity \$500,000.	0	0	0	0		X
WV	X		Equity \$500,000.	0	0	0	0		X
WI	X		Equity \$500,000.	0	0	0	0		X

APPENDIX

1	2		3	4				5	
	Intend to sell to non-accredited investors in State (Part B-Item 1)			Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY	X		Equity \$500,000.	0	0	0	0		X
PR	X		Equity \$500,000.	0	0	0	0		X

Specific Use of Funds

Investment funds will be used as follows:
Acquisition of Warrantee Deed, 180 acres in Palermo, Maine.
Purchase 1-2000 Kw Diesel Engine Generator.
Instruction:
Salaries and fees:
Working Capital:
Plan to begin operations as soon as all licenses or permits from licensing have been granted. When the bids have been successfully awarded to the highest bidder, we will purchase our electricity for twenty years. And all costs have been raised.

That this business venture, Offers the initial potential to be on board a very promotional concept. It is our long time goal to establish a dozen small power generation facilities here in Maine and the neighboring States. We should be able to fully complete are goal within 10 short years.

The new equipment available today. We are able to purchase several different products, combining them together to produce a clean renewable power source. That is both an environmental safe and economically cost efficient. The capital gain return for our investors should be rather impressive year to date return. We will be able to pay a dividend reinvestment plan once we are able to

SUMMARY

After carefully examining the market conditions. I have come to the satisfactory conclusion, That electricity is not only a needed commodity, but a desirable place for investors to park their working capital. Which in the past and present, has been rather a safe haven for investors to participate in. Historically, electrical companies offer a dividend to investors. We certainly plan to offer a dividend to our investors, As soon as we are financially capable of doing so.

It is my professional opinion that within ten short years. Our company will have on-line several dozen small power generation facilities. All the deregulated laws pertaining to electrical producing, Has made this industry a very desirable business option, for any company.

This prospectus is part of a registration statement we filed with the commission. You should rely on the information contained in this prospectus and if any prospectus supplement. We have not Authorized any other person to provide you with different or inconsistent information, you should not rely on it. This prospectus is not a offer to buy or sell any of these securities to any person in any State where it is unlawful to make such offer or solicitation. Neither the delivery of this prospectus or any sale made shall, under any circumstances, imply that information is accurate subsequent to the date of this prospectus.

PROSPECTUS

HAMLIN'S POWER INC. COMMON STOCK 500,000 SHARES (PAR VALUE \$1.00 PER SHARE) IPO

We are offering you the opportunity to participate in our common stock purchase plan. The plan is a convenient way for you to purchase shares of Hamlin's Power Inc.

This plan is established for our initial public offering, (IPO). We are registering 500,000 shares of common stock for sale under the plan. You should keep this prospectus for future references.

Hamlin's Power Inc., common stocks are being registered with SEC under Regulation D, Rule 504.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES REGULATOR HAS APPROVED OR DISAPPROVED THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THE DATE OF THIS PROSPECTUS IS JULY 22

Market analyses

Hamlin's Power Inc. is a Corporation doing business in the production and manufacturing of Electricity, through a very new "Renewable Resource", which generates electrical power that can physically be delivered to the control region in which the New England Power Pool, or its successors as approved by FERC may receive.

We will be supplying Utility Providers electricity at a minimum wholesale rate of .04 cents per Kilowatt hour. Our Corporation intends to meet the requirements of the Federal Energy Regulation Commission (FERC) Rules 18 Code of Federal Energy Regulations Part 292, Subpart B, Which qualifies our corporation as "Qualified Cogeneration Facility". We plan to provide several pre-established licensed utility providers with a competitive bid package. The highest bidder per Kw hour shall be awarded a twenty year contract, to purchase our electricity. It is estimated that we can sell our electricity at a rate between .04 & .07 cents per Kw hr.

We have an ideal plant location. Palermo, Maine currently has no town ordinances and Central Maine Power owns and operates a transmission station in Palermo.

The plant will operate 7 days a week, 24 hours a day, minus emergency shut downs and shut downs for general repairs. Our purchased deed guarantee's us the specific purpose to operate, patrol and produce electricity at this location around the clock.

The trend for clean renewable resource has been a Governmental and State concern for several years. The Government has adopted many rules and regulations regarding "Renewable Resources", Which is what our corporation shall thrive to excel a new device known as the Permanent Magnetic Turbine, used to power our 2000 Kw generators. This power source is not only cost efficient but is 100% environmental safe and 100% emissions free. These facts alone will ensure the growth and strength of our company.

After examining the market, I have come to the satisfactory conclusion that the market for production of electricity is not only necessary but desired by investors. It is well established that Maine needs more electricity, especially during peak summer usage.

It is also well established that we can sell our produced electricity at a minimum of .04 cents per Kw hour, to pre-established utility companies. Pricing our electricity was derived from what other electrical providers currently sell there electricity for.

COMPETTTON

There are several small power plants located here in Maine. None that shall directly or indirectly effect our power plant. Since we will be selling our electricity to the highest bidder through the bid process at wholesale prices. With the growing need for electricity in our State. There is no concern about competition at this time.

The need for electricity in Maine is common knowledge. Therefore, any company or individual that can get on-line a cost efficient way to generate electricity. That person or company can sell their produced electricity in one of several ways.

Management Plan

Hamlin's Power Inc., is a Maine based Corp With the Chief Executive Officer name of Mic Hamlin. It shall be Mr. Hamlin's job to establish management team with the appropriate backgr experience to develop the successful every day operation of the small power generation facility.

We are registering with the Security & Exc. Commission, Regulation D, Rule 504. This pro allows our corporation to offer and sell up to 5 dollars in corporate shares. It is my profession that this amount of capital raised, will be sufficient to purchase a 2000 Kw generator. It is expected that the Kw generator will generate a yearly cash flow \$698,880. We plan to install additional general maintaining less than 80 megawatts to qualify power cogeneration facility.

We will have no long term dept. Short term consist of pay rolls and operational expenses.

There will be seven levels of employment:

1. Chief Executive Officer
2. Corporate Attorney
3. Certified Public Accountant
4. Master Electrician
5. Diesel Mechanic
6. Clerk/Secretary
7. General Personal