

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

FORM 10-K

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 2014

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Transition Period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 814-00175

ENERGYTEK CORP.  
(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction of incorporation or organization)

86-0490034  
(I.R.S. Employer Identification No.)

201 S. Laurel  
Luling, TX  
(Address of principal executive offices)

78648  
(Zip Code)

(713) 333-3630  
(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Act:

Title of each class:  
Common Stock, \$.001 par value

Name of each exchange on which registered: N/A

Indicate by check mark if a registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

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Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. Yes [X] No [ ]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller Reporting Company	<input checked="" type="checkbox"/>

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes [ ] No [X]

State issuer's revenues for its most recent fiscal year. \$42,094.

State the aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was sold, or the average bid and asked price of such common equity, as of a specified date within the past 60 days. (See definition of affiliate in Rule 12b-2 of the Exchange Act.): The aggregate market value based on the average bid and asked price on the over-the-counter market of the Registrant's common stock, ("Common Stock") held by non-affiliates of the Company was \$672,310 as of June 30, 2014.

As of March 30, 2015, there were 22,757,964 shares of the issuer's \$0.0001 par value common stock issued and outstanding.

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**PART I**

**ITEM 1. DESCRIPTION OF BUSINESS**

***GENERAL***

EnergyTEK Corp. (the “Company”) was originally incorporated in the State of Colorado on February 16, 1984 under the name of Oravest Interests, Inc. On March 14, 2002, after several prior name changes, we changed our name to Broadleaf Capital Partners, Inc. On April 10, 2002 we effectuated a merger with Broadleaf Capital Partners, Inc., a Nevada corporation (which had been formed on March 19, 2001) and as a result re-domiciled to the State of Nevada. On July 23, 2014 we changed our name to EnergyTEK Corp.

On March 31, 2014 we closed a transaction whereby we acquired certain assets and assumed certain liabilities of Texas Gulf Oil & Gas, Inc., a Nevada corporation (“TGOG”). These assets and liabilities became were contributed to our then new-formed wholly owned subsidiary Texas Gulf Exploration & Production, Inc. In connection therewith, we issued 900 shares of the Company’s Series A Preferred Stock to TGOG. Later, on May 21, 2014, the Company and TGOG closed a transaction whereby the 900 shares of Series A Preferred Stock were exchanged for 900 shares of Series C Preferred Stock.

On March 31, 2014, we closed a transaction whereby we acquired certain assets and assumed certain liabilities of Litigation Capital, Inc., a Nevada corporation (“LCI”). These assets and liabilities became were contributed to our then new-formed wholly owned subsidiary Legal Capital Corp. In connection therewith we issued 300,000 shares of the Company’s Series B Preferred Stock to LCI.

Also on March 31, 2014, we closed a transaction whereby we rescinded an agreement dated November whereby we acquired all of the capital stock of Sustained Release, Inc.

On July 23, 2014, we effectuated a 1-for-150 reverse split of the Company’s common stock.

On January 6, 2015, we closed a transaction whereby we entered into a Joint Venture Agreement with Wagley Offshore-Onshore, Inc. to pursue a distressed energy asset acquisition program to take advantage of the reduction in value of these assets due to the historically low price of crude oil. The joint venture was formed as Wagley-EnergyTEK J.V. LLC, a Texas limited liability company. Pursuant to this transaction we issued 20,000,000 restricted shares of our common stock to be used to acquire such distressed energy assets.

***DESCRIPTION OF OUR PRODUCTS AND SERVICES***

The Company conducts its business through its two wholly owned subsidiaries Texas Gulf Exploration and Production, Inc. (“TGEP”) and Legal Capital Corp. (“LCC”) as well as through the joint venture named Wagley-EnergyTEK J.V. LLC (the “Wagley JV”).

Due to the tremendous drop in oil prices over the last six months, the Company has developed a new plan to take advantage of the opportunity of the crisis in energy market conditions. The Company intends to become a licensed operator of wells for both its own portfolio and other entities, via our wholly owned subsidiary, TGEP. We will do turnarounds of troubled production assets for banks and investment groups in underperforming oil & gas properties, using state of the art technology to improve economic operating costs and performance on wells acquired or under management. The Company intends to negotiate an equity interest as well as recovery of all operating costs in return for assuming the plugging and abandonment liability mandated by the Texas Railroad Commission for leases that the Company takes over as the operator or records for these groups of non-operating owners. We will seek to negotiate joint ventures, whereby the Company would retain a 25% working interest in each oil & gas property and the investors or bankers would retain a 75% working interest. Outside of these individual lease joint ventures, the Company is seeking additional investment capital to acquire troubled assets for its own account.

Additionally, we have recently entered into the joint venture with Wagley Offshore-Onshore, Inc., the Wagley JV, which has been capitalized with 20 million shares of the Company’s common stock. The mission of the Wagley JV is to acquire distressed energy assets in exchange for shares of such common stock. Our target is smaller, independent producers who cannot find a traditional cash buyer for their leases, equipment or production in the current liquidity-short energy market environment. The inherent risks to the success of the Wagley JV are competitors who have cash to buy the distressed energy assets, the limited liquidity of the Company’s common stock which the sellers of the assets would receive in exchange for the assets and the dilution of the Company’s current shareholders in purchasing the energy-related assets that may lose much or all of their value.

The business model of LCC is a development stage litigation finance company, whose predecessor entity, Litigation Capital, Inc., was founded by veteran trial attorneys Wes Christian and Alan Pollack, and their associate Robert Hackney, who is the President of LCC. They have successfully represented Plaintiffs on a contingency basis with legitimate claims against major defendants, such as Goldman Sachs, Depository Trust Corporation and others, including major banks and mortgage lenders. Their current focus is on the naked shorting of publicly traded securities, and have already settled three of these major cases. Additional research is also being done today on behalf of entities damaged by LIBOR rate manipulation and other cases with significant damage multi-million dollar damage models. These cases are time consuming and expensive, and the defendants are well funded major companies who fight mightily to avoid paying damages for their bad acts. LCC believes that many major cases of this type with merit as to their multi-million dollar claims are going unheard due to the lack of financing available. LCC has been founded to develop funding sources to allow professionals to take on more of these cases.

The Company's goal is to provide a unique and much needed service in what LCC believes to be an untapped, growing market by providing access to capital for prejudgment lawsuit funding, particularly commercial claims in the securities and consumer fraud areas. Financing by LCC will be made only to attorneys, and not directly to plaintiffs. In addition, initially such financing will only be made on cases pending in either state courts or federal courts in Florida, with expansion to become a national litigation financing provider being the ultimate goal.

To date, LCC has found limited funding for its startup. However, there is no assurance that LCC, on its own or through the efforts of its parent, EnergyTEK, will be able to secure additional funding to permit LCC to pursue its business plan.

#### **COMPETITION**

The business operations of TGEP and the Wagley JV are subject to intense competition. A large number of companies and individuals engage in the exploration for and production of oil and gas and there is competition for the most desirable leases. The competition includes major entities such as Exxon Mobil, Royal Dutch Shell, BP, Chevron Corporation and Conoco Phillips. In addition, there are a number of small independent oil and gas exploration and/or production companies in the region in which TGEP and the Wagley JV currently or intend to focus their operations. All of the major oil and gas companies and a large percentage of the independent companies have larger operations and financing to support their operations, which puts the Company's operations at a disadvantage.

The competition faced by LCC is not nearly as extensive nor widespread, but there are larger, more established companies in the litigation finance business, such as Longford Capital, Lake Whillans, Pravati Capital and LawCash. The risks faced by LCC's business model include inadequate capital and a lack of experience when compared these other firms. Additionally, LCC faces risk in financing litigation that does not have a favorable outcome and, thus, incurs significant losses related to such case, which would have had significant impact on LCC due to its inadequate capital.

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#### **Employees and Employment Agreements**

As of the filing date hereof we have no full-time employees. Our only employees would be our officers who serve on a part time basis. Our administrative other related services, to extent not performed by our offices are performed by third parties on a contract basis. There are no formal employment agreements between the Company, except that Craig Crawford, our President, Chief Executive Officer and Chief Financial Officer is paid the sum of \$1,500 per month, which amount is accrued and payable in the form of shares of the Company's common stock on a periodic basis.

#### **Facilities**

The Company's principal office is located at 201 So. Laurel, Luling, TX 78648, where the Company maintains a small leased office space. The month-to-month rental amount is \$350. The Company also maintains administrative facilities at 123 No. Post Oak Lane, Suite 440, Houston, TX 77024. The Company pays a combined amount of \$2,500 per month to a related party for rent and for administrative and clerical services.

#### **ITEM 1A. RISK FACTORS**

As a smaller-reporting company, we are not required to provide the information required by this item.

**ITEM 2. DESCRIPTION OF PROPERTY**

The Company's principal office is located at 201 So. Laurel, Luling, TX 78648, where the Company occupies a small leased office space. The month-to-month rental amount is \$350. The Company also maintains administrative facilities at 123 No. Post Oak Lane, Suite 440, Houston, TX 77024. The Company pays a combined amount of \$2,500 per month to a related party for rent and for administrative and clerical services.

**ITEM 3. LEGAL PROCEEDINGS**

There are no pending legal proceedings to which the Company is a party or in which any director, officer or affiliate of the Company, any owner of record or beneficially of more than 5% of any class of voting securities of the Company, or security holder is a party adverse to the Company or has a material interest adverse to the Company. The Company's property is not the subject of any pending legal proceedings.

**ITEM 4. MINE SAFETY DISCLOSURES.**

Not Applicable.

**PART II****ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES****Market Information**

The common stock of the Company is quoted on the OTC Bulletin Board and the OTC Markets, Inc. – OTCQB Systems under the symbol of ENTK. The following table sets forth the range of high and low bid prices during each quarter for the years ended December 31, 2013 through December 31, 2014. The over-the-counter market quotations may reflect inter-dealer prices, without retail market-up, markdown or commission and may not represent actual transactions. The market information was obtained from QuoteMedia.com. Prices have been adjusted for the 1-for-150 reverse split which was effective on July 23, 2014.

**Year Ended December 31, 2014**

	<u>High</u>	<u>Low</u>
Quarter 1	0.006	0.004
Quarter 2	0.011	0.003
Quarter 3	1.000	0.003
Quarter 4	1.000	0.120

**Year Ended December 31, 2013**

	<u>High</u>	<u>Low</u>
Quarter 1	0.031	0.003
Quarter 2	0.005	0.003
Quarter 3	0.005	0.002
Quarter 4	0.008	0.003

**Dividends**

The Company has never paid cash dividends on its common stock. The declaration and payment of dividends is within the discretion of the Company's board of directors and will depend, among other factors, on earnings and debt service requirements as well as the operating and financial condition of the Company. At the present time, the Company's anticipated working capital requirements are such that it intends to follow a policy of retaining earnings in order to finance the development of its business. Accordingly, the Company does not expect to pay a cash dividend within the foreseeable future.

## **Shareholders**

As of December 31, 2014, there were 541 shareholders and 1,509,630 shares of Common Stock outstanding.

The holders of common stock are entitled to one vote per share of common stock on all matters to be voted on by the stockholders. There are no cumulative voting rights. Subject to preferences that may be applicable to any outstanding preferred stock, the holders of common stock are entitled to receive dividends, if any, as may be declared by the board of directors out of funds legally available for dividends. In the event of a liquidation, dissolution or winding up, the holders of common stock are entitled to share ratably in the net assets remaining after payment in full of all liabilities, subject to the prior rights of preferred stock, if any, then outstanding. There are no redemption or sinking fund provisions applicable to the common stock.

## **Transfer Agent**

The Transfer Agent for the Company's Common Stock is Colonial Stock Transfer Co., 66 Exchange Place, Suite 100, Salt Lake City, UT 84111.

## **Equity Compensation Plans**

We do not have any equity compensation plans.

## **Recent Sales of Unregistered Securities; Use of Proceeds from Registered Securities**

We have issued no unregistered securities within the period covered by this report, which have not previously been reported on Form 10-Q or Form 8-K.

We have made no sale of registered securities during the period covered by this report.

## **Purchases of Equity Securities by the Registrant and Affiliated Purchasers**

We have not repurchased any shares of our common stock during the fiscal year ended December 31, 2014.

## **ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.**

The following is a discussion of certain factors affecting Registrant's results of operations, liquidity and capital resources. You should read the following discussion and analysis in conjunction with the Registrant's consolidated financial statements and related notes that are included herein under Item 8 below.

### ***CAUTIONARY STATEMENTS FOR PURPOSES OF THE SAFE HARBOR PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995.***

The statements contained in the section captioned Management's Discussion and Analysis of Financial Condition and Results of Operations which are historical are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements represent the Registrant's present expectations or beliefs concerning future events. The Registrant cautions that such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Registrant to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among other things, the uncertainty as to the Registrant's future profitability; the uncertainty as to the demand for Registrant's services; increasing competition in the markets that Registrant conducts business; the Registrant's ability to hire, train and retain sufficient qualified personnel; the Registrant's ability to obtain financing on acceptable terms to finance its growth strategy; and the Registrant's ability to develop and implement operational and financial systems to manage its growth.

***Plan of Operation***

The Company operates its business primarily through the parent company and its subsidiaries and joint venture, as described above, as well as entities that may be formed or acquired in the future.

***Results of Operations 2014-2013***

Analysis of the calendar years ended December 31, 2014 and December 31, 2013.

***Revenues***

For the year ended December 31, 2014, revenues were approximately \$42,094 compared to \$8,467 for the year ended December 31, 2013, increasing by \$33,627. A total of \$39,721 in sales in the current period was from our oil services operations and \$2,373 from our litigation services operations. All of our sales from the prior period was investment related income.

***G & A Expenses***

G&A expense increased to \$417,003 for the year ended December 31, 2014 from \$36,543 for the year ended December 31, 2013, an increase of \$380,460. The Company consulting fees of \$82,053 the continued ramping up of our operations in our oil services subsidiary for \$90,012 and the expansion of our Litigation Capital subsidiary in the amount of \$36,398. All prior period expense is all general administrative cost from our parent.

***Other income and expenses***

Other items increased to a net expense of \$6,965,242 for the year ended December 31, 2014 from a net income of \$195,921 for the year ended December 31, 2013, resulting in a total net item decrease of \$7,161,163. The items causing the large increase included an intangible asset impairment charge of \$6,665,887 and a loan impairment charge of \$295,000.

***Net income (loss)***

Net Income decreased to a loss of \$7,360,235 for the year ended December 31, 2014 from net income of \$195,921 for the year ended December 31, 2013, a decrease of \$7,556,156. The decrease was mostly related to an impairment charges listed above and the continued development of our subsidiaries.

***Liquidity and Capital Resources 2014-2013***

Analysis of the fiscal years ended December 31, 2014 and December 31, 2013:

On December 31, 2014 the Company had total assets of \$1,573,741 compared to \$307,045 on December 31, 2013 an increase of \$1,266,696. The Company had total liabilities of \$308,577 on December 31, 2014 compared to \$27,701 on December 31, 2013 a decrease of \$280,876. The Company had a total stockholders' equity of \$1,265,165 on December 31, 2014 compared to a stockholders' equity of \$279,344 on December 31, 2013 an increase of \$985,821. The Company's increase in assets resulted from the acquisition of assets acquire for stock sales. The Company does not believe that it can maintain its current operating levels out of remaining cash which was \$923 at December 31, 2014. In order to ensure continued operations, the Company must raise additional capital through the sale of debt, stock or convertible debt, the latter two of which would have a dilutive effect upon the currently issued and outstanding shares of the Company's common stock.



**RECENT ACCOUNTING PRONOUNCEMENTS**

See Note 2 to the consolidated financial statements in Part 1 of this Annual Report on Form 10-K for information related to new accounting pronouncements.

**OFF-BALANCE SHEET ARRANGEMENTS**

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to our investors.

**ITEM 7A. Quantitative and Qualitative Disclosures about Market Risk.**

Not applicable to a smaller reporting Company.

**ITEM 8. FINANCIAL STATEMENTS and Supplementary Data.**

The response to this item is submitted as a separate section of this report beginning on page F-1.

**Item 9. Changes In and Disagreements with Accountants on Accounting and Financial Disclosure.**

We have had no disagreements on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures with any of our accountants for the year ended December 31, 2014 or any interim period. We have not had any other changes in nor have we had any disagreements, whether or not resolved, with our accountants on accounting and financial disclosures during our recent fiscal year or any later interim period.

**Item 9A. Controls and Procedures.**

Management's Annual Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is defined in Rule 13a-15(f) or 15d-15(f) promulgated under the Securities Exchange Act of 1934 as a process designed by, or under the supervision of, the Company's principal executive and principal financial officers and effected by the Company's board of directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America and includes those policies and procedures that:

- Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;
- Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Because of the inherent limitations of internal control, there is a risk that material misstatements may not be prevented or detected on a timely basis by internal control over financial reporting. However, these inherent limitations are known features of the financial reporting process. Therefore, it is possible to design into the process safeguards to reduce, though not eliminate, this risk.

As of December 31, 2014, management assessed the effectiveness of our internal control over financial reporting based on the criteria for effective internal control over financial reporting established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”) and SEC guidance on conducting such assessments. Based on that evaluation, they concluded that, during the period covered by this report, such internal controls and procedures were not effective to detect the inappropriate application of US GAAP rules as more fully described below. This was due to deficiencies that existed in the design or operation of our internal controls over financial reporting that adversely affected our internal controls and that may be considered to be material weaknesses. The matters involving internal controls and procedures that our management considered to be material weaknesses under the standards of the Public Company Accounting Oversight Board were: (1) lack of a functioning audit committee due to a lack of a majority of independent members and a lack of a majority of outside directors on our board of directors, resulting in ineffective oversight in the establishment and monitoring of required internal controls and procedures; (2) inadequate segregation of duties consistent with control objectives; and (3) ineffective controls over period end financial disclosure and reporting processes. The aforementioned material weaknesses were identified by our Chief Executive Officer in connection with the review of our financial statements as of December 31, 2014.

Management believes that the material weaknesses set forth in items (2) and (3) above did not have an effect on our financial results. However, management believes that the lack of a functioning audit committee and the lack of a majority of outside directors on our board of directors results in ineffective oversight in the establishment and monitoring of required internal controls and procedures, which could result in a material misstatement in our financial statements in future periods.

#### Management’s Remediation Initiatives

In an effort to remediate the identified material weaknesses and other deficiencies and enhance our internal controls, we have initiated, or plan to initiate, the following series of measures:

We will create a position to segregate duties consistent with control objectives and will increase our personnel resources and technical accounting expertise within the accounting function when funds are available to us. And, we plan to appoint one or more outside directors to our board of directors who shall be appointed to an audit committee resulting in a fully functioning audit committee who will undertake the oversight in the establishment and monitoring of required internal controls and procedures such as reviewing and approving estimates and assumptions made by management when funds are available to us.

Management believes that the appointment of one or more outside directors, who shall be appointed to a fully functioning audit committee, will remedy the lack of a functioning audit committee and a lack of a majority of outside directors on our Board.

We anticipate that these initiatives will be at least partially, if not fully, implemented by September 30, 2015.

#### Changes in internal controls over financial reporting

There was no change in our internal controls over financial reporting that occurred during the period covered by this report, which has materially affected, or is reasonably likely to materially affect, our internal controls over financial reporting.

#### **Item 9B. Other Information**

On March 13, 2015, in accordance with the Nevada Revised Statutes, the Company’s Articles of Incorporation, as amended, and the then-existing By Laws of the Company, the Board of Directors voted unanimously to adopt updated By Laws for the Company. The updated By Laws are attached to this Annual Report as Exhibit 3.2 hereto.

**PART III****ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE*****Directors and Officers***

The following sets forth the names and ages of all of our directors and executive officers as of the date of this annual report. Also provided herein is a brief description of the business experience of each director and executive officer during the past five years and an indication of directorships held by each director in other companies subject to the reporting requirements under the Federal securities laws. All of the directors will serve until the next annual meeting of shareholders and until their successors are elected and qualified, or until their earlier death, retirement, resignation or removal. There are no arrangements or understandings between any director or executive officer and any other person pursuant to which the director or executive officer was selected.

The following persons constitute all of the Company's Executive Officers and Directors:

NAME	AGE	POSITION
Craig Crawford	61	President, Chief Executive Officer, Chief Financial Officer and Director
Tommie J. Morgan	73	Secretary and Director

Craig Crawford, 61, President, Chief Financial Officer and Director. Mr. Crawford has been employed as a senior manager or senior officer in the oil & gas industry for over 35 years. His most recent employment is as follows: From August 2008 to July 2011, he served as Director of Operations of Willbros, Inc. - Facilities Business Unit. In January 2010 he participated in the formation of Texas Gulf Oil & Gas, Inc. From July 2011 to April 2014, he served as a Co-founder and Chief Executive/Chief Financial Officer and a director of Texas Gulf Energy, Inc., and as President of International Plant Services LLC, its wholly owned subsidiary. From December, 2013 to present he has served as Vice President – Construction of a major engineering and construction firm, overseeing capital oil & gas construction projects in the State of Alaska.

Tommie J. Morgan, Ph.D., 73, Secretary and a director. Dr. Morgan is a Medical Physicist, who is licensed in the States of Texas, Arizona and Nevada, specializing in Diagnostic, Nuclear and Health Physics. He has a prior academic appointment as Chief, Diagnostic Physics and Associate Professor at MD Anderson Hospital & Tumor Institute, University of Texas System Cancer Center in Houston, Texas (1982-1989). He served as President of IATRO Services, Inc. from 1988 to 1995, Vice President of IATRO Holdings, Inc. from 1992 to 1994, President of IATRO, Inc. from 1992 to 1994 and President of IATRO, Inc. from 1992 to 1994, all of which positions were located in Houston, TX. Dr. Morgan has owned and acted as President of private consulting firms, Medikos, Inc. and Morgan Consultants, Inc., from 1994 to present, consulting with numerous hospitals and medical centers throughout the United States including, but not limited to, consulting regarding business plans, budgets, cash flow, staffing requirements, operational needs, equipment acquisitions and regulatory compliance. Dr. Morgan has also served as Acting Chief, Regulatory Affairs for OB Scientific, Inc. of Milwaukee, Wisconsin from 1999 to present. Dr. Morgan also has extensive experience in investing in oil and gas ventures. Dr. Morgan received his B.S.E. in Mathematics, Physics and Education from Arkansas State Teachers College, his M.S. in Radiation Science from the University of Arkansas Medical Center and his Ph.D. in Bionucleonics (Radiation Physics and Radiation Bio-effects) from Purdue University.

Each director is elected for one year at the annual meeting of stockholders and serves until the next annual meeting or until a successor is duly elected and qualified. Executive officers serve at the discretion of our board of directors. There are no family relationships among any of the directors and executive officers.

**Code of Ethics**

As revised in August 2011, the Board of Directors adopted a Code of Ethics for Senior Financial Officers. The Code of Ethics was adopted pursuant to the requirements of the Sarbanes-Oxley Act of 2002 and the rules and regulations of the Securities and Exchange Commission there under. A copy of the Code of Ethics will be made available upon request at no charge. Requests should be directed in writing to the Company at 201 S. Laurel, Luling, TX 78648.

**Compliance with Section 16(a) of the Exchange Act**

Section 16(a) of the Securities Exchange Act of 1934, as amended, requires each of the Company's directors and executive officers, and any beneficial owner of more than 10 percent of the Company's common stock, to file reports with the SEC. These include initial reports and reports of changes in the individual's beneficial ownership of the Company's common stock. Such persons are also required by SEC regulations to furnish the Company with copies of such reports.

**Audit Committee and Audit Committee Financial Expert**

The Company does not have a separately-designated standing audit committee established in accordance with Section 3(a)(58)(A) of the Exchange Act, or a committee performing similar functions. The board of directors has determined that the Company does not have an audit committee financial expert serving on the board. The Company does not have an audit committee financial expert because it has been unable to attract and compensate an individual with the necessary skills to serve in such role. The Company intends to identify and appoint a financial expert when possible.

**ITEM 11. EXECUTIVE COMPENSATION**

Any compensation received by our officers, directors, and management personnel will be determined from time to time by our Board of Directors. Our officers, directors, and management personnel will be reimbursed for any out-of-pocket expenses incurred on our behalf.

**Summary Compensation Table**

The compensation of the named executive officers for the last two completed fiscal years ended December 31, 2013 and December 31, 2014 is shown below:

<b>Name and Principal Position</b>	<b>Year Ended</b>	<b>Salary \$</b>	<b>Bonus \$</b>	<b>Stock Awards \$</b>	<b>Option Awards \$</b>	<b>Non-Equity Incentive Plan Compensation \$</b>	<b>Non-qualified Deferred Compensation Earnings \$</b>	<b>All Other Compensation \$</b>	<b>Total \$</b>
J. Michael King, Former President	2013	9,000	-	-	-	-	-	-	9,000
	2014	12,329	-	-	-	-	-	-	12,239
Donna Steward Former Secretary	2013	-	-	-	-	n/a	-	-	-
	2014	6,819	-	-	-	-	-	-	6,819
Craig Crawford CEO, President, and CFO	2014	6,634	-	-	-	-	-	-	6,634
	2013	-	-	-	-	n/a	-	-	-

**Stock Options/SAR Grants**

The Company has not granted any stock options or stock appreciation rights since our date of incorporation on September 3, 2010.

We anticipate that we will adopt a stock option plan, pursuant to which shares of our common stock will be reserved for issuance to satisfy the exercise of options. The stock option plan will be designed to retain qualified and competent officers, employees, directors and consultants. Our Board of Directors, or a committee thereof, shall administer the stock option plan and will be authorized, in its sole and absolute discretion, to grant options thereunder to all of our eligible employees, including officers, and to our directors, whether or not those directors are also our employees. Options will be granted pursuant to the provisions of the stock option plan on such terms, subject to such conditions and at such exercise prices as shall be determined by our Board of Directors. Our stock option plan and the stock option agreements will provide that options granted pursuant to the stock option plan shall not be exercisable after the expiration of ten years from the date of grant.

**Long-Term Incentive Plans**

As of December 31, 2014, we had no group life, health, hospitalization, or medical reimbursement or relocation plans in effect. Further, we had no pension plans or plans or agreements which provide compensation on the event of termination of employment or corporate change in control.

**Outstanding Equity Awards at Fiscal Year-end**

As of the year ended December 31 30, 2014, each named executive officer had these unexercised options, stock that has not vested, and equity incentive plan awards:

**OPTION AWARDS**

<u>Name</u>	<u>Number of Securities Underlying Unexercised Options # Exercisable</u>	<u>Number of Unexercisable Options</u>	<u>Equity Incentive Plan Awards: Number of Securities Underlying Unexercised Options</u>	<u>Option Exercise Price</u>	<u>Option Expiration Date</u>	<u>Number of Shares or Units of Stock Not Vested</u>	<u>Market Value of Shares or Units Not Vested</u>	<u>Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights Not Vested</u>	<u>Value of Unearned Shares, Units or Other Rights Not Vested</u>
J. Michael King, Former President	-	-	-	-	n/a	-	-	-	-
Donna Steward, Former Secretary					n/a				
Craig Crawford CEO, President, and CFO	-	-	-	-	n/a	-	-	-	-

**Equity Compensation Plans**

We do not have any securities authorized for issuance under any equity compensation plan. We also do not have an equity compensation plan and do not plan to implement such a plan.

<b>Plan Category</b>	<b>Number of securities to be issued upon exercise of outstanding options, warrants and rights (a)</b>	<b>Weighted-average exercise price of outstanding options, warrants and rights (b)</b>	<b>Number of securities remaining available for future issuance under equity compensation (excluding securities reflected in column (a))</b>
Equity compensation plans approved by security holders	-	-	-
Equity compensation plans not approved by security holders	-	-	-
<b>Total</b>	-	-	-

**Employment Contracts**

We currently do not have any employment contracts with any of our officers.

**Section 16(a) Beneficial Ownership Reporting Compliance**

Section 16(a) of the Securities Exchange Act of 1934 requires our director and executive officer and persons who beneficially own more than ten percent of a registered class of our equity securities to file with the SEC initial reports of ownership and reports of change in ownership of common stock and other equity securities of the Company. Officers, directors and greater than ten percent stockholders are required by SEC regulations to furnish us with copies of all Section 16(a) forms they file. Based solely upon a review of Forms 3 and 4 and amendments thereto furnished to us under Rule 16a-3(e) during the year ended December 31, 2014, Forms 5 and any amendments thereto furnished to us with respect to the year ended December 31, 2014, and the representations made by the reporting persons to us, we believe that during the year ended December 31, 2014, our executive officer and director and all persons who own more than ten percent of a registered class of our equity securities complied with all Section 16(a) filing requirements.

**ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS & MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

The following table sets forth certain information regarding the beneficial ownership of our common stock as of December 31, 2014, by each person or entity known by us to be the beneficial owner of more than 5% of the outstanding shares of common stock, each of our directors and named executive officers, and all of our directors and executive officers as a group. Unless otherwise indicated, the persons named in the table below have sole voting and investment power with respect to the number of shares indicated as beneficially owned by them.

<b>Class Type</b>	<b>Beneficial Owner Name and Address</b>	<b>Amount of Ownership</b>	<b>Percentage Ownership</b>
<b>Officers and Directors</b>			
Common Stock	Craig Crawford President, Chief Financial Officer and Director (1)	18,812 shares	1.2%
Common Stock	Tommie J. Morgan Secretary and Director (1)	-0- shares	0%
Common Stock	All Officer and Directors as a Group – 2 members	18,812 shares	1.2%
<b>5% Shareholders</b>			
Common Stock	J. Michael King 3887 Pacific Street Las Vegas, NV 89146	162,465 shares	10.7%
Common Stock	Litigation Capital, Inc. 1062 Indiantown Road Suite 400 Jupiter, FL 33477	137,335 shares	9.1%
Common Stock	Donna Steward 2911 S. Santa Fe San Marcos, CA 92069	77,077 shares	5.1%
Series B Preferred	Litigation Capital, Inc. 1062 Indiantown Road Suite 400 Jupiter, FL 33477	300,000 shares	100%
Series C Preferred	Texas Gulf Oil & Gas, Inc. 123 No. Post Oak Lane Suite 440 Houston, TX 77024	900 shares	100%

(1) The address is: c/o EnergyTEK Corp., 201 S. Laurel, Luling, TX 78648.

Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission and generally includes voting or investment power with respect to securities. In accordance with Securities and Exchange Commission rules, shares of our common stock which may be acquired upon exercise of stock options or warrants which are currently exercisable or which become exercisable within 60 days of the date of the table are deemed beneficially owned by the optionees. Subject to community property laws, where applicable, the persons or entities named in the table above have sole voting and investment power with respect to all shares of our common stock indicated as beneficially owned by them.

Changes in Control - We are not aware of any arrangements which may result in “changes in control” as that term is defined by the provisions of Item 403.

### **ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE**

#### ***Certain Relationships and Related Transactions***

When the Company is contemplating entering into any transaction in which any executive officer, director, nominee or any family member of the foregoing would have any direct or indirect interest, regardless of the amount involved, the terms of such transaction have to be presented to the full board of directors (other than any interested director) for approval. The board has not adopted a written policy for related party transaction review but when presented with such transaction, they are discussed by the full board of directors and documented in the board minutes.

During the fiscal years ended December 31, 2013 and December 31, 2014, the Company engaged in the following transactions with a related person: None

#### ***Director Independence***

Our board of directors affirmatively determines the independence of each director and nominee for election as a director in accordance with guidelines it has adopted, which include all elements of independence set forth in NASDAQ Rule 4200(a)(15). Based on this standard, the board of directors has determined that it currently it has no members who qualify as “independent.”

### **ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES**

#### ***Audit Fees***

The aggregate fees billed for each of the last three fiscal years for professional services rendered by the principal accountant for our audit of annual consolidated financial statements and reviews of our interim consolidated financial statements included in our Form 10-Q and Form 10-K or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years was:

Audit Fees 2013: \$10,000

Audit Fees 2014: \$12,000

#### ***Audit-Related Fees***

None.

#### ***Tax Fees***

None.

#### ***All Other Fees***

None.

#### ***Audit Committee Policies and Procedures***

As of the date of this Annual Report, the Company does not have an established audit committee. The appointment of John Scrudato CPA was approved by the Board of Directors as the principal auditors for the Company. There are no board members that are considered to have significant financial experience. When independent directors with the appropriate financial background join the board, the board plans to establish an audit committee, which will then adopt an appropriate charter and pre-approval policies and procedures in connection with services to be rendered by the independent auditors.



**ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES****(a) Financial Statements and Schedules**

See Index to Consolidated Financial Statements under Part II, Item 8 of this Annual Report on Form 10-K.

**(b) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>	<b>Location</b>
2.1	Purchase Agreement between the Company and Texas Gulf Oil & Gas, Inc. dated March 31, 2014.	Incorporated by reference Exhibit 2.1 to the Company's Current Report on Form 8-K filed with the SEC on April 4, 2014.
2.2	Purchase Agreement between the Company and Litigation Capital, Inc. dated March 31, 2014.	Incorporated by reference to Exhibit 2.2 to the Company's Current Report on Form 8 filed with the SEC on April 4, 2014.
2.3	Share Exchange Agreement between the Company and Texas Gulf Oil & Gas, Inc. May 21, 2014,	Incorporated by reference to Exhibit 2.3 to the Company's Current Report on Form 8-K filed with the SEC on April 4, 2014.
3.1	Articles of Incorporation of the Company, as amended.	Filed herewith.
3.2	Bylaws of the Company	Filed herewith.
4.1	Certificate of Designation of Series A Convertible Preferred Stock filed with the Nevada Secretary of State on March 31, 2014.	Incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K filed with the SEC on April 4, 2014 (subsequently amended and restated).
4.2	Certificate of Designation of Series B Convertible Preferred Stock filed with the Nevada Secretary of State on March 31, 2014.	Incorporated by reference to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the SEC on March 31, 2014.
4.3	Certificate of Amendment to Certificate of Designations of Series A Convertible Preferred Stock filed with the Nevada Secretary of State on April 29, 2014.	Incorporated by reference to Exhibit 4.2 to the Company's Quarterly Report on Form 8-K for the period ended March 31, 2014, filed with the SEC on May 2, 2014.
4.4	Certificate of Designation of Series C Convertible Preferred Stock filed with the Nevada Secretary of State on May 20, 2014.	Incorporated by reference to Exhibit 4.1 of the Company's Annual Report on Form 8-K filed with the SEC on May 28, 2014 (subsequently corrected and amended).

4.5	Certificate of Correction to Certificate of Designations of the Series C Convertible Preferred Stock filed with the Nevada Secretary of State on May 22, 2014.	Provided herewith.
4.6	Certificate of Amendment to Certificate of Designations of the Series C Convertible Preferred Stock filed with the Nevada Secretary of State on September 19, 2014.	Provided herewith.
4.7	Certificate of Amendment to Certificate of Designations of the Series C Convertible Preferred Stock filed with the Nevada Secretary of State on January 7, 2015.	Incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on January 9, 2015.
10.1	Joint Venture Agreement between the Company and Wagley Offshore-Onshore, Inc. dated January 6, 2015.	Incorporated by reference to Exhibit 1.1 to the Company's Current Report on Form 8-K filed with the SEC on January 9, 2015.
10.2	Limited Liability Company Operating Agreement for Wagley-EnergyTEK LLC by and between the Company and Wagley Offshore-Onshore, Inc. dated January 6, 2015.	Incorporated by reference to Exhibit 1.1 to the Company's Current Report on Form 8-K filed with the SEC on January 9, 2015.
21	List of Subsidiaries of the Company	Provided herewith.
31.1	Certifications of the Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Provided herewith
31.2	Certifications of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002	Provided herewith
32.1	Certification Pursuant To 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	Provided herewith
32.2	Certification Pursuant To 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002	Provided herewith
101	The following financial information from the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2014, formatted in XBRL (eXtensible Business Reporting Language): (i) Consolidated Balance Sheets; (ii) Consolidated Statements of Income; (iii) Consolidated Statements of Shareholders' Equity; (iv) Consolidated Statements of Cash Flows; and (v) the Notes to Consolidated Financial Statements.	Provided herewith

**SIGNATURES**

In accordance the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**ENERGYTEK CORP.**

Date: March 30, 2015

By: /s/ Craig Crawford  
Craig Crawford  
Chief Executive Officer & Principal  
Executive Officer

/s/ Craig Crawford  
Craig Crawford  
Chief Financial Officer & Principal  
Financial Officer

In accordance with the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities indicated on March 30, 2015.

<u>Signatures</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Craig Crawford</u> Craig Crawford	Board Chairperson, Director	March 30, 2015
<u>/s/ Tommie J. Morgan</u> Tommie J. Morgan	Director	March 30, 2015

John Scrudato CPA  
CERTIFIED PUBLIC ACCOUNTING FIRM

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Board of Directors and Stockholders of  
Energy Tek Corp. (formerly Broadleaf Capital Partners, Inc.)

We have audited the accompanying balance sheet of Energy Tek Corp. (formerly Broadleaf Capital Partners, Inc.) as of December 31, 2014 and 2013 and the related consolidated statements of operations, changes in stockholders' equity and cash flows for the years then ended. These financial statements are the responsibility of the Company management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Energy Tek Corp. (formerly Broadleaf Capital Partners, Inc.) at December 31, 2014 and 2013, and the results of their operations and their cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 4, the Company has incurred significant accumulated deficits, recurring operating losses and a negative working capital. This and other factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plans in regard to these matters are also discussed in Note 4. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ John Scrudato CPA

Califon, New Jersey

March 20, 2015

7 Valley View Drive Califon, New Jersey 07830

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Registered Public Company Accounting Oversight Board Firm

**ENERGY TEK CORP.**  
**(FORMERLY BROADLEAF CAPITAL PARTNERS, INC.)**  
**CONSOLIDATED BALANCE SHEETS**

	<u>31-Dec-14</u>	<u>31-Dec-13</u>
	<u>"Audited"</u>	<u>"Audited"</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 923	\$ 7,045
Accounts receivable(net)	624	0
Notes receivable current portion	0	135,000
<b>TOTAL CURRENT ASSETS</b>	<u>1,547</u>	<u>142,045</u>
Notes Receivable - net of current portion	0	165,000
Property, plant and equipment, net	231,050	0
Intangible assets	1,085,144	0
Goodwill	256,000	0
<b>TOTAL ASSETS</b>	<u>\$ 1,573,741</u>	<u>\$ 307,045</u>
<b>LIABILITIES AND EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued expenses	\$ 59,186	\$ 14,951
Other current liabilities	31,096	0
Notes payable - current portion	135,000	0
Notes payable - related party	83,294	12,750
<b>TOTAL CURRENT LIABILITIES</b>	<u>308,576</u>	<u>27,701</u>
<b>TOTAL LIABILITIES</b>	<u>308,576</u>	<u>27,701</u>
<b>COMMITMENTS AND CONTINGENCIES (Note 9)</b>		
<b>ENERGY TEK CORP. ("ENTK") SHAREHOLDERS' EQUITY</b>		
Preferred Stock 10,000,000 authorized all series: Series C \$0.01 par value 900 shares issued and outstanding at December 31, 2014 and none at December 31, 2013	9	0
Series B \$0.01 par value 300,000 shares issued and outstanding at December 31, 2014 and none at December 31, 2013.	3,000	0
Common Stock 500,000,000 authorized at \$0.001 par value; 1,508,367 and 1,113,986 shares issued and outstanding December 31, 2014 and December 31, 2013.	1,508	1,114
Additional paid-in capital	22,695,464	14,307,491
Accumulated deficit	(21,389,496)	(14,029,261)
Less Treasury stock at cost (137,335 shares at \$0.33)	(45,320)	0
<b>TOTAL EQUITY</b>	<u>1,265,165</u>	<u>279,344</u>
<b>TOTAL LIABILITIES, AND EQUITY</b>	<u>\$ 1,573,741</u>	<u>\$ 307,045</u>

"The accompanying notes are an integral part of these consolidated financial statements."

**ENERGY TEK CORP.**  
**(FORMERLY BROADLEAF CAPITAL PARTNERS, INC.)**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**

	For the Years Ended	
	<u>31-Dec-14</u>	<u>31-Dec-13</u>
	<u>"Audited"</u>	<u>"Audited"</u>
<b>REVENUES</b>	\$ 42,094	\$ 8,467
<b>COST OF SALES</b>	<u>20,084</u>	<u>0</u>
<b>GROSS PROFIT</b>	22,010	8,467
<b>OPERATING EXPENSES</b>	<u>417,003</u>	<u>36,543</u>
<b>NET INCOME(LOSS) FROM OPERATIONS</b>	(394,993)	(28,076)
<b>OTHER INCOME (EXPENSE)</b>		
Other Income	0	10,000
Impairment charge	(6,960,887)	0
Realized Gain on Sale of Investment	0	139,050
Debt Forgiveness	0	46,871
Interest expense	(4,355)	0
<b>TOTAL OTHER INCOME (EXPENSE)</b>	<u>(6,965,242)</u>	<u>195,921</u>
<b>INCOME (LOSS) FROM CONTINUING OPERATIONS BEFORE INCOME TAXES</b>	(7,360,235)	167,845
Income taxes	<u>0</u>	<u>(9,451)</u>
<b>NET INCOME (LOSS)</b>	<u>\$ (7,360,235)</u>	<u>\$ 158,394</u>
<b>INCOME (LOSS) PER SHARE</b>		
Basic Income (Loss) Per Share basic	<u>(6.48)</u>	<u>0.14</u>
Basic Income (Loss) Per Share diluted	<u>(0.08)</u>	<u>0.14</u>
<b>WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING</b>		
<b>BASIC</b>	<u>1,135,896</u>	<u>1,113,986</u>
<b>DILUTED</b>	<u>92,935,896</u>	<u>1,113,986</u>

“The accompanying notes are an integral part of these consolidated financial statements.”

**ENERGY TEK CORP.**  
**(FORMERLY BROADLEAF CAPITAL PARTNERS, INC.)**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	For the Years Ended	
	31-Dec-14 "Unaudited"	31-Dec-13 "Audited"
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income (loss) from continuing operations	\$ (7,360,235)	\$ 158,394
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation	20,600	0
Impairment charge	6,960,887	0
Common stock issued as compensation	119,535	0
(Increase) decrease in accounts receivable	(624)	0
Increase (decrease) in accounts payable /accrued expenses	43,171	(36,870)
Increase (decrease) in accrued interest	0	(16,488)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<b>(216,666)</b>	<b>105,036</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
None	0	0
<b>NET CASH PROVIDED (USED) IN INVESTING ACTIVITIES</b>	<b>0</b>	<b>0</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issuance of note receivable	5,000	(175,000)
Issuance of notes payable	135,000	12,750
Extinguishment of debt	0	(30,383)
Related party proceeds	70,544	0
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>210,544</b>	<b>(192,633)</b>
<b>NET DECREASE IN CASH</b>	<b>(6,122)</b>	<b>(87,597)</b>
<b>CASH, BEGINNING OF PERIOD</b>	<b>7,045</b>	<b>94,642</b>
<b>CASH, END OF PERIOD</b>	<b>\$ 923</b>	<b>\$ 7,045</b>

"The accompanying notes are an integral part of these consolidated financial statements."

**ENERGY TEK CORP.**  
**(FORMERLY BROADLEAF CAPITAL PARTNERS, INC.)**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)**

For the Years Ended	
31-Dec-14	31-Dec-13
"Unaudited"	"Unaudited"

**SUPPLEMENTAL DISCLOSURE OF CASH  
FLOW INFORMATION**

Interest paid	\$ 4,355	\$ 684
Income taxes paid	\$ 0	\$ 0

**SUPPLEMENTAL DISCLOSURE OF  
NON-CASH ACTIVITIES**

Preferred stock series B & C stock issued in purchase of acquisition assets	\$ 8,023,377	\$ 0
Common stock issued for services	\$ 67,630	\$ 0
Common stock exchanged for debt	\$ 74,158	\$ 0
Treasury stock issued for debt	\$ 45,320	\$ 0

"The accompanying notes are an integral part of these consolidated financial statements."



**ENERGY TEK CORP.**  
**(FORMERLY BROADLEAF CAPITAL PARTNERS, INC.)**  
Consolidated Statements of Shareholders' Equity (Deficit)  
For the years ended December 31, 2014 and 2013  
"Audited"

		Preferred stock Shares	Amount	Common stock Shares	Amount	Treasury Stock	Additional Paid in Capital	Accumulated Deficit	Total
Balance	31-Dec-12	0	0	1,113,986	1,114	0	14,307,491	(14,187,655)	120,950
Net income for the year ended December 31, 2013		0	0	0	0	0	0	158,394	158,394
Balance	31-Dec-13	0	0	1,113,986	1,114	0	14,307,491	(14,029,261)	279,344
Preferred stock issued for acquisitions		300,900	3,009	0	0	0	8,201,257	0	8,204,266
Acquisition of treasury stock		0	0	0	0	(45,320)	45,320	0	0
Stock issued as Compensation		0	0	211,880	329	0	67,301	0	67,630
Stock issued for debt		0	0	182,501	63	0	74,095	0	74,158
Net income for the year ended December 31, 2014		0	0	0	0	0	0	(7,360,235)	(7,360,235)
Balance	31-Dec-14	<u>300,900</u>	<u>\$ 3,009</u>	<u>1,508,367</u>	<u>\$ 1,505</u>	<u>\$ (45,320)</u>	<u>22,695,464</u>	<u>\$ (21,389,496)</u>	<u>\$ 1,265,165</u>

"The accompanying notes are an integral part of these consolidated financial Statements"

## **NOTE 1 - RECENT COMPANY BACKGROUND**

EnergyTek Corp. formerly Broadleaf Capital Partners, Inc. (the Company), is a Nevada company. In November of 2013 the Company formed a wholly owned subsidiary Sustained Release, Inc. Although a private placement memorandum was done in December 2013, no funds were raised. On February 13, 2014, the Company sold its wholly- owned subsidiary Pipeline Nutrition to a related party. For accounting purposes, the effective date of the transaction was retroactively made to be December 31, 2013. Our financial statements presented here reflect this event for both periods presented. During March 2014 we formed a new subsidiary Texas Gulf Exploration & Production, Inc. which, on March 28, 2014, acquired the majority of assets of Texas Gulf Oil & Gas Inc. Also in March 2014 we formed another new subsidiary Legal Capital Corp., which on March 28, 2014 acquired the majority of assets of Litigation Capital, Inc. On March 31, 2014 we entered into an agreement whereby the acquisition of our subsidiary, Sustained Release, Inc., was rescinded. No sales of Preferred Stock were ever sold in this proposed private placement and the Company has withdrawn this private offering.

## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES**

This summary of significant account policies of the Company is presented to assist in understanding the Company's financial statements. The financial statements and the notes are the representation of the Company's management, who are responsible for their integrity and objectivity. These accounting policies conform to U.S. generally accepted accounting principles ("US GAAP") and have been consistently applied in the preparation of the financial statements.

### ***Basis of Presentation***

The Consolidated Financial Statements include the accounts of the Company and its majority-owned and wholly-owned subsidiaries. All significant intercompany account balances, transactions, profits and losses have been eliminated.

### ***Principles of Consolidation***

The financial statements include the accounts of the Company and its subsidiaries. Intercompany transactions and balances have been eliminated. Equity investments through which we exercise significant influence over but do not control the investee and are not the primary beneficiary of the investee's activities are accounted for using the equity method where applicable. Investments through which we are not able to exercise significant influence over the investee and which do not have readily determinable fair values are accounted for under the cost method where applicable.

### ***Use of Estimates***

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### ***Fair Value of Financial Instruments***

For certain of the Company's financial instruments, including cash and cash equivalents, accounts receivable, and accounts payable, the carrying amounts approximate fair value due to their short maturities.

### ***Revenue Recognition***

The Company ASC No. 605 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the sales price is fixed or determinable, and (iii) collectability is reasonably assured.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Cash and Cash Equivalents*

Cash comprises cash in hand and cash held on demand with banks. The Company considers all highly liquid investments with original maturities of 90 days or less to be cash equivalents. Cash equivalents are carried at cost, which approximates market value. Cash and cash equivalents comprise of the non-interest bearing checking accounts in US Dollars.

### *Accounts Receivable, Net*

Accounts receivable represent amounts due from customers on product and other sales. These accounts receivable, which are reduced by an allowance for doubtful accounts, are recorded at the invoiced amount and do not bear interest. The Company evaluates the collectability of its accounts receivable based on a combination of factors, including whether sales were made pursuant to letters of credit. In cases where management is aware of circumstances that may impair a specific customer's ability to meet its financial obligations, management records a specific allowance against amounts due, and reduces the net recognized receivable to the amount the Company believes will be collected. For all other customers, the Company maintains an allowance that considers the total receivables outstanding, historical collection rates and economic trends. Accounts are written off when all efforts to collect have been exhausted.

### **Stock Based Compensation**

When applicable, the Company will account for stock-based payments to employees in accordance with ASC 718, "Stock Compensation" ("ASC 718"). Stock-based payments to employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the consolidated statement of operations based on their fair values at the date of grant.

The Company accounts for stock-based payments to non-employees in accordance with ASC 505-50, "Equity-Based Payments to Non-Employees." Stock-based payments to non-employees include grants of stock, grants of stock options and issuances of warrants that are recognized in the consolidated statement of operations based on the value of the vested portion of the award over the requisite service period as measured at its then-current fair value as of each financial reporting date.

The Company calculates the fair value of option grants and warrant issuances utilizing the Binomial pricing model. The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. ASC 718 requires forfeitures to be estimated at the time stock options are granted and warrants are issued to employees and non-employees, and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term "forfeitures" is distinct from "cancellations" or "expirations" and represents only the unvested portion of the surrendered stock option or warrant. The Company estimates forfeiture rates for all unvested awards when calculating the expense for the period. In estimating the forfeiture rate, the Company monitors both stock option and warrant exercises as well as employee termination patterns. The resulting stock-based compensation expense for both employee and non-employee awards is generally recognized on a straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period.

### *Property, Plant and Equipment*

Property, plant and equipment are recorded at cost less accumulated depreciation. Expenditures for major additions and improvements are capitalized. As property and equipment are sold or retired, the applicable cost and accumulated depreciation are removed from the accounts and any resulting gain or loss thereon is recognized as operating expenses.

Depreciation is calculated using the straight-line method over the estimated useful lives or, in the case of leasehold improvements, the term of the related lease, including renewal periods, if shorter. Estimated useful lives are as follows:

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Buildings	40 years
Equipment	5-15 years

The Company reviews property, plant and equipment and all amortizable intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. Recoverability is based on estimated undiscounted cash flows. Measurement of the impairment loss, if any, is based on the difference between the carrying value and fair value.

### *Impairment of Long-Lived Assets and Amortizable Intangible Assets*

The Company follows ASC 360-10, "Property, Plant, and Equipment," which established a "primary asset" approach to determine the cash flow estimation period for a group of assets and liabilities that represents the unit of accounting for a long-lived asset to be held and used. Long-lived assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The carrying amount of a long-lived asset is not recoverable if it exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. Long-lived assets to be disposed of are reported at the lower of carrying amount or fair value less cost to sell. During the year ended December 31, 2014 the company recognized an impairment charge of \$6,665,887 of its oil service industry intangible assets.

### *Intangible Assets - Goodwill*

The excess of the purchase price over net tangible and identifiable intangible assets of business acquired is carried as Goodwill on the balance sheet. Goodwill is not amortized, but instead is assessed for impairment at least annually and upon the occurrence of certain triggering events or substantive changes in circumstances that indicate that the fair value of goodwill may be impaired. Measurement of the impairment loss, if any, is based on the difference between the carrying value and fair value of reporting unit. The goodwill impairment test follows a two-step process. In the first step, the fair value of a reporting unit is compared to its carrying value. If the carrying value of a reporting unit exceeds its fair value, the second step of the impairment test is performed for purposes of measuring the impairment. In the second step, the fair value of the reporting unit is allocated to all of the assets and liabilities of the reporting unit to determine an implied goodwill value. If the carrying amount of the reporting unit's goodwill exceeds the implied fair value of goodwill, an impairment loss will be recognized in an amount equal to that excess. There were no material impairments to the carrying value of long-lived assets and intangible assets subject to amortization during the years ended December 31, 2014, and 2013.

### *Business segments*

ASC 280, "Segment Reporting" requires use of the "management approach" model for segment reporting. The management approach model is based on the way a company's management organizes segments within the Company for making operating decisions and assessing performance. The Company determined it has two operating segments as of December 31, 2014 and one segment as of December 31, 2013.

### *Acquisitions*

The Company recognizes the assets acquired, the liabilities assumed, and any non-controlling interest in the acquiree at the acquisition date, measured at their fair values as of that date. Contingent purchase consideration is recorded at fair value at the date of acquisition. Any excess purchase price over the fair value of the net assets acquired is recorded as goodwill. Within one year from the date of acquisition, the Company may update the value allocated to the assets acquired and liabilities assumed and the resulting goodwill balances as a result of information received regarding the valuation of such assets and liabilities that was not available at the time of purchase. Measuring assets and liabilities at fair value requires the Company to determine the price that would be paid by a third party market participant based on the highest and best use of the assets or interests acquired. Acquisition costs are expensed as incurred.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### *Fair Value Measurements*

For certain financial instruments, including accounts receivable, accounts payable, interest payable, advances payable and notes payable, the carrying amounts approximate fair value due to their relatively short maturities.

On January 1, 2008, the Company adopted ASC 820-10, "*Fair Value Measurements and Disclosures*." ASC 820-10 defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the consolidated balance sheets for receivables and current liabilities each qualify as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

Level 1 inputs to the valuation methodology are quoted prices for identical assets or liabilities in active markets.

Level 2 inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Company did not identify any non-recurring assets and liabilities that are required to be presented in the balance sheets at fair value in accordance with ASC 815.

In February 2007, the FASB issued ASC 825-10 "*Financial Instruments*." ASC 825-10 permits entities to choose to measure many financial assets and financial liabilities at fair value. Unrealized gains and losses on items for which the fair value option has been elected are reported in earnings. ASC 825-10 is effective as of the beginning of an entity's first fiscal year that begins after November 15, 2007. The Company adopted ASC 825-10 on January 1, 2008. The Company chose not to elect the option to measure the fair value of eligible financial assets and liabilities.

### *Income Taxes*

Deferred income taxes are provided using the liability method whereby deferred tax assets are recognized for deductible temporary differences and operating loss and tax credit carry-forwards, and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates of the date of enactment.

When tax returns are filed, it is highly certain that some positions taken would be sustained upon examination by the taxing authorities, while others are subject to uncertainty about the merits of the position taken or the amount of the position that would be ultimately sustained. The benefit of a tax position is recognized in the financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions. Tax positions that meet the more-likely-than-not recognition threshold are measured as the largest amount of tax benefit that is more than 50 percent likely of being realized upon settlement with the applicable taxing authority. The portion of the benefits associated with tax positions taken that exceeds the amount measured as described above is reflected as a liability for unrecognized tax benefits in the accompanying balance sheets along with any associated interest and penalties that would be payable to the taxing authorities upon examination.

## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

Applicable interest and penalties associated with unrecognized tax benefits are classified as additional income taxes in the statements of operations.

### ***Borrowings***

Borrowings are recognized initially at cost which is the fair value of the proceeds received, net of transaction costs incurred. In subsequent periods, borrowings are stated at amortized cost using the effective yield method; any difference between fair value of the proceeds (net of transaction costs) and the redemption amount is recognized as interest expense over the period of the borrowings.

### ***Provisions***

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.

The Company recognizes the estimated liability to repair or replace products sold still under warranty at the balance sheet date. This provision is calculated based on past history of the level of repairs and replacements.

### ***Legal Matters***

The Company is not currently involved in any litigation and no reserves for litigation costs have been made at this time.

### ***Special Purpose Entities***

The Company does not have any off-balance sheet financing activities.

### ***Net Income per Share***

The Company computes net income (loss) per share in accordance with ASC 260-10, "Earnings Per Share." The basic net loss per common share is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted net loss per share gives effect to all dilutive potential common shares outstanding during the period using the "as if converted" basis. The Company has currently authorized a Series C Preferred stock which is convertible at a rate of one share of preferred stock into one percent of the fully diluted common stock outstanding at the close of business on the last day prior to the date of notice of conversion.

### ***Common Stock***

There is currently only one class of common stock. Each share common stock is entitled to one vote. The authorized number of common stock of the Company at December 31, 2014 was 500,000,000 shares with a par value per share of \$0.001. Authorized shares that have been issued and fully paid amounted to 1,508,367 as of December 31, 2014 and 1,113,986 as of December 31, 2013. Our common authorized shares were increased on July 23, 2014 from 250,000,000 to 500,000,000. We also effectuated a 1 for 150 reverse stock split of our common stock on July 23, 2014. All our financial information in these statements have been adjusted to reflect that split.

## **NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### ***Preferred Stock***

On November 16, 2013, the Company's Board of Directors authorized the issuance of Preferred stock of 10,000,000 with a par value of \$0.01 per share. The terms of these shares will be determined upon issuance; however, no shares were ever sold or issued.

In March of 2014 the Company issued 900 shares of Series A Preferred Stock. Series A Preferred Stock shall have the right to convert any or all of the series of Series A Preferred Stock into Common Stock. Each share of Series A Preferred Stock shall be convertible at the option of the holder at any time, after the date of issuance of such shares. Each Series A Preferred Share converts into one hundred thousand (100,000) shares of Common Stock.

On May 21, 2014, the 900 shares of Series A Preferred Stock were exchanged for 900 Shares of Series C Preferred Stock. Series C Stock shall have the right to convert any or all of the series of Series A Preferred Stock into Common Stock. Each share of Series C Preferred Stock shall be convertible at the option of the holder at any time, after the date of issuance of such shares. Each Series C Preferred Share converts into one hundred thousand (100,000) shares of Common Stock. Prior to January 1, 2016, in no event shall the number of Series C Preferred Stock or the number of shares of Common Stock into which the Series C Preferred Stock is convertible be subject to any adjustment resulting from a reverse split of the Common Stock. On all matters the holders of Series C Preferred Stock and the holders of Common Stock shall vote together and not as separate classes. Each holder of Series C Preferred Stock shall be entitled to one (1) vote for each share of series C Preferred Stock held.

In March of 2014 the Company issued 300,000 shares of Series B Preferred stock. The holders of Series B Preferred Stock shall be entitled to when and if declared by the Board of Directors out of the funds of the Company, non cumulative cash dividends accruing on a daily basis from the date of issuance of the Series B Preferred Stock through and including the date on which dividends are paid at an annual rate of six percent (6%) per share of Series B Preferred Stock. Series B Preferred Stock shall rank senior to the Common Stock and the Series C Preferred Stock. On all matters the holders of Series B Preferred Stock and the holders of Common Stock shall vote together and not as separate classes and the Series B Preferred Stock shall be counted as one vote per each share.

### ***Reclassifications***

Certain reclassifications have been made to prior year balances to conform to the current year presentation.

### ***Comprehensive Income***

Comprehensive income represents net income plus the change in equity of a business enterprise resulting from transactions and circumstances from non-owner sources. The Company's comprehensive income equal net income for the years ended December 31, 2014, and 2013.

## **NOTE 3 – RECENT ACCOUNTING PRONOUNCEMENTS**

No. 2013-01, January 2013, Balance Sheet(Topic 210): The amendments in this Update affect entities that have derivatives accounted for in accordance with Topic 815, including bifurcated embedded derivatives, repurchase agreements and reverse repurchase agreements, and securities borrowing and securities lending transactions that are either offset in accordance with Section 210-20-45 or Section 815-10-45 or subject to an enforceable master netting arrangement or similar agreement. Entities with other types of financial assets and financial liabilities subject to a master netting arrangement or similar agreement also are affected because these amendments make them no longer subject to the disclosure requirements in Update 2011-11.

#### NOTE 4 - GOING CONCERN

As reported in the consolidated financial statements, the Company has an accumulated deficit \$21,389,496 as of December 31, 2014 and has cash flow constraints with a current revenue stream. These trends have been consistent for the past few years, respectively.

These factors create uncertainty about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital it could be forced to cease operations.

In order to continue as a going concern, develop and generate revenues and achieve a profitable level of operations, the Company will need, among other things, additional capital resources. Management's plans to obtain such resources for the Company include raising additional capital through sales of common stock, and entering into acquisition agreements with profitable entities with significant operations. In addition, management is continually seeking to streamline its operations and expand the business through a variety of industries, including real estate and financial management. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

#### NOTE 5 - EARNINGS PER SHARE

The following table sets forth the information used to compute basic and diluted net income per share attributable to the Company for the years ended December 31:

	<u>12/31/2014</u>	<u>12/31/2013</u>
Net Income (Loss)	\$ (7,360,235)	\$ 158,394
Weighted-average common shares outstanding basic:		
Weighted-average common stock - Basic	<u>1,135,896</u>	<u>1,113,986</u>
Equivalents		
Stock options	-	-
Convertible note Series B	1,800,000	-
Convertible note Series C	<u>90,000,000</u>	<u>-</u>
Weighted-average common stock - Diluted	<u>92,935,896</u>	<u>1,113,986</u>



**NOTE 6 - PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS**

Property, plant and equipment consist of the following:

Equipment	\$ 247,750	\$ 0
Computers and software	7,400	3500
Other equipment	400	400
Total property, plant and equipment	<u>255,550</u>	<u>3900</u>
Less:		
Accumulated depreciation	3,900	3900
Current depreciation expense	<u>20,600</u>	<u>0</u>
Total accumulated depreciation	<u>24,500</u>	<u>3900</u>
Net property, plant and equipment	<u>\$ 231,050</u>	<u>\$ 0</u>
Intangible assets consist of:		
Goodwill	\$ 8,007,031	\$ 0
Less:		
Impairment	<u>6,665,887</u>	<u>0</u>
Net intangible assets	<u>\$ 1,341,144</u>	<u>\$ 0</u>

**NOTE 7 - RELATED PARTY TRANSACTIONS**

The Company pays \$2,500 per month to a related party for office space and administrative services on a month-to-month basis. There are no long-term commitments pertaining to this arrangement.

The Company agreed to set up short term notes payable to the board for unpaid fees during 2013 and the first quarter of 2014. A short term note was issued to Donna Steward for \$3,750 and Charles Snipes for \$1,500, Robert Anderson for \$750, with a stated 8% interest rate. In addition the Company agreed to set a short term note payable to President Mike King for his 2013 and first quarter 2014 salary of \$11,250 under the same terms. These liabilities were exchanged for stock during the third quarter of 2014.

Our subsidiary, Texas Gulf Exploration & Production Inc., has entered into a five year agreement whereby we have the right of first refusal to provide all wellhead services for all of Texas Gulf Oil & Gas, Inc. oil and or gas wells at cost plus 10% for such services. However, the value for such contract, as reported herein is only a potential future value and differ significantly as it is dependent on upon the future price of oil and the Company's ability to raise capital for the cost of providing services under the contract.

The Company paid off additional related party accrued liabilities through the issuance of 120,000 shares of our common stock valued at \$39,000.

**NOTE 7 - RELATED PARTY TRANSACTIONS (CONTINUED)**

Texas Gulf Oil & Gas, Inc. has a 60-day right of first refusal to invest funds in any new oil or gas leases that Texas Gulf Exploration & Production Inc. locates and signs leases for.

During the course of 2014 a related party has advanced \$80,894 to Texas Gulf Exploration & Production Inc. in the form of working capital advances. These loans are due on demand and carry no interest rate.

**NOTE 8 – NOTES PAYABLE**

Notes payable consist of the following for the periods ended;	<u>12/31/2014</u>	<u>12/31/2013</u>
Promissory note from a related party dated December 30, 2013 with an interest rate stated at 8%. Interest and principal due at maturity December 30, 2014.	\$ 0	\$ 9,000
Promissory note from a related party dated December 30, 2013 with an interest rate stated at 8%. Interest and principal due at maturity December 30, 2014.	0	3000
Promissory note from a related party issued as working capital advances during 2014 with an interest rate stated at 0%. This note is due on demand.	80,894	0
Promissory note from a related party dated December 30, 2013 with an interest rate stated at 8%. Interest and principal due at maturity December 30, 2014.	0	750
Note dated June 22, 2014 with an interest rate stated at 4%. This note is convertible into 270,000 shares of common stock.	<u>135,000</u>	<u>0</u>
<b>Total Notes Payable</b>	<b>215,894</b>	<b>12,750</b>
<b>Less Current Portion</b>	<b><u>215,894</u></b>	<b><u>12,750</u></b>
<b>Long Term Notes Payable</b>	<b><u>\$ 0</u></b>	<b><u>\$ 0</u></b>
All are classified as short term by the Company. Accrued interest on these notes totaled.	<b><u>\$ 0</u></b>	<b><u>\$ 16,488</u></b>

**NOTE 9 - COMMITMENTS AND CONTINGENCIES**

The company current has no commitments or contingencies that require reporting.

**NOTE 10 – SUBSEQUENT EVENTS**

On January 6, 2015, the Company entered into a Joint Venture Agreement with Wagley Offshore-Onshore, Inc. (the “JV Agreement” and “Wagley”, respectively). The purpose of the JV Agreement is to pursue a distressed energy asset acquisition program to take advantage of the reduction in value of these assets due to the historically low price of crude oil. The Joint Venture, to be known as Wagley-EnergyTEK J.V. LLC, a Texas limited liability company (the“LLC”), will utilize the extensive relationships of Wagley to acquire energy related assets such as equipment, leases and production in exchange for a combination of cash and/or equity securities of the Company. As a term and condition of the JV Agreement, the Company is issuing Twenty Million (20,000,000) restricted shares of its common stock to the Joint Venture as its capital contribution to the Joint Venture.

## NOTE 11 - ACQUISITIONS

On March 31, 2014, The Company's subsidiary Legal Capital Corp, acquired certain assets of Litigation Capital Corp. Also on March 31, 2014, the Company's subsidiary Texas Gulf Exploration & Production, Inc. acquired certain assets of Texas Gulf Oil and Gas Inc.. The acquisitions were accounted for as business purchases and recorded at the estimated fair values of the net tangible and identifiable intangible assets acquired. The excess of the purchase price over the assets acquired was recorded as goodwill. Valuations generally were determined by an independent valuation expert and the acquisition of the key operating assets were audited as significant subsidiaries. The valuation of the assets acquired from Texas Gulf Oil & Gas, Inc. is based upon potential future earnings from the 5 year oil well servicing contract by and between our subsidiary, Texas Gulf Exploration & Production, Inc., and Texas Gulf Oil & Gas, Inc. The potential earnings are not guaranteed and could differ significantly due to the market price of crude oil and the inability of the Company to raise the capital necessary to sustain the operations of our subsidiary. A summary of the purchase price, assets acquired and other information for each of these business purchases is as follows:

	Litigation Capital Corp.	Texas Gulf Oil & Gas Assets
Cash	\$ 45,727	\$ 0
Intangible assets	256,000	7,751,031
Equipment	<u>0</u>	<u>45,650</u>
Total Assets Purchased	<u>\$ 301,727</u>	<u>7,796,681</u>
Components of purchase price		
Series C Preferred	\$ 0	\$ 7,722,650
Series B Preferred	300,727	0
Assumption of liabilities	<u>1,000</u>	<u>74,031</u>
Total purchase price	<u>\$ 301,727</u>	<u>\$ 7,796,681</u>

## NOTE 12 - NOTES RECEIVABLE

On February 13, 2014, the Company sold its working subsidiary Pipeline Nutrition, U.S.A. Inc. to a related party and extended the collection of a note receivable from December 31, 2013 until December 31, 2014 in exchange for increasing its current note to \$135,000. For accounting purposes, the effective date of the transaction was retroactively made to December 31, 2013. In addition to extending the due date of the note the Company will receive an additional \$165,000 in a long term note equaling \$300,000 in total. \$5,000 was received in February 2014, \$130,000 is due in December 2014 and the balance of \$160,000 is due at March 1, 2015. This note has an 8% stated interest rate payable upon maturity of the note. After notification from Pipeline Nutrition, U.S.A. that they were ceasing operations we have impaired this note for the full receivable of \$295,000 for the year ended December 31, 2014.

## NOTE 13 – INCOME TAXES

The Company, a C-corporation, accounts for income taxes under ASC Topic 740 (SFAS No. 109). Under this method, deferred tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

The Company adopted the provisions of FASB ASC 740-10 “*Uncertainty in Income Taxes*” (ASC 740-10), on January 1, 2007. The Company has not recognized a liability as a result of the implementation of ASC 740-10. A reconciliation of the beginning and ending amount of unrecognized tax benefits has not been provided since there is no unrecognized benefit since the date of adoption. The Company has not recognized interest expense or penalties as a result of the implementation of ASC 740-10. If there were an unrecognized tax benefit, the Company would recognize interest accrued related to unrecognized tax benefits in interest expense and penalties in operating expenses.

Currently the Company has projected \$13,432,453 as of December 31, 2014 in Net Loss Operating Loss carry-forwards available. The benefits of the potential tax savings will be recognized in the financial statements upon the acquisition or development of revenue source to apply against these losses. The company recognizes that the Internal Revenue Service has the final determination of the NOL available going forward and that amount may be significantly different from that recorded to date.

The net operating loss carry forwards for federal income tax purposes will expire between 2015 and 2032. Generally, these can be carried forward and applied against future taxable income at the tax rate applicable at that time. We are currently using a 34% effective tax rate for our projected available net operating loss carry-forward. However, as a result of potential stock offerings and stock issuance in connection with potential acquisitions, as well as the possibility of the Company not realizing its business plan objectives and having future taxable income to offset, the Company’s use of these NOLs may be limited under the provisions of Section 382 of the Internal Revenue Code of 1986, as amended. The Company is in the process of evaluating the implications of Section 382 on its ability to utilize some or all of its NOLs.

Components of Net Operating Loss and Valuation allowance are as follows:

	<u>12/31/2014</u>	<u>12/31/2013</u>
Deferred tax assets:		
Beginning NOL Carryover	\$ 13,177,333	\$ 14,029,261
Adjusted Taxable Income(loss)	(7,360,235)	851,928
Valuation allowance	<u>0</u>	<u>0</u>
Ending NOL Carryover	20,537,568	13,177,333
Tax Benefit Carryforward	6,982,773	4,480,293
Valuation allowance	(6,982,773)	(4,480,293)
Net deferred tax asset	<u>\$ 0</u>	<u>\$ 0</u>
Net Valuation Allowance	<u>\$ (6,982,773)</u>	<u>\$ (4,480,293)</u>

**NOTE 13 – INCOME TAXES (CONTINUED)**

In accordance with FASB ASC 740 “Income Taxes”, valuation allowances are provided against deferred tax assets, if based on the weight of available evidence, some or all of the deferred tax assets may or will not be realized. The Company has evaluated its ability to realize some or all of the deferred tax assets on its balance sheet and has established a valuation allowance in the amount of \$6,882,473 at December 31, 2014 and \$4,480,293 at December 31, 2013.

**NOTE 14 - SEGMENT INFORMATION**

The accounting standards for reporting information about operating segments define operating segments as components of an enterprise for which separate financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. The Company’s chief operating decision maker is the Chief Executive Officer. The Company is organized by line of business. While the Chief Executive Officer evaluates results in a number of different ways, the line of business management structure is the primary basis for which the allocation of resources and financial results are assessed. Under the aforementioned criteria, the Company operates in two operating and reporting segments: metal purchasing, processing, recycling and selling, and used auto parts.

The information provided below is obtained from internal information that is provided to the Company’s chief operating decision maker for the purpose of corporate management. The Company uses operating income (loss) to measure segment performance. The Company does not allocate corporate interest income and expense, income taxes, other income and expenses related to corporate activity or corporate expense for management and administrative services that benefit both segments. In addition, the Company does not allocate restructuring charges to the segment operating income (loss) because management does not include this information in its measurement of the performance of the operating segments. Because of this unallocated income and expense, the operating income (loss) of each reporting segment does not reflect the operating income (loss) the reporting segment would report as a stand-alone business.

The table below illustrates the Company’s results by reporting segment for the years ended December 31, 2014 and 2013:

**Segment Information**

	<u>12/31/2014</u>	<u>12/31/2013</u>
<b>Revenue</b>		
Oil service operations	\$ 39,720	\$ 0
Litigation	<u>2,374</u>	<u>0</u>
<b>Total Revenue</b>	<u>\$ 42,094</u>	<u>\$ 0</u>
	<u>12/31/2014</u>	<u>12/31/2013</u>
<b>Cost of Sales</b>		
Oil service operations	\$ 20,084	\$ 0
Litigation	<u>0</u>	<u>0</u>
<b>Total Cost of Sales</b>	<u>\$ 20,084</u>	<u>\$ 0</u>
<b>Operating Expenses</b>		
Oil service operations	\$ 310,977	\$ 0
Litigation	<u>36,399</u>	<u>0</u>
<b>Total Operating Cost</b>	<u>\$ 347,376</u>	<u>\$ 0</u>
	<u>12/31/2014</u>	<u>12/31/2013</u>
<b>Net Operating Income(Loss)</b>		
Oil service operations	\$ (273,341)	\$ 0
Litigation	<u>(34,025)</u>	<u>0</u>
<b>Total Net Operating Income(Loss)</b>	<u>\$ (307,366)</u>	<u>\$ 0</u>



Change of Name

DP C 19871557783

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION (PROFIT) Form 002

Filing fee: \$25.00 revised 12/28/2001

Deliver 2 copies to: Colorado Secretary of State Business Division

1560 Broadway, Suite 200

Denver, CO 80202-5169

This document must be typed or machine printed

Please include a self-address envelope

FILED DONETTA DAVIDSON COLORADO SECRETARY OF STATE

20021063417 M

\$ 75.00

ABOVE SPACE SECRETARY OF STATE 03-14-2002 10:44:46

The undersigned corporation, pursuant to § 7-110-106, Colorado Revised Statutes (C.R.S.), delivers these Articles of Amendment to its Articles of Incorporation to the Colorado Secretary of State for filing, and states as follows:

NC & S

1. The name of the corporation is: Peacock Financial Corporation (If changing the name of the corporation, indicate name of corporation BEFORE the name change)

2. The date the following amendment(s) to the Articles of Incorporation was adopted: 3/12/02

3. The text of each amendment adopted (include attachment if additional space needed):

4. If changing the corporation name, the new name of the corporation is: Broadleaf Capital Partners, Inc.

5. If providing for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

6. Indicate manner in which amendment(s) was adopted (mark only one): [ ] No shares have been issued or Directors elected - Adopted by Incorporator(s) [ ] No shares have been issued but Directors have been elected - Adopted by the board of directors [ ] Shares have been issued but shareholder action was not required - Adopted by the board of directors [x] The number of votes cast for the amendment(s) by each voting group entitled to vote separately on the amendment(s) was sufficient for approval by that voting group - Adopted by the shareholders

7. Effective date (if not to be effective upon filing) 3/12/02 (Not to exceed 90 days)

8. The address to which the Secretary of State may send a copy of this document upon completion of filing (or to which the Secretary of State may return this document if filing is refused) is: 2531 San Jacinto Avenue San Jacinto, Ca. 92583

Signature: Lisa Martinez (individual's signature) Signer's Name: Lisa Martinez Signer's Title: Corporate Secretary

OPTIONAL. The electronic mail and/or Internet address for this entity is/are: e-mail lmartinez@broadleafcapital.com Web site

The Colorado Secretary of State may contact the following authorized person regarding this document: name Lisa Martinez address 2531 San Jacinto Avenue San Jacinto, Ca. 92583 voice 909) 852-3885 fax 909) 652-5035 e-mail lmartinez@broadleafcapital.com

COMPUTER UPDATE COMPLETE MW

Disclaimer: This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to comply with current legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

FILED # C6791-01

MAR 19 2001

IN THE OFFICE OF  
*John Hill*  
DEAN HELLER SECRETARY OF STATE

**ARTICLES OF INCORPORATION**  
OF  
**BROADLEAF CAPITAL PARTNERS**

**1. Name of Company:**

Broadleaf Capital Partners

**2. Resident Agent:**

The resident agent of the Company is:

CUSTOM FUND GROUP, INC.  
5353 W. Desert Inn Rd., Suite 2117  
Las Vegas, Nevada 89146

**3. Board of Directors:**

The Company shall initially have one director (1) who is Robert A. Braner; 2492 Rye Beach Lane, Suite 100, Henderson, Nevada 89052. This individual shall serve as director until their successor or successors have been elected and qualified. The number of directors may be increased or decreased by a duly adopted amendment to the By-Laws of the Corporation.

**4. Authorized Shares:**

The aggregate number of shares which the corporation shall have authority to issue shall consist of 20,000,000 shares of Common Stock having a \$.001 par value, and 5,000,000 shares of Preferred Stock having a \$.001 par value. The Common and/or Preferred Stock of the Company may be issued from time to time without prior approval by the stockholders. The Common and/or Preferred Stock may be issued for such consideration as may be fixed from time to time by the Board of Directors. The Board of Directors may issue such share of Common and/or Preferred Stock in one or more series, with such voting powers, designations, preferences and rights or qualifications, limitations or restrictions thereof as shall be stated in the resolution or resolutions.

**5. Preemptive Rights and Assessment of Shares:**

Holders of Common Stock or Preferred Stock of the corporation shall not have any preference, preemptive right or right of subscription to acquire shares of the corporation authorized, issued, or sold, or to be authorized, issued or sold, or to any obligations or shares authorized or issued or to be authorized or issued, and convertible into shares of the corporation, nor to any right of subscription thereto, other than to the extent, if any, the Board of Directors in its sole discretion, may determine from time to time.

The Common Stock of the Corporation, after the amount of the subscription price has been fully paid in, in money, property or services, as the directors shall determine, shall not be subject to assessment to pay the debts of the corporation, nor for any other purpose, and no Common Stock issued as fully paid shall ever be assessable or assessed, and the Articles of Incorporation shall not be amended to provide for such assessment.



## 6. Directors' and Officers' Liability

A director or officer of the corporation shall not be personally liable to this corporation or its stockholders for damages for breach of fiduciary duty as a director or officer, but this Article shall not eliminate or limit the liability of a director or officer for (i) acts or omissions which involve intentional misconduct, fraud or a knowing violation of the law or (ii) the unlawful payment of dividends. Any repeal or modification of this Article by stockholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director or officer of the corporation for acts or omissions prior to such repeal or modification.

## 7. Indemnity

Every person who was or is a party to, or is threatened to be made a party to, or is involved in any such action, suit or proceeding, whether civil, criminal, administrative or investigative, by the reason of the fact that he or she, or a person with whom he or she is a legal representative, is or was a director of the corporation, or who is serving at the request of the corporation as a director or officer of another corporation, or is a representative in a partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of Nevada from time to time against all expenses, liability and loss (including attorneys' fees, judgments, fines, and amounts paid or to be paid in a settlement) reasonably incurred or suffered by him or her in connection therewith. Such right of indemnification shall be a contract right which may be enforced in any manner desired by such person. The expenses of officers and directors incurred in defending a civil suit or proceeding must be paid by the corporation as incurred and in advance of the final disposition of the action, suit, or proceeding, under receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the corporation. Such right of indemnification shall not be exclusive of any other right of such directors, officers or representatives may have or hereafter acquire, and, without limiting the generality of such statement, they shall be entitled to their respective rights of indemnification under any bylaw, agreement, vote of stockholders, provision of law, or otherwise, as well as their rights under this article.

Without limiting the application of the foregoing, the Board of Directors may adopt By-Laws from time to time without respect to indemnification, to provide at all times the fullest indemnification permitted by the laws of the State of Nevada, and may cause the corporation to purchase or maintain insurance on behalf of any person who is or was a director or officer

## 8. Amendments

Subject at all times to the express provisions of Section 5 on the Assessment of Shares, this corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or its By-Laws, in the manner now or hereafter prescribed by statute or the Articles of Incorporation or said By-Laws, and all rights conferred upon shareholders are granted subject to this reservation.

## 9. Power of Directors

In furtherance, and not in limitation of those powers conferred by statute, the Board of Directors is expressly authorized:

(a) Subject to the By-Laws, if any, adopted by the shareholders, to make, alter or repeal the By-Laws of the corporation;

*Incorporation Continued*

(b) To authorize and caused to be executed mortgages and liens, with or without limitations as to amount, upon the real and personal property of the corporation;

(c) To authorize the guaranty by the corporation of the securities, evidences of indebtedness and obligations of other persons, corporations or business entities;

(d) To set apart out of any funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve;

(e) By resolution adopted by the majority of the whole board, to designate one or more committees to consist of one or more directors of the of the corporation, which, to the extent provided on the resolution or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have name and names as may be stated in the By-Laws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

All the corporate powers of the corporation shall be exercised by the Board of Directors except as otherwise herein or in the By-Laws or by law.

IN WITNESS WHEREOF, I hereunder set my hand this Monday, March 19, 2001, hereby declaring and certifying that the facts stated hereinabove are true.


**Signature of Incorporator**

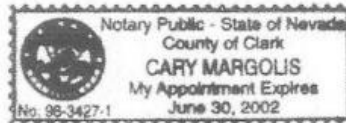
Name: **Pantelis Langis**  
Address: 5353 W. Desert Inn Rd., Suite 2117  
Las Vegas, Nevada 89146

Signature:   
*Pantelis Langis*


State of Nevada )  
County of Clark )

This instrument was acknowledged before me on March 19, 2001, by Pantelis Langis.

Signature:   
*Notary Public*



**Certificate of Acceptance of Appointment as Resident Agent:** I, Pantelis Langis, on behalf of Custom Fund Group, Inc., (CFG), hereby accept appointment of CFG as the resident agent for the above referenced company.

Signature:   
*Pantelis Langis*

ARTICLES OF MERGER

1. An Agreement and Plan of Merger ("Plan") was executed April 5, 2002  
between:

DP C 19871557783  
Broadleaf Capital Partners, Inc., a Colorado corporation ("Broadleaf-Colorado")  
and

NQ Broadleaf Capital Partners, Inc., a Nevada corporation ("Broadleaf-Nevada")

FILED  
DONETTA DAVIDSON  
COLORADO SECRETARY OF STATE  
20021090361 M  
\$ 110.00  
SECRETARY OF STATE  
04-10-2002 10:59:15

2. A copy of the Plan is attached.

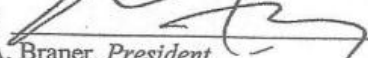
3. Broadleaf-Nevada shall be the surviving corporation.

4. The Plan was adopted and approved by the shareholders of Broadleaf-Colorado in accordance with the Colorado Business Corporation Act. The number of votes cast for the Plan by each voting group entitled to vote separately on the merger was sufficient for approval by that voting group.


5. The Plan was adopted and approved by the sole initial director of Broadleaf-Nevada. Shareholder approval was not required because not shares had yet been issued.

Dated this 5 day of April, 2002.

Broadleaf Capital Partners, Inc., a Colorado corporation,

By:   
Robert A. Braner, *President*

Broadleaf Capital Partners, Inc., a Nevada corporation

By:   
Robert A. Braner, *sole initial director*

COMPUTER UPDATE COMPLETE  
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## AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER dated as of April 5<sup>th</sup>, 2002 ("Agreement"), among Broadleaf Capital Partners, Inc., a Colorado corporation ("Broadleaf-Colorado"), and Broadleaf Capital Partners, Inc, a Nevada corporation ("Broadleaf-Nevada").

### RECITALS

The respective Boards of Directors and shareholders, as the case may of Broadleaf-Colorado and Broadleaf-Nevada have each approved, upon the terms and subject to the conditions set forth in this Agreement, the merger ("Merger") of Broadleaf-Colorado with and into Broadleaf-Nevada for the sole purpose of changing the corporate domicile of Broadleaf-Colorado from Colorado to Nevada.

In consideration of the respective representations, warranties, covenants and agreements contained in this Agreement, Broadleaf-Colorado and Broadleaf-Nevada hereby agree as follows:

### ARTICLE I THE MERGER

1.01 The Merger. Upon the terms and subject to the conditions of this Agreement, and in accordance with the relevant provisions of the Colorado Business Corporation Act ("Colorado Statute") and the Nevada Business Corporation Act ("Nevada Statute"), respectively, Broadleaf-Colorado will be merged with and into Broadleaf-Nevada. Following the Merger, Broadleaf-Nevada will continue as the surviving corporation ("Surviving Corporation") and will continue its existence under the laws of the State of Nevada, and the separate corporate existence of Broadleaf-Colorado will cease.

1.02 Effective Time. The Merger will be consummated by filing with the Secretaries of State of the States of Colorado and Nevada, respectively, Articles of Merger, amended Certificate of Incorporation, or other appropriate documents ("Articles of Merger") in accordance with the Colorado Statute and the Nevada Statute, respectively. The Merger will become effective at such time as the Articles of Merger are duly filed, the time the Merger becomes effective being the "Effective Time".

1.03 Effects of the Merger. The Merger will have the effects specified in the Colorado Statute and the Nevada Statute, respectively.

1.04 Amendments to Articles of Incorporation and Bylaws. At the Effective Time (i) the Articles of Incorporation of Broadleaf-Nevada, as amended, and as in effect immediately prior to the Effective Time will be the Articles of Incorporation of the Surviving Corporation, and (ii) the Bylaws of Broadleaf-Colorado, as in effect immediately prior to the Effective Time, will be the Bylaws of the Surviving Corporation.

**1.05 Directors and Officers of the Surviving Corporation.** From and after the Effective Time, the directors and officers of the Surviving Corporation will be the following persons:

<b>Robert A. Braner</b>	<b>Nigel Gordon-Stewart</b>
<b>Donald E. Johnson</b>	<b>Jason A. Sunstein</b>
<b>Christopher J. Houghton</b>	<b>Charles Snipes</b>

Each person will serve until their respective successors will have been duly elected or appointed and qualified or until their earlier death, resignation or removal in accordance with the Surviving Corporation's Articles of Incorporation and by laws.

## **ARTICLE II EXCHANGE OF SHARES**

**2.01 Issuance of Certificates.** Promptly after the Effective Time, the Surviving Corporation will issue to each shareholder of Broadleaf-Colorado a certificate representing the Common Stock to be issued to each such shareholder and simultaneously each such shareholder will exchange and surrender the certificate representing all of such shareholder's shares in Broadleaf-Colorado. The Surviving Corporation may accomplish the described exchange of shares in any manner deemed appropriate by the Surviving Corporation and its transfer agent, including a change in the stock ledger of the Surviving Corporation without the necessity of issuing new certificates. At the close of business on the day of the Effective Time, the stock ledger of Broadleaf-Colorado will be closed.

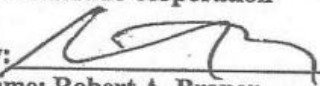
## **ARTICLE III COVENANTS**

**3.01 Filings; Other Action.** Subject to the terms and conditions herein provided, Broadleaf-Colorado and Broadleaf-Nevada will: (i) use all reasonable efforts to cooperate with one another in (a) determining which filings are required to be made prior to the Effective Time with, and which consents, approvals, permits or authorizations are required to be obtained prior to the Effective Time from, governmental or regulatory authorities of the United States, the several states, and other jurisdictions in connection with the execution and delivery of this Agreement and the consummation of the transactions contemplated hereby and (b) timely making all such filings and timely seeking all such consents, approvals, permits or authorizations; and (ii) use best efforts to take, or cause to be taken, all other action and do, or cause to be done, all other things necessary, proper or appropriate to consummate and make effective the transactions contemplated by this Agreement. If, at any time after the Effective Time, any further action is necessary or desirable to carry out the purpose of this Agreement, the proper officers and directors of Innovative and Turf will use best efforts to take all such necessary action.

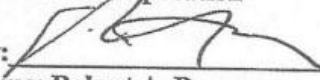
3.02 Further Action. Each party hereto will perform such further acts and execute such documents as may be reasonably required to effect the Merger.

IN WITNESS, the parties have executed this Agreement on the date first above written.

BROADLEAF CAPITAL PARTNERS, INC.  
a Colorado corporation

By:   
Name: Robert A. Braner  
Title: *President*

BROADLEAF CAPITAL PARTNERS, INC.  
a Nevada corporation

By:   
Name: Robert A. Braner  
Title: *sole initial director*

(4325)

FILED # C 6791-01

APR 10 2002

ARTICLES OF MERGER

CLERK OF SUPERIOR COURT  
CLERK OF SUPERIOR COURT

1. An Agreement and Plan of Merger ("Plan") was executed April 5, 2002 between:

Broadleaf Capital Partners, Inc., a Colorado corporation ("Broadleaf-Colorado")  
and  
Broadleaf Capital Partners, Inc., a Nevada corporation ("Broadleaf-Nevada")

- 2. Broadleaf-Nevada shall be the surviving corporation.
- 3. The Plan has been adopted by each constituent entity.
- 4. The Plan was adopted and approved by the shareholders of Broadleaf-Colorado in accordance with the Colorado Business Corporation Act.
- 5. The Plan was adopted and approved by the sole initial director of Broadleaf-Nevada. No shareholder approval was required.
- 6. The executed Plan and the Certificate of Amendment of Broadleaf-Nevada as the surviving corporation are on file at the principal offices of Broadleaf Capital Partners, Inc. at:

2531 San Jacinto Avenue  
San Jacinto, CA 92583

~~Broadleaf Capital Partners, Inc. -  
a Nevada corporation~~  
Robert A. Braner, *President*

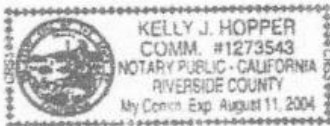
*Lisa Martinez*  
Lisa Martinez, *Secretary*

State of California  
County of Riverside

On April 5, 2002, personally appeared before me, a Notary Public, Robert A. Braner and Lisa Martinez who acknowledged that they executed the foregoing instrument.

*Kelly J. Hopper*  
Notary Public for California

My Commission expires: August 11, 2004



(4/15/02)

Registry Number: C 6791-01

FILED # C 6791-01

APR 10 2002

**Certificate of Amendment  
to Articles of Incorporation  
(Before Issuance of Stock)**

DIANE B. HOPPER  
NOTARY PUBLIC  
STATE OF CALIFORNIA

**BROADLEAF CAPITAL PARTNERS, INC.**

I, the undersigned being the sole initial director, of Broadleaf Capital Partners, Inc., do hereby certify:

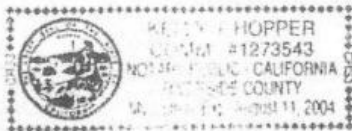
- (1) That the original Articles of Incorporation were filed on March 19, 2001;
- (2) That to the date of this Certificate, no stock of the corporation has been issued;
- (3) **That Article 4 of the original Articles of Incorporation is amended to read as follows:**

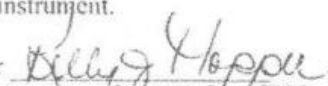
The total authorized capital of the corporation shall be 250,000,000 shares of common stock, par value \$0.001 per share and 10,000,000 shares of preferred stock, par value \$0.01 per share. The board of directors shall have the authority, without any further approval of the shareholders, to establish the relative rights, preferences and limitations of any class of common or preferred stock. The consideration for the issuance of any shares of capital stock may be paid, in whole or in part, in money, services or other thing of value. The judgment of the directors as to the value of the consideration for the shares shall be conclusive. When the payment of the consideration for the shares has been received by the corporation, such shares shall be deemed fully paid and nonassessable.

  
Robert A. Braner, Director

State of California  
County of Riverside

On April 5, 2002, personally appeared before me, a Notary Public, Robert A. Braner, who acknowledged that he executed the foregoing instrument.



Notary Public for   
My Commission expires: August 11, 2004

04-10-2002 10:52A M.N.375 F102-000-0722





ROSS MILLER  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4520  
 (775) 684-5708  
 Website: www.nvsos.gov



\*090203\*

**Certificate of Amendment**  
 (PURSUANT TO NRS 78.385 AND 78.390)

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number
	20140479992-37
	Filing Date and Time
	07/01/2014 2:24 PM
	Entity Number
	C6791-2001

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

Broadleaf Capital Partners, Inc.

2. The articles have been amended as follows: (provide article numbers, if available)

Article 1. - Name of Company: The name of the corporation is EnergyTek Corp.

Article 4 – Authorized Shares:. The authorized capital stock of the corporation shall be 510,000,000 shares. The capital stock of the corporation is divided into two classes: (1) Common Stock in the amount of Five Hundred Million (500,000,000) shares, having par value of \$0.001 each, and (2) Preferred Stock in the amount of Ten Million (10,000,000) shares, having par value of \$0.01 each, with Ninety (90) shares of preferred stock having previously been designated as Series A and Three Hundred Thousand (300,000) shares of preferred stock having previously been designated as Series B. [Continued on Attachment Page]

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation\* have voted in favor of the amendment is:

76.34%

4. Effective date and time of filing: (optional) Date: 7/22/14 Time: 9:00AM

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X

\_\_\_\_\_  
 Signature of Officer

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Amend Profit-After  
 Revised: 11-27-13

**Broadleaf Capital Partners, Inc.**  
**Certificate of Amendment to Articles of Incorporation**  
**Attachment Page**

The board of directors is also authorized to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock and, within the limits and restrictions stated in any resolution or resolutions of the board of directors originally fixing the number of shares constituting any series, to increase or decrease (but not below the number of shares of any such series then outstanding) the number of shares subsequent to the issues of shares of that series.

As of the effective date of this Amendment, there shall be a 1 – for – 150 Reverse Split of the issued and outstanding shares of Common Stock, such that each One hundred (150) shares of Common Stock, \$0.001 par value, issued and outstanding immediately prior to the effective date (the “Old Common Stock”) shall be recombined, reclassified and changed into One (1) share of the corporation’s Common Stock, \$0.001 par value (the “New Common Stock”), with any fractional interest rounded up to the nearest whole share.



**Exhibit 3.2**

EnergyTEK Corp.  
(a Nevada Corporation)

BY LAWS

ARTICLE I  
Principal Executive Office

The principal executive office of EnergyTEK Corp. (the "Corporation") shall be at 201 S. Laurel, Luling, TX 78648. The Corporation may also have offices at such other places within or without the State of Nevada as the board of directors shall from time to time determine.

ARTICLE II  
Stockholders

SECTION 1. Place of Meetings. All annual and special meetings of stockholders shall be held at the principal executive office of the Corporation or at such other place within or without the State of Nevada as the board of directors may determine and as designated in the notice of such meeting.

SECTION 2. Annual Meeting. A meetings of the stockholders of the Corporation for the election of directors and for the transaction of any other business of the Corporation shall be held annually at such date and time as the board of directors may determine.

SECTION 3. Special Meetings. Special meeting of the stockholders of the Corporation for any purpose or purposes may be called at any time by the board of directors of the Corporation, or by a committee of the board of directors which has been duly designated by the board of directors and whose powers and authorities, as provided in a resolution of the board of directors or in the By Laws of the Corporation, include the power and authority to call such meetings but such special meetings may not be called by another person or persons.

SECTION 4. Conduct of Meetings. Annual and special meetings shall be conducted in accordance with these By Laws or as otherwise prescribed by the board of directors. The chairman or the chief executive officer of the Corporation shall preside at such meetings.

SECTION 5. Notice of Meeting. Written notice stating the place, day and hour of the meeting and the purpose or purposes for which the meeting is called shall be mailed by the secretary or the officer performing his duties, not less than ten days nor more than sixty days before the meeting to each stockholder of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the stockholder at his address as it appears on the stock transfer books or records of the Corporation as of the record date prescribed in Section 6, with postage thereon prepaid. If a stockholder be present at a meeting, or in writing waive notice thereof before or after the meeting, notice of the meeting to such stockholder shall be unnecessary. When any stockholders' meeting, either annual or special, is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. It shall not be necessary to give any notice of the time and place of any meeting adjourned for less than thirty days or of the business to be transacted at such adjourned meeting, other than an announcement at the meeting at which such adjournment is taken.

SECTION 6. Fixing of Record Date. For the purpose of determining stockholders entitled to notice of or to vote at any meeting of stockholders, or any adjournment thereof, or stockholders entitled to receive payment of any dividend, or in order to make a determination of stockholders for any other proper purpose, the board of directors shall fix in advance a date as the record date for any such determination of stockholders. Such date in any case shall be not more than sixty days, and in case of a meeting of stockholders, not less than ten days prior to the date on which the particular action, requiring such determination of stockholders, is to be taken.

When a determination of stockholders entitled to vote at any meeting of stockholders has been made as provided in this section, such determination shall apply to any adjournment thereof.

SECTION 7. Voting Lists. The officer or agent having charge of the stock transfer books for shares of the Corporation shall make, at least ten days before each meeting of stockholders, a complete record of the stockholders entitled to vote at such meeting or any adjournment thereof, with the address of and the number of shares held by each. The record, for a period of ten days before such meeting, shall be kept on file at the principal executive office of the Corporation, whether within or outside the State of Nevada, and shall be subject to inspection by any stockholder for any purpose germane to the meeting at any time during usual business hours. Such record shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any stockholder for any purpose germane to the meeting during the whole time of the meeting. The original stock transfer books shall be prima facie evidence as to who are the stockholders entitled to examine such record or transfer books or to vote at any meeting of stockholders.

SECTION 8. Quorum. One-fourth of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of stockholders. If less than one-fourth of the outstanding shares are represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The stockholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough stockholders to leave less than a quorum.

SECTION 9. Proxies. At all meetings of stockholders, a stockholder may vote by proxy executed in writing by the stockholder or by his duly authorized attorney in fact. Proxies solicited on behalf of the management shall be voted as directed by the stockholder or, in the absence of such direction, as determined by a majority of the board of directors. No proxy shall be valid after eleven months from the date of its execution unless otherwise provided in the proxy.

SECTION 10. Voting. At each election for directors every stockholder entitled to vote at such election shall be entitled to one vote for each share of stock held. Unless otherwise provided by the Articles of Incorporation, by statute, or by these By Laws, a majority of those votes cast by stockholders at a lawful meeting shall be sufficient to pass on a transaction or matter, except in the election of directors, which election shall be determined by a plurality of the votes of the shares present in person or by proxy at the meeting and entitled to vote on the election of directors.

SECTION 11. Voting of Shares in the Name of Two or More Persons. When ownership of stock stands in the name of two or more persons, in the absence of written directions to the Corporation to the contrary, at any meeting of the stockholders of the Corporation any one or more of such stockholders may cast, in person or by proxy, all votes to which such ownership is entitled. In the event an attempt is made to cast conflicting votes, in person or by proxy, by the several persons in whose name shares of stock stand, the vote or votes to which these persons are entitled shall be cast as directed by a majority of those holding such stock and present in person or by proxy at such meeting, but no votes shall be cast for such stock if a majority cannot agree.

SECTION 12. Voting of Shares by Certain Holders. Shares standing in the name of another corporation may be voted by any officer, agent or proxy as the By Laws of such corporation may prescribe, or, in the absence of such provision, as the board of directors of such corporation may determine. Shares held by an administrator, executor, guardian or conservator may be voted by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name. Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his name if authority to do so is contained in an appropriate order of the court or other public authority by which such receiver was appointed.

A stockholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee and thereafter the pledgee shall be entitled to vote the shares so transferred.

Neither treasury shares of its own stock held by the Corporation, nor shares held by another corporation, if a majority of the shares entitled to vote for the election of directors of such other corporation are held by the Corporation, shall be voted at any meeting or counted in determining the total number of outstanding shares at any given time for purposes of any meeting.

SECTION 13. Inspectors of Election. In advance of any meeting of stockholders, the chairman of the board or the board of directors may appoint any persons, other than nominees for office, as inspectors of election to act at such meeting or any adjournment thereof. The number of inspectors shall be either one or three. If the board of directors so appoints either one or three inspectors, that appointment shall not be altered at the meeting. If inspectors of election are not so appointed, the chairman of the board may make such appointment at the meeting. In case any person appointed as inspector fails to appear or fails or refuses to act, the vacancy may be filled by appointment in advance of the meeting or at the meeting by the chairman of the board or the president.

Unless otherwise prescribed by applicable law, the duties of such inspectors shall include: determining the number of shares of stock and the voting power of each share, the shares of stock represented at the meeting, the existence of a quorum, the authenticity, validity and effect of proxies; receiving votes, ballots or consents; hearing and determining all challenges and questions in any way arising in connection with the right to vote; counting and tabulating all votes or consents; determining the result; and such acts as may be proper to conduct the election or vote with fairness to all stockholders.

SECTION 14. Nominating Committee. The board of directors or a committee appointed by the board of directors shall act as nominating committee for selecting the management nominees for election as directors. Except in the case of a nominee substituted as a result of the death or other incapacity of a management nominee, the nominating committee shall deliver written nominations to the secretary at least twenty days prior to the date of the annual meeting. Provided such committee makes such nominations, no nominations for directors except those made by the nominating committee shall be voted upon at the annual meeting unless other nominations by stockholders are made in writing and delivered to the secretary of the Corporation in accordance with the provisions of the Corporation's Articles of Incorporation.

SECTION 15. New Business. Any new business to be taken up at the annual meeting shall be stated in writing and filed with the secretary of the Corporation in accordance with the provisions of the Corporation's Articles of Incorporation. This provision shall not prevent the consideration and approval or disapproval at the annual meeting of reports of officers, directors and committees, but in connection with such reports no new business shall be acted upon at such annual meeting unless stated and filed as provided in the Corporation's Articles of Incorporation.

### ARTICLE III Board of Directors

SECTION 1. General Powers. The business and affairs of the Corporation shall be under the direction of its board of directors. The chairman shall preside at all meetings of the board of directors.

SECTION 2. Number, Term and Election. The number of directors of the Corporation shall be such number, not less than one nor more than 15 (exclusive of directors, if any, to be elected by holders of preferred stock of the Corporation), as shall be provided from time to time in a resolution adopted by the board of directors, provided that no decrease in the number of directors shall have the effect of shortening the term of any incumbent director, and provided further that no action shall be taken to decrease or increase the number of directors from time to time unless at least two-thirds of the directors then in office shall concur in said action. Exclusive of directors, if any, elected by holders of preferred stock, vacancies in the board of directors of the Corporation, however caused, and newly created directorships shall be filled by a vote of two-thirds of the directors then in office, whether or not a quorum, and any director so chosen shall hold office for a term expiring at the annual meeting of stockholders at which the term of the class to which the director has been chosen expires and when the director's successor is elected and qualified.

SECTION 3. Regular Meetings. A regular meeting of the board of directors shall be held at such time and place as shall be determined by resolution of the board of directors without other notice than such resolution.

SECTION 4. Special Meetings. Special meetings of the board of directors may be called by or at the request of the chairman, the chief executive officer or one-third of the directors. The person calling the special meetings of the board of directors may fix any place as the place for holding any special meeting of the board of directors called by such persons.

Members of the board of the directors may participate in special meetings by means of telephone conference or similar communications equipment by which all persons participating in the meeting can hear each other. Such participation shall constitute presence in person.

SECTION 5. Notice. Written notice of any special meeting shall be given to each director at least two days previous thereto delivered personally or by telegram or at least seven days previous thereto delivered by mail at the address at which the director is most likely to be reached. Such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid if mailed or when delivered to the telegraph company if sent by telegram. Any director may waive notice of any meeting by a writing filed with the secretary. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the board of directors need be specified in the notice or waiver of notice of such meeting.

SECTION 6. Quorum. A majority of the number of directors fixed by Section 2 shall constitute a quorum for the transaction of business at any meeting of the board of directors, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time. Notice of any adjourned meeting shall be given in the same manner as prescribed by Section 5 of this Article III.

SECTION 7. Manner of Acting. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless a greater number is prescribed by these By Laws, the Articles of incorporation, or the Nevada Revised Statutes.

SECTION 8. Action Without a Meeting. Any action required or permitted to be taken by the board of directors at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.

SECTION 9. Resignation. Any director may resign at any time by sending a written notice of such resignation to the home office of the Corporation addressed to the chairman. Unless otherwise specified therein such resignation shall take effect upon receipt thereof by the chairman.



SECTION 10. Vacancies. Any vacancy occurring on the board of directors shall be filled in accordance with the provisions of the Corporation's Articles of Incorporation. Any directorship to be filled by reason of an increase in the number of directors may be filled by the affirmative vote of two-thirds of the directors then in office or by election at an annual meeting or at a special meeting of the stockholders held for that purpose. The term of such director shall be in accordance with the provisions of the Corporation's Articles of Incorporation.

SECTION 11. Removal of Directors. Any director or the entire board of directors may be removed only in accordance with the provisions of the Corporation's Articles of Incorporation.

SECTION 12. Compensation. Directors, as such, may receive compensation for service on the board of directors. Members of either standing or special committees may be allowed such compensation as the board of directors may determine.

#### ARTICLE IV Committees of the Board of Directors

The board of directors may, by resolution passed by a majority of the whole board, designate one or more committees, as they may determine to be necessary or appropriate for the conduct of the business of the Corporation, and may prescribe the duties, constitution and procedures thereof. Each committee shall consist of one or more directors of the Corporation appointed by the chairman. The chairman may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee.

The chairman shall have power at any time to change the members of, to fill vacancies in, and to discharge any committee of the board. Any member of any such committee may resign at any time by giving notice to the Corporation; provided, however, that notice to the board, the chairman of the board, the chief executive officer, the chairman of such committee, or the secretary shall be deemed to constitute notice to the Corporation. Such resignation shall take effect upon receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective. Any member of any such committee may be removed at any time, either with or without cause, by the affirmative vote of a majority of the authorized number of directors at any meeting of the board called for that purpose.

#### ARTICLE V Officers

SECTION 1. Positions. The officers of the Corporation shall be a chairman, a president, one or more vice presidents, a secretary and a treasurer, each of whom shall be elected by the board of directors. The board of directors may designate one or more vice presidents as executive vice president or senior vice president. The board of directors may also elect or authorize the appointment of such other officers as the business of the Corporation may require. The officers shall have such authority and perform such duties as the board of directors may from time to time authorize or determine. In the absence of action by the board of directors, the officers shall have such powers and duties as generally pertain to their respective offices.

SECTION 2. Election and Term of Office. The officers of the Corporation shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of the stockholders. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as possible. Each officer shall hold office until his successor shall have been duly elected and qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election or appointment of an officer, employee or agent shall not of itself create contract rights. The board of directors may authorize the Corporation to enter into an employment contract with any officer in accordance with state law; but no such contract shall impair the right of the board of directors to remove any officer at any time in accordance with Section 3 of this Article V.

SECTION 3. Removal. Any officer may be removed by vote of two-thirds of the board of directors whenever, in its judgment, the best interests of the Corporation will be served thereby, but such removal, other than for cause, shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

SECTION 5. Remuneration. The remuneration of the officers shall be fixed from time to time by the board of directors, and no officer shall be prevented from receiving such salary by reason of the fact that he is also a director of the Corporation.

ARTICLE VI  
Contracts, Loans, Checks and Deposits

SECTION 1. Contracts. To the extent permitted by applicable law, and except as otherwise prescribed by the Corporation's Articles of Incorporation or these By Laws with respect to certificates for shares, the board of directors or the executive committee may authorize any officer, employee, or agent of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

SECTION 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by the board of directors. Such authority may be general or confined to specific instances.

SECTION 3. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by one or more officers, employees or agents of the Corporation in such manner, including in facsimile form, as shall from time to time be determined by resolution of the board of directors.

SECTION 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in any of its duly authorized depositories as the board of directors may select.

ARTICLE VII  
Certificates for Shares and Their Transfer

SECTION 1. Certificates for Shares. The shares of the Corporation shall be represented by certificates signed by the chairman of the board of directors or the president or a vice president and by the treasurer or an assistant treasurer or the secretary or an assistant secretary of the Corporation, and may be sealed with the seal of the Corporation or a facsimile thereof. Any or all of the signatures upon a certificate may be facsimiles if the certificate is countersigned by a transfer agent, or registered by a registrar, other than the Corporation itself or an employee of the Corporation. If any officer who has signed or whose facsimile signature has been placed upon such certificate shall have ceased to be such officer before the certificate is issued, it may be issued by the Corporation with the same effect as if he were such officer at the date of its issue.

SECTION 2. Form of Share Certificates. All certificates representing shares issued by the Corporation shall set forth upon the face or back that the Corporation will furnish to any stockholder upon request and without charge a full statement of the designations, preferences, limitations, and relative rights of the shares of each class authorized to be issued, the variations in the relative rights and preferences between the shares of each such series so far as the same have been fixed and determined, and the authority of the board of directors to fix and determine the relative rights and preferences of subsequent series.

Each certificate representing shares shall state upon the face thereof: that the Corporation is organized under the laws of the State of Nevada; the name of the person to whom issued; the number and class of shares, the designation of the series, if any, which such certificate represents; the par value of each share represented by such certificate, or a statement that the shares are without par value. Other matters in regard to the form of the certificates shall be determined by the board of directors.

SECTION 3. Payment for Shares. No certificate shall be issued for any share until such share is fully paid.

SECTION 4. Form of Payment for Shares. The consideration for the issuance of shares shall be paid in accordance with the provisions of the Corporation's Articles of Incorporation.

SECTION 5. Transfer of Shares. Transfer of shares of capital stock of the Corporation shall be made only on its stock transfer books. Authority for such transfer shall be given only to the holder of record thereof or by his legal representative, who shall furnish proper evidence of such authority, or by his attorney thereunto authorized by power of attorney duly executed and filed with the Corporation. Such transfer shall be made only on surrender for cancellation of the certificate for such shares. The person in whose name shares of capital stock stand on the books of the Corporation shall be deemed by the Corporation to be the owner thereof for all purposes.

SECTION 6. Lost Certificates. The board of directors may direct a new certificate to be issued in place of any certificate theretofore issued by the Corporation alleged to have been lost, stolen, or destroyed, upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, stolen, or destroyed. When authorizing such issue of a new certificate, the board of directors may, in its discretion and as a condition precedent to the issuance thereof, require the owner of such lost, stolen, or destroyed certificate, or his legal representative, to give the Corporation a bond in such sum as it may direct as indemnity against any claim that may be made against the Corporation with respect to the certificate alleged to have been lost, stolen, or destroyed.

ARTICLE VIII  
Fiscal Year; Annual Audit

The fiscal year of the Corporation shall end on the last day of December of each year. The Corporation shall be subject to an annual audit as of the end of its fiscal year by independent public accountants appointed by and responsible to the board of directors.

ARTICLE IX  
Dividends

Dividends upon the stock of the Corporation, subject to the provisions of the Articles of Incorporation, if any, may be declared by the board of directors at any regular or special meeting, pursuant to law. Dividends may be paid in cash, in property or in the Corporation's own stock.

ARTICLE X  
Corporation Seal

The corporate seal of the Corporation shall be in such form as the board of directors shall prescribe.

ARTICLE XI  
Amendments

These By Laws may be repealed, altered, amended or rescinded by the stockholders of the Corporation only by vote of not less than 75% of the voting power of the outstanding shares of capital stock of the Corporation entitled to vote generally in the election of directors (considered for this purpose as one class) cast at a meeting of the stockholders called for that purpose (provided that notice of such proposed repeal, alteration, amendment or rescission is included in the notice of such meeting). In addition, the board of directors may repeal, alter, amend or rescind these By Laws by a majority vote of the board of directors at a legal meeting held in accordance with the provisions of these By Laws.

Certification

I, Tommie J. Morgan, Secretary of EnergyTEK Corp., a Nevada corporation, hereby certify that the foregoing is a true and correct copy of By Laws which were duly adopted by the Board of Directors of EnergyTEK Corp. on March 13, 2015.

Dated: March 15, 2015

/s/ Tommie J. Morgan  
Tommie J. Morgan, Secretary





**ROSS MILLER**  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4820  
 (775) 684-5708  
 Website: www.nvsos.gov



\*090401\*

**Certificate of Correction**  
 (PURSUANT TO NRS CHAPTERS 78,  
 78A, 80, 81, 82, 84, 86, 87, 87A, 88,  
 88A, 89 AND 92A)

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20140376003-96</b>
	Filing Date and Time <b>05/22/2014 3:13 PM</b>
	Entity Number <b>C6791-2001</b>

USE BLACK INK ONLY - DO NOT HIGHLIGHT

**Certificate of Correction**

ABOVE SPACE IS FOR OFFICE USE ONLY

(Pursuant to NRS Chapters 78, 78A, 80, 81, 82, 84, 86, 87, 87A, 88, 88A, 89 and 92A)

1. The name of the entity for which correction is being made:

Broadleaf Capital Partners, Inc.

2. Description of the original document for which correction is being made:

Certificate of Designation - Series C Convertible Preferred Stock

3. Filing date of the original document for which correction is being made:

5-20-14

4. Description of the inaccuracy or defect:

There was a clerical error in the calculation of Voting Rights under Section 5.1, the number should have been 6 instead of 60.

5. Correction of the inaccuracy or defect:

5.1. General. On all matters, the holders of Series C Preferred Stock and the holders of Common Stock shall vote together and not as separate classes and the Series C Preferred Stock shall be counted on an "as converted" basis times 6. Notwithstanding the foregoing, to the fullest extent permitted by law, the holders of Common Stock shall not be entitled to vote on any proposal, action or amendment that solely affects the rights, powers, preferences, qualifications, powers or restrictions of the Series C Preferred Stock.

6. Signature:

X

Authorized Signature

Secretary  
 Title \*

5-22-14  
 Date

\* If entity is a corporation, it must be signed by an officer if stock has been issued, OR an incorporator or director if stock has not been issued; a limited-liability company, by a manager or managing members; a limited partnership or limited-liability, limited partnership, by a general partner; a limited-liability partnership, by a managing partner; a business trust, by a trustee.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Correction  
 Revised: 3-28-09



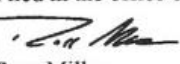




ROSS MILLER  
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Carson City, Nevada 89701-4620  
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Website: www.nvsos.gov



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Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20140675790-51</b> Filing Date and Time <b>09/19/2014 11:30 AM</b> Entity Number <b>C6791-2001</b>
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**Amendment to  
Certificate of Designation  
After Issuance of Class or Series**  
(PURSUANT TO NRS 78.1955)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Certificate of Designation  
For Nevada Profit Corporations**  
(Pursuant to NRS 78.1955 - After Issuance of Class or Series)

1. Name of corporation:

EnergyTEK Corp.

2. Stockholder approval pursuant to statute has been obtained.

3. The class or series of stock being amended:

Series C Convertible Preferred Stock

4. By a resolution adopted by the board of directors, the certificate of designation is being amended as follows or the new class or series is:

WHEREAS, the Board deems it to be in the best interests of the Company to approve amendments to the Company's Certificate of Designations of the Series C Convertible Preferred Stock to establish certain voting rights and limitations on conversion with respect to the Series C Convertible Preferred Stock; and


[continued on attachment pages 1 and 2]

5. Effective date of filing: (optional)

(must not be later than 90 days after the certificate is filed)

6. Signature: (required)

X

  
\_\_\_\_\_  
Signature of Officer

Filing Fee: \$175.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS Amend Designation - After  
Revised: 3-6-09

EnergyTEK Corp.  
Amendment to Certificate of Designation  
Attachment Page 1

WHEREAS, Section 78.1955(3) of the NRS provides that the certificate of designation of a series of preferred stock established by resolution of a board of directors may be amended by resolution of the board of directors if approved by the stockholders holding a majority of the shares in the series being amended and a majority of each class or series of stock senior to the series being amended; and

WHEREAS, the Board also deems it advisable and in the Company's best interests to approve an amendment to Section 4.5 of the Certificate of Designation of the Series C Convertible Preferred Stock such that such section reads in its entirety as follows ("Amendment 1"):

4.5 Limitations of Conversion.

(a) The Conversion Rights specified herein shall be subject to the following limitation: The holders of the shares of Series C Preferred Stock may not exercise their Conversion Rights until such time as the Company has sufficient authorized shares of Common Stock in compliance with Section 4.3(b) of this Certificate of Designation.

(b) No holder of Series C Preferred Stock shall be entitled to convert the Series C Preferred Stock to the extent, but only to the extent, that such conversion would, upon giving effect to such conversion, cause the aggregate number of shares of Common Stock beneficially owned by such holder to exceed 4.99% of the outstanding shares of Common Stock following such conversion (which provision may be waived by such holder by written notice from such holder to the Company, which notice shall be effective sixty-one (61) days after the date of such notice).

WHEREAS, the Board deems it advisable and in the Company's best interests to approve an amendment to the Section 5.1 of the Certificate of Designation of the Series C Convertible Preferred Stock such that such section reads in its entirety as follows ("Amendment 2"):

5.1. General. On all matters submitted to the holders of Common Stock for a vote, the holders of Series C Preferred Stock and the holders of Common Stock shall vote together and not as separate classes. Each holder of Series C Preferred Stock shall be entitled to one (1) vote for each share of Series C Preferred Stock held. Notwithstanding the foregoing, to the fullest extent permitted by law, the holders of Common Stock and other series of preferred stock shall not be entitled to vote on any proposal, action or amendment that affects the rights, powers, preferences, qualifications, powers or restrictions of the Series C Preferred Stock.

WHEREAS, the Board deems it advisable and in the Company's best interests to approve the addition of Section 5.2 to the Certificate of Designation of the Series C Convertible Preferred Stock such that such section reads in its entirety as follows (collectively, with Amendment 1 and Amendment 2, the "Amendments"):

5.2. Approval Rights. Notwithstanding any other terms contained in this Certificate of Designation or the Company's Articles of Incorporation, the Company shall not enter into any transaction or series of transactions, including but not limited to those involving the issuance of securities, that result in or effect a Change in Control of the Company, without first obtaining the written consent of the holders of the Series C Preferred Stock. For the purpose of of this Section 5.2, a "Change in Control" of the Company means when: (i) any person (defined herein to mean any person within the meaning of Section 13(d) of the Securities Exchange Act of 1934 (the "Exchange Act")), other than the Company, or an employee benefit plan established by the Board of Directors, acquires, directly or indirectly, the beneficial ownership

EnergyTEK Corp.  
Amendment to Certificate of Designation  
Attachment Page 2

(determined under Rule 13d-3 of the regulations promulgated by the Securities and Exchange Commission under Section 13(d) of the Exchange Act) of securities issued by the Company having fifty percent (50%) or more of the voting power of all of the voting securities issued by the Company in an election of directors at the meeting of the holders of voting securities to be held for such purpose; or (ii) a majority of the directors elected at any meeting of the holders of voting securities of the Company are persons who were not nominated for such election by the Board of Directors or a duly constituted committee of the Board of Directors having authority in such matters; or (iii) the Company merges or consolidates with or transfers substantially all of its assets to another person.



**Exhibit 21**

List of Subsidiaries

Texas Gulf Exploration & Production, Inc., a Nevada corporation

Legal Capital Corp., a Nevada corporation

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Exhibit 31.1 – CEO 302 Certification

EnergyTEK Corp. Certification for Annual Report on Form 10-K

I, Craig Crawford, certify that:

1. I have reviewed this Annual Report on Form 10-K of EnergyTEK Corp. for the year ended December 31, 2014;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including our consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 30, 2015

/s/ Craig Crawford

Craig Crawford  
Chief Executive Officer and  
Principal Executive Officer

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Exhibit 31.2 – CEO 302 Certification

EnergyTEK Corp. Certification for Annual Report on Form 10-K

I, Craig Crawford, certify that:

1. I have reviewed this Annual Report on Form 10-K of EnergyTEK Corp. for the year ended December 31, 2014;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including our consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 30, 2015

/s/ Craig Crawford

Craig Crawford  
Chief Financial Officer and  
Principal Accounting and  
Financial Officer

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**Exhibit 32.1 – CEO 906 Certification**

**CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of EnergyTEK Corp. (the “Company”) on Form 10-K for the year ended December 31, 2014 as filed with the Securities and Exchange Commission on the date hereof (the “Report”) I, Craig Crawford, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the Company.

Date: March 30, 2015

*/s/ Craig Crawford*

Craig Crawford

Chief Executive Officer

and Principal Executive Officer

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Exhibit 32.2 – CFO 906 Certification

**CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of EnergyTEK Corp. (the “Company”) on Form 10-K for the year ended December 31, 2014 as filed with the Securities and Exchange Commission on the date hereof (the “Report”) I, Craig Crawford, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the Company.

Date: March 30, 2015

*/s/ Craig Crawford*

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Craig Crawford  
Chief Financial Officer and  
Principal Financial and Accounting  
Officer

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