



QUARTERLY INFORMATION & DISCLOSURE STATEMENT

Green Processing Technologies, Inc.

Quarter Ending March 31, 2012

CUSIP NUMBER: 393233 101

Green Processing Technologies, Inc.

Initial Company Information and Disclosure Statement

March 31, 2012

Part A. General Company Information

Item I. Exact Name of Issuer and its Predecessor. Exact name is Green Processing Technologies, Inc. The Company was originally incorporated under the name TMTM Merger Corp. On May 12, 2010 the Company amended its certificate of incorporation to change its name to Green Processing Technologies, Inc.

Item II. Address of principal executive offices. 225 Sears Lane, Swanton, Maryland 21561. Company phone number (301) 387-8088. Fax no. 801-930-5135. Email address: Sdcassociates@aol.com. Our website is under construction. Person responsible for investor relations: Steven D. Cummins, whose mailing address, email address and telephone numbers are the same as the corporation's.

Item III. State and date of incorporation. Delaware. April 13, 2009. Certificate of Incorporation amended on May 12, 2010.

Part B. Share Structure

Item IV. Title and class of each class of securities outstanding. One class – Common stock. CUSIP 393233101. The trading symbol is TMGR.

Item V. Par value and description of the Common Stock. \$0.001. Each share has one vote on all matters submitted to the common stockholders for a vote. There are no dividend rights other than the right to receive dividends approved by the directors, no preemption rights and no rights for cumulative voting. There are no provisions in the issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

The Company has not established criteria for dividends, conversion, liquidation or voting rights with respect to its authorized preferred stock.

Item VI. Number of shares of the stock outstanding for each class of stock authorized (i) as of the end of the issuer's most recent fiscal quarter and (ii) as of the end of the issuer's last two fiscal years.

(See Table Below)

Period End Date	No. of Shares Authorized	No. of Shares Outstanding	No. of Shares in Public Float	No. of Shareholders
Common (1)				
03-31-12	200,000,000	56,499,433	707,266	466
01-01-12	75,000,000	48,499,433	57,266	461
09-30-11	75,000,000	42,250,000	57,266	457
12-31-10	75,000,000	41,950,000	57,266	454
09-30-10	75,000,000	41,950,000	398,343	408
12-31-09	75,000,000	39,200,000	398,343	408
Preferred				
09-30-2010	5,000,000	0	0	0
12-31-09	5,000,000	0	0	0
(Inc. on 04-13-09)	n/a	n/a	n/a	n/a

(1) Effective December 31, 2010, Green Processing Technologies, a Delaware corporation (“GPTI-Delaware”) closed on a share exchange transaction with Green Processing Technologies, a Nevada company (“GPTI-Nevada”). GPTI-Delaware acquired all the outstanding shares of GPTI-Nevada. As a result of this transaction, the business of GPTI-Nevada was substituted for that of GPTI-Delaware. The current unaudited financial statements, as well as those for the prior year, are those of GPTI-Nevada. For accounting purposes, the exchange is treated as a reverse merger recapitalization, as if GPTI-Nevada acquired GPTI-Delaware.

Part C. Business Information

Item VII. Name and address of the transfer agent. Corporate Stock Transfer, Inc., 3200 Cherry Creek South Drive, Suite 430, Denver, Colorado 80209. Telephone (303) 282-4800. Fax (303) 282-5800. The transfer agent is registered under the Exchange Act. The regulatory authority of the transfer agent is the Securities and Exchange Commission.

Item VIII. Nature of the issuer’s business.

A. Business Development.

1. The issuer, Green Processing Technologies, Inc. but originally named TMTM Merger Corp., is a Delaware corporation.
2. The Issuer was incorporated on April 13, 2009 for the purpose of acquiring Third Millennium Telecommunications, Inc. (TMTI), a Florida corporation organized in 2001 and that had been involved in the business of wholesale activation of cellular phones and logistics and the fulfillment of internet retailers. The Issuer has now completed a change of control transaction with Green Processing Technologies, Inc., a Nevada corporation, as described in paragraph 7 under this same heading. The Issuer’s fiscal year-end date is December 31.
3. The issuer has never been in bankruptcy, receivership or any similar proceeding.

4. The Issuer's merger in May 2009 with TMTI was a reverse merger for the purpose of obtaining a public market for its securities. A more material event is its share-exchange, change-of-control transaction with a Nevada corporation, also named Green Processing Technologies, Inc., as described in paragraph 7 below under this same heading.
5. The Issuer has never experienced a default of the terms of any note, loan, lease or other indebtedness or financing arrangement requiring the issuer to make payments.
6. On May 11, 2010 the Issuer – while still named TMTM Merger Corp - entered into a Share Exchange Agreement with Green Processing Technologies, Inc., a Nevada corporation (herein "GPTI-Nevada") incorporated on January 4, 2008 with the name "Utah Kaolin Products, Inc." but which on November 6, 2009 had changed its name to Green Processing Technologies, Inc. The Issuer has completed this change of control transaction as disclosed in Item 2 above. The terms of the transaction are (i) the Nevada corporation will become a subsidiary of the Issuer, (ii) the pre-transaction shareholders of the Nevada corporation will exchange their shares of common stock for the same number of shares of the Delaware corporation (the Issuer), (iii) the officers and directors of the Delaware corporation shall resign their offices and, in the process, be replaced by the officers and directors of the Nevada corporation, (iv) the Delaware corporation shall change its name to Green Processing Technologies, Inc., and (v) the Delaware corporation shall effect a reverse stock split of one new share for each 50 shares outstanding.

On May 11, 2010 the officers and directors of the Issuer resigned their offices while electing the officers and directors of GPTI-Nevada to succeed them.

On May 12, 2010 the Issuer changed its name to Green Processing Technologies, Inc.

On June 16, 2010 it effected a 1-for-50 reverse stock split of its common stock.

By December 31, 2010 the holders of all the outstanding shares of GPTI-Nevada had approved the share exchange with the Issuer.

7. The transaction between the Issuer and Green Processing Technologies, Inc.- Nevada, described above involves an increase of greater than 10% of the same class of outstanding equity securities. Prior to the transaction there were 398,633 shares of common stock of the Issuer outstanding. A total of 47,210,800 shares of newly-issued common stock of the Issuer were issued in the share exchange transaction.
8. There have been no stock dividends, recapitalizations, spin-offs or reorganizations. The transaction with Third Millennium Telecommunications,

Inc. described above was an acquisition and a merger with publically traded company. There are no anticipated transactions of any of such transactions other than the transaction described above between the Issuer and Green Processing Technologies, Inc.

9. None
10. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have a material effect on the Issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator.

B. Business of the Issuer.

1. The Issuer's primary and secondary SIC Codes are 1389, 1459, 2911, 2999, 3231, 3291.
2. The Company is currently in the development stage of operations.
3. Green Processing Technologies has never been a shell corporation.
4. Through GPTI-Nevada the Company owns 70 percent of the equity of an Alberta Province, Canada company, KeyEco Tech, Inc., through which GPTI proposes to develop our technologies for various applications in Alberta Province but primarily for companies involved directly in the processing of mined oil sands and in the remediation of lakes, tailings ponds and residential water polluted by the waste from oil sands mining and natural gas drilling operations. In addition to profits to be realized from KeyEco Tech's sales in Alberta Province of equipment employing our systems, its sales contracts will provide that KeyEco Tech will receive -
 - a royalty of \$3 a barrel of usable oil products produced from commercial utilization of our reactors or systems,
 - a royalty of \$0.02 a kilowatt hour of usable electricity purchased from commercial production utilization of our reactors or systems,
 - a royalty of \$0.05 a U.S. gallon of usable water remediated from commercial production utilization of our reactors or systems.
5. The Company is not aware of any existing or probable governmental regulations that are other than being helpful to our business due to the beneficial effects our products have on reducing environmental pollution.
6. The Company spent the following amounts on research and development activities during our last two fiscal years: 2010: \$77,500 and 2011: \$12,000.
7. The Company experienced no costs and effects of compliance with environmental laws other than those imposed on every commercial establishment.

8 The Company has one full-time employee and no part-time employees.

Item IX. The nature of products or services offered.

A. Principal products or services and their markets.

Green Processing Technologies, Inc. is today a “green technology”, development, fabrication and contracting corporation. The Company develops and manufactures equipment, products and systems employing our proprietary technologies to service global remediation projects. These technologies are energy-efficient, cost-effective, environmentally-friendly, and the Company will hold proprietary intellectual property rights. The Company has applications in the areas, among others, of –

- generating electricity by environmentally friendly processes,
- producing oil from heavy oil sands,
- remediating water in lakes and ponds polluted by the extraction operations of oil from oil sands, natural gas drilling and of other mining operations,
- desalinization of water,
- disposal of medical waste,
- disposal of e-waste (electronic devices containing metal) and
- remediating land contaminated by mining operations.

GPTI will not engage directly in any of the above industries but, rather, in providing equipment, operators, and operating systems under contract to companies engaged directly in such industries.

B. Distribution methods of the products or services.

GPTI will issue non-exclusive territorial licenses, contract/manage and market our proprietary green technologies worldwide. Our revenue will be generated through tipping fees, royalty fees, and contract revenue.

C. Status of any publicly announced new product or service.

During the quarter, The Company announced the Joint Venture between Green Processing Technologies, Inc. and H2O Technologies, Inc. for purposes of water remediation in the United States and Canada. In addition, the Company announced the acquisition of Bio Grow, a high end soil additive that activates growth on contaminated land and mining sites globally. The Company is currently pursuing contracts incorporating both technologies in the United States and Canada.

D. Competition.

There is considerable competition in all of the markets in which the Company conducts its business. There are many companies that are larger and have greater financial resources than we have. In many cases we are unable to compete effectively with those companies. However, the Company believes in its technology and its ability to produce revenue for the Company.

E. Sources and Availability of Raw Materials and the names of Principal Suppliers.

GPTI manufactures equipment that, in most cases, is an “add-on” to conventional equipment. Our equipment utilizes standard parts that are readily available from several sources, although a waiting period may occur between our ordering parts and receiving the parts. The names of some of the principal suppliers of the equipment and parts we need are Kvichak Marine Industries, Prima North America,, Inductotherm, ABP Induction (Pillar Induction Co) and H2O Tech.

F. Dependence on One or a Few Major Customers.

The Company does not rely on a few major customers.

G. Patents, Trademarks and Licenses. GPTI owns one patent at the present time. It is specific to our land remediation technology which is Bio Grow. The patent number is US 2005/0257586 A1. The publication date is November 24, 2005. The Company owns this patent into perpetuity and will make modifications as new technology is made available moving forward.

H. Government Approval of Principal Products.

No government approval is required with regard to the manufacture or assemblage of the equipment the Company manufactures.

Item X. The nature and extent of our facilities. The Company presently owns no facilities. The Company is negotiating to lease a manufacturing facility located in St. George, Utah and a processing facility located in Cedar City, Utah.

PART D. MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

Item XI. Names of the chief executive officer, members of the board of directors, as well as control persons.

A. Officers and Directors

The table and other information below sets forth the Issuer’s executive officers, directors and control persons, their business addresses, the number of shares of the issuer’s common stock beneficially owned by each such person, their employment history for at least the past 5 years, their board memberships and other affiliations and their compensation.

Person	Office	No. of Shares of Common Stock
Stephen D. Cummins 1260 W. Lionhead Washington, UT 84780	Director, CEO	7,525,000
Dennis Engh 3985 South 2000 East Salt Lake City, UT 84124	Secretary	9,525,000
Thomas J. Kenan 212 N.W. 18 th Street Oklahoma City, OK 73103	Director	5,475,000 (1)
Duane Cummins (2) 255 Sears Lane Swanton, MD 21561	Director	0
Tom Snyder 1500 Cherokee Avenue Columbus, GA 31906	Chief Financial Officer	1,000,000

(1) These shares are registered in the names of Thomas J. and Marilyn C. Kenan, husband and wife, joint tenants with right of survivorship.

(2) Duane Cummins is the father of Stephen D. Cummins

3. Employment History

STEPHEN D. CUMMINS, 51. Chairman of the Board of Directors and CEO

For 17 years, Mr. Cummins held senior management positions with Fortune 500 corporations including; Lear Siegler (Vice President of Business Development), Autoglass Division and AFG Industries (Senior Vice President Operations & Business development), Autoglass Division and PGSI (Executive Vice President of United States Expansion and Business Development Operations). Mr. Cummins founded Phoenix Group Holdings in 1995. Subsequently, he founded SDC & Associates. From 1996 through 2000, this privately held business finance and consulting organization assisted 37

small businesses in turn-around, equity and debt financing. He served as an Officer and Director of CRT Holdings, Inc. in Columbus, Georgia from 1997 to 2000, and he co-founded PTI Ventures, LLC, a research and development company in 2001. In April 2003, Mr. Cummins from President of PTI Ventures, LLC to assume senior management and governance rolls with Tantivy Group, Inc. as prelude to the acquisition of Orectech, Inc. by Tantivy. After completing the strategic operating plan and governance restructuring of Orectech, Inc., in November of 2003, Mr. Cummins resigned as Chairman/CEO to pursue other business and consulting opportunities. CRT, PTI, Tantivy and Orectech are all H. Stephen Shehane founded corporations. During the period between November 2003 and November 2005 he served as interim CEO and Director of Micro Bio-Medical Waste Systems, Inc., Ramoil Management, Inc. and served as a management consultant to Nano Signal, Inc. Mr. Cummins co-founded and assumed the responsibility of Chairman/CEO/President of Universal Mud Products, Inc. in November of 2006 and founded Green Processing Technologies, Inc. in 2008 for purposes of global commercialization of new technologies.

TOM SNYDER, 64. Chief Financial Officer

A graduate of Princeton University with an MBA from Harvard Business School, Mr. Snyder brings over 40 years of successful business experience to our company. Mr. Snyder began his career as Budget Officer for MACV-SOG in Saigon from 1969 to 1970. He continued his career as a Senior Financial Analyst with Baxter International before moving in 1974 to Georgia, where he acquired and managed a multiunit retail business until 1988. From 1988 until the present, Mr. Snyder has offered consulting services to the mining industry, served as a member of the faculty of the University of Georgia, and specialized in business development and securing seed capital for early stage, developmental mining companies and corporations.

DENNIS S. ENGH, 71. Secretary

Mr. Engh studied botanical science and business at the University of Utah. After college he became the manager for Engh Floral Corporation, a family-owned business, advancing to president over a ten-year period. In 1981 he became president of Denco Oil Development, Inc., an oil well development company later purchased by a company in Texas. In 1986 he became president of The Clothes Link, a seven-store women's clothing store system in Utah. From 1985 to 1990 he also supervised all land acquisition for industrial minerals for Pioneer Minerals, Inc., a Utah corporation. He then became president of that company. During that same period he also organized and operated a landscape and grounds maintenance business which performed contract work in Utah, Idaho and Nevada. He organized Utah Clay Technology in 1994 to pursue opportunities for the commercialization of several kaolin reserves in Utah he had acquired and served as its president until its merger in 2003 with TS Electronics Corporation, a corporation based in China. He continued to lead activities promoting the commercialization of the Utah kaolin reserves until November 2001 when Stephen Cummins took over as CEO of the Company.

THOMAS J. KENAN, 78. Director

Mr. Kenan practiced securities and corporation law in Oklahoma City, Oklahoma over the last 42 years. He retired from the practice of law on January 1, 2011

- 1960-1961. Associate in Wall Street law firm of Cleary, Gottlieb, Steen & Hamilton
- 1962- 1966. Legislative Assistant to Majority Leader Carl Albert, U.S. House of Representatives
- 1967- 1992. Partner in several law firms in Oklahoma City, Oklahoma
- 1993 to 2011. "Of counsel" first to Fuller Tubb Pomeroy and Stokes and then to Fuller Tubb, Bickford & Krahl, PLLC in Oklahoma City, Oklahoma
- 1949 -1953 Undergraduate university: University of Oklahoma, Degree: Bachelor of Arts (philosophy)
- 1953 - 1956 U. S. military: 3 years as a naval officer aboard a destroyer. USS Purdy (DD 734). Was chief engineering officer the last two of the three years
- 1958 Law school: University of Oklahoma School of Law, LL.B
- 1959 New York University School of Law, LL.M. in Comparative Law
- 1959 — 1960 L'Ecole de Droit de l'Universite de Paris, Fulbright Scholar in comparative constitutional law

D. DUANE CUMMINS, 75. Director

D. Duane Cummins is currently serving as Visiting Scholar in History at Johns Hopkins University where he is teaching graduate courses in American History. He completed a one-year assignment as interim president of the Disciples of Christ Historical Society (2004-2005) after completing a one year appointment (2002-2003) as Interim President of Brite Divinity School at Texas Christian University. Dr. Cummins served as President of Bethany College in Bethany, Oklahoma from 1988 until his retirement in 2002. In addition to the Bethany presidency, he served as Chairman of the Presidents' Athletic Conference, as President of the West Virginia Association for Independent Colleges and Chair of the East Central College Consortia. In 1993, he completed his term as a member of the National Association of Independent Colleges and Universities' Commission on Policy Analysis. Dr. Cummins has also served as a member of the Board of Directors of the Council of Independent Colleges; the Board of Directors of WesBanco Bank in Wheeling, WV, the Pittsburgh Opera Board of Directors in Pittsburgh, PA; and previously served from 1978 to 1988 as a member of the Board of Trustees of Tougaloo College and of Culver-Stockton College. He has served as a member of the Phillips Graduate Seminary Board of Trustees and Chair of the Board of Trustees of National City Christian Church Foundation. Dr. Cummins is the father of Stephen Cummins, the CEO and Chairman of the Board of our company.

A native of Nebraska, President Cummins earned the B.A. degree from Phillips University, the M.A. from the University of Denver and the Ph.D. from the University of Oklahoma. In addition, he was awarded the LL.D. from William Woods College, the H.H.D. from Phillips University, and a Litt.D. from Chapman University.

4. Board memberships and other affiliations

All of the above named persons are affiliated with and are equity interest owners of Great American Industrial Minerals, LLC, a Utah limited liability company. Mr. Stephen Cummins is the sole Manager and CEO of the LLC.

5. Compensation of Officers and Directors

The directors of the company are elected annually by the shareholders. The officers serve at the pleasure of the board of directors. The directors do not presently receive fees or other remuneration for their services. The officers also do not presently receive salaries or other remuneration for their services, but when funds become available, the directors are expected to make reasonable cash awards to the officers by way of compensating them for their past services.

B Legal/Disciplinary History. None of the persons listed above has, in the last five years, been the subject of –

- A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
- The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities or banking activities;
- A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
- The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C Disclosure of Family Relationships.

Stephen Cummins and D. Duane Cummins are, respectively, son and father.

D Disclosure of Related Party Transactions

There have been no transactions subsequent to the company's inception and the current fiscal year, or any currently proposed transaction, involving the company, (i) in

which the amount involved exceeds the lesser of \$120,000 or one percent of the average of the company's total assets at year-end, and (ii) in which any related person had or will have a direct or indirect material interest.

E Conflicts of Interest.

Thomas J. Kenan, a director and formerly legal counsel to the company, had an inherent conflict of interest in representing the company as its legal counsel and serving as a director of the company. Sometimes the best business advice may not be the best legal advice. Mr. Kenan attempted to resolve this conflict when conflicts arose either by advising the other directors that he would not participate in the voting on the issue at hand but would act solely as legal counsel, or, conversely, by recommending to the directors that another attorney be retained to represent the company with regard to the issue at hand, and that he, Kenan, would act solely in his capacity as a director of the company. Effective January 1, 2011 Mr. Kenan retired from the practice of law but will continue as a director of the company.

**Item XII Financial Information for the Issuer's Most Recent Fiscal Period and
Item XIII Similar Financial Information for such part of the Two Preceding Fiscal Years as the Issuer or its Predecessor Has Been in Business**

Financial Statements for the periods 2010-2011

The Company's initial financial disclosures have been filed with the OTC Disclosure and News Service on the same date that this Disclosure Statement was filed.

Item XIV Beneficial Owners

Each of Stephen D. Cummins, Dennis S. Engh and Thomas J. Kenan is a beneficial owner of more than 5 percent of the Issuer's common stock. Their addresses and shareholdings are disclosed in the table below:.

Person	Office	No. of Shares of Common Stock
Stephen D. Cummins 1260 W. Lionhead Washington, UT 84780	Director, CEO	7,525,000
Dennis Engh 3985 South 2000 East Salt Lake City, UT 84124	Secretary	9,525,000
Thomas J. Kenan 212 N.W. 18 th Street Oklahoma City, OK 73103	Director	5,475,000 (1)

Item XV. Outside Providers of Advice on Matters Relating to Operations, Business Development and Disclosure

The following persons provide advice to the Issuer on matters relating to operations, business development and disclosure.

1. Investment banker. Michael Millon, One River Place #1912, New York, NY 10036. Telephone: 917-767-7777. E-mail: macrocom@aol.com
2. Promoters. None.
3. Counsel. Michael A. Littman, Esq., 7609 Ralston Road, Arvada, CO 80002. Telephone: 303-422-8127. E-mail: MALATTYCO@aol.com.
4. Accountant or Auditor. Norco Consulting Services, accountant,.
5. Public Relations Consultants. None.
6. Investor Relations Consultant. None.
7. Other advisors that assisted the Issuer with respect to this disclosure statement. Intrepid Capital Holdings Corp, whose address is 4654 SR64 East, Penthouse Suite 127, Bradenton, Florida 34208

Item XVI. Management's Discussion and Analysis or Plan of Operation

- A. Plan of Operation for the next twelve months. The Company will seek additional capital of an amount up to \$25 million in either a non-public offering under the exemption from registration provided by the SEC's Regulation D, Rule 506 or in a public offering registered with the SEC. To the extent funds are raised, GPTI shall deploy them in –
- commencing operations in remediating polluted ponds in the Fort McMurray region of Alberta Province, Canada, as described in Item IX-C on page 10 above,
 - commencing operations with regard Bio Grow in Canada and the United States,
 - commencing water remediation operations by contract with major oil and gas companies located in the United States and Canada

With the exception of water remediation projects in the United States, the Company cannot initiate the remaining projects and activities until the Company raises the needed funds. At present, the Company is pursuing a capital-raising effort through a private banker that has investors with cash resources sufficient to raise up to \$25 million for us, half of this in equity and half in debt. Should this effort not be successful, we will have to turn to other sources of capital.

Subject to the availability of funds, GPTI does expect to purchase significant equipment for resale after upgrading the equipment to include add-ons that convert the equipment to include our technology. The Company also expects to purchase or lease two facilities in southern Utah suitable to house our manufacturing, processing and assembling activities.

Again, subject to the availability of funds, GPTI plans to, partially at least, compensate our management in recognition of their unpaid services over the last few years. The Company would also expect to hire at least five new employees.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations. Not applicable.

C. Off-Balance Sheet Arrangements. None.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the past two years.

1. On May 27, 2009 in a Regulation D, Rule 506 offering, the Issuer (then still named TMTM Merger Corp.) merged with Third Millennium Telecommunications, Inc., the Issuer being the surviving entity in the merger, and all outstanding shares of common stock of Third Millennium Telecommunications were converted into 19,917,165 newly-issued shares of the Issuer's common stock. Approximately 17,000,000 of the 19,917,165 shares were restricted securities by reason of the manner in which they had been issued or because they were held by affiliates of Third Millennium Telecommunications at the time of the merger or by persons that had been affiliates of it within 90 days of the merger. The certificates evidencing their new shares bore legends stating that the shares had not been registered under the Securities Act and referred to the restrictions on transferability and sale of the shares under the Securities Act. The remaining almost 3,000,000 newly-issued shares were free trading shares at the time of the merger, and the certificates evidencing these shares bore no restrictive legends.
2. On May 12, 2010 the Issuer changed its name to Green Processing Technologies, Inc. and on June 16, 2010 reverse split its common stock, one new share for each 50 outstanding shares. The 398,433 new shares issued were exempt from registration under Section 3(a)(9) of the Securities Act as "any security exchanged by the issuer with its existing security holders exclusively where no commission or other remuneration is paid or given directly or indirectly for soliciting such exchange." The certificates evidencing the new shares bear the same legends as were on the certificates they replaced.

Green Processing Technologies-Nevada, the company whose shareholders have taken control of the Issuer through a share exchange and whose financial statements are part of this document, issued 2,000,000 shares of its common stock – which is being exchanged share-for-share in the share exchange transaction described above – for \$0.375 a share cash, net of broker's

commissions, in a Regulation D, Rule 506 offering. An additional 1,000,000 shares were issued to Lion Global Strategies, LLC as compensation for its services in selling the 2,000,000 shares. Lion Global Strategies is under the control of Omar Plummer, who owns most of the equity interest of such company.

The persons that bought the 2,000,000 shares are as follows, none of whom was or is an affiliate of Green Processing Technologies-Nevada or the Issuer:

Date	Subscriber
12-01-09	Thelma Rodriguez <i>subscription</i>
12-10-09	Russell E. Rainey <i>subscription</i>
12-18-09	Russell L. Terhune <i>subscription</i>
12-22-09	Milton Aschliman <i>subscription</i>
12-28-09	David Stockman <i>subscription</i>
01-06-10	Richard L. Runyon, DVM <i>subscription</i>
01-12-10	Maxwell Levy <i>subscription</i>
01-13-10	Milton Aschliman <i>subscription</i>
01-15-10	Gibb E. Peters <i>subscription</i>
02-24-10	Russell E. Rainey <i>subscription</i>
02-24-10	William R. Vogler <i>subscription</i>
02-25-10	Milton Aschliman <i>subscription</i>
03-04-10	Robert P. Jeffers <i>subscription</i>
03-05-10	David J. Hanson <i>subscription</i>
03-08-10	Harold E. Caplan, M.D. <i>subscription</i>
03-10-10	Robert Thompson <i>subscription</i>
03-15-10	Richard L. Runyon, DVM <i>subscription</i>
03-16-10	George H. Moore <i>subscription</i>

03-22-10	Ronald L. Reiter <i>subscription</i>
03-24-10	William R. Vogler <i>subscription</i>
03-29-10	Jack J. Jensen <i>subscription</i>
04-08-10	Robert P. Jeffers, DDS Corporate Profit Sharing 401K <i>subscription</i>
04-09-10	James H. Griffin Rev. Trust of 3-9-93 <i>subscription</i>
04-12-10	Ronald Lee Reiter <i>subscription</i>
04-13-10	Milton Aschliman <i>subscription</i>
04-13-10	George H. Moore <i>subscription</i>
05-04-10	David Luther <i>subscription</i>
05-04-10	Gilbert Peters <i>subscription</i>
05-07-10	Robert P. Jeffers, DDS Corporate Profit Sharing 401K <i>subscription</i>
05-07-10	James H. Griffin Rev. Trust of 3-9-93 <i>subscription</i>
05-24-10	Richard L. Runyon, DVM <i>subscription</i>
05-24-10	Robert Thompson <i>subscription</i>
05-24-10	Wenger Living Trust Dated April 25, 2005 <i>subscription</i>
05-24-10	David Stockman <i>subscription</i>
05-26-10	William R. Vogler <i>subscription</i>
05-27-10	Ronald Lee Reiter <i>subscription</i>
06-24-10	Bill C. Smith <i>subscription</i>
06-24-10	Wenger Living Trust Dated April 25, 2005 <i>subscription</i>
06-24-10	David H. Luther <i>subscription</i>
06-24-10	William Brennan <i>subscription</i>

06-24-10	Russell E. Rainey <i>subscription</i>
07-01-10	Richard L. Ehrhart <i>subscription</i>
07-07-10	Michael E. Gross <i>subscription</i>
07-22-10	Charles A. Edwards <i>subscription</i>
08-24-10	Dante L. Cerchio <i>subscription</i>
09-21-10	Charles A. Edwards <i>subscription</i>
09-30-10	Michael E. Gross <i>subscription</i>
10-07-10	Gilbert E. Peters <i>subscription</i>
09-28-10	James H. Griffin Rev. Trust of 3-9-93 <i>subscription</i>
09-29-10	Myer Jarcho TTEE U/A DTD 11/29/04 The Myer Jarcho Trust <i>subscription</i>
10-08-10	Ruel Gunnell <i>subscription</i>
10-18-10	Dante L. Cerchio <i>subscription</i>
10-21-10	C. Salen Herke Revocable Trust U/A DTD 8/1/88 <i>subscription</i>
11-04-10	Ralph R. Biederman, Trustee, or his successors in trust, under RALPH R. BIEDERMAN LIVING TRUST, dated March 21, 2008, and any amendments thereto <i>subscription</i>
11-09-10	Marc C. Watson, MD <i>subscription</i>
11-17-10	Entrust Freedom, LLC FBO Gordon Griffith #14-62348TR <i>subscription</i>

The Wenger Living Trust named above is under the control of Virgil E. Wenger, also named above. None of the above persons or entities owns, directly or indirectly, more than 5% of the outstanding shares of common stock of the company, which is the only class of equity securities of the company.

Item XVIII Material Contracts

The following exhibits are attached to this disclosure statement:

Exhibit No.

1. Joint Venture Agreement between H2O Technologies, Inc. and Green Processing Technologies, Inc,
2. BioGrow Acquisition Agreement

Item XIX Articles of Incorporation and By-laws

- A. Attached as Exhibit 1 is a complete copy of the Issuer's articles of incorporation.
- B. Attached as Exhibit 2 is a complete copy of the Issuer's by-laws.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers

- A. The below table discloses any purchase of equity securities of the Issuer made by or on behalf of the Issuer or any person affiliated with the Issuer within each of the monthly periods covered by this report.

ISSUER PURCHASES OF EQUITY SECURITIES				
Period	Column (a) Total Number of Shares Purchased	Column (b) Average Price Paid per Share	Column (c) Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs	Column (d) Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs
Each month covered by this report	0	n/a	0	0

Item XXI Issuer's Certifications

I, Stephen D. Cummins, certify that:

1. I have reviewed this Initial Company Information and Disclosure Statement of Green Processing Technologies, Inc.
2. Based on my knowledge, this disclosure statement 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 disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: March 31, 2012,



Stephen D. Cummins
Chairman/CEO

EXHIBITS ATTACHED