

J.D Pulver  
11705 Boyette Rd., #437  
Riverview, FL 33569  
Telephone: (813) 677-6580

**BEFORE THE DIVISION OF SECURITIES  
OF THE DEPARTMENT OF COMMERCE  
OF THE STATE OF UTAH**

<b>IN THE MATTER OF:</b>	§	<b>MOTION TO DISMISS AND/OR</b>
	§	<b>MOTION FOR SUMMARY</b>
<b>J.D. PULVER</b>	§	<b>JUDGMENT BY RESPONDENT</b>
	§	
<b>Respondent.</b>	§	<b>Docket No. SD-06-0058</b>

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**MOTION TO DISMISS AND/OR MOTION FOR SUMMARY JUDGMENT BY RESPONDENT**

COMES NOW, J.D. PULVER, Respondent in the above-styled and numbered cause, respectfully moves, pursuant to Rule 12 (b) (7) of the Utah Rules of Civil Procedure, to dismiss for failure to join an indispensable party. In the alternative, should the Division decide it did not fail to join an indispensable party, then pursuant to Rule 56 of the Utah rules of Civil procedure, Respondent Pulver moves for summary judgment on the grounds that there are no genuine issues of material fact and Respondent therefore is entitled to judgment as a matter of law. This motion is based on the pleadings, and admissions filed in this action, and Respondent's Memorandum of Authorities.

**MEMORANDUM FOR MOTION TO DISMISS**

The Divisions' initial Notice of Agency Action, Order to Cease and Desist, and Order to Show Cause named Flavor Brands, Inc., however it failed to include all of the officers of the corporation. The records filed with the Utah Secretary of State show that Denise S. Sullivan, Charles E. Langrill and Joseph Arcaro were the initial officers of Flavor Brands, Inc. While the Division named Denise S. Sullivan, it failed to include Charles E. Langrill and Joseph Arcaro.

Mr. Pulver never accepted the position of President of Flavor Brands, Inc. Joseph Arcaro, however, filed documents with the secretary of state and signed off that he, Arcaro, was in fact president of Flavor Brands, Inc. When the division named Flavor Brands, Inc. in its Orders to Cease and Desist and Show Cause it should have included those actually responsible for running Flavor Brands, Inc., which should have included Mr. Arcaro (if not Mr. Langrill, also).

#### **MEMORANDUM FOR MOTION FOR SUMMARY JUDGMENT**

Flavor Brands, Inc. was incorporated by Denise S. Sullivan in 2005. Ms. Sullivan signed the Articles of Incorporation that stated:

It is the preferences, limitations and relative rights of the corporation to let it be known that the previous Flavor Brands, Inc., Utah Corporate ID Number 861408-0142 was dissolved in the year 2001. It is the intent of this, the new Flavor Brands, Inc, to notify by public notice, all shareholders of the previous Flavor Brands, Inc., that any shares of Flavor Brands, Inc. issued and outstanding on the books of that Corporation, as recorded by American Registrar & Transfer Co., Salt Lake City, Utah, will be accepted for exchange as per the terms, limitations, and relative rights of the incorporator herein.

Ms. Sullivan signed the Articles of Incorporation on May 24, 2005. Mr. Pulver did not even know Ms. Sullivan or "Flavor Brands, Inc." at this time. He was not introduced to Ms. Sullivan until 2006, so it is unreasonable to hold Mr. Pulver responsible for a statement that he did not make.

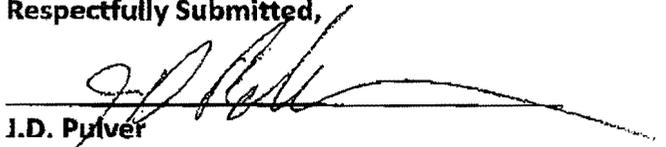
The Division also claims that Mr. Pulver made announcements on Pink sheets that Flavor Brands, Inc. was swapping new shares of Flavor Brands II Stock for old shares of Flavor Brands I stock. However, the assistant attorney generals records show that this statement was sent to Pink Sheets from Ms. Sullivan on June 8, 2005. Once again, Mr. Pulver did not even know Ms. Sullivan or "Flavor Brands, Inc." at this time, so it is unreasonable to hold Mr. Pulver responsible for a statement that he did not make.

Although the division did send Mr. Pulver a notice to delist information about FLVB stock in the Pink Sheets, as previously stated, Mr. Pulver was not an officer or director of Flavor Brands I or Flavor Brands II stock and so he had no authority to delist that information.

While the Division claims that Mr. Pulver offered stock for sale, this is in its entirety untrue and the Division has failed to prove that Mr. Pulver ever offered stock for sale. In fact, no shares were ever issued by Flavor Brands II by any person.

WHEREFORE, PREMISES CONSIDERED, J.D. PULVER, Respondent in the above-styled and numbered cause, prays that it be granted summary judgment in this cause, and dismissing it with prejudice and assessing all cost of this action to the Plaintiff.

Respectfully Submitted,



J.D. Pulver

RESPONDENT

DATED this 28<sup>th</sup> day of December, 2007.

**Certificate of Service**

This is to certify that I, *J.D. Pulver*, have this date served a true and correct copy of the above and foregoing **Motion to Dismiss and Motion for Summary Judgment** by fax and U.S. Mail, postage fully prepaid, on the 28<sup>th</sup> day of December 2007 to the following parties:

Wayne Klein  
Presiding Officer, Division of Securities  
Utah Department of Commerce  
P.O. Box 146760  
Salt Lake City, UT 84114-6760  
FAX: (801) 530-6980

Jeff Buckner  
Assistant Attorney General  
Utah Attorney General's Office  
P.O. Box 140872  
Salt Lake City, UT 84114-0872  
Fax: (801) 366-0315

# EXPEDITE

## Articles of Incorporation Of Flavor Brands, Inc.

*We, the undersigned, persons acting as incorporators under the Utah Revised Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:*

### Article I

The name of the Corporation is **FLAVOR BRANDS, INC.**

### Article II

The purpose or purposes for which the corporation is organized is to engage in the manufacturing and distribution of food products and bottled water. The Corporation shall further have unlimited power to engage in and do any lawful act concerning any and all lawful business for which corporations may be organized under the Utah Business Corporation Act and any amendments thereto.

### Article III

The corporation shall have authority to issue **ONE HUNDRED FIFTY MILLION (150,000,000)** shares of stock which stock shall be of one class only which will be common voting stock. The common stock shall have unlimited voting rights as provided in the Utah Revised Business Corporation Act.

### Article IV

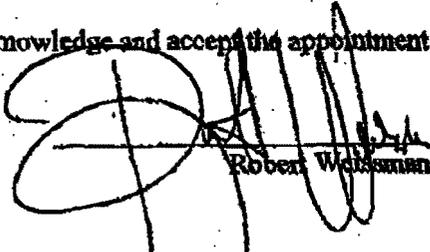
The address of the Corporations initial registered office shall be:

2821 Evergreen Ave.  
Salt Lake City, Utah 84109

The Corporations initial registered agent at such address shall be:

Robert Weissman

I hereby acknowledge and accept the appointment as Corporation registered agent.

  
Robert Weissman

Date: 05/26/2005  
Receipt Number: 1469837  
Amount Paid: \$127.00

05-24-05A08:16 RCVD

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**Article V**

**The name and address of the incorporator is:**

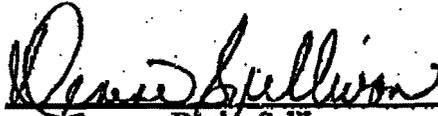
**Denise Sullivan  
9050 W. Warm Springs Rd #1136  
Las Vegas, Nevada 89148**

**VI**

It is the preferences, limitations and relative rights of the corporation to let it be known that the previous Flavor Brands, Inc., Utah Corporate ID Number 861408-0142 was dissolved in the year 2001. It is the intent of this, the new Flavor Brands, Inc, to notify by public notice, all shareholders of the previous Flavor Brands, Inc., that any shares of Flavor Brands, Inc. issued and outstanding on the books of that Corporation, as recorded by American Registrar & Transfer Co., Salt Lake City, Utah, will be accepted for exchange as per the terms, limitations, and relative rights of the incorporator herein.

**IN WITNESS WHEREOF, I, DENISE SULLIVAN, have executed these Articles of Incorporation in duplicate this 24<sup>th</sup> day of May, 2005, and say:**

**That I am the incorporator herein; that I have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of my knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters I believe to be true.**

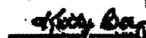
  
Denise Sullivan

05-24-05A08:17 RCVD

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
And approved on this 24 day of May 2005  
in this office of this Division and hereby issued  
this Certificate thereof.

Examiner KA Date 5/25/05



  
Kathy Berg  
Division Director

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**From:** "Issuer Services" <issuerservices@pinksheets.com>  
**To:** <cromwell@pinksheets.com>  
**Date:** 8/16/2006 8:14 AM  
**Subject:** FW: Company Information Update for Flavor Brands, Inc. (Symbol: FLVB)

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From: webmaster@pinksheets.com [mailto:webmaster@pinksheets.com]  
Sent: Wednesday, June 08, 2005 2:15 PM  
To: issuerservices@pinksheets.com  
Subject: Company Information Update for Flavor Brands, Inc. (Symbol: FLVB)

Updated Company Information for Flavor Brands, Inc. (Symbol: FLVB)

Updated Company Name: Flavor Brands, Inc.

Updated Symbol: FLVB

Company Address1: 9050 W Warm Springs Rd #1136

City: Las Vegas

State: Nv

Zip: 89148

Phone: (702)795-0934

Company Fax: (702)795-0934

State of Incorporation: Utah

Company Type As Of Date: yyyy-mm-dd

Transfer Agent Phone: (801)363-9065

Comments and Questions: Any questions, phone Denise Sullivan @ (702)795-0934

Short Business Description In May of 2005, articles of Inc for Flavor Brands, Inc. were filed w/ the dept. of commerce, state of Utah. The new incorporator of Flavor Brands, Inc.

will seek a stock swap of old Flavor Brands stock for newly issued stock.

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Name of the person who completed this form: Denise Sullivan

Company Affiliation: President/CEO

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Email Address: [silkyesulle@yahoo.com](mailto:silkyesulle@yahoo.com)

Phone Number: (702)795-0934

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**From:** webmaster@pinksheets.com [mailto:webmaster@pinksheets.com]  
**Sent:** Wednesday, June 08, 2005 2:15 PM  
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City: Las Vegas

State: Nv

Zip: 89148

Phone: (702)795-0934

Company Fax: (702)795-0934

State of Incorporation: Utah

Company Type As Of Date: yyyy-mm-dd

Transfer Agent Phone: (801)363-9085

Comments and Questions: Any questions, phone Denise Sullivan @ (702)795-0934

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will seek a stock swap of old Flavor Brands stock for newly issued stock.

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Name of the person who completed this form: Denise Sullivan

Company Affiliation: President/CEO

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Email Address: silkyesullie@yahoo.com

Phone Number: (702)796-0934

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**From:** "Issuer Services" <issuerservices@pinksheets.com>  
**To:** <cromwell@pinksheets.com>  
**Date:** 8/16/2006 8:14 AM  
**Subject:** FW: Company Information Update for Flavor Brands, Inc. (Symbol: FLVB)

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From: webmaster@pinksheets.com [mailto:webmaster@pinksheets.com]  
Sent: Monday, June 13, 2005 12:40 PM  
To: issuerservices@pinksheets.com  
Subject: Company Information Update for Flavor Brands, Inc. (Symbol: FLVB)

Updated Company Information for Flavor Brands, Inc. (Symbol: FLVB)

Updated Symbol:

Company Type As Of Date: yyyy-mm-dd

Company Officer Title 1: Joseph Arcaro V.P.

Company Officer Email 1: Charles Langrill Sec./Tres.

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Name of the person who completed this form: Denise Sullivan

Company Affiliation: President

Email Address: silkyesullie@yahoo.com

Phone Number: (702)795-0934

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**From:** webmaster@pinksheets.com [mailto:webmaster@pinksheets.com]  
**Sent:** Monday, June 13, 2005 12:40 PM  
**To:** issuerservices@pinksheets.com  
**Subject:** Company Information Update for Flavor Brands, Inc. (Symbol: FLVB)

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Updated Symbol:

Company Type As Of Date: yyyy-mm-dd

Company Officer Title 1: Joseph Arcaro V.P.

Company Officer Email 1: Charles Langrill Sec./Tres.

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Name of the person who completed this form: Denise Sullivan

Company Affiliation: President

Email Address: silkyesullie@yahoo.com

Phone Number: (702)795-0934

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# ▶ Fax

12/28/2007

**From:** Mr. J.D. Pulver  
**Phone:** 813-677-6580  
**Fax:** 813-677-6621

**To:** Mr. Wayne Klein  
**Phone:** 801-530-6600  
**Fax:** 801-530-6980  
**Company Name:** Utah Department of Commerce, Division of Securities

**Comments:**

12 pages, including cover.

Urgent     For Review     Please Comment     Please Reply     Please Recycle

RECEIVED

JUN 18 2007

Tim Haskin  
P.O. Box 93534  
Los Angeles, California 90093

Utah Department of Commerce  
Division of Securities

June 3rd, 2007

818-399-5834

Mr. Klein;

Pursuant to 63-46b.11(3)

I respectfully request that the Default order you issued be set aside until there can be a judicial review of the 300+ pages of documents sent in November per your request. (Certified mail receipt attached)

I am available anytime to answer questions in regards to this case.

I restate that the findings of fact in this case are totally false, in regards to both JD Pulver and myself.

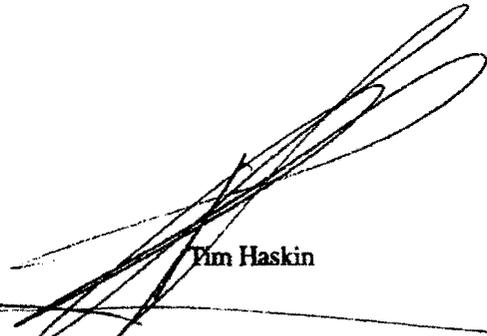
It is my belief that you have a solid case against those individuals that originally filed the documentation in Utah concerning Flavor Brands. It was filed by Dennise Sullivan, Charles Langrill and Joe Arcaro 4 months before I was hired by Denise to create art work for their new water product. I believe the documents sent in November along with the detailed timeline and my hand written notes clearly lay this out.

It is my desire to get this mess cleared up so that I can put Homer, Joe and Dennise behind me and pursue my career in art and design.

I am at your disposal as you sort this out, feel free to call anytime.

If you need me to fly to Utah to sit down with you and clear this up I will gladly do so, just ask.

Your time and consideration of my request is greatly appreciated.



Tim Haskin

*P.S. Mr Klein I know it is alot to ask, as you have as of yet, not met me or had the opportunity to hear my side of this in person. I however request that you clear JD Pulver of any wrong doing , as if it were not for me He would never have gotten involved, or have crossed paths with Dennise, Joe, Homer, or Charles. If at the close of your investigations, you feel that I truely am responsible for the false documents that were filed, and that I filed the said documents to defraud innocent investors...I will accept a double fine, in lieu of JD being fined. He is a good man and his wife and kids do not deserve the financial hardship these charges are placing on them.*

Tim Haskin  
even vouched  
that Pulver  
is innocent!  
(THAT IS A BIG THING)

Evidence  
E