



**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		(A)	(D)	Date Exercisable	Expiration Date					Title
Convertible Promissory Note	\$0.01	09/29/2008	09/29/2008	J <sup>(1)</sup>		850,000		<sup>(2)</sup>	<sup>(2)</sup>	Common Stock	85,000,000	\$0.01	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANCING BEAR INVESTMENTS 110 E. BROWARD BOULEVARD, 14TH FLOOR FORT LAUDERDALE FL 33301		X		

## Signatures

/s/ Michael S. Egan

10/01/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- The Reporting Person distributed convertible promissory notes having an aggregate principal amount of \$850,000 and accrued interest of \$133,096 to Michael S. Egan, its sole shareholder.
- The convertible promissory notes are demand notes, have no expiration date and may be converted at any time prior to payment.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

**Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**