

U. S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

Quarterly Report Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

For Quarter Ended: September 30, 2003

Commission File Number: 0-29507

TULVINE SYSTEMS, INC.

(Exact name of small business issuer as specified in its charter)

Delaware
(State of Incorporation)

52-2102141
(IRS Employer ID No)

5525 MacArthur Blvd., Suite 615, Irving, Texas 75038
(Address of principal executive office)

972-894-9040
(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 X No .

The number of shares outstanding of registrant's common stock, par value \$.0001 per share, as of November 30, 2003 was 1,000,000 shares, held by 1 shareholder.

Transitional Small Business Disclosure Format (Check one): Yes ----- No ----- X .

Tulvine Systems, Inc.

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Tulvine Systems, Inc.
(A Development Stage Company)
Balance Sheet
September 30, 2003
(Unaudited)

Assets

Current assets	
Cash and cash equivalents	\$ 500

Total current assets	500
Organization costs	500

Total assets	\$1,000
	=====

Liabilities and Stockholder's Equity

Current liabilities	\$ --

Total current liabilities	--
Stockholder's equity	
Common stock, \$.0001 par value. Authorized 100,000,000 shares; issued and outstanding 1,000,000 shares	100
Additional paid in capital	900
Retained earnings (deficit)	--

Total stockholder's equity	1,000

	\$1,000
	=====

See accompanying notes to financial statements.

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Tulvine Systems, Inc.
(A Development Stage Company)
Statements of Operations
Three and nine months ended September 30, 2003 and 2002
and October 21, 1999 (inception) to September 30, 2003
(Unaudited)

Oct. 21, 1999 (inception) September 30,	Three Months Ended September 30, 2003	Three Months Ended September 30, 2002	Nine Months Ended September 30, 2003	Nine Months Ended September 30, to 2002
--	--	--	---	--

2003

<S>	<C>	<C>	<C>	<C>	<C>	<C>
Sales and revenues	\$--	\$--	\$--	\$--	\$--	\$--
\$--						
Cost of sales	--	--	--	--	--	--
--	-----	-----	-----	-----	-----	-----

Gross profit	--	--	--	--	--	--
--						
Other expense						
General and administrative						
expense	--	--	--	--	--	--
--	-----	-----	-----	-----	-----	-----

Earnings (loss) before	--	--	--	--	--	--
--						
income taxes						
Income taxes	--	--	--	--	--	--
--	-----	-----	-----	-----	-----	-----

Net earnings (loss)	--	--	--	--	--	--
--	=====	=====	=====	=====	=====	=====
=====						
Net earnings (loss) per share	\$--	\$--	\$--	\$--	\$--	\$--
\$--	=====	=====	=====	=====	=====	=====
=====						
Weighted Average Shares						
Outstanding	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
1,000,000	=====	=====	=====	=====	=====	=====
=====						

</TABLE>

See accompanying notes to financial statements.

Tulvine Systems, Inc.
 (A Development Stage Company)
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Statements of Cash Flows
 Nine months ended September 30, 2003 and 2002
 and October 21, 1999 (inception) to September 30, 2003
 (Unaudited)

21,				Oct.
1999		Nine Months	Nine Months	
(inception)		Ended	Ended	
September 30,		September 30,	September 30,	to
2003		2003	2002	
<S>	<C>	<C>	<C>	<C>
Cash flows from operating activities				
Net earnings (loss)	\$ --	\$ --	\$ --	\$ --
-				
Adjustments to reconcile net earnings (loss) to net				
cash provided by (used in) operating activities:				
Organization costs	--	--	--	--
(500)	-----	-----	-----	-----

Net cash provided by (used in) operating activities .	--	--	
(500)			
-----	-----	-----	---
Cash flows provided by (used in) investing activities			
-----	-----	-----	---
Net cash provided by (used in) investing activities .	--	--	-
-			
-----	-----	-----	---
Cash flows provided by (used in) financing activities			
Proceeds from sale of common stock			
1,000			
-----	-----	-----	---
Net cash provided by (used in) financing activities .	--	--	
1,000			
-----	-----	-----	---
Net increase (decrease) in cash and cash equivalents	--	--	
500			
Cash and cash equivalents, beginning of period	500	500	-
-			
-----	-----	-----	---
Cash and cash equivalents, end of period	\$ 500	\$ 500	\$
500			
=====	=====	=====	

See accompanying notes to consolidated financial statements.
</TABLE>

Tulvine Systems, Inc.
(A Development Stage Company)

Notes to Financial Statements
Nine months ended September 30, 2003 and 2002 and October 21, 1999 (inception)
to September 30, 2003 (Unaudited)

A. Summary of Significant Accounting Policies

- (1) Organization and Business Operations - Tulvine Systems, Inc. (a development stage company) (the "Company") was organized October 21, 1999, under the laws of the State of Delaware. The Company has no operations and in accordance with SFAS #7 is considered a development stage company. The Company was formed to serve as a vehicle to effect a merger, exchange of capital stock, asset acquisition or other business combination with a domestic or foreign private business.

The Company's ability to commence operations is contingent upon its ability to identify a prospective target business and raise the capital it will require through the issuance of equity securities, debt securities, bank borrowings or a combination thereof.

- (2) Use of Estimates - The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and 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.

- (3) Cash and Cash Equivalents - For purposes of the statement of cash

flows, the Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

- (4) General - The financial statements included in this report have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission for interim reporting and include all adjustments (consisting only of normal recurring adjustments) that are, in the opinion of management, necessary for a fair presentation. These financial statements have not been audited.

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Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted pursuant to such rules and regulations for interim reporting. The Company believes that the disclosures contained herein are adequate to make the information presented not misleading. However, these financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's Annual Report for the period ended December 31, 2002, which is included in the Company's Form 10-KSB.

- (5) Income Taxes - Deferred income taxes are recognized for income and expense items that are reported for financial purposes in different years than for income tax purposes.
- (6) Net Earnings per Share - Net earnings per share amounts are computed using the weighted average number of shares outstanding during the period. Fully diluted earnings per share is presented if the assumed conversion of common stock equivalents results in material dilution.

Going Concern

The Company's financial statements are prepared using the generally accepted accounting principles applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company has no current source of revenue. Without realization of additional capital, it would be unlikely for the Company to continue as a going concern. It is management's plan to seek additional capital through a merger with an existing operating company.

Stockholder's Equity

The Company has 100,000,000 shares of its \$0.0001 par value common stock authorized and 1,000,000 shares issued. There are no warrants or options outstanding.

Related Party Transactions

The Company neither owns nor leases any real or personal property. Office services are provided without charge by the officer and director. Such costs are immaterial to the financial statements and, accordingly, have not been reflected therein. The officer and director of the Company is involved in other business activities and may, in the future, become involved in other business opportunities. If a specific business opportunity becomes available, such person may face a conflict in selecting between the Company and their other business interests. The Company has not formulated a policy for the resolution of such conflicts.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

The Company has registered its common stock on a Form 10-SB registration statement filed pursuant to the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 12(g) thereof. The Company files with the Securities and Exchange Commission periodic and episodic reports under Rule 13(a) of the Exchange Act, including quarterly reports on Form 10-QSB and annual reports on Form 10-KSB. As a reporting company under the Exchange Act, the Company may register additional securities on Form S-8 (provided that it is then in compliance with the reporting requirements of the Exchange Act) and on Form S-3 (provided that it has during the prior 12 month period timely filed all reports required under the

Exchange Act).

The Company was formed to engage in a merger with or acquisition of an unidentified foreign or domestic private company that desires to become a reporting company whose securities have been registered under the Exchange Act. The Company may be deemed to meet the definition of a "blank check" company contained in Section (7)(b)(3) of the Securities Act of 1933, as amended.

Management believes that there are perceived benefits to being a reporting company which may be attractive to foreign and domestic private companies.

These benefits are commonly thought to include:

- (1) the ability to use securities to make acquisition of assets or businesses;
- (2) increased visibility in the financial community;
- (3) the facilitation of borrowing from financial institutions;
- (4) improved trading efficiency;
- (5) the potential for shareholder liquidity;
- (6) greater ease in subsequently raising capital;
- (7) compensation of key employees through options for stock for which there may be a public market;
- (8) enhanced corporate image; and (9) a presence in the United States capital market.

A private company which may be interested in a business combination with the Company may include:

- (1) a company for which a primary purpose of becoming a reporting company is the use of its securities for the acquisition of assets or businesses;
- (2) a company which is unable to find an underwriter of its securities or is unable to find an underwriter of securities on terms acceptable to it;
- (3) a company which wishes to become a reporting company with less dilution of its common stock than would occur normally upon an underwriting;
- (4) a company which believes that it will be able to obtain investment capital on more favorable terms after it has become a reporting company;

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- (5) a foreign company which may wish an initial entry into the United States securities market;
- (6) a special situation company, such as a company seeking to satisfy redemption requirements under a qualified Employee Stock Option Plan; and
- (7) a company seeking one or more of the other benefits believed to attach to a reporting company.

Management is actively engaged in seeking a qualified private company as a candidate for a business combination. The Company is authorized to enter into a definitive agreement with a wide variety of private businesses without limitation as to their industry or revenues. It is not possible at this time to predict with which private company, if any, the Company will enter into a definitive agreement or what will be the industry, operating history, revenues, future prospects or other characteristics of that company.

As of the date hereof, management has not made any final decision concerning or entered into any agreements for a business combination. When any such agreement is reached or other material fact occurs, the Company will file notice of such agreement or fact with the Securities and Exchange Commission on Form 8-K. Persons reading this Form 10-QSB are advised to see if the Company has subsequently filed a Form 8-K.

The current shareholder of the Company has agreed to not sell or otherwise transfer any of its common stock of the Company except in connection with a business combination.

The Company does not intend to trade its securities in the secondary market until completion of a business combination. It is anticipated that following such occurrence, the company will take the steps required to cause its common stock to be admitted to quotation on the NASD OTC Bulletin Board or, if it then meets the financial and other requirements thereof, on the Nasdaq SmallCap Market, National Market System or regional or national exchange.

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(a) Evaluation of Disclosure Controls and Procedures

Disclosure controls and procedures are controls and other procedures that are designed to ensure that information required to be disclosed in the reports that are filed or submitted under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the Securities and Exchange Commission's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed in the reports that are filed under the Exchange Act is accumulated and communicated to management, including the principal executive officer, as appropriate, to allow timely decisions regarding required disclosure. Under the supervision of and with the participation of management, including the principal executive officer, the Company has evaluated the effectiveness of the design and operation of its disclosure controls and procedures as of September 30, 2003, and, based on its evaluation, our principal executive officer has concluded that these controls and procedures are effective.

(b) Changes in Internal Controls

There have been no significant changes in internal controls or in other factors that could significantly affect these controls subsequent to the date of the evaluation described above, including any corrective actions with regard to significant deficiencies and material weaknesses.

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PART II - OTHER INFORMATION

Items 1 through 5 of Part II have been omitted as not required, not significant, or because the information has been previously reported.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

Exhibit 31 Certification pursuant to 18 U.S.C. Section 1350
Section 302 of the Sarbanes-Oxley Act of 2002

Exhibit 32 Certification pursuant to 18 U.S.C. Section 1350
Section 906 of the Sarbanes-Oxley Act of 2002

(b) Reports on Form 8-K

None.

SIGNATURE

Pursuant to the requirements 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.

TULVINE SYSTEMS, INC.

Date: December 29, 2003

By: /s/ Diane Golightly

Diane Golightly, President and
Principal Accounting Officer

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CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Diane Golightly, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Tulvine Systems, Inc. (the registrant);
2. Based on my knowledge, this quarterly 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 quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly 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 quarterly report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under my supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to me by others within those entities, particularly during the period in which this report is being prepared;
 - b) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report my 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
 - c) disclosed in this report any change in the registrant's internal controls over financial reporting that occurred during the registrant's current fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. I have disclosed, based on my 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.

/s/ Diane Golightly

Diane Golightly
President and Acting CEO
(and equivalent of CFO)
December 29, 2003

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Exhibit 32

TULVINE SYSTEMS, INC. FORM 10-QSB FOR THE QUARTER ENDED SEPTEMBER 30, 2003
CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Diane Golightly, certify that

1. I am the President and Acting chief executive officer of Tulvine Systems, Inc.
2. Attached to this certification is Form 10-QSB for the quarter ended September 30, 2003, a periodic report (the "periodic report") filed by the issuer with the Securities Exchange Commission pursuant to Section 13(a) or 15(d) of the Securities and Exchange Act of 1934 (the "Exchange Act"), which contains financial statements.
3. I hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that
 - o The periodic report containing the financial statements fully complies with the requirements of Section 13(a) or 15(d) of the Exchange Act, and
 - o The information in the periodic report fairly presents, in all material respects, the financial condition and results of

operations of the issuer for the periods presented.

December 29, 2003

/s/ Diane Golightly

Diane Golightly
President and Acting CEO
(and equivalent of CFO)

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by Tulvine Systems, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.

This certification will not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that section. This certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934 even if the document with which it is submitted to the Securities and Exchange Commission is so incorporated by reference.