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

FORM 10-QSB

Quarterly Report Pursuant to Section 13 or 15(D) of The Securities Act of 1934

For the quarterly period ended: March 31, 2003  
Commission file number: 000-32249

CYBER PUBLIC RELATIONS, INC.  
(Exact name of small business issuer as specified in its charter)

Florida 98-0222013  
(State or other jurisdiction of (IRS Employee Identification No.)  
incorporation or organization)

8260 Ryan Road, Richmond, BC, V7A 2E5  
(Address of principal executive offices)

(604) 277-2816  
(Issuer's telephone number)

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 and 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 X No  
-----

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

Common Stock, \$0.001 par value 2,199,000  
(Class) (Outstanding as of May 1, 2003)

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## PART I: FINANCIAL INFORMATION

## ITEM 1. FINANCIAL STATEMENTS (UNAUDITED)

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CYBER PUBLIC RELATIONS, INC  
(A Development Stage Company)  
CONDENSED BALANCE SHEET  
(UNAUDITED)

&lt;CAPTION&gt;

|  | MARCH 31<br>2003 | DECEMBER 31<br>2002 |
|--|------------------|---------------------|
|  | -----            | -----               |
|  | <C>              | <C>                 |
| <b>ASSETS:</b>   |                  |                     |
| <b>CURRENT ASSETS</b>  |                  |                     |
| Cash   | 12,497           | 12,565              |
|  | -----            | -----               |
| TOTAL CURRENT ASSETS   | \$ 12,497        | \$ 12,565           |
|  | =====            | =====               |
| <b>LIABILITIES AND DEFICIENCY IN STOCKHOLDERS' EQUITY :</b>  |                  |                     |
| <b>CURRENT LIABILITIES :</b>   |                  |                     |
| Accrued Expenses and liabilities   | 12,346           | 12,029              |
| Officer Advances   | 8,329            | 6,726               |
| TOTAL CURRENT LIABILITIES  | 20,675           | 18,755              |
| Long term Debt   | 35,000           | 35,000              |
| <b>DEFICIENCY IN STOCKHOLDER'S EQUITY</b>  |                  |                     |
| Preferred stock, par value, \$ 0.001 per share ;<br>10,000,000 shares authorized. None issued and outstanding at<br>March 31, 2003 and December 31, 2002 | --               | --                  |
| Common stock, par value, \$0.001 per share; authorized<br>100,000,000 shares; 2,199,000 issued and outstanding   | 2,199            | 2,199               |
| Additional paid in capital   | 19,791           | 19,791              |
| Accumulated Deficit  | (65,168)         | (63,180)            |
| TOTAL DEFICIENCY IN STOCKHOLDER'S EQUITY   | (43,178)         | (41,190)            |
|  | -----            | -----               |
|  | \$ 12,497        | \$ 12,565           |
|  | =====            | =====               |

## SEE ACCOMPANYING NOTES TO UNAUDITED FINANCIAL STATEMENTS

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CYBER PUBLIC RELATIONS, INC  
(A DEVELOPMENT STAGE COMPANY)  
CONDENSED STATEMENTS OF LOSSES  
(UNAUDITED)

&lt;CAPTION&gt;

|   | FOR THE THREE MONTHS<br>ENDED MARCH 31 |               | FOR THE PERIOD<br>FROM JUNE 28,<br>1998 (DATE<br>OF INCEPTION)<br>THROUGH<br>MARCH 31, 2003 |
|---|--|---------------|---|
|   | -----<br>2003<br>-----                 | 2002<br>----- | -----   |
| <S>   | <C>                                    | <C>           | <C>   |
| Revenue   | 0                                      | 0             | 6,336   |
| Costs and Expenses:   |  |               |   |
| General and administrative                                      | 1,040                                  | 3,441         | 58,279  |
| TOTAL OPERATING EXPENSES  | 1,040                                  | 3,441         | 58,279  |
| Loss from Operations  | (1,040)                                | (3,441)       | (51,943)  |
| Interest Income (Expenses)                                      | (948)                                  | (359)         | (13,225)  |
| Income (taxes) benefit  |  |               |   |
| Net (Loss)  | (1,988)                                | (3,800)       | (65,168)  |
| Income (Loss) per common share (basic<br>and assuming dilution) | 0.00                                   | 0.00          | (0.03)  |
| Weighted average common shares outstanding                      | 2,199,000                              | 2,199,000     | 2,199,000   |

## SEE ACCOMPANYING NOTES TO UNAUDITED FINANCIAL STATEMENTS

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CYBER PUBLIC RELATIONS, INC  
(A Development Stage Company)  
CONDENSED STATEMENTS OF CASH FLOWS  
(UNAUDITED)

&lt;CAPTION&gt;

|  | FOR THE THREE MONTHS<br>ENDED MARCH 31 |               | FOR THE PERIOD<br>FROM JUNE 28,<br>1998 (DATE<br>OF INCEPTION)<br>THROUGH<br>MARCH 31,<br>2003 |
|--|--|---------------|--|
|  | -----<br>2003<br>-----                 | 2002<br>----- | -----  |

| <S>   | <C>       | <C>         | <C>          |
|---|-----------|-------------|--------------|
| Cash Flows from operating activities:   |           |             |              |
| Net (loss)  | (1,988)   | (3,800)     | (65,168)     |
| Adjustments to reconcile net (loss)<br>to net cash (used in) provided by operating<br>activities: |           |             |              |
| Common stock issued in exchange for<br>services rendered  | --        | --          | 21,500       |
| Common stock issued in exchange for debt  | --        | --          | 250          |
| Changes in assets and liabilities :   |           |             |              |
| Interest receivable   | --        | (16)        | --           |
| Inventory   | --        | --          | --           |
| Accounts payable and other liabilities  | 1,603     | 3,330       | 13,632       |
| Officers Advances   | --        | --          | (1,926)      |
| <br>Net cash used in operating activities   | <br>(385) | <br>(486)   | <br>(31,712) |
| Cash Flows from investing activities: -   |           |             |              |
| Cash Flows from financing activities:   |           |             |              |
| Proceeds from loans   | --        | 115,000     | 35,000       |
| Issuance of common stock for cash   | --        | --          | 240          |
| Advances from officer   | 317       | 450         | 8,969        |
| Net cash provided by financing activities   | 317       | 115,450     | 44,209       |
| <br>Net (decrease) increase in cash   | <br>(68)  | <br>114,964 | <br>12,497   |
| Cash- beginning of period   | \$ 12,565 | \$ 256      | --           |
| Cash -end of period   | \$ 12,497 | \$ 115,220  | \$ 12,497    |
| Supplemental Disclosures:   |           |             |              |
| Interest paid for the period  | \$ --     | \$ --       | \$ --        |
| Income taxes paid for the period  |           |             |              |
| Common stock issued for services  | --        | --          | 21,500       |
| Common stock issued in exchange for debt  | --        | --          | 250          |

SEE ACCOMPANYING NOTES TO UNAUDITED FINANCIAL STATEMENTS

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CYBER PUBLIC RELATIONS, INC  
(A DEVELOPMENT STAGE COMPANY)  
NOTES TO CONDENSED FINANCIAL STATEMENTS  
(UNAUDITED)

NOTE A - SUMMARY OF ACCOUNTING POLICIES

GENERAL

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-QSB. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included.

Accordingly, the results from operations for the three-month period ended March 31, 2003, are not necessarily indicative of the results that may be expected for the year ended December 31, 2003. The unaudited condensed consolidated financial statements should be read in conjunction with the consolidated December 31, 2002 financial statements and footnotes thereto included in the Company's SEC Form 10-KSB.

#### BUSINESS AND BASIS OF PRESENTATION

Cyber Public Relations Inc (the "Company " ) is in the development stage and its effort have been principally devoted to seeking profitable business opportunities. To date Company has incurred expenses, and has sustained losses. Consequently, its operations are subject to all risks inherent in the establishment of a new business enterprise. For the period from inception through March 31 2003, the Company has accumulated losses of \$65,168.

#### RECENT ACCOUNTING PRONOUNCEMENTS

Effective January 1, 2002, the Company adopted SFAS No. 142. Under the new rules, the Company will no longer amortize goodwill and other intangible assets with indefinite lives, but such assets will be subject to periodic testing for impairment. On an annual basis, and when there is reason to suspect that their values have been diminished or impaired, these assets must be tested for impairment, and write-downs to be included in results from operations may be necessary. SFAS No. 142 also requires the Company to complete a transitional goodwill impairment test six months from the date of adoption. Any goodwill impairment loss recognized as a result of the transitional goodwill impairment test is recorded as a cumulative effect of a change in accounting principle. The adoption of SFAS No 142 had no material impact on the Company's condensed consolidated financial statements.

SFAS No. 143 establishes accounting standards for the recognition and measurement of an asset retirement obligation and its associated asset retirement cost. It also provides accounting guidance for legal obligations associated with the retirement of tangible long-lived assets. SFAS No. 143 is effective in fiscal years beginning after June 15, 2002, with early adoption permitted. The Company expects that the provisions of SFAS No. 143 will not have a material impact on its consolidated results of operations and financial position upon adoption. The Company adopted SFAS No. 143 effective January 1, 2003. The adoption of SFAS No. 143 had no material impact on Company's condensed consolidated financial statements.

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SFAS No. 144 establishes a single accounting model for the impairment or disposal of long-lived assets, including discontinued operations. SFAS No. 144 superseded Statement of Financial Accounting Standards No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to Be Disposed Of" (SFAS No. 121), and APB Opinion No. 30, "Reporting the Results of Operations - Reporting the Effects of Disposal of a Segment of a Business, and Extraordinary, Unusual and Infrequently Occurring Events and Transactions". The Company adopted SFAS No. 144 effective January 1, 2002. The adoption of SFAS No. 144 had no material impact on Company's condensed consolidated financial statements

In April 2002, the FASB issued Statement No. 145, "Rescission of FASB Statements No. 4, 44, and 64, Amendment of FASB Statement No. 13, and Technical Corrections." This Statement rescinds FASB Statement No. 4, "Reporting Gains and Losses from Extinguishment of Debt", and an amendment of that Statement, FASB Statement No. 64, "Extinguishments of Debt Made to Satisfy Sinking-Fund Requirements" and FASB Statement No. 44, "Accounting for Intangible Assets of Motor Carriers". This Statement amends FASB Statement No. 13, "Accounting for Leases", to eliminate an inconsistency between the required accounting for sale-leaseback transactions and the required accounting for certain lease

modifications that have economic effects that a similar to sale-leaseback transactions. The Company does not expect the adoption to have a material impact to the Company's financial position or results of operations.

In June 2002, the FASB issued Statement No. 146, "Accounting for Costs Associated with Exit or Disposal Activities." This Statement addresses financial accounting and reporting for costs associated with exit or disposal activities and nullifies Emerging Issues Task Force (EITF) Issue No. 94-3, "Liability Recognition for Certain Employee Termination Benefits and Other Costs to Exit an Activity (including Certain Costs Incurred in a Restructuring)." The Company adopted SFAS No. 146 effective January 1, 2003. The adoption of SFAS No. 146 had no material impact on Company's condensed consolidated financial statements.

In October 2002, the FASB issued Statement No. 147, "Acquisitions of Certain Financial Institutions—an amendment of FASB Statements No. 72 and 144 and FASB Interpretation No. 9", which removes acquisitions of financial institutions from the scope of both Statement 72 and Interpretation 9 and requires that those transactions be accounted for in accordance with Statements No. 141, Business Combinations, and No. 142, Goodwill and Other Intangible Assets. In addition, this Statement amends SFAS No. 144,

Accounting for the Impairment or Disposal of Long-Lived Assets, to include in its scope long-term customer relationship intangible assets of financial institutions such as depositor- and borrower-relationship intangible assets and credit cardholder intangible assets. The requirements relating to acquisitions of financial institutions are effective for acquisitions for which the date of acquisition is on or after October 1, 2002. The provisions related to accounting for the impairment or disposal of certain long-term customer-relationship intangible assets are effective on October 1, 2002. The adoption of this Statement did not have a material impact to the Company's financial position or results of operations as the Company has not engaged in either of these activities.

In December 2002, the FASB issued Statement No. 148, "Accounting for Stock-Based Compensation-Transition and Disclosure", which amends FASB Statement No. 123, Accounting for Stock-Based Compensation, to provide alternative methods of transition for a voluntary change to the fair value based method of accounting for stock-based employee compensation. In addition, this Statement amends the disclosure requirements of Statement 123 to require prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results. The transition guidance and annual disclosure provisions of Statement 148 are effective for fiscal years ending after December 15, 2002, with earlier application permitted in certain circumstances. The interim disclosure provisions are effective for financial reports containing financial statements for interim periods beginning after December 15, 2002. The adoption of this Statement did not have a material impact to the Company's financial position or results of operations as the Company has not engaged in either of these activities.

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In January 2003, the FASB issued Interpretation No. 46, "Consolidation of Variable Interest Entities." Interpretation 46 changes the criteria by which one company includes another entity in its consolidated financial statements. Previously, the criteria were based on control through voting interest. Interpretation 46 requires a variable interest entity to be consolidated by a company if that company is subject to a majority of the risk of loss from the variable interest entity's activities or entitled to receive a majority of the entity's residual returns or both. A company that consolidates a variable interest entity is called the primary beneficiary of that entity. The consolidation requirements of Interpretation 46 apply immediately to variable interest entities created after January 31, 2003. The consolidation requirements apply to older entities in the first fiscal year or interim period beginning

after June 15, 2003. Certain of the disclosure requirements apply in all financial statements issued after January 31, 2003, regardless of when the variable interest entity was established. The adoption of this Statement did not have a material impact to the Company's financial position or results of operations as the Company has not engaged in either of these activities.

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

The following discussion should be read in conjunction with the Company's Condensed Financial Statements and Notes thereto, included elsewhere within this report.

The Company intends to rely on the expertise of its management to research the market for information technology solutions. The Company continues its merchant account agreement with PSIGate which enables it to process credit card transactions via the Internet.

The company plans to continue to seek promotional and marketing opportunities for its websites as it moves forward to develop its full e-commerce capabilities.

For critical expenditures such as fees to keep SEC filings current and related charges the company relies on advances from officers. It is impossible to predict the amount of these expenditures. However, such amounts are not expected to exceed \$25,000 during the next twelve months.

It has been clear to the company that past funding has not been sufficient for the launch of its operations, and that it must interest investors in one or more secondary capital formation programs before it can launch operations. As a result, the Company entered into two subordinated convertible notes in return for \$35,000. The Company anticipates these funds will be sufficient to complete the product development stage of the Company's operations, and hopes to launch a full marketing and promotion campaign within the next 12 months.

### Results of Operations

-----

During the quarterly period covered by this Report, the Company received no revenues from operations and incurred expenses of \$1,040 stemming from general, administrative and development expenses relating to the development of additional websites and the expansion of the Company's core business.

The Company now owns and operates several fully functional online businesses, including:

1. [www.searchcamel.com](http://www.searchcamel.com), a search engine website providing shopping, realtime stock quotes and other services;
2. [www.clickshoppingmall.com](http://www.clickshoppingmall.com), a shopping mall website;
3. [www.shopcetera.com](http://www.shopcetera.com), a shopping mall website;
4. [www.takeofftravels.com](http://www.takeofftravels.com), a discount travel agency website;
5. [www.faresavertravel.com](http://www.faresavertravel.com); a discount travel agency website;
6. [www.royaldrugstore.com](http://www.royaldrugstore.com); a drugstore website;
7. [www.cprwebhosting.com](http://www.cprwebhosting.com); a webhosting services website; and
8. [www.galaxyblue.com](http://www.galaxyblue.com); a website selling fashion jewellery over the internet.

The Company intends to round out its website properties by adding one or more Spy Stores, Book Stores and traffic purchasing websites. In addition, the

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Company also purchased several domain names (including [www.americantravel.us](http://www.americantravel.us), [www.usatravel.us](http://www.usatravel.us), [www.myclicktravel.com](http://www.myclicktravel.com), [www.shadowspystore.com](http://www.shadowspystore.com), and [www.order-medicine.com](http://www.order-medicine.com).) from which additional websites will be developed.

The Company plans to sell these fully functional turnkey operations via the internet through online auctions. The Company will also offer retail web hosting and traffic to clients.

The Company's business model, therefore, gives the client the ability to purchase the website, purchase the hosting, and purchase the traffic, entirely through the Company. By offering all these products and services together, the Company is able to provide the client with the ease and convenience of one stop shopping for e-commerce business solutions; while at the same time, the Company is able to generate a continuing revenue stream from ongoing monthly web hosting services.

In addition to offering these complete webstore packages, the Company plans to continue to offer personalized and customizable webpage designs and e-commerce solutions to existing small and medium sized businesses.

The Company's homepage is [www.cyberpublicrelationsinc.com](http://www.cyberpublicrelationsinc.com).

#### Liquidity

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As of March 31, 2003, we had a working capital deficit of \$8,178. As a result of our operating losses from our inception through March 31, 2003, we generated a cash flow deficit of \$31,712 from operating activities. We met our cash requirements during this period through the private placement of \$240 of common stock, \$35,000 from the issuance of notes payable to Company officers and shareholders, and \$8,969 of advances from Company officers and shareholders (net of repayments).

While we have raised capital to meet our working capital and financing needs in the past, additional financing is required in order to meet our current and projected cash flow deficits from operations and development. We are seeking financing in the form of equity in order to provide the necessary working capital. We currently have no commitments for financing. There is no guarantee that we will be successful in raising the funds required.

By adjusting its operations and development to the level of capitalization, management believes it has sufficient capital resources to meet, projected cash flow deficits through the next twelve months. However, if thereafter, we are not successful in generating sufficient liquidity from operations or in raising sufficient capital resources, on terms acceptable to us, this could have a material adverse effect on our business, results of operations, liquidity and financial condition.

The Company's independent certified public accountants have stated in their report included in the Company's December 31, 2002 Form 10-KSB, that the Company has incurred operating losses in the last two years, and that the Company is dependent upon managements ability to develop profitable operations. These factors among others may raise substantial doubt about the Company's ability to continue as a going concern.

#### Discussion and Analysis of Financial Condition

-----

OPERATIONS AND RESULTS FOR THREE MONTHS ENDED MARCH 31, 2003. Activity during the past quarter has been confined to testing the viability of the Company's business model, the identification of markets, development of products, and acquisition of complementary businesses.

FUTURE PROSPECTS: The Company is unable to predict when it may launch intended



operations, or failing to do so, when and if it may elect to participate in a business acquisition opportunity. The reason for this uncertainty arises from its limited resources, and competitive disadvantage to other public or semi-public issuers. The Company expects to develop a capital formation strategy and launch operations during the next twelve to eighteen months.

REVERSE ACQUISITION CANDIDATE: The Company is not currently searching for a profitable business opportunity. This contingency is disclosed for the possibility that the Company's intended business might fail. The Company is not presently a reverse acquisition candidate. Should the Company's business fail, management does not believe the Company would be able to effectively, under

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current laws and regulations, attract capital, and would be required to seek such an acquisition to achieve profitability for shareholders.

Factors That May Affect Future Results and Market Price of Stock.  
-----

The business of the Company involves a number of risks and uncertainties that could cause actual results to differ materially from results projected in any forward-looking statement, or statements, made in this report. These risks and uncertainties include, but are not necessarily limited to the risks set forth below. The Company's securities are speculative and investment in the Company's securities involves a high degree of risk and the possibility that the investor will suffer the loss of the entire amount invested.

NO OPERATING HISTORY; POTENTIAL OF INCREASED EXPENSES.

The Company was organized in 1998, and has no operating history upon which an evaluation of its business and prospects can be based.

There can be no assurance that the Company will be profitable on a quarterly or annual basis. In addition, as the Company expands its business network and marketing operations it will likely need to increase its operating expenses, broaden its customer support capabilities, and increase its administrative resources.

POSSIBLE NEED FOR ADDITIONAL FINANCING.

It is possible that revenues from the Company's operations may not be sufficient to finance its initial operating cost to reach breakeven. If this were to occur, the Company would need to raise or find additional capital. While the Company expects to be able to meet its financial obligations for approximately the next twelve months, there is no assurance that, after such period, the Company will be operating profitably. If they are not, there can be no assurance that any required capital will be obtained on terms favorable to the Company. Failure to obtain adequate additional capital on favorable terms could result in significant delays in the expansion of new services and market share and could even result in the substantial curtailment of existing operations and services to clients.

UNPREDICTABILITY OF FUTURE REVENUES; POTENTIAL FLUCTUATIONS IN QUARTERLY RESULTS.

As a result of the Company's lack of operating history and the emerging nature of the market in which it competes, the Company is unable to forecast its revenues accurately. The Company's current and future expense levels are based largely on its investment/operating plans and estimates of future revenue and are to a large extent based on the Company's own estimates. Sales and operating results generally depend on the volume of, timing of, and ability to obtain customers, orders for services received, and revenues therefrom generated. These are, by their nature, difficult at best to forecast.

The Company may be unable to adjust spending in a timely manner to compensate for any unexpected revenue shortfall or delay. Accordingly, any significant

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shortfall or delay in revenue in relation to the Company's planned expenditures would have an immediate adverse affect on the Company's business, financial condition, and results of operations. Further, in response to changes in the competitive environment, the Company may from time to time make certain pricing, service, or marketing decisions that could have a material adverse effect on the Company's business, financial condition, operating results, and cash flows.

DEVELOPING MARKET; ACCEPTANCE OF THE INTERNET AS A MEDIUM FOR COMMERCE JUST NOW BEING PROVEN.

The Company's long-term viability is substantially dependent upon the continued widespread acceptance and use of the Internet as a medium for business commerce, in terms of the sales of both products and services to businesses and individuals. The use of the Internet as a means of business sales and commerce is has only recently reached a point where many companies are making reasonable profits from their endeavors therein, and there can be no assurance that this trend will continue.

The Internet has experienced, and is expected to continue to experience, significant growth in the number of users and amount of traffic. There can be no assurance that the Internet infrastructure will continue to be able to support the demands placed on it by this continued growth. In addition, delays in the development or adoption of new standards and protocols to handle increased levels of Internet activity or increased governmental regulation could slow or stop the growth of the Internet as a viable medium for business commerce. Moreover, critical issues concerning the commercial use of the Internet (including security, reliability, accessibility and quality of service) remain unresolved and may adversely affect the growth of Internet use or the attractiveness of its use for business commerce.

The failure of the necessary infrastructure to further develop in a timely manner, or the failure of the Internet to continue to develop rapidly as a valid medium for business would have a material adverse effect on the Company's business, financial condition, operating results, and cash flows.

UNPROVEN ACCEPTANCE OF THE COMPANY'S SERVICES AND/OR PRODUCTS.

The Company is still in its development stage. As a result, it does not know with any certainty whether its services and/or products will be accepted within the business marketplace. If the Company's services and/or products prove to be unsuccessful within the marketplace, or if the Company fails to attain market acceptance, it could materially adversely affect the Company's financial condition, operating results, and cash flows.

DEPENDENCE ON KEY PERSONNEL.

The Company's performance and operating results are substantially dependent on the continued service and performance of its officer and directors. The Company intends to hire additional technical, sales, and other personnel as they move forward with their business model. Competition for such personnel is intense, and there can be no assurance that the Company can retain its key technical

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employees, or that it will be able to attract or retain highly qualified technical and managerial personnel in the future. The loss of the services of

any of the Company's key employees or the inability to attract and retain the necessary technical, sales, and other personnel could have a material adverse effect upon the Company's business, financial condition, operating results, and cash flows. The Company does not currently maintain "key man" insurance for any of its key employees.

#### LIABILITY FOR INFORMATION DISPLAYED ON THE COMPANY'S INTERNET WEB SITES.

The Company may be subjected to claims for defamation, negligence, copyright, or trademark infringement and various other claims relating to the nature and content of materials it publishes on its Internet Web site, or those set up for its clients. These types of claims have been brought, sometimes successfully, against online businesses in the past. The Company could also face claims based on the content that is accessible from its own, or its clients', Internet Web sites through links to other Web sites.

#### DEPENDENCE ON CONTINUED GROWTH IN USE OF THE INTERNET.

The success of the Company's business depends, in part, on continued acceptance and growth in the use of the Internet for business commerce and would suffer if Internet usage does not continue to grow. Internet usage may be inhibited for a number of reasons, such as:

- o Inadequate network infrastructure.
- o Security concerns.
- o Inconsistent quality of service.
- o Lack of available cost-effective, high-speed service.
- o The adoption of new standards or protocols for the Internet.
- o Changes or increases in government regulation.

Online companies have experienced interruptions in their services as a result of outages and other delays occurring due to problems with the Internet network infrastructure, disruptions in Internet access provided by third-party providers or failure of third party providers to handle higher volumes of user traffic. If Internet usage grows, the Internet infrastructure or third-party service providers may be unable to support the increased demands which may result in a decline of performance, reliability or ability to access the Internet. If outages or delays frequently occur in the future, Internet usage, as well as usage of the Company's Internet Web-sites, could grow more slowly or decline.

#### RELIANCE ON OTHER THIRD PARTIES.

The Company's and its clients' operations may depend, to a significant degree, on a number of other third parties, including but not limited to ISPs. The Company has no effective control over these third parties and no long-term contractual relationships with any of them. From time to time, the Company and/or its clients could experience temporary interruptions in their Internet Web-site connections and related communications access. Continuous or prolonged interruptions in the Internet Web-site connections or communications access would have a material adverse effect on the Company's business, financial condition and results of operations. Most agreements with ISPs place certain limits on a company's ability to obtain damages from the service providers for failure to maintain the company's connection to the Internet.

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#### COMPETITION.

The E-commerce solutions market in which the Company will operate is very competitive. Many competitors have substantially greater, financial, technical, marketing, and distribution resources than the Company.

In the all its markets, the Company competes against a large number of companies

of varying sizes and resources. There are an increasing number of competitive services and products offered by a growing number of companies. Increased competition in any service or product area may result in a loss of a client, reduction in sales revenue, or additional price competition, any of which could have a material adverse effect on the Company's operating results. In addition, existing competitors may continue to broaden their service and/or product lines and other potential competitors may enter or increase their presence in the E-commerce, resulting in greater competition for the Company.

Most of the Company's current and potential competitors have substantially longer operating histories, larger customer bases, greater name and service recognition, and significantly greater financial, marketing, and other resources than the Company. In addition, competitors may be acquired by, receive investments from or enter into other commercial relationships with larger, well-established and well-financed companies as the use of the Internet and other online services increases. Many of the Company's competitors may be able to respond more quickly to changes in customer preferences/needs, devote greater resources to marketing and promotional campaigns, adopt more aggressive pricing policies and devote substantially more resources to Internet site and systems development than the Company.

It is possible that new competitors or alliances among competitors may emerge and rapidly acquire market share. Increased competition may result in reduced operating margins and/or loss of market share, either of which could materially adversely affect the Company's business, results of operations and financial condition. There can be no assurance that the Company will be able to compete successfully against current or future competitors or alliances of such competitors, or that competitive pressures faced by the Company will not materially adversely affect its business, financial condition, operating results and cash flows.

#### RISKS OF POTENTIAL GOVERNMENT REGULATION AND OTHER LEGAL UNCERTAINTIES RELATING TO THE INTERNET.

The Company is not currently subject to direct federal, state, or local regulation in the United States and Canada other than regulations applicable to businesses generally or directly applicable to electronic commerce. However, because the Internet is becoming increasingly popular, it is possible that a number of laws and regulations may be adopted with respect to the Internet. These laws may cover issues such as user privacy, freedom of expression, pricing, content, and quality of products and services, taxation, advertising, intellectual property rights and information security. Furthermore, the growth

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of electronic commerce may prompt calls for more stringent consumer protection laws. The adoption of such consumer protection laws could create uncertainty in Internet usage and reduce the demand for all products and services.

In addition, the Company is not certain how its business may be affected by the application of existing laws governing issues such as property ownership, copyrights, encryption, and other intellectual property issues, taxation, libel, obscenity, and export or import matters. It is possible that future applications of these laws to the Company's business could reduce demand for its products and services or increase the cost of doing business as a result of litigation costs or increased service delivery costs.

Because the Company's services will likely be available over the Internet in multiple states, and possibly foreign countries, other jurisdictions may claim that the Company is required to qualify to do business and pay taxes in each state or foreign country. The Company's failure to qualify in other jurisdictions when it is required to do so could subject the Company to penalties and could restrict the Company's ability to enforce contracts in those jurisdictions. The application of laws or regulations from jurisdictions whose

laws do not currently apply to the Company's business may have a material adverse affect on its business, results of operations and financial condition.

#### INTELLECTUAL PROPERTY RIGHTS.

As part of its confidentiality procedures, the Company expects to enter into nondisclosure and confidentiality agreements with its key employees, and any consultants and/or business partners and will limit access to and distribution of its technology, documentation, and other proprietary information.

Despite the Company's efforts to protect any intellectual property rights it may have, unauthorized third parties, including competitors, may from time to time copy or reverse-engineer certain portions of the Company's technology and use such information to create competitive services and/or products.

It is possible that the scope, validity, and/or enforceability of the Company's intellectual property rights could be challenged by other parties, including competitors. The results of such challenges before administrative bodies or courts depend on many factors which cannot be accurately assessed at this time. Unfavorable decisions by such administrative bodies or courts could have a negative impact on the Company's intellectual property rights. Any such challenges, whether with or without merit, could be time consuming, result in costly litigation and diversion of resources, and cause service or product delays. If such events should occur, the Company's business, operating results and financial condition could be materially adversely affected.

#### ITEM 3. CONTROLS AND PROCEDURES

The registrant's Principal executive officers and principal financial officer, based on their evaluation of the registrant's disclosure controls and procedures (as defined in Rules 13a-14 ( c ) of the Securities Exchange Act of 1934 ) as of March 31, 2003 have concluded that the registrants' disclosure controls and

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procedures are adequate and effective to ensure that material information relating to the registrants and their consolidated subsidiaries is recorded, processed , summarized and reported within the time periods specified by the SEC' s rules and forms, particularly during the period in which this quarterly report has been prepared.

The registrants' principal executive officers and principal financial officer have concluded that there were no significant changes in the registrants' internal controls or in other factors that could significantly affect these controls subsequent to February 28, 2003 the date of their most recent evaluation of such controls, and that there was no significant deficiencies or material weaknesses in the registrant's internal controls.

#### PART II: OTHER INFORMATION

#### ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

##### (a) Exhibits

- 3.1 Articles of Incorporation of the Registrant\*
- 3.2 By-laws of the Registrant\*
- 99.1 Section 906 Certification of CEO
- 99.2 Section 906 Certification of CFO

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\* Previously filed as an exhibit to the Company's Form 10-SB dated January 23, 2001

(b) Reports on Form 8-K filed during the three months ended March 31, 2003.

No Current Reports on Form 8-K were filed during the three months ended March 31, 2003

#### SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 14, 2003

Cyber Public Relations, Inc.

/s/ Maria Trinh

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Maria Trinh  
President

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#### CERTIFICATIONS

I, Maria Trinh, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Cyber Public Relations, Inc.;
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. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:
  - (a) Designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
  - (b) Evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation date"); and
  - (c) Presented in this annual report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the registrant's board of directors:

- (a) All significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls, and
- (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation including any corrective actions with regard to significant deficiencies and material weaknesses.

Date : May 14, 2003

/s/ Maria Trinh

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Maria Trinh  
President

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