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OMB No. 1124-0003; Expires May 31, 2020

U.S. Department of Justice

Washington, DC 20530

Amendment to Registration Statement Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS. File this amendment form for any changes to a registration. Compliance is accomplished by filing an electronic amendment to registration statement and uploading any supporting documents at https://www.fara.gov.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: https://www.fara.gov. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: https://www.fara.gov

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .75 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, FARA Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant	2. Registration Number
Bullpen Strategy Group, Inc. (d/b/a/ Definers Corp.)	6504

3. This amendment is filed to accomplish the following indicated purpose(es):

- ☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.
- ☐ To correct a deficiency in
  - ☐ Initial Statement
  - ☐ Supplemental Statement for the 6 month period ending _____
  - ☐ Other purpose *(specify)* _____
- ☒ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list:
Exhibit C (amended Bylaws for Bullpen Strategy Group, Inc.)

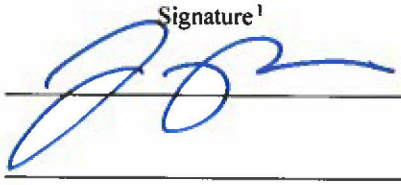
5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains.
Exhibit C (attached) reflects the registrant's amended Bylaws.

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EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Amendment to Registration Statement, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date	Printed Name	Signature[1]
1/30/20	Joseph Pounder	

[1] This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

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Final Version

AMENDED AND RESTATED
BYLAWS OF
BULLPEN STRATEGY GROUP, INC.
(the "Corporation")

Article I
Meetings of Shareholders

Section 1.1 Annual Meeting. Unless a different date is designated by the board of directors of the Corporation (the "Board of Directors"), or unless action is taken without a meeting by consent of the shareholders, the annual meeting of the shareholders for the election of directors and the transaction of any business within the powers of the Corporation shall be held on a business day designated by resolution of the Board of Directors, during the first two weeks of September, or if no such designation is made it shall be held on the first Thursday of September, at the main office of the Corporation located at 1555 Nilson Blvd. Ste #307, Arlington, Virginia 22209, or any other location designated by the Board of Directors.

Section 1.2 Special Meetings. Special meetings of the shareholders, for any purpose or purposes, unless otherwise prescribed by law or by the Certificate of Incorporation of the Corporation, as amended (the "Certificate of Incorporation"), may be called by the Board of Directors or the President, and shall be called by the President at the request in writing of shareholders owning a majority in interest of any class of capital shares of the Corporation issued and outstanding and entitled to vote. Such request shall be sent to the President and shall state the purpose or purposes of the proposed meeting. All special meetings shall be held at such place as is designated by the Board of Directors, or if no such designation is made, at the main office of the Corporation located at 1555 Nilson Blvd. Ste #307, Arlington, Virginia 22209.

Section 1.3 Notice of Meetings. Whenever shareholders are required or permitted to take any action at a meeting, written notice of the meeting shall be given that shall state the place, if any, date and hour of the meeting, the purpose or purposes for which the meeting is called, and the agenda for such meeting, and shall state in reasonable detail the business to be discussed at the meeting and the resolutions to be proposed at the meeting. No business shall be conducted at any meeting other than that related to the purpose or purposes described in the notice of such meeting. Unless otherwise provided by law, the Certificate of Incorporation or these Bylaws, the notice of any meeting shall be given not less than twenty (20) calendar days nor more than fifty-five (55) calendar days before the date of the meeting to each shareholder (exclusive of the day on which the notice is given and the day for which the notice is given). If mailed, such notice shall be deemed to be given when deposited in the United States mail, postage prepaid, directed to the shareholder at such shareholder's address as it appears on the records of the Corporation.

Section 1.4 Adjournments. Any meeting of shareholders, annual or special, may adjourn from time to time to reconvene at the same or some other place, and notice need not be given of any such adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken. At the adjourned meeting the Corporation may transact any business which might have been transacted at the original meeting. If the adjournment is for more than thirty (30) calendar days, or if after the adjournment a new record date is fixed for the adjourned

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meeting, notice of the adjourned meeting shall be given to each shareholder of record entitled to vote at the meeting.

Section 1.5 Quorum. No business shall be transacted at a meeting unless a quorum is present. Except as otherwise provided by law, the Certificate of Incorporation or these Bylaws, at each meeting of shareholders the presence in person or by proxy of shareholders with the power to vote fifty percent (50%) of the shares of the capital shares of the Corporation issued and outstanding and entitled to vote shall be necessary and sufficient to constitute a quorum. In the absence of a quorum within half an hour from the time appointed for the meeting, the meeting shall be adjourned to the same day in the next week at the same time and place and notice of such adjournment shall be provided to all holders of capital shares. If at such adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the shareholders present shall be deemed to constitute a quorum for purposes of such meeting. Shares of its own capital shares belonging to the Corporation shall neither be entitled to vote nor be counted for quorum purposes; provided, however, that the foregoing shall not limit the right of the Corporation to vote shares, including but not limited to its own shares, held by it in a fiduciary capacity.

Section 1.6 Organization. Meetings of shareholders shall be presided over by the President, or in the absence of the President by a chairperson designated by the Board of Directors, or in the absence of such designation by a chairperson chosen at the meeting. The chairperson of the meeting may appoint any person to act as secretary of the meeting.

Section 1.7 Action at Meetings. All actions, except as otherwise provided by law, the Certificate of Incorporation or the Shareholders Agreement, as amended, which has or shall be entered into by the shareholders (the "Shareholders Agreement"), shall be resolved or otherwise decided at a meeting of the shareholders, including election of directors to the Board of Directors, shall require the affirmative vote of shareholders with the power to vote over fifty percent (50%) of the shares ("Majority Vote") of the capital shares of the Corporation issued, outstanding and present at the meeting. Each shareholder entitled to vote at a meeting of shareholders or to express consent to corporate action in writing without a meeting may authorize another person or persons to act for such shareholder by proxy, which may be irrevocable. The actions to be resolved or otherwise decided at a meeting of the shareholders shall be limited to actions described in the notice of such meeting.

Section 1.8 Action Without Meeting. Action required or permitted to be taken at a shareholders' meeting may be taken without a meeting, without prior notice, without a vote and without action by the Board of Directors if the action is taken unanimously by all the shareholders entitled to vote on the matter.

Article II
Board of Directors

Section 2.1 General Powers. The business and affairs of the Corporation shall be managed under the direction of its Board of Directors.

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Section 2.2 Number and Election. The Board of Directors shall consist of one (1) director. The number of Board of Directors may be increased or decreased by amendments to these Bylaws, provided that the number of Board of Directors is never less than one (1). Directors shall hold office until their resignation, removal, retirement, death, disqualification, or until his or her successor is elected and qualified.

Section 2.3 Removal; Vacancies. Any director may be removed by the shareholders, at an annual meeting or special meeting duly called, by a Majority Vote. Any vacancy occurring on the Board of Directors may be filled by action of the shareholders.

Section 2.4 Regular Meetings. The Board of Directors may hold a regular meeting at such time and place as the Board may from time to time determine, provided that all such meetings shall be held within the United States. Regular meeting shall be held on a quarterly basis.

Section 2.5 Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any director.

Section 2.6 Notice. Notice of the time and place of each regular or special meeting shall be given in writing to each director in advance of the meeting at least twenty (20) calendar days before the meeting. Any such notice shall be in writing and shall state in reasonable detail the business to be discussed at the meeting and the resolutions to be proposed at the meeting. Any director may waive notice of any meeting, and attendance at or participation in any meeting shall constitute a waiver of notice of such meeting unless the director objects at the beginning of the meeting, or promptly upon arrival, to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 2.7 Quorum. No business shall be transacted at any meeting of the Board of Directors unless a quorum is present. The presence of a majority of the directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If a quorum is not present, within half an hour from the time appointed for the meeting, the meeting shall be adjourned to the same day in the next week (or the following business day if that day is not a business day) at the same time and place and notice of such adjournment shall be provided to all directors. If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the directors present shall be a quorum for purposes of such meeting.

Section 2.8 Action; Informal Action. The action of the majority of the directors present at a meeting at which a quorum is present, and for which notice has been provided or waived as required by these Bylaws, shall be the action of the Board of Directors. Any action required or permitted to be taken at a meeting of directors may be taken without a meeting if written consents from all directors stating the action taken are signed before such action. Such written consent shall have the same force and effect as a unanimous vote.

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Article III
Officers

Section 3.1 Officers. The officers of the Corporation may include a President, a Chief Executive Officer ("CEO"), a Chief Operating Officer ("COO") and other officers as appointed, from time to time, by the Board of Directors.

Section 3.2 Term. Each officer of the Corporation shall serve at the pleasure of the Board of Directors, and the Board may remove any officer at any time with or without cause. Any officer, if appointed by a committee of the Corporation or by another officer of the Corporation, may likewise be removed by such committee or an officer of the Corporation.

Section 3.3 Authority and Duties. All officers of the Corporation shall have such authority and perform such duties in the management of the property and affairs of the Corporation as generally pertain to their respective offices, as well as such authority and duties as may be determined by the Board of Directors or the President.

Section 3.4 Execution of Instruments. All agreements, indentures, mortgages, deeds, conveyances, transfers, sales, puts, calls, contracts, checks, notes, drafts, loan documents, letters of credit, guarantees, master agreements, swap agreements, guarantees of signatures, certificates, declarations, receipts, discharges, releases, satisfactions, settlements, petitions, schedules, accounts, affidavits, bonds, undertakings, proxies and other instruments or documents may be signed, executed, acknowledged, verified, attested, delivered or accepted on behalf of the Corporation by the President, the CEO, the COO, or such other officers, employees or agents as the Board of Directors or any of such designated officers or individuals may direct. The provisions of this Section 3.4 are supplementary to any other provision of these Bylaws.

Section 3.5 Employees Other Than Officers. Subject to the authority of the Board of Directors, a committee of the Corporation, the President, or any officer authorized by such Committee or the President, may employ such agents and employees other than officers as such Committee or officer may deem advisable for the prompt and orderly transaction of the business of the Corporation, define their duties, fix their compensation and dismiss them.

Article IV
Certificates for Shares and Their Transfer

Section 4.1 Form and Signatures. Shares of the Corporation may be uncertificated. However, if, due to a resolution by the Board, certificates evidencing shares of the Corporation are issued, they shall be signed by (i) the President and (ii) the CEO or COO, or any other officers authorized by a resolution of the Board of Directors, and may but need not be sealed by the seal of the Corporation or a facsimile thereof. The signatures of the officers upon a certificate may be facsimiles.

Section 4.2 Transfer of Shares. Assignment or transfer of shares of the Corporation shall be valid only if such assignment or transfer is entered in the share register of the Corporation and in accordance with the Shareholders Agreement.

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Article V
Miscellaneous Provisions

Section 5.1 Shares of Other Corporations. The President, CEO, COO, or such other officers, employees or agents as the Board of Directors or such designated officers may direct are authorized to vote, represent and exercise on behalf of the Corporation all rights incident to any and all shares of any other corporations or associations standing in the name of the Corporation. The authority herein granted to said individual to vote or represent on behalf of the Corporation any and all shares held by the Corporation in any other corporations or associations may be exercised either by the individual in person or by any duly executed proxy or power of attorney.

Section 5.2 Seal. The President, CEO, COO, or any person authorized to execute instruments in accordance with Section 3.4 shall have the authority to affix any corporate seal, or a facsimile thereof, to any document requiring a seal and to attest the same.

Section 5.3 Electronic Meetings. Subject to the requirements of these Bylaws or the Certificate of Incorporation for notice of meetings, shareholders, directors, or members of any committee designated by the Board of Directors, may participate in and hold such meeting by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear or otherwise communicate with each other. Participation in such a meeting shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 5.4 Manner of Notice. Except as otherwise provided herein, notices to directors and shareholders shall be in writing and (i) delivered personally, (ii) mailed to the directors or shareholders at their addresses appearing on the books of the Corporation, (iii) sent by telecopier/facsimile machine, (iv) any reliable means of electronic transmission, provided that notices to directors may be given by telephone or other means of electronic transmission (which delivery shall constitute delivery of notice "in writing" with respect to the directors).

Section 5.5 Amendments. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a Majority Vote, provided that at least twenty (20) business days' prior written notice is given to all shareholders and directors of the Corporation.

Section 5.6 Advisory Committee. The Board of Directors may, by a Majority Vote, create an advisory board, which may consist of persons who are not members or directors of the Corporation. Such advisory board shall serve in an advisory capacity only and may not exercise any of the powers and authority of the Board of Directors in the management of the business and affairs of the Corporation.

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