SUN RIVER MINING INC
Form 10QSB
May 03, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10QSB

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

CIK NO.: 0001039466

For Quarter Ended	Commission File Number
March 31, 2002	000-29621

SUN RIVER MINING, INC.
(Name of Small Business Issuer in its charter)

COLORADO	84-1384159
State or other jurisdiction of incorporation or organization	IRS Employer ID Number

P. O. Box 723, Evergreen, Colorado	80437
(Address of principal executive offices)	(Zip Code)

Issuer's telephone number: (720) 318-7339

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 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 the filing requirements for at least 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.

15,362,970 as of March 31, 2002

PART 1. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

Board of Directors
Sun River Mining, Inc.
Denver, CO

We have reviewed the accompanying balance sheet of Sun River Mining, Inc. (A Development Stage Company) as of March 31, 2002 and the related statements of operations for the three and six-months ended March 31, 2002, cash flows and stockholders' equity for the six-months ended March 31, 2002 and for February 25, 1997 (Inception to March 31, 2002 included in the accompanying Securities and Exchange Commission Form 10-QSB for the period ended March 31, 2002. These financial statements are the responsibility of the Company's management.

We conducted our review in accordance with standards established by the American Institute of Certified Public Accountants. A review of interim financial information consists principally of applying analytical procedures to financial data and making inquiries of person responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the United States, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements for them to be in conformity with accounting principles generally accepted in the United States.

We have previously audited, in accordance with auditing standards generally accepted in the United States, the balance sheet as of September 30, 2001, and the related statements of operations, stockholders' equity and cash flows for the year then ended (not presented herein). In our report dated December 14, 2001, we expressed an unqualified opinion on those financial statements. In our opinion, the information set forth in the accompanying balance sheets as of March 31, 2002 is fairly stated in all material respects in relation to the balance sheet from which it has been derived.

/s/Michael Johnson & Co., LLC
Denver, CO
April 26, 2002

Sun River Mining, Inc.
(Exploration Stage Company)
Balance Sheet
(Unaudited)

	March 31, 2002
ASSETS:	
Current assets:	
Cash	$ -
TOTAL ASSETS	$ -
LIABILITIES AND STOCKHOLDERS' EQUITY:	
CURRENT LIABILITIES:	
Accounts Payable	$ 60,143
Accrued Expenses	18,858

Notes Payable	195,154
Total Current Liabilities	274,155
STOCKHOLDERS' EQUITY:	
Preferred Stock, par value $0.01 per share; 50,000,000 shares authorized; no shares issued and outstanding	-
Common Stock, no par value; 500,000,000 shares authorized; 15,362,970 shares issued and outstanding for March 31, 2002 2000 and 15,362,970 shares issued and outstanding for September, 2001	2,371,696
Deficit accumulated during the exploratory stage	(2,645,851)
Total Stockholders' Equity (Deficit)	(274,155)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ -

The accompanying notes are an integral part of these financial statements.

Sun River Mining, Inc.
(Exploration Stage Company)
Statement of Operations
(Unaudited)

	Three-Months Ended March 31,		Six-Months Ended March 31,		F (I M
	2002	2001	2002	2001	
REVENUE	$ -	$ -	$ -	$ -	
EXPENSES:					
Abandoned Equipment	-	-	-	-	
Bank Charges	-	-	-	7	
Consulting	-	-	-	-	
Depreciation	-	116	-	232	
Directors' Fees	-	-	-	-	
Due Diligence	-	-	-	-	
Equipment Rental	-	-	-	-	
Impairment loss	-	-	-	-	
Legal & Accounting	16,844	751	18,844	2,282	
Licenses & Fees	-	-	-	-	
Meals & Entertainment	-	-	-	-	
Office Expenses	-	-	-	-	
Officer's Salaries	-	-	-	-	
Postage & Shipping	-	-	-	-	
Printing	-	-	-	-	
Public Relations	-	-	-	-	
Rent	-	-	-	-	
Taxes	-	-	-	-	
Telephone	-	-	-	-	
Transfer Agent Expense	250	375	795	750	
Travel	-	-	-	-	

TOTAL EXPENSES	17,094	1,242	19,639	3,271	2
EXTRAORDINARY (GAIN)					
Interest	-	5,137	-	10,274	
Forgiveness of Debt	-	-	-	-	
NET (LOSS)	$ (17,094)	$ (6,379)	$ (19,639)	$ (13,545)	$ (
PER SHARE INFORMATION:					
Weighted average number of common shares outstanding	15,362,970	15,362,970	15,362,970	15,362,970	
NET LOSS PER COMMON SHARE	*	*	*	*	

* Less than $.01

The accompanying notes are an integral part of these financial statements.

Sun River Mining, Inc.
(Exploration Stage Company)
Statement of Cash Flows
(Unaudited)

	Six-Months Ended March 31,	
	2002	2001
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Loss	$(19,639)	$(13,
Adjustments to reconcile net loss to cash used in operating activities:		
Depreciation	-	
Issuance of Common Stock for Services	-	
Increase (Decrease) in Accounts Payable	16,844	(31,
Increase (Decrease) in Accrued Liabilities	-	44,
Decrease (Increase) in Accounts Rec - Shareholders	-	
Decrease (Increase) in Prepaid Expenses	-	
Net Cash Flows Used by Operating Activities	(2,795)	
CASH FLOWS FROM INVESTING ACTIVITIES:		
Acquisition of Fixed Assets	-	
Net Cash Flows Provided by Investing Activities	-	
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from Notes Payable	2,795	
Issuance of Common Stock	-	

Net Cash Flows Provided by Financing Activities	2,795	
Net Increase (Decrease) in Cash	-	
Cash and cash equivalents - Beginning of period	-	
CASH AND CASH EQUIVALENTS - END OF PERIOD	$ -	
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash Paid During the Year for:		
Interest	$ -	$ 10,
Income Taxes	$ -	
NON-CASH TRANSACTIONS		
Common stock issued in exchange for services	$ -	

The accompanying notes are an integral part of these financial statements

Sun River Mining, Inc.
(Exploration Stage Company)
Stockholder's Equity
March 31, 2002
(Unaudited)

	Common Stock		Deficit Accumulat During t Explorati
	# of Shares	Amount	Stage
Inception - February 25, 1997	-	$ -	
Issuance of stock for cash	100,000	100	
Issuance of stock for cash	111,800	111,800	
Issuance of stock to Founders	282,200	-	
Issuance of stock for Consolidation	8,900,000	312,106	
Issuance of stock for cash	58,000	58,000	
Issuance of stock for cash	47,800	47,800	
Net Loss	-	-	(193
Balance - September 30, 1997	9,499,800	529,806	(193
Issuance of stock for compensation	30,000	30,000	
Issuance of stock for cash	1,000,000	200,000	
Consolidation stock cancelled	(1,200,000)	(50,000)	
Issuance of stock for cash	4,000	4,000	

Net Loss for year	-	-	(799
Balance - September 30, 1998	9,333,800	713,806	(993
Issuance of stock for cash	424,670	159,367	
Issuance of stock for compensation	800,000	40,000	
Issuance of stock for cash	750,000	296,125	
Issuance of stock for compensation	500,000	276,500	
Issuance of stock for cash	150,000	70,313	
Issuance of stock for cash & services	904,500	122,108	
Issuance of stock for compensation	1,400,000	147,000	
Issuance of stock for compensation	800,000	69,200	
Net Loss for year			(1,482
Balance - September 30, 1999	15,062,970	1,894,419	(2,475
Issuance of stock for cash	300,000	27,000	
Net Loss for year	-	-	(118
Balance - September 30, 2000	15,362,970	1,921,419	(2,593
Extinquishment of Debt	-	337,887	
Net Loss for Year	-	-	(32
Balance - September 30, 2001	15,362,970	2,259,306	(2,626
Extinquishment of Debt	-	112,390	
Net Loss for Period	-	-	(19
Balance - March 31, 2002	15,362,970	$2,371,696	$(2,645

The accompanying notes are an integral part of these financial statements

SUN RIVER MINING, INC.
Notes to Financial Statements
March 31, 2002
(Unaudited)

NOTE 1 - PRESENTATION OF INTERIM INFORMATION:

In the opinion of the management of Sun River Mining, Inc., the accompanying unaudited financial statements include all normal adjustments considered necessary to present fairly the financial position as of March 31, 2002 and the results of operations for the three-months and the six-months ended March 31, 2002 and 2001, and cash flows for the six-months ended March 31, 2002 and 2001. Interim results are not necessarily indicative of results for a full year.

The financial statements and notes are presented as permitted by Form 10-Q, and do not contain certain information included in the Company's audited financial statements and notes for the fiscal year ended September 30, 2001, and the reader is cautioned to review the Audited Financial Statements for the year ended September 30, 2001 and accompanying footnotes thereto.

ITEM 2.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

RESULTS OF OPERATIONS FOR THE QUARTER ENDED MARCH 31, 2002 COMPARED TO SAME PERIOD IN 2001

The Company had no revenues in the period in 2002 or 2001. The Company incurred expenses of $17,094 in the period in 2002 compared to $1,242 in the same period in 2001. The Company had a net loss of ($17,094) in the quarter in 2002 compared to a net loss of ($6,379) in the same period in 2001. Loss per share was less than ($.01) per share in the period in 2002 and 2001.

RESULTS OF OPERATIONS FOR THE SIX MONTH PERIOD ENDED MARCH 31, 2002 COMPARED TO THE SAME PERIOD IN 2001.

The Company had no revenues in the period in 2002 or 2001. The Company incurred operating expenses for the six month period of $19,639 in 2002 compared to $3,271 in the same six month period in 2001. The Company recorded a net operating loss of $(19,639) for the 2002 period as compared to ($13,545) for the same period in fiscal year 2001. The loss per share was less than $.01 in the period in 2002 and 2001.

The Company losses will continue until business and profitable operations are achieved. While the Company is seeking capital sources for investment, there is no assurance that capital sources can be found.

LIQUIDITY AND CAPITAL RESOURCES

The Company had no current assets at the end of the period. The Company will be forced to make private placements of stock in order to fund operations continuance. No assurance exists as to the ability to make private placements of stock. At March 31, 2002, the Company had no accounts receivable. The Company has current liabilities of $274,155 which exceed assets by approximately $274,155.

PART II

OTHER INFORMATION

Item 1. Legal Proceedings - None.

Item 2. Changes in securities - None.

Item 3. Defaults upon senior securities - None.

Item 4. Submission of matters to a vote of security holders - None.

Item 5. Other information - None.

Item 6. Exhibits and reports on Form 8-K

(a) The following are filed as Exhibits to this

Quarterly Report. The numbers refer to the Exhibit Table of Item 601 of Regulation S-K:

None.

(b) Reports on Form 8-K filed during the three months ended March 31, 2002. (incorporated by reference)

None.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf of the undersigned thereunto duly authorized.

Dated: May 3, 2002

SUN RIVER MINING, INC.

by:/s/Stephen B. Doppler
Stephen B. Doppler, President