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SUN RIVER MINING INC
Form 10QSB
August 21, 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
June 30, 2002

Commission File Number
000-29621

SUN RIVER MINING, INC.

(Name of Small Business Issuer in its charter)

COLORADO

State or other jurisdiction of
incorporation or organization

84-1384159

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 June 30, 2002

SUN RIVER MINING, INC.

(AN EXPLORATION STAGE COMPANY)
FINANCIAL STATEMENTS

JUNE 30, 2002
(UNAUDITED)

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Michael Johnson & Co., LLC.
9175 Kenyon Ave., #100
Denver CO 80237
Phone: 303 796 0099
Fax: 303 796 0137

REPORT ON REVIEW BY INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS'

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 June 30, 2002 and the related statements of operations for the three and nine-months ended June 30, 2002 and 2001 and February 25, 1997 (Inception) to June 30, 2002, and cash flows for the nine-months ended June 30, 2002 and 2001 and for February 25, 1997 (Inception) to June 30, 2002, included in the accompanying Securities and Exchange Commission Form 10-QSB for the period ended June 30, 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 persons responsible for the 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 to express 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 sheet as of June 30, 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
Michael Johnson & Co., LLC
Denver, CO
August 9, 2002

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

	June 30, 2002

ASSETS:	
Current assets:	
Cash	\$ -

TOTAL ASSETS	\$ -
	=====
LIABILITIES AND STOCKHOLDERS' EQUITY:	
Current Liabilities:	
Accounts Payable	\$ 60,143
Accrued Expenses	18,858
Notes Payable	195,729

Total Current Liabilities	274,730

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 June 30, 2002 2000 and 15,362,970 shares issued and outstanding for September, 2001	2,371,696
Deficit accumulated during the exploratory stage	(2,646,426)

Total Stockholders' Equity (Deficit)	(274,730)

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ -
	=====

See Accountants' Review Report

F-2

Sun River Mining, Inc.
 (Exploration Stage Company)
 Consolidated Statements of Operations

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(Unaudited)

	Three-Months Ended		Nine-Months Ended		
	June 30,		June 30,		
	2002	2001	2002	2001	
	-----	-----	-----	-----	
Revenue	\$ -	\$ -	\$ -	\$ -	
Expenses:					
Abandoned Equipment	-	-	-	-	
Bank Charges	-	-	-	7	
Consulting	-	-	-	-	
Depreciation	-	116	-	348	
Directors' Fees	-	-	-	-	
Due Diligence	-	-	-	-	
Equipment Rental	-	-	-	-	
Impairment loss	-	-	-	-	
Legal & Accounting	-	6,242	18,844	8,524	
Licenses & Fees	-	-	-	-	
Meals & Entertainment	-	-	-	-	
Office Expenses	200	-	200	-	
Officer's Salaries	-	-	-	-	
Postage & Shipping	-	-	-	-	
Printing	-	-	-	-	
Public Relations	-	-	-	-	
Rent	-	-	-	-	
Taxes	-	-	-	-	
Telephone	-	-	-	-	
Transfer Agent Expense	375	375	1,170	1,125	
Travel	-	-	-	-	
Total Expenses	575	6,733	20,214	10,004	2,
EXTRAORDINARY (GAIN)					
Interest	-	5,137	-	15,411	
Forgiveness of Debt	-	-	-	-	
Net (Loss)	\$ (575)	\$ (11,870)	\$ (20,214)	\$ (25,415)	\$ (2
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

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Sun River Mining, Inc.
 (Exploration Stage Company)
 Consolidated Statement of Stockholders' Equity (Deficit)
 June 30, 2002
 (Unaudited)

	Common Stock # of Shares	Amount	Deficit Accumul During Explora Stag
	-----	-----	-----
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	-	-	(1)
Balance - September 30, 1997	9,499,800	529,806	(1)
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	-	-	(7)
Balance - September 30, 1998	9,333,800	713,806	(9)
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	-	-	(1,4)
Balance - September 30, 1999	15,062,970	1,894,419	(2,4)
Issuance of stock for cash	300,000	27,000	
Net Loss for year	-	-	(1)
Balance - September 30, 2000	15,362,970	1,921,419	(2,5)
Extinguishment of Debt	-	337,887	
Net Loss for Year	-	-	(
Balance - September 30, 2001	15,362,970	2,259,306	(2,6)
Extinguishment of Debt	-	112,390	
Net Loss for Period	-	-	(

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Balance - June 30, 2002	15,362,970	\$2,371,696	\$ (2,6
	=====	=====	=====

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F-4

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

	Nine-Months Ended June 30,	
	2002	2001
	-----	-----
Cash Flows from Operating Activities:		
Net Loss	\$ (20,214)	\$ (25,
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	(54,
Increase (Decrease) in Accrued Liabilities	-	77,
Decrease (Increase) in Accounts Rec - Shareholders	-	1,
Decrease (Increase) in Prepaid Expenses	-	
	-----	-----
Net Cash Flows Used by Operating Activities	(3,370)	
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	3,370	
Issuance of Common Stock	-	
	-----	-----
Net Cash Flows Provided by Financing Activities	3,370	
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	\$ -	

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Income Taxes	=====	=====
	\$ -	
	=====	=====
NON-CASH TRANSACTIONS		
Common stock issued in exchange for services	\$ -	
	=====	=====

See Accountants' Review Report

F-5

SUN RIVER MINING, INC.
Notes to Financial Statements
June 30, 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 June 30, 2002 and the results of operations for the three and nine-months ended June 30, 2002 and 2001, and cash flows for the nine-months ended June 30, 2002. Interim results are not necessarily indicative of results for a full year.

The financial statements and notes are presented as permitted by Form 10-QSB, and do not contain certain information included in the Company's audited financial statements and notes for the fiscal year ended September 30, 2001.

Note 2 - Going Concern:

The Company's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

The Company is in the development stage and has not earned any revenue from operations. The Company's ability to continue as a going concern is dependent upon its ability to develop additional sources of capital or locate a merger candidate and ultimately, achieve profitable operations. The accompanying financial statements do not include any adjustments that might result from the outcome of these uncertainties. Management is seeking new capital to revitalize the Company.

F-6

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ITEM 2.

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

RESULTS OF OPERATIONS FOR THE THREE MONTH PERIOD ENDED JUNE 30, 2002 COMPARED TO THE SAME PERIOD IN 2001.

The Company incurred operating expenses for the three month period of \$575 in 2002 compared to \$6,733 in the same period in 2001. The Company recorded a net operating loss of \$(575) for the 2002 period as compared to (\$11,870) for the same period in fiscal year 2002.

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. The loss per share for the fiscal quarter was less than (\$.01) in 2002 and 2001.

RESULTS OF OPERATIONS FOR THE NINE MONTH PERIOD ENDED JUNE 30, 2002 COMPARED TO THE SAME PERIOD IN 2001.

The Company incurred operating expenses for the nine month period of \$20,214 in 2002 compared to \$25,415 in the same nine month period in 2001. The Company recorded a net operating loss of \$(20,214) for the 2002 period as compared to (\$25,415) for the same period in fiscal year 2001.

The Company losses are expected to 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. The loss per share for the period was less than (\$.01) in 2002 and 2001.

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 June 30, 2002, it had no accounts receivable. The Company has current liabilities of \$274,730 which exceed current assets by approximately \$274,730.

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:

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None.

(b) Reports on Form 8-K filed during the three months ended June 30, 2001. (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: August 20, 2002

SUN RIVER MINING, INC.

by: /s/ Stephen B. Doppler

Stephen B. Doppler, President