

VOYAGER ENTERTAINMENT INTERNATIONAL INC
Form 10QSB
May 20, 2003

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

FORM 10-QSB

(Mark One)

**QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For Quarterly Period Ended: March 31, 2003

Commission file number 000-33151

VOYAGER ENTERTAINMENT INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

North Dakota
(State or other jurisdiction of
incorporation or organization)

45-0420093
(I.R.S. Employer
Identification No.)

4483 West Reno Avenue, Las Vegas, Nevada
(Address of principal executive offices)

89118
Zip Code

Registrant's telephone number, including area code: **(702) 221-8070**

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (a) 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 such filing requirements for the past 90 days. Yes No
[]

There are 38,652,500 shares of common stock issued and outstanding as of May 15, 2003

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

**VOYAGER ENTERTAINMENT INTERNATIONAL, INC.
AND SUBSIDIARIES
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2003 AND 2002
AND FOR THE PERIOD FROM INCEPTION
ON MARCH 1, 1997 TO MARCH 31, 2003**

VOYAGER ENTERTAINMENT INTERNATIONAL, INC. AND SUBSIDIARY
(A DEVELOPMENT STAGE COMPANY)

CONSOLIDATED BALANCE SHEET - MARCH 31, 2003

ASSETS

Current assets:

Cash	\$	12,222	
Other current assets		4,268	
Total current assets			\$ 16,490

Property and equipment, net of
accumulated depreciation

		5,525	
Total assets			\$ 22,015

LIABILITIES AND STOCKHOLDERS' DEFICIT

Current liabilities:

Accounts payable and accrued expenses	\$	182,311	
Loans payable		228,239	
Note payable, net of unamortized discount of \$15,150		484,850	
Total current liabilities			\$ 895,400

Stockholders' deficit:

Preferred stock; \$.001 par value; 25,000,000 shares authorized, 1,500,000 shares of Series A		1,500	
Common stock; \$.001 par value; 100,000,000 shares authorized, 38,652,500 shares issued and outstanding		38,653	
Issued and outstanding			
Additional paid-in capital		19,515,207	
Deferred construction cost		(18,304,135)	
Deficit accumulated during development stage		(2,124,610)	
Total stockholders' deficit			(873,385)
Total liabilities and stockholders' deficit			\$ 22,015

The accompanying notes from an integral part of these consolidated financial statements.

**VOYAGER ENTERTAINMENT INTERNATIONAL, INC. AND SUBSIDIARY
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED STATEMENTS OF OPERATIONS**

	Three Months Ended March 31, 2003	Three Months Ended March 31, 2002	For the period since inception on March 1, 1997 to March 31, 2003
Net revenue	\$ -	\$ -	\$ -
Operating expenses:			
Professional and consulting fees	51,583	251,245	1,484,127
Stock discount expense	-	-	200,000
Interest	119,014	-	178,799
Project costs	628	5,154	77,752
Rent expense	6,975	-	39,740
Other operating expenses	3,458	27,276	144,192
	<u>181,658</u>	<u>283,675</u>	<u>2,124,610</u>
Loss from operations	(181,658)	(283,675)	(2,124,610)
Income taxes	-	-	-
Net loss	<u>\$ (181,658)</u>	<u>\$ (283,675)</u>	<u>\$ (2,124,610)</u>
Net loss per share - basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>	<u>\$ (0.06)</u>
Weighted average common stock shares outstanding - basic and diluted	<u>38,652,500</u>	<u>25,924,222</u>	<u>34,973,308</u>

The accompanying notes from an integral part of these consolidated financial statements.

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	Preferred Stock		Common Stock		Additional
	Shares	Amount	Shares	Amount	paid-in capital
For the period since inception on March 1, 1997 to December 31, 2000 (as restated for reorganization)	-	\$ -	15,000,000	\$ 15,000	\$ 20,000
Net loss for the year ended December 31, 2001	-	-	-	-	-
Balance at December 31, 2001	-	-	15,000,000	15,000	20,000
Issuance of stock for cash and services (pre-merger)	2,160,000	2,160	-	-	25,800
Conversion of preferred stock to common stock	(660,000)	(660)	6,600,000	6,600	(5,940)
Acquisition of net assets of Dakota	-	-	11,615,000	11,615	(11,615)
Issuance of common stock for cash - February 15, 2002	-	-	800,000	800	399,200
Issuance of common stock for services - April 2002	-	-	200,000	200	399,800
Issuance of common stock for Architectural agreement - May 2002	-	-	2,812,500	2,813	18,138,700
Issuance of common stock for cash - June 2002	-	-	50,000	50	149,900
Issuance of common stock for Architectural agreement - October 2002	-	-	600,000	600	162,000
Issuance of common stock for financing costs - November 2002	-	-	650,000	650	162,500
Issuance of stock for services - October 2002	-	-	325,000	325	74,700
Net loss for the year ended December 31, 2002	-	-	-	-	-
Balance at December 31, 2002	1,500,000	1,500	38,652,500	38,653	19,515,200
Net loss for the three months ended March 31, 2003	-	-	-	-	-
Balance at March 31, 2003	1,500,000	1,500	38,652,500	\$ 38,653	\$ 19,515,200

ON MARCH 1, 1997 TO MARCH 31, 2003

The accompanying notes from an integral part of these consolidated financial statements.

VOYAGER ENTERTAINMENT INTERNATIONAL, INC. AND SUBSIDIARY
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three Months Ended March 31, 2003	Three Months Ended March 31, 2002	For the period since inception on March 1, 1997 to March 31, 2003
Cash flows provided by (used for) operating activities:			
Net loss	\$ (181,658)	\$ (283,675)	\$ (2,124,610)
Adjustments to reconcile net loss to net cash provided by operating activities:			
Depreciation	426	-	1,104
Issuance of common stock	-	18,000	293,075
Stock discount expense	-	-	200,000
Merger expense	-	-	-
Interest expense from the issuance of common stock	98,000	-	148,000
Changes in assets and liabilities:			
(Increase) decrease in assets:			
Prepaid expenses	-	(5,600)	-
Other current assets	-	-	(4,268)
Increase (decrease) in liabilities -			
accounts payable and accrued expenses	(15,820)	(85,000)	182,313