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DOLPHIN PRODUCTIONS INC
Form 10QSB
August 14, 2003

U.S. 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 the quarterly period ended June 30, 2003

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

Commission file number 0-50164

DOLPHIN PRODUCTIONS, INC.

(Exact name of small business issuer as specified in its charter)

Nevada

87-0618756

(State or other jurisdiction of
incorporation or organization)

Employer Identification No.)

2068 Haun Avenue, Salt Lake City, Utah 84121
(Address of principal executive offices)

(801) 450-0716
(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 ()

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: 520,000 as of June 30, 2003.

DOLPHIN PRODUCTIONS, INC.
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Unaudited Condensed Balance Sheets
June 30, 2003 and September 30, 2002

Consolidated Statements of Operations -
Three Months Ended June 30, 2003 and June 30, 2002
Nine Months Ended June 30, 2003 and June 30, 2002

Consolidated Statements of Cash Flows -
Nine Months Ended June 30, 2003 and June 30, 2002

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Item 1. Financial Statements for DOLPHIN PRODUCTIONS, INC.

DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

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- Unaudited Condensed Statements of Cash Flows,
for the nine months ended June 30, 2003
and 2002 and from inception on June 26, 1998
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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

UNAUDITED CONDENSED BALANCE SHEETS

ASSETS

| | June 30, 2003 | September 30, 2002 |
|-------------------------|------------------|-----------------------|
| CURRENT ASSETS: | | |
| Cash | \$ 4,186 | \$ 10,920 |
| Income taxes receivable | 730 | - |
| Prepaid expenses | - | 410 |
| Deferred tax assets | - | 750 |
| | | |
| Total Current Assets | 4,916 | 12,080 |
| | \$ 4,916 | \$ 12,080 |

LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)

| | | |
|--|----------|-------|
| CURRENT LIABILITIES: | | |
| Accounts payable | \$ 1,156 | \$ - |
| Income taxes payable | - | 1,024 |
| Accrued expenses | - | 464 |
| Accrued expenses - related party | 21,000 | 5,000 |
| | | |
| Total Current Liabilities | 22,156 | 6,488 |
| | | |
| STOCKHOLDERS' EQUITY (DEFICIT): | | |
| Common stock, \$.001 par value, 50,000,000 shares authorized, 520,000 shares issued and outstanding | 520 | 520 |
| Capital in excess of par value | 5,480 | 5,480 |
| Deficit accumulated during the development stage | (23,240) | (408) |
| | | |
| Total Stockholders' Equity (Deficit) | (17,240) | 5,592 |

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\$ 4,916 \$ 12,080

Note: The balance sheet at September 30, 2002 was taken from the audited financial statements at that date and condensed.

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

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

UNAUDITED CONDENSED STATEMENTS OF OPERATIONS

| | For the Three Months Ended June 30, | | For the Nine Months Ended June 30, | | From Inception on June 26, 1998 Through June 30, |
|-----------------------------------|---|-----------------|--|-------------------|---|
| | 2003 | 2002 | 2003 | 2002 | 2003 |
| REVENUE | \$ - | \$ - | \$ 2,000 | \$ - | \$ 37,890 |
| EXPENSES: | | | | | |
| Selling | - | - | - | - | 4,561 |
| General and administrative | 1,876 | 617 | 24,812 | 2,526 | 56,275 |
| Total Expenses | <u>1,876</u> | <u>617</u> | <u>24,812</u> | <u>2,526</u> | <u>60,836</u> |
| LOSS BEFORE INCOME TAXES | (1,876) | (617) | (22,812) | (2,526) | (22,946) |
| CURRENT TAX EXPENSE (BENEFIT) | - | (1) | (730) | (179) | 294 |
| DEFERRED TAX EXPENSE (BENEFIT) | 3,161 | (75) | 750 | (150) | - |
| NET LOSS | <u>\$ (5,037)</u> | <u>\$ (541)</u> | <u>\$ (22,832)</u> | <u>\$ (2,197)</u> | <u>\$ (23,240)</u> |
| LOSS PER COMMON SHARE | <u>\$ (.01)</u> | <u>\$ (.00)</u> | <u>\$ (.04)</u> | <u>\$ (.00)</u> | <u>\$ (.04)</u> |

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

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

UNAUDITED CONDENSED STATEMENTS OF CASH FLOWS

| | For the Nine Months Ended June 30, | | From Inception on June 26, 1998 Through June 30, 2003 |
|--|--|------------|---|
| | 2003 | 2002 | |
| Cash Flows from Operating Activities: | | | |
| Net loss | \$ (22,832) | \$ (2,197) | \$ (23,240) |
| Adjustments to reconcile net loss to net cash provided (used) by operating activities: | | | |
| Changes in assets and liabilities: | | | |
| (Increase) in income taxes receivable | (730) | - | (730) |
| (Increase) decrease in prepaid expenses | 410 | (670) | - |
| (Increase) in deferred tax assets | 750 | (150) | - |
| Increase in accounts payable | 1,156 | - | 1,156 |
| Increase in accrued expenses - related party | 16,000 | 1,000 | 21,000 |
| (Decrease) in income taxes payable | (1,024) | (179) | - |
| Increase (decrease) in accrued expenses | (464) | 333 | - |
| Net Cash (Used) by Operating Activities | (6,734) | (1,863) | (1,814) |
| Cash Flows from Investing Activities | - | - | - |
| Net Cash Provided by Investing Activities | - | - | - |
| Cash Flows from Financing Activities: | | | |
| Proceeds from issuance of common stock | - | - | 6,000 |
| Net Cash Provided by Financing Activities | - | - | 6,000 |

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| | | | |
|---|----------|----------|----------|
| Net Increase (Decrease) in Cash and Cash Equivalents | (6,734) | (1,863) | 4,186 |
| Cash and Cash Equivalents at Beginning of Period | 10,920 | 9,883 | - |
| | \$ 4,186 | \$ 8,020 | \$ 4,186 |

Supplemental Disclosures of Cash Flow Information:

Cash paid during the period for:

| | | | |
|--------------|----------|------|----------|
| Interest | \$ - | \$ - | \$ - |
| Income taxes | \$ 1,024 | \$ - | \$ 1,024 |

Supplemental Schedule of Non-cash Investing and Financing Activities:

For the nine months ended June 30, 2003:

None

For the nine months ended June 30, 2002:

None

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

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization - Dolphin Productions, Inc. ("the Company") was organized under the laws of the State of Nevada on June 26, 1998. The Company provides musical and other performance services for concerts and other events. The Company has not yet generated significant revenues from its planned principal operations and is considered a development stage company as defined in Statement of Financial Accounting Standards No. 7. The Company, at the present time, has not paid any dividends and any dividends that may be paid in the future will depend upon the financial requirements of the Company and other relevant factors.

Condensed Financial Statements - The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows at June 30, 2003 and 2002 and for the periods then ended have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's September 30, 2002 audited financial statements. The results of operations for the periods ended June 30, 2003 and 2002 are not necessarily indicative of the operating results for the full year.

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Fiscal Year - The Company's fiscal year-end is September 30th.

Cash and Cash Equivalents - The Company considers all highly liquid debt investments purchased with a maturity of three months or less to be cash equivalents.

Accounts and Loans Receivable - The Company records accounts and loans receivable at the lower of cost or fair value. The Company determines the lower of cost or fair value of nonmortgage loans on an individual asset basis. The Company recognizes interest income on an account receivable based on the stated interest rate for past-due accounts over the period that the account is past-due. The Company recognizes interest income on a loan receivable based on the stated interest rate over the term of the loan. The Company accumulates and defers fees and costs associated with establishing a receivable to be amortized over the estimated life of the related receivable. The Company estimates allowances for doubtful accounts and loan losses based on the aged receivable balance and historical losses. The Company records interest income on delinquent accounts and loans receivable only when payment is received. The Company first applies payments received on delinquent accounts and loans receivable to eliminate the outstanding principal. The Company charges off uncollectible accounts and loans receivable when management estimates no possibility of collecting the related receivable. The Company considers accounts and loans receivable to be past-due or delinquent based on contractual terms.

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES [Continued]

Revenue Recognition - The Company recognizes revenue from providing musical and other performances for concerts and other events for a negotiated fee in the period when the services are provided. The Company records only its fee from a concert performance and reflects the Company's expenses related to the performance as general and administrative expense. The Company recognizes revenue from the sale of compact discs when the product is delivered.

Advertising Costs - Advertising costs, except for costs associated with direct-response advertising, are charged to operations when incurred. The costs of direct-response advertising are capitalized and amortized over the period during which future benefits are expected to be received. During the nine months ended June 30, 2003 and 2002, advertising costs amounted to \$0 and \$0, respectively.

Income Taxes - The Company accounts for income taxes in accordance with Statement of Financial Accounting Standards No. 109 "Accounting for Income Taxes" [See Note 4].

Loss Per Share - The computation of loss per share is based on the weighted average number of shares outstanding during the period presented in accordance with Statement of Financial Accounting Standards No. 128, "Earnings Per Share" [See Note 6].

Accounting Estimates - The preparation of financial statements in conformity with generally accepted accounting principles in the United

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States of America requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimated by management.

Recently Enacted Accounting Standards - Statement of Financial Accounting Standards ("SFAS") No. 146, "Accounting for Costs Associated with Exit or Disposal Activities", SFAS No. 147, "Acquisitions of Certain Financial Institutions - an Amendment of FASB Statements No. 72 and 144 and FASB Interpretation No. 9", SFAS No. 148, "Accounting for Stock-Based Compensation - Transition and Disclosure - an Amendment of FASB Statement No. 123", SFAS No. 149, "Amendment of Statement 133 on Derivative Instruments and Hedging Activities", and SFAS No. 150, "Accounting for Certain Financial Instruments with Characteristics of both Liabilities and Equity", were recently issued. SFAS No. 146, 147, 148, 149 and 150 have no current applicability to the Company or their effect on the financial statements would not have been significant.

Restatement - On January 15, 1999, the Company effected a 5-for-2 forward stock split. The financial statements have been restated, for all periods presented, to reflect the stock split [See Note 2].

Reclassification - The financial statements for periods prior to June 30, 2003 have been reclassified to conform to the headings and classifications used in the June 30, 2003 financial statements.

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS

NOTE 2 - CAPITAL STOCK

Common Stock - During June 1998, the Company issued 500,000 shares of its previously authorized but unissued common stock for cash of \$2,000 (or \$.004 per share).

During January 1999, the Company issued 20,000 shares of its previously authorized but unissued common stock for cash of \$4,000 (or \$.20 per share).

Stock Split - On January 15, 1999, the Company effected a five for two common stock split. The financial statements, for all periods presented, have been restated to reflect the stock split.

NOTE 3 - RELATED PARTY TRANSACTIONS

Management Compensation and Accrued Expenses - Salary expense to the President for the nine months ended June 30, 2003 and 2002 amounted to \$1,000 and \$1,000, respectively. At June 30, 2003, the Company owes a total of \$6,000 in accrued salary to the President.

Legal Services and Accrued Expenses - During the nine months ended June 30, 2003 and 2002, respectively, the President provided legal services of \$15,000 and \$0 to the Company. At June 30, 2003, the Company owes a total of \$15,000 in accrued legal fees to the President.

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NOTE 4 - INCOME TAXES

The Company accounts for income taxes in accordance with Statement of Financial Accounting Standards No. 109 "Accounting for Income Taxes". SFAS No. 109 requires the Company to provide a net deferred tax asset/liability equal to the expected future tax benefit/expense of temporary reporting differences between book and tax accounting methods and any available operating loss or tax credit carryforwards. At June 30, 2003, the Company has available unused operating loss carryforwards of approximately \$1,900, which may be applied against future taxable income and which expire in 2023.

The amount of and ultimate realization of the benefits from the deferred tax assets for income tax purposes is dependent, in part, upon the tax laws in effect, the future earnings of the Company, and other future events, the effects of which cannot be determined. Because of the uncertainty surrounding the realization of the deferred tax assets, the Company has established a valuation allowance equal to their tax effect and, therefore, no deferred tax asset has been recognized for the deferred tax assets. The net deferred tax assets, which consist mainly of accrued compensation, are approximately \$3,400 and \$750 as of June 30, 2003 and September 30, 2002, respectively, with an offsetting valuation allowance of the same amount, resulting in a change in the valuation allowance of approximately \$3,400 during the nine months ended June 30, 2003.

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DOLPHIN PRODUCTIONS, INC.
[A Development Stage Company]

NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS

NOTE 5 - GOING CONCERN

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States of America which contemplate continuation of the Company as a going concern. However, the Company has current liabilities in excess of current assets, raising substantial doubt about the ability of the Company to continue as a going concern. In this regard, management is proposing to raise any necessary additional funds through loans or through additional sales of its common stock or through the possible acquisition of other companies. There is no assurance that the Company will be successful in raising this additional capital.

NOTE 6 - LOSS PER SHARE

The following data show the amounts used in computing loss per share:

| | For the Three Months Ended June 30, | | For the Nine Months Ended June 30, | | From Inception on June 26, 1998 Through June 30, 2003 |
|---|---|----------|--|------------|---|
| | 2003 | 2002 | 2003 | 2002 | 2003 |
| Net loss available to common shareholders (numerator) | \$ (5,037) | \$ (541) | \$ (22,832) | \$ (2,197) | \$ (23,240) |
| Weighted average number of common | | | | | |

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| | | | | | |
|---|---------|---------|---------|---------|---------|
| shares outstanding used in loss per share for the period (denominator) | 520,000 | 520,000 | 520,000 | 520,000 | 517,781 |
|---|---------|---------|---------|---------|---------|

Dilutive loss per share was not presented, as the Company had no common stock equivalent shares for all periods presented that would affect the computation of diluted loss per share.

NOTE 7 - CONCENTRATION

Geographic Region - During the nine months ended June 30, 2003, all of the Company's sales and operations were located in and around Salt Lake City, Utah.

Limited Source of Revenues - During the nine months ended June 30, 2003, all of the Company's revenues were generated by services rendered at only one concert.

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Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is management's discussion and analysis of certain significant factors that have affected the Company's financial condition and operating results for the period included in the accompanying financial statements. The accompanying Unaudited Condensed Financial Statements as of June 30, 2003, including the Notes to Unaudited Condensed Financial Statements, are, by this reference, included in this Management's Discussion and Analysis of Financial Condition and Results of Operations.

Results of Operations

Three Months Ended June 30, 2003 Compared to Three Months Ended June 30, 2002

DOLPHIN PRODUCTIONS, INC., did not generate revenues of any kind during the quarters ended June 30, 2003, and June 30, 2002, respectively. No concerts were presented by the Company during either period. All revenues generated in 2003 came from the single event. The Company has no plans to produce concerts or to provide concert services. The Company is in the process of exploring the feasibility of its entry into the business of marketing original music through e-commerce.

DOLPHIN PRODUCTIONS, INC. recorded a net loss of \$5,037 for the third quarter of fiscal year 2003 compared to a net loss of \$541 for the third quarter of fiscal year 2002. In prior periods, the Company has reflected in its financial statements certain potential tax benefits which may be available to the Company in the form of tax-loss carryforwards. However, because of the uncertainty that the Company will be able to take advantage of those carryforwards, the Company has partially offset the carryforward amount with a "valuation allowance" that reflects that uncertainty. The net effect of the offsetting "valuation allowance" and the loss carryforward for the third quarter was a net cost of \$3,161. The Company also incurred higher professional fees associated with the Company's quarterly reporting requirements in connection with the registration of the Company's stock

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through the filing of a Form 10-SB registration statement in the second quarter of fiscal 2003.

DOLPHIN PRODUCTIONS, INC. has no plans to produce concerts or to provide concert-related services in the future, except as such services may be ancillary to the Company's development and promotion of its web site and the Internet marketing of recorded music.

DOLPHIN PRODUCTIONS, INC., has no prospects for generating revenues from its operations during the foreseeable future. The magnitude of the revenues, if any, will depend upon the Company's ability to implement an unproved process for generating revenues from making recorded music available to the public on the Internet.

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Nine Months Ended June 30, 2003 Compared to Nine Months Ended June 30, 2002

For the nine month period ended June 30, 2003, DOLPHIN PRODUCTIONS, INC., experienced a net loss of \$22,832, after giving effect to estimated net tax costs of \$750 as compared with a loss for the nine months ended June 30, 2002, of \$2,197. Again, the increase in the magnitude of the losses from 2002 to 2003 was largely the result of the costs associated with the registration of the Company's common stock.

Liquidity and Capital Resources

As of June 30, 2003, the Company had on hand cash of \$4,186. It owed \$1,156 to the CPA firm of Pritchett, Siler & Hardy and owed \$21,000 in accrued liabilities payable to the Company's President and Chairman, Richard H. Casper. The Company's current liabilities of \$22,156 exceed the cash (\$4,186) that it had on hand as of June 30, 2003, by \$17,970.

The liability to the Company's President is not evidenced by a writing and does not currently bear interest. It is due upon demand.

The Company currently has no prospects or commitments from any parties to provide additional capital, cash or resources to the Company.

Item 3. Controls and Procedures

As of February 28, 2003, an informal evaluation was performed under the supervision and with the participation of the Company's management, including the CEO and CFO, of the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on that evaluation, the Company's management, including the CEO and CFO, concluded that the Company's disclosure controls and procedures were effective as of February 28, 2003. There have been no significant changes in the Company's internal controls or in other factors that could significantly affect internal controls subsequent to February 28, 2003.

PART II-OTHER INFORMATION

None

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SIGNATURE

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

DOLPHIN PRODUCTIONS, INC.

Date: August 12, 2003

/s/ Richard H. Casper

Richard H. Casper, President