SECURITIES AND EXCHANGE COMMISSION

FORM 10QSB

Optional form for quarterly and transition reports of small business issuers under section 13 or 15(d)

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FILER

INTERNATIONAL SPORTS & MEDIA GROUP INC

CIK:**1054311**| IRS No.: **880350156** | State of Incorp.:**NV** | Fiscal Year End: **1231**
Type: **10QSB** | Act: **34** | File No.: **000-27487** | Film No.: **04968057**
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-QSB

(Mark One)

[X] **QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2004**

Commission file number 000-27487

INTERNATIONAL SPORTS AND MEDIA GROUP, INC.
(Exact name of registrant as specified in its charter)

Nevada	**88-0350156**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

3803 Mission Blvd. Suite 290 San Diego, CA 92109	**92109**
(Address of principal executive offices)	Zip Code

Registrant's telephone number, including area code: **(858) 488-7775**

Not Applicable
(Former name, former address and former fiscal year, if changed since last report.)

Check whether the Issuer (1) 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 [X] No [ ]

Indicate the number of shares outstanding of each of the issuer's class of common stock, as of the last practicable date.

Class	Outstanding at July 26, 2004
Common Stock, $0.001 par value	76,857,231 shares

INTERNATIONAL SPORTS AND MEDIA GROUP, INC.

PART I - FINANCIAL INFORMATION

INTERNATIONAL SPORTS AND MEDIA GROUP, INC. AND SUBSIDIARY

Consolidated Balance Sheet

ASSETS

	June 30, 2004
	(Unaudited)
CURRENT ASSETS	
Cash	$ 14
Total Current Assets	14
PROPERTY AND EQUIPMENT (Net)	1,291
OTHER ASSETS	
License fees, net	106,750
Total Other Assets	106,750
TOTAL ASSETS	$ 108,055

LIABILITIES AND STOCKHOLDERS' DEFICIT

	June 30, 2004
	(Unaudited)
CURRENT LIABILITIES	
Bank overdraft	$ 272

Accounts payable	392,773
Accrued expenses	660,614
Convertible promissory notes	446,046
Convertible bond	500,000
Notes payable	156,301
Accrued interest payable	252,887
Total Current Liabilities	2,408,893
Total Liabilities	2,408,893
STOCKHOLDERS' DEFICIT	
Preferred stock: 50,000,000 shares authorized of $0.001 par value, 84,500 shares issued and outstanding	85
Common stock: 150,000,000 shares authorized of $0.001 par value, 76,809,731 shares issued and outstanding	76,808
Additional paid-in capital	7,791,636
Subscriptions payable	3,000
Treasury stock, at cost	(280)
Accumulated deficit	(10,172,087)
Total Stockholders' Deficit	(2,300,838)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 108,055

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

INTERNATIONAL SPORTS AND MEDIA GROUP, INC. AND SUBSIDIARY

Consolidated Statements of Operations

(Unaudited)

	For the Three Months Ended June 30,		**For the Six Months Ended June 30,**	
	2004	**2003**	**2004**	**2003**
REVENUES				
Magazine - related revenues	$-	$ 950	$ -	$ 4,148
Consulting revenue	10,500	-	25,325	-
Total Revenues	10,500	$ 950	$ 25,325	$ 4,148
EXPENSES				
General and administrative	133,434	77,246	227,012	165,016
Consulting	36,750	15,350	150,650	152,410
Depreciation and amortization	1,283	1,961	3,369	3,921
Total Expenses	171,467	94,557	381,031	321,347

Loss From Operations	(160,967)	(93,607)	(355,706)	(317,199)
OTHER INCOME (EXPENSE)				
Loss on Extinguishment of Debt	(5,000)	-	(80,009)	-
Interest expense	(31,905)	(125,860)	(62,882)	(347,222)
Total Other Income (Expense)	(36,905)	(125,860)	(142,891)	(347,222)
NET LOSS	$ (197,872)	$ (219,467)	$ (498,597)	$ (664,421)
BASIC LOSS PER SHARE	$ (0.00)	$ (0.01)	$ (0.01)	$ (0.02)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	75,906,476	36,174,714	75,743,261	35,218,994

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

INTERNATIONAL SPORTS AND MEDIA GROUP, INC. AND SUBSIDIARY

Consolidated Statements of Cash Flows

(Unaudited)

	For the Six Months Ended June 30, 2004	2003
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	$ (498,597)	$ (664,421)
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation and amortization	15,569	3,921
Stock issued for services	57,663	116,000
Beneficial conversion recognized	-	223,652
Loss on extinguishment of debt	80,009	-
Changes in operating assets and liabilities:		
Increase (decrease) in accounts payable	20,971	10,355
Decrease in deferred revenue	-	6,212
Increase in accrued expenses	120,274	85,166

Net Cash Used by Operating Activities	(204,111)	(219,115)
CASH FLOWS FROM INVESTING ACTIVITIES		
Deposit on asset purchase	-	(25,500)
Net Cash Used by Investing Activities	-	(25,500)
CASH FLOWS FROM FINANCING ACTIVITIES		
Cash overdraft	272	(3,197)
Common stock issued for cash	-	32,500
Preferred stock issued for cash	82,000	-
Convertible promissory notes proceeds	-	228,151
Promissory note proceeds	121,000	-
Principal payments on convertible notes payable	(3,000)	(2,500)
Process from related parties	4,590	-
Payments on notes payable-related party	(4,590)	-
Net Cash Provided by Financing Activities	200,272	254,954
NET INCREASE (DECREASE) IN CASH	(3,839)	10,339
CASH AT BEGINNING OF PERIOD	3,853	-
CASH AT END OF PERIOD	$ 14	$ 10,339

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

INTERNATIONAL SPORTS AND MEDIA GROUP, INC. AND SUBSIDIARY

Consolidated Statements of Operations (Continued)

(Unaudited)

	For the Six Months Ended June 30,			
	2004		2003	
SUPPLEMENT CASH FLOW INFORMATION				
CASH PAID FOR:				
Interest	$	-	$	-
Income taxes	$	-	$	-
NON-CASH FINANCING ACTIVITIES				
Common stock issued for convertible promissory notes	$	109,509	$	10,000
Common stock issued for services	$	57,663	$	116,000
Contributed capital for services rendered	$	-	$	-

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

INTERNATIONAL SPORTS AND MEDIA GROUP, INC. AND SUBSIDIARY

Notes to the Financial Statements

June 30, 2004 and 2003

NOTE 1 - BASIS OF FINANCIAL STATEMENT PRESENTATION

The accompanying unaudited condensed consolidated financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in accordance with such rules and regulations. The information furnished in the interim condensed consolidated financial statements include normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading, it is suggested that these interim condensed consolidated financial statements be read in conjunction with the Company's most recent audited financial statements and notes thereto included in its December 31, 2003 Annual Report on Form 10-KSB. Operating results for the three and six months ended June 30, 2004 are not necessarily indicative of the results that may be expected for the year ending December 31, 2004.

NOTE 2 - GOING CONCERN

At June 30, 2004, the Company has an accumulated deficit of $10,172,087 and has incurred a loss from operations for the six months then ended. In addition, the Company is in default on certain of its promissory notes payables at June 30, 2004. The Company's shareholders' deficit is $2,300,838 and its current liabilities exceed its current assets by $2,408,879.

These factors create uncertainty about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital it could be forced to cease operations.

In order to continue as a going concern and achieve a profitable level of operations, the Company will require, among other things, additional capital resources. Management's plans to obtain such resources for the Company include (1) raising additional capital through sale of common stock; (2) continuing the practice of issuing stock options as consideration for certain employee and marketing services; (3) converting promissory notes into common stock; and (4) changing the focus of the Company away from professional soccer competition toward other soccer-related markets such as equipment sales, soccer camps and marketing and consulting services for soccer organizations. Management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 - MATERIAL EVENTS

Equity Activity

During the six months ended June 30, 2004, the Company issued 1,092,500 shares of its common stock for services rendered at $0.04 to $0.08 per share. The Company also issued 2,333,511 shares of its common stock valued from $0.03 per share to $0.08 per share upon the conversion of promissory notes. Additionally, the Company issued 82,000 shares of it preferred stock for cash at $1.00 per share.

Promissory Note

During the six months ended June 30, 2004, the Company borrowed $36,000 from various parties. The notes bear interest at a rate of 12.0% and 15% per annum. The terms for repayment on these loans are that the borrower shall pay the amount of One Thousand ($1,000) Dollars on the 30th day of each month continuing until the principal balance of these notes and any accrued interest have been repaid in full.

NOTE 4 - SUBSEQUENT EVENTS

Promissory Note

Subsequent to June 30, 2004, the Company borrowed $10,000 from various parties. The notes bear interest at a rate of 12.0% per annum. The terms for repayment on these loans are that the borrower shall pay the amount of One Thousand ($1,000) Dollars on the 30th day of each month continuing until the principal balance of these notes and any accrued interest have been repaid in full.

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

GENERAL

The statements contained in this Quarterly Report on Form 10-QSB that are not historical facts may contain forward-looking statements that involve a number of known and unknown risks and uncertainties that could cause actual results to differ materially from those discussed or anticipated by management. Potential risks and uncertainties include, among other factors, general business conditions, government regulations governing medical device approvals and manufacturing practices, competitive market conditions, success of the Company's business strategy, delay of orders, changes in the mix of products sold, availability of suppliers, concentration of sales in markets and to certain customers, changes in manufacturing efficiencies, development and introduction of new products, fluctuations in margins, timing of significant orders, and other risks and uncertainties currently unknown to management.

CRITICAL ACCOUNTING POLICIES

The Company's financial statements and related public financial information are based on the application of accounting principles generally accepted in the United States of America ("GAAP"). GAAP requires the use of estimates; assumptions, judgments and subjective interpretations of accounting principles that have an impact on the assets, liabilities, revenue and expense amounts reported. These estimates can also affect supplemental information contained in the external disclosures of the Company including information regarding contingencies, risk and financial condition. We believe our use of estimates and underlying accounting assumptions adhere to GAAP and are consistently and conservatively applied. Valuations based on estimates are reviewed by us for reasonableness and conservatism on a consistent basis throughout the Company. Primary areas where financial information of the Company is subject to the use of estimates, assumptions and the application of judgment include acquisitions, valuation of long-lived and intangible assets, and the realizability of deferred tax assets. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances. Actual results may differ materially from these estimates under different assumptions or conditions.

Valuation Of Long-Lived And Intangible Assets

The recoverability of long lived assets requires considerable judgment and is evaluated on an annual basis or more frequently if events or circumstances indicate that the assets may be impaired. As it relates to definite life intangible assets, we apply the impairment rules as required by SFAS No. 121, "Accounting for the Impairment of Long-Lived Assets and Assets to Be Disposed Of" as amended by SFAS No. 144, which also requires significant judgment and assumptions related to the expected future cash flows attributable to the intangible asset. The impact of modifying any of these assumptions can have a significant impact on the estimate of fair value and, thus, the recoverability of the asset.

Income Taxes

We recognize deferred tax assets and liabilities based on the differences between the financial statement carrying amounts and the tax bases of assets and liabilities. We regularly review our deferred tax assets for recoverability and establish a valuation allowance based upon historical losses, projected future taxable income and the expected timing of the reversals of existing temporary differences. As of June 30, 2004, we estimated the allowance on net deferred tax assets to be one hundred percent of the net deferred tax assets.

RESULTS OF OPERATIONS

Quarter ended June 30, 2004 compared to quarter ended June 30, 2003.

Revenues for the quarter ended June 30, 2004 were $10,500, compared to $950 for the quarter ended June 30, 2003. Revenues in 2003 were generated from the sale of magazines, whereas revenues in 2004 were generated by public relations and consulting services. During the fourth quarter of 2003, the magazine operations were sold and the Company shifted its focus to providing marketing and communications services to the sports media arena. As a result, revenues between quarters are not comparable.

General and administrative expenses were $133,434 versus $77,246 for the quarters ended June 30, 2004 and 2003, respectively. In both quarters, G&A expenses consisted primarily of management and consulting expenses, including legal and accounting.

As a result of the above, the Company incurred a loss from operations of $160,967 for the quarter ended June 30, 2004, compared to a loss of $93,607 for the quarter ended June 30, 2003. Interest expense was $31,905, compared to $125,860 for the quarters ended June 30, 2004 and 2003, respectively. The decrease resulted directly from a decrease in company debt and also because there was no convertible debt issued in 2004 which had a beneficial conversion feature. After factoring in interest and other non-operating expenses, the Company incurred a loss of $197,872, or $0.003 per share, for the quarter ended June 30, 2004, compared to a loss of $219,467, or $0.01 per share, for the quarter ended June 30, 2003.

Six months ended June 30, 2004 compared to six months ended June 30, 2003.

Revenues for the six-month period ended June 30, 2004 were $25,325 compared to $4,148 for the similar period ended June 30, 2003. Revenues in 2003 were generated from the sale of magazines, whereas revenues in 2004 were generated by public relations and consulting services from the Company shifting its focus to providing marketing and communications services to the sport media arena. As a result, revenues between periods are not comparable.

General and administrative expenses were $227,012 versus $165,016 for the six-month periods ended June 30, 2004 and 2003, respectively. In 2004, the Company resumed operations under a new business strategy that includes providing marketing and communications services to the sport media arena. Included in G&A expenses for both periods is $66,500 in imputed salary for the Company's president. Consulting expenses were $150,650 and $152,410 for the six-month periods ended June 30, 2004 and 2003, respectively.

Other income and expense items included $62,883 in interest expense recognized in the six months ended June 30, 2004, compared to interest expense of $347,222 in the first six months of the prior year. The decrease was attributed to a decrease in the Company's debt obligations and also because there was no convertible debt issued in 2004 which had a beneficial conversion feature.

As a result of the above, the Company incurred a loss of $498,597, or $0.01 per share, for the six months ended June 30, 2004, compared to a loss of $664,421, or $0.02 per share, for the six months ended June 30, 2003.

Liquidity and Capital Resources

The accompanying financial statements have been prepared in conformity with principles of accounting applicable to a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has incurred operating losses from inception and has generated an accumulated deficit of $10,172,087. The Company requires additional capital to meet its operating requirements. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. Management plans to increase cash flows through the sale of securities (see following paragraph below) and, eventually, through the development of profitable operations. There are no assurances that such plans will be successful. No adjustments have been made to the accompanying financial statements as a result of this uncertainty.

As of June 30, 2004, the Company had minimal cash and current assets, and current liabilities of $2,408,893. The Company's primary available source for generating cash for operations is through the issuance of preferred stock and promissory notes.

The Company continues to issue common stock to retire debt obligations and to pay for ongoing operating expenses. Management anticipates the need to raise additional capital through the issuance of common and/or preferred stock; however, there are no immediate plans to do so. If the event the Company is unable to raise additional capital for operations through the issuance of stock , and if the Company is unsuccessful in converting or renegotiating a substantial portion of its debt obligations, there is substantial doubt about the Company's ability to continue as a going concern.

PART II.

Other Information

Item 1. Legal Proceedings

The Company is presently being sued by Peter Passaretti and Patricia Passaretti for $7,000, the complaint was filed with the Superior Court of California, County of San Diego on June 30, 2003. Also, AA One Litho filed a complaint with the Superior Court of California, County of San Diego on September 15, 2003 in the amount of $13,448.28. The outcome of these suits cannot presently be determined; however, a negative outcome is not considered likely to impact the operations of the Company owing to the small amounts.

Item 2. Changes in Securities

During the six months ended June 30, 2004, the Company issued 1,092,500 shares of its common stock for services rendered at $0.04 to $0.08 per share. The Company also issued 2,333,511 shares of its common stock valued from $0.03 per share to $0.08 per share upon the conversion of promissory notes. Additionally, the Company issued 82,000 shares of it preferred stock for cash at $1.00 per share.

Item 3. Defaults Upon Senior Securities

None

Item 4. Submission of Matters to Vote of Security Holders

None

Item 5. Other Information

None

Item 6. Exhibits and Reports on Form 8-K

99.1 Chief Executive Officer Certification as Adopted Pursuant to Section 302 and 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURE PAGE

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 11, 2004

/s/ Yan Skwara
YAN SKWARA
Chief Executive Officer

International Sports and Media Group, Inc.

a Nevada corporation

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

AND PRINCIPAL FINANCIAL OFFICER

I, Yan K. Skwara, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of International Sports and Media Group, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Dated: August 11, 2004

/s/ Yan Skwara
Yan K. Skwara
Chief Executive Officer and Principal Financial Officer

Exhibit 99.1

CERTIFICATION

Pursuant to Section 906 of the Corporate Fraud Accountability Act of 2002 (18 U.S.C. Section 1350, as adopted), Yan K. Skwara, Chief Executive Officer and Principal Financial Officer of International Sport & Media Group, Inc. (the "Company"), hereby certifies that, to the best of his knowledge:

1. the Quarterly Report on Form 10-QSB of the Company for the fiscal quarter ended June 30, 2004 (the Report) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and

2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: August 11, 2004

/s/ Yan Skwara

Yan K. Skwara
Chief Executive Officer and Principal Financial Officer