U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Form 10-QSB

Quarterly Report Under
the Securities Exchange Act of 1934

For Quarter Ended: June 30, 1996

Commission File Number: 33-28106

YAAK RIVER RESOURCES, INC.
(Exact name of small business issuer as specified in its charter)

Colorado
(State or other jurisdiction of incorporation or organization)

84-1097796
(IRS Employer Identification No.)

830 S. Kline Way
Lakewood, Colorado
(Address of principal executive offices)

80226
(Zip Code)

(303) 985-3972
(Issuer's Telephone Number)

(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 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 ____.

The number of shares of the registrant's only class of common stock issued
and outstanding, as of June 30, 1996, was 56,666,000 shares.

PART I

ITEM 1.   FINANCIAL STATEMENTS.

     The unaudited financial statements for the six month period ended June
30, 1996, are attached hereto.

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

     The following discussion should be read in conjunction with the
Financial Statements and notes thereto included herein.

     The Company generated no revenues from its operations during the six
month period ending June 30, 1996, and the Company is considered a
development stage company. The plan of operation of the Company during the
six month period ending June 30, 1996, generally involves the acquisition of
additional mineral claims and the taking to patent of a number of the claims
acquired and to be acquired by the Company in the future.

     The Company incurred an operating loss during the six month period

ending June 30, 1996. The Company is expected to continue to operate at a
loss until earnings, if any, are received from the harvesting of the metal
and non-metal resources known to exist within the boundaries of the Company's
properties.

     The Company believes the income which it derives from its role as
General Partner of the Timber Partnership and related activities will satisfy
its cash requirements for the next six months, providing that the Company
does not commence mining activities. At present, the Company's financial
resources are not sufficient to commence mining activities. In order to
satisfy the Company's capital requirements for additional drilling and to
develop a mining feasibility program, it will be necessary for the Company to
obtain additional financing in the minimum estimated amount of $750,000.
Management of the Company is continuing to seek possible interested partners
to join with the Company in developing its mining claims. The Company is
actively soliciting joint venture partners to expand its mining activities,
based upon the valuation of the Company's claims and properties as reported
in the independent engineering valuation report. The report also advised the
Company to consolidate adjoining claims to make such joint ventures more
attractive. The Company followed the advice of the independent engineering
firm and the Company now has control of 125 continuous claims covering the
known strike length of the "Morning Glory Structure" which is in excess of
14,000 feet. As of the date of this report, management is unaware of any
third parties who are interested in joining with the Company in this regard.
Exploration and mining activities of other mining companies in the
surrounding area of Northern Montana and Canada in similar geological
settings provides a basis for management to believe that it will be able to
interest joint venturers in its proposed mining ventures. However, in the
event the Company is unable to either solicit joint venture partners or
otherwise obtain the capital deemed necessary in order to commence mining

operations, it is possible that management will reconsider the Company's
business plan and begin to seek out other viable business opportunities in
order to provide the Company's shareholders with liquidity.

     The Company currently has no employees and relies upon the unpaid
services of its officers for the operation of the Company. The contracted
services of individuals will continue until it is justifiable to employ a
full time employee.

                       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) Exhibits
               EX-27   Financial Data Schedule

          (b) Reports on Form 8-K - None.

YAAK RIVER RESOURCES, INC.
(A Development Stage Company)
Unaudited
Balance Sheet

	Unaudited June 30 1996	Audited December 31 1995
ASSETS		
Current Assets		

Cash	$ 2,293	$ 2,293
Accounts Receivable-O'Hara Resources	2,200	2,200
Investment-Mining Properties	305,410	305,410
Total Current Assets	309,903	309,903
Other Assets		
Organizational Costs-		
Net of Amortization	0	0
Total Other Assets	0	0
TOTAL ASSETS	$ 309,903	$ 309,903

LIABILITIES AND SHAREHOLDERS' EQUITY

Liabilities		
Current Liabilities		
Accounts Payable	17,865	17,865
Advance from (YRML) Purchase,		
1.5 Units	20,000	20,000
Current Portion-Long Term Debt	7,500	7,500
Total Current Liabilities	45,365	45,365
Long-Term Liabilities		
Long Term Debt	122,500	122,500
Total Long-Term Liabilities	122,500	122,500
Total Liabilities	$ 167,865	$ 167,865

Shareholder's Equity

Series A Common Stock, Par Value $.0001 Per Share; 250,000,000 Shares Authorized; Issued and Outstanding - 56,666,000 Shares	5,666	5,666
Series B Common Stock, Par Value $.0001 Per Share; 250,000,000 Shares Authorized; Issued and Outstanding - None	0	0
Preferred Stock, Par Value $.0001 Per Share; 50,000,000 Shares Authorized; Issued and Outstanding - None	0	0
Capital Paid in Excess of Par Value	297,163	297,163
Deficit Accumulated During the Development Stage	(160,791)	(160,791)
Total Shareholders' Equity	$ 142,038	$ 142,038
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 309,903	$ 309,903

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

YAAK RIVER RESOURCES, INC.
(A Development Stage Company)
Unaudited
Statement of Operations

	For the Six Months Ended June 30, 1996	For the Year Ended December 31, 1995	June 10, 1988 (Inception) Thru June 30, 1996
Income	$ 0	$ 0	$ 0
Expenses			
Amortization	0	0	1,500
Bank Charges	0	0	270
Legal and Accounting	0	3,780	34,633
Director Fees	0	0	800
Office	0	116	6,898
Stock Fees and Other Costs	0	930	9,032
Administration/Consulting	0	352	34,111
Mining Assessments and Fees	0	12,464	57,334
Bad Debt	0	0	4,000
Rent/Telephone	0	122	12,213
Total Expenses	0	17,764	160,761
Net (Loss) Accumulated During the Development Stage	$ 0	(17,764)	(160,791)
Weighted Average Number of Shares Outstanding	56,666,000	56,666,000	56,666,000
Net Loss Per Share	$ (*)	$ (*)	$ (*)

<FN>
*Less than $0.01 Per Share.
The accompanying notes are an integral part of these financial statements.

YAAK RIVER RESOURCES, INC.
(A Development Stage Company)
Unaudited
Cash Flow Statement

	For the Six Months Ended June 30, 1996	For the Year Ended December 31, 1995	June 10, 1988 (Inception) Thru June 30, 1996
Cash Flows From			
Operating Activities:			
Net (Loss) Accumulated During Development Stage	$ 0	$ (17,764)	$ (160,791)
Amortization and Depreciation	0	0	1,500
Organization Costs	0	0	(1,500)
Decrease (Increase) in Accounts Payable	0	(640)	17,865
Decrease (Increase) in Accounts Receivable	0	2,200	(2,200)
Decrease (Increase) in Loans to Shareholder	0	0	0
Net Cash Flows Used By Operating Activities	0	(16,204)	(145,126)
Cash Flows From			
Investing Activities:			
Investment Purchase	0	0	(305,410)
Net Cash Flows Used By Investing Activities	0	0	(305,410)

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Cash Flows From
  Financing Activities:
    Issuance of Common Stock              0              0           1,800
    Loans from LP Investors               0         20,000          20,000
    Proceeds From Long-Term Debt          0              0         167,500
    Payment of Long-Term Debt             0         (7,500)        (37,500)
    Proceeds From Sale of Stock           0              0         301,029
                                    _____    _____    _____

Net Cash Flows Provided
  By Financing Activities                 0         12,500         452,829
                                    _____    _____    _____

Net Increase (Decrease) in Cash          0         (3,704)          2,293
                                    _____    _____    _____




Cash at Beginning of Period          2,293          5,997               0
                                    _____    _____    _____

Cash at End of Period         $      2,293   $     2,293   $        2,293
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The accompanying notes are an integral part of these financial statements.

YAAK RIVER RESOURCES, INC.
(A Development Stage)
Unaudited
Statement of Shareholders' Equity

	Number of Shares Common Stock	Common Stock	Additional Paid In Capital	Deficit Accumulated During the Development Stage	Total
Balance at June 10, 1988	0	$ 0	$ 0	$ 0	$ 0
Stock issued for services January 6, 1989	10,000,000	1,000	500	0	1,500
Stock issued for cash January 6, 1989	5,000,000	500	0	0	500
Public offering November 27, 1989	2,666,000	266	12,353	0	12,619
Net Loss for year ended December 31, 1989				(3,765)	(3,765)
Net Loss for year ended December 31, 1990				(10,129)	(10,129)
Net Loss for year ended December 31, 1991				(300)	(300)
Stock issued for assets (YRML) January 10, 1992	30,000,000	3,000	134,910	0	137,910
Net Loss for year ended December 31, 1992				(47,589)	(47,589)
Stock issued for cash June 30, 1993	6,000,000	600	149,400	0	150,000

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Stock issued for services
  June 30, 1993         3,000,000     300              0           0       300

Net Loss for year ended
  December 31, 1993                                            (54,951) (54,951)




Net Loss for year ended
  December 31, 1994                                            (26,293) (26,293)

Net Loss for year ended
  December 31, 1995                                            (17,764) (17,764)

Net Loss for six months
  ended June 30, 1996                                               0        0
                     _____  _____  _____  _____  _____
Balance at
  June 31, 1996       56,666,000  $5,666  $  297,163  $  (160,791) $142,038
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The accompanying notes are an integral part of these financial statements.

                        YAAK RIVER RESOURCES, INC.
                        (A Development Stage Company)
                        Notes to Financial Statements
                              June 30, 1996
                              (Unaudited)

Note 1 - Organization and Summary of Significant Accounting Policies:

Organization:

On June 10, 1988, Yaak River Resources, Inc. (the Company) was incorporated
under the laws of Colorado under the name of Andraplex Corporation. The name
was changed at the Annual Shareholder's Meeting on January 10, 1992. The
Company's primary purpose is to engage in selected acquisitions and
development of mineral and mining properties.

Initial Public Offering:

In the Company's initial public offering, which was closed on November 27,
1989, the Company sold 2,580,000 units (the Units). 86,000 additional shares
were issued to the underwriters. Each Unit consisted of one (1) share of
Series A Common Stock, one (1) A Warrant exercisable at $.05, one (1) B
Warrant exercisable at $.10.

Costs, consisting of $9,444 and 86,000 shares of Series A Common Stock,
incurred to complete the registration were offset against the gross proceeds.

The Company's fiscal year end is December 31.

Note 2 - Purchase of Mineral Properties:

On January 10, 1992, at the Annual Meeting of Shareholders, the shareholders
voted unanimously to purchase certain mineral and mining properties (the
Properties) located in the State of Montana, including leases, drawings,
engineering studies and other tangible and intangible assets associated with
the Properties. The seller of the Properties was Yaak River Mines, Ltd.
They received 30,000,000 shares of Series A Common Stock. The issuance of
the 30,000,000 shares of Series A Common Stock was exempt from registration
under the exemption provided in Section 4(2) of the Securities Act of 1933,
as amended.

The Company is the beneficiary of 16,000,000 of the above shares which are
being held in the Con Tolman Memorial Trust C. 8,000,000 additional shares
of the Company were placed in the trust as part of the original purchase of
the Company. These 24,000,000 shares are expected to be used to acquire
additional mining properties.

Note 3 - Yaak River Resources Timber Division, Limited Partnership:

On August 14, 1992, the Company formed a limited partnership, Yaak River
Resources Timber Division L.P. (the Partnership), a Colorado limited
partnership, with subscriptions for 40 Units at $5,000.00 per Unit for an
aggregate price of $200,000.00. Each Unit contains 1/40th interest in the
Partnership and 150,000 shares of Series A Common Stock of the Company. The
Company is the general partner of the Partnership. As a part of the
formation of the Partnership, the Company agreed to reserve 6,000,000 shares
of its Series A Common Stock for the Partnership. Said 6,000,000 shares of
Series A Common Stock represents the shares offered in the Units issued by
the Partnership. The Partnership was formed for the purpose of developing
certain available natural resources on properties under the management of the
Company.

On June 30, 1993, the Company sold six million (6,000,000) shares of its
$.0001 par value Series A Common Stock for the issuance to the purchasers of
the Limited Partnership interests in the Yaak River Resources, Timber
Division L.P., for $150,000.

Note 4 - Income Taxes:

The Company has made no provision for income taxes because there have been no
operations to date causing income for financial statement or tax purposes.

Note 5 - Net (Loss) Per Common Share

The net (loss) per common share of the Series A Common Stock is computed
based on the weighted average number of shares outstanding.

Note 6 - Long-Term Debt

Note Payable to the Roy Grush Estate in annual installments of $7,500, 0%,
due 09/2014, secured by the Properties (Note 2). The Company has agreed to
pay the minimum annual assessment costs of maintenance and improvements on
claims in lieu of interest.

Following is a summary of long-term debt at June 30, 1996:

1996	$ 7,500
1997	7,500
1998	7,500
1999	7,500
2000	7,500
	37,500
Remaining	85,000
	$122,500

                        SIGNATURES

     Pursuant to the requirements of Section 12 of the Securities and
Exchange Act of 1934, the Registrant has duly caused this report to be signed
on its behalf by the undersigned, thereunto duly authorized.

                         YAAK RIVER RESOURCES, INC.
                         (Registrant)

                         Dated: August 14, 1996

                         By: Wm. Ernest Simmons
                              Wm. Ernest Simmons
                              President

          YAAK RIVER RESOURCES, INC.

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE
FINANCIAL STATEMENTS FILED WITH FORM 10-QSB FOR THE SIX MONTH PERIOD ENDED JUNE
30, 1996, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL
STATEMENTS.
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