UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10QSB/A

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly period ended June 30, 2003

Commission file number 000-30085

HESPERIA HOLDING, INC.

(Exact name of registrant as specified in its charter)

Nevada	**88-04553327**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

9780 E. Avenue	
Hesperia, California	**92345**
(Address of Principal Executive Offices)	(Zip Code)

(760) 244-8787
(Registrant's telephone number, including area code)

Saveyoutime.com, Inc.
(Former name, if changed since last report)

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the last 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 Common Stock, $0.001 par value, outstanding on August 4, 2003, was 10,495,845 shares, held by approximately 43 shareholders.
Transitional Small Business Disclosure Format (check one):

Yes ______ No ___X___

HESPERIA HOLDING, INC
(Formerly Saveyoutime.com, Inc.)

Quarterly Report on Form 10-QSB for the
Quarterly Period Ending June 30, 2003

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ITEM 1. FINANCIAL STATEMENTS

HESPERIA HOLDING, INC.
(Formerly Saveyoutime.com, Inc.)
CONDENSED CONSOLIDATED BALANCE SHEET

		(Unaudited) June 30, 2003
ASSETS		
Current Assets:		
Cash and equivalents	$	39,771
Accounts Receivable, net		801,960
Inventory		53,433
Total Current Assets		895,164
Property, Plant and Equipment, net		123,569
	$	1,018,733
LIABILITIES AND DEFICIENCY IN STOCKHOLDERS' EQUITY		
Current Liabilities:		
Cash Disbursed in Excess of Available Funds	$	205,913
Accounts Payable and Accrued Liabilities		462,451
Long-Term Debt – Current Portion		112,273
Advances from Stockholders		243,825
Total Current Liabilities		1,024,462
Long-Term Debt		780
Commitments and Contingencies		-
(Deficiency in) Stockholders' Equity:		
Preferred stock, par value; $.001, authorized 5,000,000 shares; none issued and outstanding June 30, 2003		-
Common stock, par value; $.001, authorized 20,000,000 shares; 10,495,845 issued and outstanding at June 30, 2003		10,496
Additional Paid-in Capital		568,815
Accumulated Deficit		(585,820)
Total (Deficiency in) Stockholders' Equity		(6,509)
	$	1,018,733

See accompanying notes to the unaudited condensed consolidated financial statements.

HESPERIA HOLDING. INC.
(Formerly Saveyoutime.com, Inc.)
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
(unaudited)

	Three months ended June 30, 2003	Three months ended June 30, 2002	Six months ended June 30, 2003	Six months ended June 30, 2002
Revenues:				
Sales, net	$ 2,354,436	$ 1,370,386	$ 4,059,322	$ 2,778,107
Cost of Goods Sold	1,522,942	944,663	2,652,351	1,951,496
Gross Profit	831,494	425,723	1,406,971	826,611
Selling and Administrative	955,396	435,925	1,383,299	770,950
Depreciation	26,052	10,210	39,166	20,420
	981,448	446,135	1,422,465	791,370
Net operating Income (Loss)	(149,954)	(20,412)	(15,494)	35,241
Other Income (Expense)				
Interest Forgiveness from Stockholder	31,224	-	31,224	-
Interest Income	53	-	67	-
Interest Expense	(19,145)	(19,988)	(19,145)	(39,975)
Net Income (Loss) before provision for income taxes	(137,822)	(40,400)	(3,348)	(4,734)
Provision for income taxes	-	-	-	-
Net Income (Loss)	(137,822)	(40,400)	(3,348)	(4,734)
Income (loss) per share basic and fully diluted	$ (0.01)	$ (0.00)	$ (0.00)	$ (0.00)
Basic and diluted weighted average number of shares outstanding	10,485,625	10,201,845	10,430,828	10,201,845

See accompanying notes to the unaudited condensed consolidated financial statements.

HESPERIA HOLDING, INC.
(Formerly Saveyoutime.com, Inc.)
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(unaudited)

	Six months ended June 30, 2003	2002
Cash flow from operating activities:		
Net income (loss)	$ (3,348)	$ (4,734)
Adjustments to reconcile net income (loss) to cash provided by operations:		
Depreciation	39,166	20,420
Common stock issued in exchange for services rendered	214,000	-
Common stock retained in connection with reverse merger	50,000	-
Expenses paid by Company's principal shareholders	73,637	-
(Increase) decrease in accounts receivable	(314,226)	54,271
(Increase) decrease in other receivables	22,745	(894)
(Increase) decrease in inventories	(2,890)	70,000
Increase (decrease) in cash disbursed in excess of available funds	84,564	78,029
Increase (decrease) in accounts payable and accrued liabilities, net	72,584	83,219
Net cash provided by operations	236,232	300,311
Cash flows from investing activities:		
Capital expenditures	(49,884)	(31,572)
Net cash (used in) investing activities	(49,884)	(31,572)
Cash flows from financing activities:		
Repayments of line of credit	(54,427)	(6,000)
Repayments of advances from shareholders	(13,400)	(7,000)
Repayments of long term debts	(137,358)	(228,836)
Proceeds from sale of common stock	30,000	-
Net cash (used in) financing activities	(175,185)	(241,836)
Net increase in cash and cash equivalents	11,163	26,903
Cash and cash equivalents at beginning of the period	28,608	-
Cash and cash equivalents at end of the period	$ 39,771	$ 26,903
Supplemental Disclosure of Cash Flows Information:		
Cash paid during the period for interest	$ -	$ -
Expenses paid by Company's principal stockholders	$ 73,637	$ -
Cash paid during the period for income taxes	$ -	$ -
Common stock issued in exchange for services rendered	$ 214,000	$ -
Acquisition:		
Assets acquired	$ -	$ -
Liabilities assumed	-	-
Organization costs	(50,000)	-
Common stock retained in reverse merger	50,000	-
Net cash paid for acquisition	$ -	$ -

See accompanying notes to the unaudited condensed consolidated financial statements.

HESPERIA HOLDING, INC.
CONDENSED CONSOLIDATED STATEMENT OF DEFICIENCY IN STOCKHOLDER'S EQUITY
SIX MONTHS ENDED JUNE 30, 2003
(Unaudited)

	Common Stock Shares	Common Stock Amount	Additional Paid In Capital	Accumulated Deficit	Total
Balance at January 1, 2003	10,201,845	$ 10,202	$ 201,471	$ (582,472)	$ (370,799)
Issuance of common stock in exchange for services in January, 2003 at $ 1.00 per share	214,000	214	213,786	-	214,000
Issuance of common stock in connection with merger with Hesperia Holding, Inc. (formerly saveyoutime.com, inc.) on April 10, 2003	10,415,845	10,416	-	-	10,416
Cancellation of Common Stock in connection with merger with Hesperia on April 10, 2003	(10,415,845)	(10,416)	-	-	(10,416)
Common stock retained in reverse merger on April, 2003 valued at $1.00 per share	50,000	50	49,950	-	50,000
Issuance of common stock in exchange for cash, net of costs in April, 2003 at $ 1.00 per share	30,000	30	29,970	-	30,000
Operating expenses paid by Company's principal shareholders	-	-	73,638	-	73,638
Net loss	-	-	-	(3,348)	30,808
Balance at June 30, 2003	10,495,845	$ 10,496	$ 568,815	$ (585,820)	$ (6,509)

The accompanying notes to unaudited condensed Financial Statements

NOTE A - SUMMARY OF ACCOUNTING POLICIES

General

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-QSB. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Accordingly, the results from operations for the six-month period ended June 30, 2003 are not necessarily indicative of the results that may be expected for the year ended December 31, 2003. The unaudited condensed consolidated financial statements should be read in conjunction with the consolidated December 31, 2002 financial statements and footnotes thereto included in the Company's SEC Form 10-KSB.

Basis of Presentation

Hesperia Holding, Inc. (the "Company") was formed on March 3, 2000 under the laws of the State of Nevada. Hesperia Holding, Inc. is engaged in the business of manufacturing and distributing trusses for residential home builders. On April 10, 2003, the Company entered into an Agreement and Plan of Merger ("Agreement") with Saveyoutime.com, Inc. ("Saveyoutime.com"), an inactive publicly registered shell corporation with no significant assets or operations organized under the laws of the Nevada. As a result of the acquisition, Hesperia Holding Inc. is the surviving entity and Saveyoutime.com is the acquiring entity. As a part of the merger, saveyoutime.com changed its name to Hesperia Holding, Inc. (see Note B).

The consolidated financial statements include the accounts of the Company, and its wholly-owned subsidiary, Hesperia Truss, Inc. Significant intercompany transactions have been eliminated in consolidation.

Stock Based Compensation

In December 2002, the FASB issued Statement of Financial Accounting Standards No. 148 ("SFAS No. 148"), "Accounting for Stock-Based Compensation-Transition and Disclosure-an amendment of SFAS 123." This statement amends SFAS No. 123,"Accounting for Stock-Based Compensation," to provide alternative methods of transition for a voluntary change to the fair value based method of accounting for stock-based employee compensation. In addition, this statement amends the disclosure requirements of SFAS No. 123 to require prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results. The Company has chosen to continue to account for stock-based compensation using the intrinsic value method prescribed in APB Opinion No. 25 and related interpretations. Accordingly, compensation expense for stock options is measured as the excess, if any, of the fair market value of the Company's stock at the date of the grant over the exercise price of the related option. The Company has adopted the annual disclosure provisions of SFAS No. 148 in its financial reports for the year ended December 31, 2002 and has adopted the interim disclosure provisions for its financial reports for the quarter ended June 30, 2003. The Company has no stock based awards of compensation issued and outstanding as of June 30, 2003.

Reclassification

Certain reclassifications have been made to conform to prior periods' data to the current presentation. These reclassifications had no effect on reported losses.

New Accounting Pronouncements

In April 2003, the FASB issued Statement of Financial Accounting Standards (SFAS) No. 149, AMENDMENT OF STATEMENT 133 ON DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES. SFAS 149 amends SFAS No. 133 to provide clarification on the financial accounting and reporting of derivative instruments and hedging activities and requires that contracts with similar characteristics be accounted for on a comparable basis. The provisions of SFAS 149 are effective for contracts entered into or modified after June 30, 2003, and for hedging relationships designated after June 30, 2003. The adoption of SFAS 149 will not have a material impact on the Company's results of operations or financial position.

In May 2003, the FASB issued SFAS No. 150, ACCOUNTING FOR CERTAIN FINANCIAL INSTRUMENTS WITH CHARACTERISTICS OF BOTH LIABILITIES AND EQUITY. SFAS 150 establishes standards on the classification and measurement of certain financial instruments with characteristics of both liabilities and equity. The provisions of SFAS 150 are effective for financial instruments entered into or modified after May 31, 2003 and to all other instruments that exist as of the beginning of the first interim financial reporting period beginning after June 15, 2003. The adoption of SFAS 150 will not have a material impact on the Company's results of operations or financial position.

NOTE B – BUSINESS COMBINATION

On April 10, 2003, the Company completed an Agreement and Plan of Merger ("Agreement") with Saveyoutime.com, Inc. ("Saveyoutime.com"), an inactive publicly registered shell corporation with no significant assets or operations organized under the laws of the State of Nevada. As a result of the acquisition, there was a change in control of the public entity. As part of the merger, Saveyoutime.com changed its name to Hesperia Holding, Inc.

For accounting purposes, Hesperia Holding, Inc. shall be the surviving entity and in accordance with Accounting Principles Opinion No. 16, Saveyoutime.com is the acquiring entity. The transaction is accounted for using the purchase method of accounting. As Saveyoutime.com was an inactive corporation with no significant operations, the Company recorded the carryover historical basis of net tangible assets acquired, which did not differ materially from their historical cost. The results of operations subsequent to the date of merger are included in the Company's condensed consolidated statement of losses.

Effective with the Agreement, all but 50,000 shares previously outstanding common stock, preferred stock, options and warrants owned by Saveyoutime.com's sole stockholder were returned to the Company for cancellation. The value of the 50,000 shares of common stock that were retained by the Saveyoutime.com stockholder was based upon management's estimate of the fair value of Hesperia Holding, Inc.'s common stock of $1.00 per share. In accordance with SOP 98-5, the Company has expensed $50,000 in the current period as organization costs.

The total consideration paid was $50,000 and the significant components of the transaction are as follows:

Common stock retained	$ 50,000
Excess of liabilities assumed over assets acquired	-
Total consideration paid	$ 50,000

NOTE C – CAPITAL STOCK

The Company has authorized 5,000,000 shares of preferred stock, with a par value of $.001 per share. As of June 30, 2003, the Company has no preferred stock issued and outstanding The Company has authorized 20,000,000 shares of common stock, with a par value of $.001 per share. As of June 30, 2003, the Company has 10,495,845 shares of common stock issued and outstanding.

In January 2003, the Company issued an aggregate of 214,000 shares of common stock to consultants in exchange for services valued at $1.00 per share, which approximated the fair value of the shares issued during the period the services were completed and rendered. Compensation costs of $214,000 were charged to income during the period ended June 30, 2003.

In April 2003, the sole shareholder of the Saveyoutime.com returned and canceled 6,454,370 shares of Saveyoutime.com common stock and 50,000 shares of the Company's common stock was retained in connection with the Agreement. The value of the 50,000 shares of common stock was based upon management's estimate of the fair value of Hesperia Holding, Inc.'s common stock of $1.00 per share and the Company has expensed $50,000 in the current period as organization costs.

Pursuant to the merger agreement, an aggregate of 10,415,845 shares of Hesperia Holdings Corp.'s (predecessor of Hesperia Holding, Inc.) outstanding common stock was returned and exchanged with the 10,415,845 shares of Hesperia Holding, Inc.'s common stock.

In April, 2003, the Company issued 30,000 shares of its common stock in a private placement to an accredited investor in exchange for $30,000, net of costs and fees.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

This report contains forward-looking statements. Actual results and events could differ materially from those projected, anticipated, or implicit, in the forward-looking statements as a result of the risk factors set forth below and elsewhere in this report.

With the exception of historical matters, the matters discussed herein are forward-looking statements that involve risks and uncertainties. Forward-looking statements include, but are not limited to, statements concerning anticipated trends in revenues and net income, projections concerning operations and available cash flow. Our actual results could differ materially from the results discussed in such forward-looking statements. The following discussion of our financial condition and results of operations should be read in conjunction with our financial statements and the related notes thereto appearing elsewhere herein.

Overview

Hesperia Holding, Inc. (formerly Saveyoutime.com, Inc.) entered into a merger agreement dated January 20, 2003 (the "Merger Agreement") with Hesperia Holding Corp., a California corporation. Pursuant to the terms of the Merger Agreement Hesperia Holding Corp. merged with and into Hesperia Holding, Inc. on April 10, 2003.

The Merger was consummated on April 10, 2003, at which time a Certificate of Merger was filed in the State of Nevada and State of California. Under the terms of the Merger, the Company issued Ten Million Four Hundred Fifteen Thousand Eight Hundred Forty-Five (10,415,845) shares of its common stock to the stockholders of Hesperia Holding Corp. in exchange for 100% of the issued and outstanding common stock of Hesperia Holding Corp. The then sole stockholder of the Company retained 50,000 shares of common stock and cancelled 6,454,370 shares resulting in 10,465,845 being issued and outstanding. The shares of common stock were issued unrestricted without registration under the Securities Act of 1933, as amended (the "Securities Act"), in reliance upon the exemption from registration provided by Section 3(a)(10) of the Securities Act. Concurrent with the filing of the Certificate of Merger, the Company changed its name to Hesperia Holding, Inc.

Critical Accounting Policies

Management's Discussion and Analysis of Financial Condition and Results of Operations are based upon the consolidated financial statements of Hesperia Holding, Inc., which have been prepared in conformity with accounting principles generally accepted in the United States of America.

The preparation of these financial statements requires the appropriate application policies, many of which require Hesperia Holding, Inc. to make estimates and assumptions about future events and their impact on amounts reported in its financial statements and related notes. Since future events and their impact cannot be determined with certainty, the actual results will inevitably differ from its estimates. Such differences could be material to the financial statements. Management believes its application of accounting policies, and the estimates inherently required therein, are reasonable. These accounting policies and estimates are constantly reevaluated, and adjustments are made when facts and circumstances dictate a change. Hesperia Holding Inc.'s accounting policies are more fully described in Note A to the financial statements attached here to.

Results of Operations for the Three and Six Months Ended June 30, 2003 and 2002 Compared.

	Three Months Ended June 30, 2003	Three Months Ended June 30, 2002	Six Months Ended June 30, 2003	Six Months Ended June 30, 2002
Revenues	$ 2,354,436	$ 1,370,386	$ 4,059,322	$ 2,778,107
Cost of Goods Sold	(1,522,942)	(944,663)	(2,652,351)	(1,951,496)
Depreciation and Operating Expenses	(981,448)	(446,135)	(1,422,465)	(791,370)
Other Income (Expense)				
Other Income	31,277	--	31,291	--
Interest Expense	(19,145)	(19,988)	(19,145)	(39,975)
Net Income (Loss)	$ (137,822)	$ (40,400)	$ (3,348)	$ (4,734)

Revenues

Revenues for the three months ended June 30, 2003 were $2,354,436 compared to revenues of $1,370,386 in the three months ended June 30, 2002. This resulted in an increase in revenues of $984,050 or 72% in the same three-months of the prior year. The increase in revenues was due to increased sales in the tract home building market.

Revenues for the six months ended June 30, 2003 were $4,059,322 compared to revenues of $2,778,107 in the six months ended June 30, 2002. This resulted in an increase in revenues of $1,281,215, or 46% in the same six months of the prior year. The increase in revenues was due to increased sales in the tract home building market.

Cost of goods sold/Gross profit percentage of revenue

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the three months ended June 30:				
Cost of goods sold	$ 1,522,942	$ 944,663	$ 578,279	61%
Gross profit % of revenue	35%	31%		

Cost of goods sold for the three months ended June 30, 2003 was $1,522,942, an increase of $578,279, or 61%, from $944,663 for the same three months of the prior year. The increase in cost of goods sold was primarily due to the increase in revenues and sales in the tract home building market.

Gross profit as a percentage of revenue increased from 31% during the three months ended June 30, 2002 to 35% for the same three months ended June 30, 2003.

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the six months ended June 30:				
Cost of goods sold	$ 2,652,351	$ 1,951,496	$ 700,855	36%
Gross profit % of revenue	35%	30%		

Cost of goods sold for the six months ended June 30, 2003 was $2,652,351, an increase of $700,855, or 36%, from $1,951,496 for the same six months of the prior year. The increase in cost of goods sold was primarily due to the increase in revenues and sales in the tract home building market.

Gross profit as a percentage of revenue increased from 30% during the six months ended June 30, 2002 to 35% for the same six months ended June 30, 2003.

Selling and Administrative expenses

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the three months ended June 30:				
General & Administrative expenses	$ 955,396	$ 435,925	$ 519,471	119%

General and administrative expenses were $955,396 for the three months ended June 30, 2003 versus $435,925 for the same three months ended June 30, 2002, which resulted in an increase of $510,471 or 119%. The increase in selling and administrative expenses was primarily due to the Company issuance of 214,000 shares of common stock to legal and consulting services valued at $1.00 per share, which approximated the fair value of the shares issued during the period the services were completed and rendered. Compensation costs of $214,000 were charged to income during the period ended June 30, 2003. In addition, the Company incurred $ 34,156 in connection with the acquisition of saveyoutime.com, Inc. These costs were expensed in the period incurred in accordance with SOP 98-5

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the six months ended June 30:				
General & Administrative expenses	$ 1,383,299	$ 770,950	$ 612,349	79%

General and administrative expenses were $1,383,299 for the six months ended June 30, 2003 versus $770,950 for the same six months ended June 30, 2002, which resulted in an increase of $612,349 or 79%. The increase in selling and administrative expenses was primarily due to the Company issuance of 214,000 shares of common stock to legal and consulting services valued at $1.00 per share, which approximated the fair value of the shares issued during the period the services were completed and rendered. Compensation costs of $214,000 were charged to income during the period ended June 30, 2003. In addition, the Company incurred $ 34,156 in connection with the acquisition of saveyoutime.com, Inc. These costs were expensed in the period incurred in accordance with SOP 98-5

Net Income (Loss)

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the three months ended June 30:				
Net income (loss)	$ (137,822)	$ (40,400)	$ (97,422)	(241%)

The net loss for the three months ended June 30, 2003 was $137,822, versus a net loss of $40,400 for the same three-months ended June 30, 2002, an increase of $97,422, or 241%.

	2003	2002	Increase/(decrease) $	Increase/(decrease) %
For the six months ended June 30:				
Net income (loss)	$ (3,348)	$ (4,734)	$ (1,386)	(29)%

The net loss for the six months ended June 30, 2003 was $3,348, versus a net loss of $(4,734) for the same six months ended June 30, 2002, a decrease of $1,386 or 29%.

Off-Balance Sheet Arrangements

The Company does not maintain off-balance sheet arrangements nor does it participate in non-exchange traded contracts requiring fair value accounting treatment.

Certain Relationships and Related Transactions

Facilities

Hesperia Holding, Inc.’s wholly-owned subsidiary Hesperia Truss (HTI) occupies a 3,900 square-foot building and warehouse on five acres in Hesperia, California. The building and land are owned by two of our directors and shareholders, Mark Presgraves and Donald Shimp. We rent the facility and surrounding land for $36,000 per year.

Loans Payable/Receivable

HTI no longer has a loan receivable from one of its officers.

HTI had outstanding loan payable to its shareholders in the amounts of $243,825 as of June 30, 2003 to the Donald Shimp and Mark Presgraves the Company’s current President and Chief Financial Officer, Secretary and Treasurer.

Corporate Reacquisition of Stock

On June 14, 2000, HTI entered into an Agreement for Corporate Reacquisition of Stock to purchase 1,000 shares of common stock from Donald Keith Jones, one of the co-founders of HTI. As consideration for Mr. Jones' shares and a covenant to not compete with HTI for a period of 4 years, HTI agreed to compensate Mr. Jones with $480,000, plus pay for automobile insurance coverage for Mr. Jones for the operation of a certain 1999 Ford Taurus for as long as the subsidiary owes money under the Agreement or 3 years, whichever period is less.

At the time of the execution of the Agreement, Mr. Jones had received from HTI $35,838.58 in cash and a corporate asset (1999 Ford Taurus) valued at $20,698.95 leaving $423,463.37 to be paid by HTI over the following 4-year period in the form of a Secured Promissory Note. The shares of common stock purchased by HTI were pledged as security for payments due under the Note. Such payments are payable in weekly installments in the amount of $2,000, with the first payment being made on June 16, 2000 and the last payment due on June 16, 2004.

If HTI defaults on a weekly payment, Mr. Jones shall have the right, upon five (5) days written notice, to demand immediate payment of the remaining balance due under the Note. The default provisions outlined in the Note would allow Mr. Jones to dispose of all or any part of the collateral security property (the 1,000 shares of common stock) at public or private sale, without advertisement, or notice to HTI. Should HTI default on the Note and Mr. Jones exercise his default remedies as they pertain to the foreclosure or sale of the shares, HTI would no longer be a wholly-owned subsidiary of the Company as their ownership would be reduced to 90%. HTI is current on its payments to Mr. Jones.

Mr. Jones has received $296,027 pursuant to the terms of this agreement, with a balance due of $103,463 as of June 30, 2003 to be paid through June 16, 2004 at the rate of $2,000 per week.

Liquidity and Capital Resources at June 30, 2003 Compared with December 31, 2002.

The Company's current liabilities exceeded its current assets by $129,298 as of June 30, 2003. For the period from inception through June 30, 2003, the Company has accumulated losses of $585,820.

The Company generated $236,232 of cash flow from operating activities during the six months ended June 30, 2003. The Company used the cash proceeds to acquire $49,884 of property and equipment and repaid $205,185 in previously incurred debt during this period. During the six months ended June 30, 2003 the Company also received $30,000 through the private placement of its common stock.

While we have raised capital to meet our working capital and financing needs in the past, additional financing is required in order to meet our current and projected cash flow deficits from operations and development. We are seeking financing in the form of equity in order to provide the necessary working capital. We currently have no commitments for financing. There is no guarantee that we will be successful in raising the funds required.

By adjusting its operations and development to the level of capitalization, management belives it has suffucient capital resources to meet projected cash flow deficits through the next twelve months. However, if thereafter, we are not successful in generating sufficient liquidity from operations or in raising sufficient capital resources, on terms acceptable to us, this could have a material adverse effect on our business, results of operations, liquidity and financial condition.

The effect of inflation on the Company's revenue and operating results was not significant. The Company's operations are located in California and Nevada and there are no seasonal aspects that would have a material effect on the Company's financial condition or results of operations.

The Company's independent certified public accountant has stated in his report included in the Company's December 31, 2002 Form 10-KSB, that the Company has a limited operating history and had not commenced operations. These factors among others may raise substantial doubt about the Company's ability to continue as a going concern.

Item 3. Controls and Procedures

(a) Under the supervision and with the participation of our management, we evaluated the effectiveness of the design and operation of our disclosure controls and procedures, as such term is defined under Rule 13a-14(c) promulgated under the Securities Exchange Act of 1934, as amended, within 90 days prior to the filing date of this report.

(b) There have been no significant changes (including corrective actions with regard to significant deficiencies or material weaknesses) in our internal controls or in other factors that could significantly affect these controls subsequent to the date of the evaluation referenced in paragraph (a) above.

PART II--OTHER INFORMATION

Item 1. Legal Proceedings

None

Item 2. Changes in Securities

On April 10, 2003, under the terms of the Merger Agreement, Anthony DeMint, the former officer and director of the Company, returned 6,454,370 shares to the Company for cancellation leaving him with 50,000 shares after the merger.

Pursuant to the merger agreement, an aggregate of 10,415,845 shares of Hesperia Holdings Corp.'s (predecessor of Hesperia Holding, Inc.) outstanding common stock was returned and exchanged with the 10,415,845 shares of Hesperia Holding, Inc.'s common stock resulting in 10,465,850 shares being issued and outstanding after the merger.

In April 2003, the Company issued 30,000 shares of its common stock in a private placement to accredited investors in exchange for $30,000, net of costs and fees.

Item 3. Defaults by the Company upon its Senior Securities

None

Item 4. Submission of Matter to a Vote of Security Holders

None

Item 5. Other Information

On July 17, 2003, the Company dismissed its certifying accountant, Beckstead and Watts, LLP ("Beckstead"). Beckstead's reports on the financial statements for the year ended December 31, 2002 and the period March 3, 2000 (date of inception) through December 31, 2002 did not contain an adverse opinion or disclaimer of opinion, and were not qualified or modified as to uncertainty, audit scope or accounting principles; however, the audit reports for the year ended December 31, 2002 and the period March 3, 2000 (date of inception) through December 31, 2002 contained an explanatory paragraph regarding the substantial doubt about the Company's ability to continue as a going concern. The decision to change its certifying accountant was approved by the Company's Board of Directors. During the year ended December 31, 2002 and the period March 3, 2000 (date of inception) through December 31, 2002, and the subsequent interim period through July 17, 2003 the Company has not had any disagreements with Beckstead on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure. The Company has engaged Russell Bedford Stefanou Mirchandani LLP ("Russell Bedford Stefanou Mirchandani") as its certifying accountant as of July 17, 2003 for the Company's fiscal year ending December 31, 2003. The Company has not consulted Russell Bedford Stefanou Mirchandani previously.

Item 6. Exhibits and Reports of Form 8-K

Exhibits

Ex 31 -Certification pursuant to Section 302 of the Sarbanes-Oxley Act
Ex 32 -Certification pursuant to Section 906 of the Sarbanes-Oxley Act

(b) Form 8-K

Form 8-K filed Subsequent to quarter end
a) Change of Auditor 8-K filed on August 7, 2003

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 by the undersigned, thereunto duly authorized.

HESPERIA HOLDING, INC.
(Registrant)

By: /s/ Donald Shimp
Donald Shimp, President

By: /s/ Steve Chaussy
Steve Chaussy, Chief Financial Officer

Date: October 16, 2003