

QUARTERLY REPORT OF
Drake Gold Resources, Inc.
FOR THE QUARTER ENDED SEPTEMBER 30, 2014

A NEVADA CORPORATION

12759 NE Whiteaker Way, #C453, Portland, OR 97230

(775) 410-4458

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ITEM 1. EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the company is Drake Gold Resources, Inc. The company was originally incorporated as Bionomic Science International, Inc., in the state of Nevada in July, 1981. In June, 1999, The Company changed its name to ICON Financial. In April, 2002 the Company changed its name to International Gaming Group, Inc. In April, 2003, the Company changed its name to American Standard Energy, Inc. In October, 2003, the Company changed its name to Sports Wheels, Inc. In February, 2005, the Company changed its name to Automotive Specialty Concepts, Inc. On February, 2006, the Company changed its name to Drake Gold Resources, Inc.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

A. Company Headquarters

Our principal executive and administrative offices are located at 12759 NE Whiteaker Way, #C453, Portland, OR 97230.

Email: drakegoldresourcesinc@gmail.com

Website: www.DrakeGold.com

B. IR Contact

12518 NE Airport Way, #148-156, Portland, OR 97230

Phone: (775) 410-4458

Email: drakegoldresourcesinc@gmail.com

Website: www.DrakeGold.com

ITEM 3. SECURITY INFORMATION

Trading symbol: DKGR

CUSIP: 26144G106

Exact title and class of securities outstanding:

As of the quarter ended September 30, 2014, the capital stock of the company was as follows:

Class: Common stock, \$ 0.0001 par value;

Number of shares authorized: 4,950,000,000 shares;

Number of shares outstanding: 4,389,137,271 issued and outstanding;

Freely tradable shares: 4,185,112,438;

Total number of shareholders of record: 1671

Class: Class A, preferred stock, \$ 0.0001 par value;
Number of shares authorized: 50,000,000 shares;
Number of shares outstanding: 47,559,000

Transfer Agent: Pacific Stock Transfer Company
4045 South Spencer Street, Suite 403
Las Vegas, NV 89119
Telephone: (702) 361-3033
FAX: (702) 433-1979

Is the transfer agent registered under the Exchange Act?
Yes.

List any restrictions on the transfer of security:
None.

Describe any trading suspension orders issued by the SEC in the past 12 months:
None.

ITEM 4. ISSUANCE HISTORY

In the past two years the Company has made the following changes to its outstanding shares:

1) July 10, 2012

A) Nature: Securities Act Rule 504 issuance.

B) Jurisdiction of Registration: Delaware

C) Number of Shares Offered: 33,000,000

D) Number of Shares Sold: 33,000,000

E) Price: \$.00075757; Received by issuer: \$25,000.00.

F) Trading Status of Shares: Free trading.

G) Conditions: Unrestricted.

H) Purchaser: Fairhills Structured Transactions, Ltd., 1000 North West Street, suite 1200, Wilmington, DE 19801, doing business as Fairhills Capital Offshore, Edward Bronson, CEO.

2) August 31, 2012

A) Nature: Securities Act Rule 504 issuance.

B) Jurisdiction of Registration: Delaware

C) Number of Shares Offered: 90,000,000

D) Number of Shares Sold: 90,000,000

E) Price: \$.00027777; Received by issuer: \$25,000.00.

F) Trading Status of Shares: Free trading.

G) Conditions: Unrestricted.

H) Purchaser: Fairhills Structured Transactions, Ltd., 1000 North West Street, suite 1200, Wilmington, DE 19801, doing business as Fairhills Capital Offshore, Edward Bronson, CEO.

3) October 9, 2012

A) Nature: Securities Act Rule 504 issuance.

B) Jurisdiction of Registration: Delaware

C) Number of Shares Offered: 101,000,000

D) Number of Shares Sold: 101,000,000

E) Price: \$.000267327; Received by issuer: \$27,000.00.

F) Trading Status of Shares: Free trading.

G) Conditions: Unrestricted.

H) Purchaser: Fairhills Structured Transactions, Ltd., 1000 North West Street, suite 1200, Wilmington, DE 19801, doing business as Fairhills Capital Offshore, Edward Bronson, CEO.

4) October 22, 2012

A) Nature: Securities Act Rule 504 issuance.

B) Jurisdiction of Registration: Delaware

C) Number of Shares Offered: 110,000,000

D) Number of Shares Sold: 110,000,000

E) Price: \$.0002; Received by issuer: \$22,000.00.

F) Trading Status of Shares: Free trading.

G) Conditions: Unrestricted.

H) Purchaser: Fairhills Structured Transactions, Ltd., 1000 North West Street, suite 1200, Wilmington, DE 19801, doing business as Fairhills Capital Offshore, Edward Bronson, CEO.

5) November 8, 2012

A) Nature: Securities Act Rule 504 issuance.

B) Jurisdiction of Registration: Delaware

C) Number of Shares Offered: 125,000,000

D) Number of Shares Sold: 125,000,000

E) Price: \$.0002; Received by issuer: \$25,000.00.

F) Trading Status of Shares: Free trading.

G) Conditions: Unrestricted.

H) Purchaser: Fairhills Structured Transactions, Ltd., 1000 North West Street, suite 1200, Wilmington, DE 19801, doing business as Fairhills Capital Offshore, Edward Bronson, CEO.

6) March 2, 2014

A) Nature: Securities Act Rule 506 issuance.

B) Jurisdiction of Registration: Nevada

C) Number of Shares Offered: 50,000,000 convertible preferred

D) Number of Shares Sold: 50,000,000 convertible preferred

E) Price: \$.0001 par value; Received by issuer: \$0.00.

F) Trading Status of Shares: Not free trading.

G) Conditions: restricted.

H) These shares were issued as part of a debt settlement including a consultant's incorporated into the acquisition of Universal Apparel, Inc., by Drake Gold Resources, Inc., completed on April 16, 2014. The debt settlement entailed conversion of aged debt to shares and issuance of Company shares as follows: Mahabubul Kabir 32,500,000 shares; Kairul Kabir 12,550,000 shares; Peter Matousek 2,475,000 shares. 500,000 of these convertible preferred shares have since been converted to 500,000,000 common shares.

There were no other share transactions by the Company during this period.

ITEM 5. FINANCIAL STATEMENTS:

See pages 10-14.

ITEM 6. DESCRIBE THE ISSUER'S BUSINESS, PRODUCTS AND SERVICES.

A. DESCRIPTION OF ISSUER'S BUSINESS OPERATIONS.

The Company is a holding company with a current focus on the wholesale apparel industry. The Company concentrates its efforts in acquisition and management of businesses within this industry that are either profitable or can be made profitable by application of the Company's management and/or resource expertise.

B. DATE AND STATE OF INCORPORATION

The Company was incorporated in the State of Nevada in July, 1981.

C. PRIMARY AND SECONDARY SIC CODES

The Company's primary (and only) SIC code is 5136 (Apparel).

D. THE COMPANY'S FISCAL YEAR END DATE

The Company's fiscal year ends on December 31.

E. PRINCIPAL PRODUCTS OR SERVICES AND THEIR MARKETS

The Company is engaged in the wholesale apparel industry which is a highly competitive industry. However, the Company intends to act aggressively – both through innovation and opportune acquisitions – to become a leading force in its industry. By taking advantage of management expertise and business alliances the Company expects to achieve substantial success in the domestic U.S. market.

F. RESULTS OF OPERATIONS FOR THE PERIOD ENDED SEPTEMBER 30, 2014 COMPARED TO THE PERIOD ENDED SEPTEMBER 30, 2013:

Revenues: The Company had revenue for the period ended September 30, 2014 of \$1,404,181 compared to revenue of \$18,486 for the period ended September 30, 2013.

Cost of Revenues: The Company had costs of sales of \$1,326,419 for the period ended September 30, 2014 compared to costs of \$35,801 for the period ended September 30, 2013.

Gross Profit: The Company had gross profit of \$77,762 for the period ended September 30, 2014, compared to gross loss of \$17,315 for the period ended September 30, 2013.

Operating Costs: Operating costs consist of the Company's administrative expenses before depreciation and interest. Operating costs for the period ended September 30, 2014 totaled \$37,639, compared to \$46,550 for the period ended September 30, 2013.

Operating Gain (Loss): The Company produced an operating gain for the period ended September 30, 2014 of \$40,123, compared to an operating loss of \$63,865 for the period ended September 30, 2013.

Net Gain (Loss) Before Income Taxes: Net gain or loss before income taxes represents operating gain or loss plus other (non-operating) gain or loss. For the period ended September 30, 2014, the company had a net gain of \$40,123, compared to a net loss of \$63,865 for the period ended September 30, 2013.

Liquidity and Capital Resources: During the period ended June 30, 2014, the Company produced cash or cash equivalents from operations of \$49,531.

G. OFF-BALANCE SHEET ARRANGEMENTS

There are no off-balance sheet arrangements at this time

ITEM 7. DESCRIBE THE ISSUER'S FACILITIES

At this time the Company's principal asset is its wholesale apparel business acquired recently as a wholly-owned subsidiary from Universal Apparel based in Chicago, Illinois.

ITEM 8. OFFICERS, DIRECTORS AND CONTROL PERSONS

A. NAMES OF OFFICERS, DIRECTORS AND CONTROL PERSONS

The current president and secretary of the Company is Mahabubul Kabir.

Peter Matousek and Mahabubul Kabir are the directors of the Company.

B. LEGAL/DISCIPLINARY HISTORY

Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses):

NO.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities or banking activities:

NO.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated:

NO.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities:

NO.

C. BENEFICIAL SHAREHOLDERS

Mahabubul Kabir
627 Conestoga Road
Naperville, IL 60563

Mr. Kabir owns 32,500,000 preferred shares of the Company.

Kairul Kabir
627 Conestoga Road
Naperville, IL 60563

Mr. Kabir owns 12,550,000 preferred shares of the Company.

ITEM 9. THIRD PARTY PROVIDERS

A. Legal Counsel

Vic Devlaeminck
10013 N.E. Hazel Dell Avenue
Suite 317
Vancouver, WA 98685
PH: (503) 806-3533
Email: jevic321@aol.com

B. Accountant or Auditor:

None.

C. Investor Relations Consultant:

None.

D. Other Advisor(s):

None.

ITEM 10. OTHER INFORMATION

On April 16, 2014, the Company approved the purchase of Universal Apparel Company in exchange for a multiparty settlement of Company debt via the sale of assets and distribution of Company preferred stock. At the same time Mahabubul Kabir, CEO of Universal Apparel Company, was appointed to the Board of Directors. With this transaction the company changes its focus from a natural resources company to an apparel industry.

ITEM 11. EXHIBITS

N/A

ITEM 12. CERTIFICATIONS

I, Peter Matousek, certify that:

1. I have reviewed this amended quarterly disclosure statement of Drake Gold Resources, Inc.

2. Based on my knowledge, this disclosure statement 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 disclosure statement; and

3. Based on my knowledge, the financial statements and other financial information included or incorporated by reference in this disclosure statement, fairly present, in all material respects, the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

/s/ Mahabubul Kabir
President

Dated: November 14,, 2014

DRAKE GOLD RESOURCES, INC.
Balance Sheet
September 30, 2014

ASSETS

	<u>September 30, 2014</u>	<u>December 31, 2013</u>
CURRENT ASSETS		
Cash In Bank	\$ 49,587	\$ 56
Accounts Receivable	396,596	-
Total Current Assets	<u>446,183</u>	<u>56</u>
PROPERTY AND EQUIPMENT		
Property, Plant & Equipment: Website	-	-
Total Property and Equipment	-	-
OTHER ASSETS		
Leasehold interests	-	106,250
Total Other Assets	<u>-</u>	<u>106,250</u>
TOTAL ASSETS	<u>446,183</u>	<u>106,306</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
Accounts Payable	261,200	3,445
Restricted Stock Payable	-	-
Total Current Liabilities	<u>261,200</u>	<u>3,445</u>
LONG-TERM LIABILITIES		
Notes payable - other		50,000
Notes Payable: Shareholder	145,868	-
Total Long-Term Liabilities	<u>145,868</u>	<u>50,000</u>
Total Liabilities	407,068	53,445
STOCKHOLDERS' EQUITY		
Common stock: 4,950,000,000 authorized 1,948,137,271 issued and outstanding at 12/31/13 and 4,389,137,271 at 9/30/14	438,914	194,814
50,000,000 preferred shares authorized, 47,559,000 issued and outstanding at 9/30/14	47,559	-
Paid-In Capital	(780,043)	(434,515)
Retained Earnings	292,562	356,663
Net Income (Loss)	40,123	(64,101)
Total Stockholders' Equity	<u>39,115</u>	<u>23,711</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>446,183</u>	<u>232,672</u>

See accountant's notes to financial statements

DRAKE GOLD RESOURCES, INC.
Comparative Statement of Income/(Deficit)
For the Nine Months Ended September 30, 2014
and September 30, 2013

	9 Months Ended September 30, 2014	9 Months Ended September 30, 2013
Revenue	\$ 1,404,181	\$ 18,486
Total Revenue	1,404,181	18,486
Cost of Goods Sold		
Purchases	1,184,794	35,801
Outside Labor	15,542	-
Custom Duty	66,766	-
Duty & Freight	59,317	-
Total Cost of Goods Sold	1,326,419	35,801
Gross Profit	77,762	(17,315)
Operating Expenses		
Depreciation	-	-
Advertising Expenses	-	-
Bank Service Charges	1,421	823
Donations	800	-
Operating Supplies	1,000	-
Consulting	17,255	35,273
Professional Fees	-	7,200
Office expense	179	482
Telephone And Fax	-	400
Equipment Rental	6,925	-
Dues & subscriptions	25	-
Travel	469	-
Investor relations	-	472
Transfer fees	-	1,900
License fees	9,565	-
Total Operating Expenses	37,639	46,550
Operating Income (Loss)	40,123	(63,865)
Income (Loss) Before Income Taxes	40,123	(63,865)
Net Income (Loss)	40,123	(63,865)

See accountant's notes to financial statements

DRAKE GOLD RESOURCES, INC.
Statement of Cash Flows
For the Nine Months Ended
September 30, 2014 and September 30, 2013

	<u>9 Months Ended September 30, 2014</u>	<u>9 Months Ended September 30, 2013</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income (Loss)	40,123	(63,865)
Adjustments To Reconcile Net Income (Loss) To Net Cash:		
Accounts Receivable	(396,596)	-
Loans payable	95,868	-
Accounts Payable	257,755	8,775
	<hr/>	<hr/>
Total Adjustments	42,973	8,775
Net Cash Provided By (Used In) Operating Activities	(2,850)	(72,640)
CASH FLOWS FROM INVESTING ACTIVITIES		
Property, Plant & Equipment	106,250	(500)
	<hr/>	<hr/>
Net Cash Provided By (Used In) Investing Activities	106,250	(73,140)
CASH FLOWS FROM FINANCING ACTIVITIES		
Common Stock	50,000	-
Paid in capital	(153,369)	41,475
Preferred stock	49,500	31,300
	<hr/>	<hr/>
Net Cash Provided By (Used In) Financing Activities	(53,869)	72,775
Net Increase (Decrease) In Cash	49,531	(365)
CASH AT BEGINNING OF PERIOD	56	656
NET INCREASE (DECREASE) IN CASH	49,531	108
CASH AT END OF PERIOD	49,587	291

See accountant's notes to financial statements

DRAKE GOLD RESOURCES, INC.
Statement of changes in Stockholder's Equity
September 30, 2014

	Shares	Common Stock Shares	Common Sto Amount	Deficit Accumulated During the Developmental Stage	TOTAL
Beginning Balnce 12/31/07	<u>0</u>	816,156,800	81,616	\$ 219,223	\$ 300,839
Net Loss - FYE 12/31/08				(230,797)	(230,797)
Net Gain - FYE 12/31/09				310,623	310,623
Net Loss - FYE 12/31/10				(11,142)	(11,142)
Net Loss - FYE 12/ 31/11				(9,485)	(9,485)
Shares sold - 2012		1,131,980,471	113,198		113,198
Net gain - FYE 12/ 31/12				78,241	78,241
Net loss - FYE 12/ 31/13				(64,101)	(64,101)
Stock conversion 6/30/14		5,000,000	50,000		50,000
Stock conversion 9/30/14				40,123	40,123
Net gain - 9/30/14				40,123	40,123
		<u>2,448,137,271</u>	<u>244,814</u>	<u>332,685</u>	<u>627,499</u>

See accountant's notes to financial statements

DRAKE GOLD RESOURCES, INC.
September 30, 2014
Notes To Financial Statements

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

Drake Gold Resources, Inc. (DKGR) is now a company with a primary focus in the wholesale apparel industry while maintaining a secondary interest in natural resource properties. The Company's current portfolio objectives are to expand its current business and to seek compatible acquisition targets with a view to diversification of investments and establishment of a well-rounded portfolio providing tangible value for its shareholders while minimizing both short-term and long-term risk.

Property and Equipment

The company has divested itself of most of its oil and gas holdings except for an interest in an operation in Venango County, Pa..

Liabilities And Extraordinary Income

The Company currently has long-term debt associated with the purchase of an oil and gas leasehold interest in Venango County, PA.

Related Parties

There are no related party transactions.

ACCOUNTING PERIOD

The Company has a fiscal year ending on December 31.

Legal Actions

There are no pending legal or regulatory actions or investigations against the company or its principles.

Defaults

There have been no defaults on any obligation of the company.

We prepare financial statements in accordance with generally accepted accounting principles.

The preparation of these financial statements require the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amount of expenses reported during the period. Our management periodically evaluates the estimates and judgments made. Management bases its estimates and judgments on various factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates as a result of different assumptions or conditions but are not believed to be of any material consequence.