

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

FORM 10-Q

(Mark One)

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

For the quarterly period ended April 30, 2014

or

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

For the transition period from _____ to _____

Commission file number: 333-186321

LOAD GUARD LOGISTICS, INC.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of incorporation or organization)

45-0692882

(I.R.S. Employer Identification No.)

6317 SW 16th Street, Miami, FL 33155

(Address of principal executive offices)

(786) 505-4434

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has 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 No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act (Check one).

Large accelerated filer

Accelerated filer

Non-accelerated filer
(Do not check if a smaller reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of June 4, 2014 there were 3,623,500 shares of the issuer's common stock, par value \$0.001, outstanding.

LOAD GUARD LOGISTICS, INC.
FORM 10-Q
FOR THE QUARTERLY PERIOD ENDED APRIL 30, 2014
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PART I – FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

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For the Period Ended April 30, 2014
(Unaudited)

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**LOAD GUARD LOGISTICS, INC.
CONSOLIDATED BALANCE SHEETS**

	<u>April 30,</u> <u>2014</u>	<u>October 31,</u> <u>2013</u>
	<i>(Unaudited)</i>	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 49,952	\$ 52,186
Accounts receivable, less allowance of \$0	35,425	25,338
Prepaid expenses	-	15,591
Notes receivable	<u>2,538</u>	<u>13,019</u>
Total current assets	87,915	106,134
Equipment, net of accumulated depreciation of \$12,659 and \$7,912, respectively	<u>34,813</u>	<u>39,560</u>
Total assets	<u><u>\$ 122,728</u></u>	<u><u>\$ 145,694</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 13,992	\$ 15,079
Notes payable, related parties	<u>35,355</u>	<u>47,238</u>
Total current liabilities	<u>49,347</u>	<u>62,317</u>
Total liabilities	<u>49,347</u>	<u>62,317</u>
Stockholders' equity:		
Preferred stock, \$0.001 par value, 20,000,000 shares authorized; none issued and outstanding	-	-
Common stock, \$0.001 par value, 100,000,000 shares authorized; 3,623,500 shares issued and outstanding	3,623	3,623
Additional paid-in capital	83,077	83,077
Accumulated deficit	<u>(13,319)</u>	<u>(3,323)</u>
Total stockholders' equity	<u>73,381</u>	<u>83,377</u>
Total liabilities and stockholders' equity	<u><u>\$ 122,728</u></u>	<u><u>\$ 145,694</u></u>

See Notes to the Interim Consolidated Financial Statements.

LOAD GUARD LOGISTICS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended April 30,		Six Months Ended April 30,	
	2014	2013	2014	2013
Operating revenues	\$ 72,840	\$ 108,929	\$ 136,175	\$ 166,059
Operating expenses:				
Fuel and fuel taxes	23,605	43,587	44,129	68,168
Salaries and wages	21,646	28,494	39,873	44,810
Operations and maintenance	16,618	21,601	30,917	31,406
Professional fees	17,318	4,210	20,293	11,746
General and administrative	7,084	7,425	15,727	12,511
Total operating expenses	<u>86,271</u>	<u>105,317</u>	<u>150,939</u>	<u>168,641</u>
Operating income (loss)	(13,431)	3,612	(14,764)	(2,582)
Other income (expense)				
Interest expense	(307)	(649)	(717)	(862)
Interest income	224	162	632	305
Gain on insurance claim	-	-	4,853	6,506
Total other income (expense)	<u>(83)</u>	<u>(487)</u>	<u>4,768</u>	<u>5,949</u>
Income (loss) before income taxes	(13,514)	3,125	(9,996)	3,367
Provision for income taxes	-	(1,056)	-	(1,138)
Net income (loss)	<u>\$ (13,514)</u>	<u>\$ 2,069</u>	<u>\$ (9,996)</u>	<u>\$ 2,229</u>
Basic and diluted income (loss) per common share	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ 0.00</u>
Weighted-average number of common shares outstanding	<u>3,623,500</u>	<u>3,147,500</u>	<u>3,623,500</u>	<u>3,053,978</u>

See Notes to the Interim Consolidated Financial Statements.

LOAD GUARD LOGISTICS, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
FOR THE PERIOD OF OCTOBER 31, 2012 THROUGH APRIL 30, 2014

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total Stockholders' Equity</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
BALANCE, October 31, 2012	-	\$ -	2,527,500	\$ 2,527	\$ 35,573	\$ 459	\$ 38,559
Common shares issued for cash at \$0.04 per share on November 25, 2012	-	-	620,000	620	24,180	-	24,800
Common shares issued for cash at \$0.05 per share on October 28, 2013	-	-	476,000	476	23,324	-	23,800
Net loss	-	-	-	-	-	(3,782)	(3,782)
BALANCE, October 31, 2013	-	-	3,623,500	3,623	83,077	(3,323)	83,377
Net loss (<i>unaudited</i>)	-	-	-	-	-	(9,996)	(9,996)
BALANCE, April 30, 2014 (<i>unaudited</i>)	-	\$ -	3,623,500	\$ 3,623	\$ 83,077	\$ (13,319)	\$ 73,381

See Notes to the Interim Consolidated Financial Statements.

LOAD GUARD LOGISTICS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months Ended April 30,	
	2014	2013
Cash flows from operating activities:		
Net income	\$ (9,996)	\$ 2,229
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	4,747	4,645
Changes in certain working capital items:		
Accounts receivable, net	(10,087)	(25,172)
Prepaid expenses	15,591	(3,107)
Accounts payable and accrued liabilities	(1,087)	7,455
Net cash used in operating activities	<u>(832)</u>	<u>(13,950)</u>
Cash flows from investing activities:		
Purchases of equipment	-	(49,116)
Net cash used in investing activities	<u>-</u>	<u>(49,116)</u>
Cash flows from financing activities:		
Payments received from notes receivable	10,481	9,574
Proceeds from loans	-	32,000
Repayments on loans	(11,883)	-
Proceeds from issuance of common stock	-	24,800
Net cash provided by financing activities	<u>(1,402)</u>	<u>66,374</u>
Net increase (decrease) in cash and cash equivalents	(2,234)	3,308
Cash and cash equivalents, beginning of period	52,186	26,404
Cash and cash equivalents, end of the period	<u>\$ 49,952</u>	<u>\$ 29,712</u>
Supplemental cash flow disclosure:		
Interest paid	\$ 717	\$ 862
Income taxes paid	<u>\$ -</u>	<u>\$ -</u>
Non-cash transactions		
Purchase of equipment in exchange for note payable	<u>\$ -</u>	<u>\$ 25,000</u>

See Notes to the Interim Consolidated Financial Statements.

LOAD GUARD LOGISTICS, INC.
(A Development Stage Company)
Notes to the Interim Consolidated Financial Statements
April 30, 2014
(Unaudited)

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Load Guard Logistics, Inc. (the "Company") is a Nevada corporation incorporated on March 16, 2011, and is based in Miami, FL. The company was originally incorporated as Load Guard Transportation, Inc. and changed its name to Load Guard Logistics, Inc. on November 6, 2012. The Company incorporated a wholly-owned subsidiary, "LGT, Inc." in Florida on March 18, 2011. The Company's fiscal year end is October 31.

The Company operates as a transportation and delivery services company. We generate revenues from the actual movement of freight from shippers to consignees as well as serving as a logistics provider by arranging for others to provide the transportation services.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Consolidation

These financial statements include the accounts of the Company and the wholly-owned subsidiary, LGT, Inc. All material intercompany balances and transactions have been eliminated.

Basis of Presentation

The Company prepares its financial statements in accordance with accounting principles generally accepted in the United States of America. The accompanying interim unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information in accordance with Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the Company's opinion, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the six-month period ended April 30, 2014 are not necessarily indicative of the results for the full years. While management of the Company believes that the disclosures presented herein are adequate and not misleading, these interim financial statements should be read in conjunction with the audited combined financial statements and the footnotes thereto for the year ended October 31, 2013 filed Form 10-K on January 27, 2014.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. The estimates and judgments will also affect the reported amounts for certain revenues and expenses during the reporting period. Actual results could differ from these good faith estimates and judgments.

Reclassifications

Certain amounts in the prior period financial statements have been reclassified to conform to the current period presentation. These reclassifications had no effect on reported income.

Cash and Cash Equivalents

Cash and cash equivalents include cash in banks, money market funds, and certificates of term deposits with maturities of three months or less. The Company had \$49,952 and \$52,186 in cash and cash equivalents at April 30, 2014 and October 31, 2013, respectively.

Accounts Receivable

The Company extends credit to its customers in the normal course of business. The Company performs ongoing credit evaluations and generally does not require collateral. Trade accounts receivable are recorded at their invoiced amounts, net of allowance for doubtful accounts. The Company evaluates the adequacy of its allowance for doubtful accounts quarterly. Accounts outstanding longer than contractual payment terms are considered past due and are reviewed individually for collectability. The Company maintains reserves for potential credit losses based upon its loss history and specific receivables aging analysis. Receivable balances are written off when collection is deemed unlikely. Management's evaluation of outstanding balances determined that an allowance, as of April 30, 2014 and October 31, 2013 was not considered necessary, based on history and its subsequent collections.

Concentration Risk

For the period ending April 30, 2014, the Company recognized revenues from one customer, in the amount of approximately \$63,425 or 47% of total revenues. The same customer accounts for approximately \$6,240 or 18% of total receivables.

Equipment

Property and equipment is stated at cost. Depreciation is computed by the straight-line method over estimated useful lives (5 years). Historical costs are reviewed and evaluated for their net realizable value of the assets. The carrying amount of all long-lived assets is evaluated periodically to determine if adjustment to the depreciation period or the unamortized balance is warranted. Based upon its most recent analysis, the Company believes that no impairment of property and equipment existed at April 30, 2014 and October 31, 2013.

Long-lived assets such as property, equipment and identifiable intangibles are reviewed for impairment whenever facts and circumstances indicate that the carrying value may not be recoverable. When required impairment losses on assets to be held and used are recognized based on the fair value of the asset. The fair value is determined based on estimates of future cash flows, market value of similar assets, if available, or independent appraisals, if required. If the carrying amount of the long-lived asset is not recoverable from its undiscounted cash flows, an impairment loss is recognized for the difference between the carrying amount and fair value of the asset. When fair values are not available, the Company estimates fair value using the expected future cash flows discounted at a rate commensurate with the risk associated with the recovery of the assets. We did not recognize any impairment losses for any periods presented.

Net Income (Loss) Per Share of Common Stock

The Company follows ASC 260, "Earnings per Share," ("EPS") which requires presentation of basic EPS on the face of the income statement for all entities with complex capital structures and requires a reconciliation of the numerator and denominator of the basic EPS computation. In the accompanying financial statements, basic earnings (loss) per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period.

The following table sets forth the computation of basic and diluted earnings per share, for the periods ended April 30, 2014 and 2013:

	Three Months Ended April 30,		Six Months Ended April 30,	
	2014	2013	2014	2013
Net income (loss)	<u>\$ (13,514)</u>	<u>\$ 2,069</u>	<u>\$ (9,996)</u>	<u>\$ 2,229</u>
Weighted average common shares outstanding (Basic)	<u>3,623,500</u>	<u>3,147,500</u>	<u>3,623,500</u>	<u>3,053,978</u>
Net income (loss) per share (Basic)	<u>\$ (0.00)</u>	<u>\$ 0.00</u>	<u>\$ (0.00)</u>	<u>\$ 0.00</u>

The Company has no potentially dilutive securities, such as options or warrants, currently issued and outstanding.

Concentrations of Credit Risk

The Company's financial instruments that are exposed to concentrations of credit risk primarily consist of its cash and cash equivalents and related party payables it will likely incur in the near future. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Financial Instruments

The Company's balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

ASC 820, "*Fair Value Measurements and Disclosures*," defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of April 30, 2014. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

Level 1

Level 1 applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2

Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

Level 3

Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

The Company's financial instruments consist principally of cash, accounts receivable; related party notes payable; and, accounts payable and accrued liabilities.

Revenue Recognition

The Company recognizes revenue from the sale of services in accordance with ASC 605, "*Revenue Recognition*." The Company recognizes revenue only when all of the following criteria have been met:

- i) Persuasive evidence for an agreement exists;
- ii) Service has been provided;
- iii) The fee is fixed or determinable; and
- iv) Collection is reasonably assured.

Recent Accounting Pronouncements

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the FASB Accounting Standards Codification™ ("ASC") is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company. We have reviewed the FASB issued Accounting Standards Update ("ASU") accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation's reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

NOTE 3 - GOING CONCERN AND LIQUIDITY CONSIDERATIONS

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. As of April 30, 2014, the Company has a loss from operations of \$14,764 and negative cash flows from operations of \$832. The Company intends to fund operations through equity financing arrangements, which may be insufficient to fund its capital expenditures, working capital and other cash requirements for the year ending October 31, 2014.

The ability of the Company to fully commence its operations is dependent upon, among other things, obtaining additional financing to continue operations, and execution of its business plan. In response to these concerns, management intends to raise additional funds through public or private placement offerings and through loans from officers and directors.

These factors, among others, raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty. There can be no assurance that management's plan will be successful.

NOTE 4 - EQUIPMENT

The following table shows the Company's equipment detail as of April 30, 2014 and October 31, 2013:

	2014	2013
Tractor	\$ 19,231	\$ 19,231
Trailer	28,241	28,241
Gross equipment at cost	47,472	47,472
Accumulated depreciation and amortization	(12,659)	(7,912)
Net equipment	<u>\$ 34,813</u>	<u>\$ 39,560</u>

Depreciation expense totaled \$4,747 and \$4,645 for the periods ended April 30, 2014 and 2013, respectively.

NOTE 5 - NOTES RECEIVABLE

Cash was issued in exchange for promissory notes from unrelated contractors, for the specific purpose of purchasing truck and trailers to be used in operations of Load Guard Transportation.

	April 30, 2014	October 31, 2013
On July 8, 2013, we issued a one-year, secured \$11,000 fixed rate Promissory Note (the "note") to an independent contractor, with an interest rate of 8%, which matures in July 2014. The note was issued for the financing of a tractor and trailer we sold for \$22,000. The note calls for weekly payments of \$228.46, until the balance and accrued interest is paid in full, and can be repaid before maturity in whole or part, without penalty.	\$ 2,538	\$ 7,827
On July 8, 2013, we issued a one-year, secured \$7,500 fixed rate Promissory Note (the "note") to an independent contractor, with an interest rate of 10%, which matures in July 2014. The note was issued for the financing of a trailer valued at \$7,500. The note calls for weekly payments of \$144.23, until the balance and accrued interest is paid in full, and can be repaid before maturity in whole or part, without penalty.	-	5,192
Total notes receivable	\$ 2,538	\$ 13,019
Less current portion of notes receivable	<u>(2,538)</u>	<u>(13,019)</u>
Long-term portion of notes receivable	<u>\$ -</u>	<u>\$ -</u>

During the periods ended April 30, 2014 and 2013, the Company earned interest revenue of \$632 and \$305, respectively.

NOTE 6 - RELATED PARTY TRANSACTIONSNotes Payable – Related Party

Notes payable, from related parties, at April 30, 2014 and October 31, 2013 consisted of:

	April 30, 2014	October 31, 2013
On March 13, 2013 an officer, director, and shareholder of the Company sold his tractor and trailer to the Company for a \$25,000 unsecured, non-interest bearing Promissory Note, due March 12, 2014.	\$ 23,400	\$ 25,000
On January 11, 2013, we issued an eighteen-month, \$32,000 fixed rate Promissory Note payable (the "note") to a Director, who is also an Officer and shareholder, with an interest rate of 8%, which matures in June 11, 2014. The note was issued for the financing of a tractor and trailer, to be used for the benefit of the Company. The note calls for monthly payments of \$1,829.49, until the balance and accrued interest is paid in full, and can be repaid before maturity in whole or part, without penalty.	11,955	22,238
Total notes payable	\$ 35,355	\$ 47,238
Less current portion of notes payable	<u>(35,355)</u>	<u>(47,238)</u>
Long-term portion of notes payable	<u>\$ -</u>	<u>\$ -</u>

During the periods ended April 30, 2014 and 2013, the Company recorded interest expense of \$717 and made \$862 in payments on the notes.

Other

The officers and directors of the Company may be involved in other business activities and may, in the future, become involved in other business opportunities that become available. He may face a conflict in selecting between the Company and other business interests. The Company has not formulated a policy for the resolution of such conflicts.

The Company does not own or lease property or lease office space. The office space used by the Company was arranged by the founder of the Company to use at no charge.

The Company does not have employment contracts with its two key employees, the controlling shareholders, who are officers and directors of the Company.

The controlling shareholders and management have pledged support to fund continuing operations through temporary loans to meet the Company's cash flow requirements; however there is no written commitment to this effect. The Company is dependent upon the continued support of these parties until such time that the Company receives adequate equity capital or other long-term financing.

The amounts and terms of the above transactions may not necessarily be indicative of the amounts and terms that would have been incurred had comparable transactions been entered into with independent third parties.

NOTE 7 - EQUITY

Preferred Stock

The Company has authorized 20,000,000 preferred shares with a par value of \$0.001 per share. The Board of Directors are authorized to divide the authorized shares of Preferred Stock into one or more series, each of which shall be so designated as to distinguish the shares thereof from the shares of all other series and classes. No rights or preferences have been adopted and there are no dividend or liquidation rights.

There were no preferred shares issued and outstanding as of April 30, 2014 and October 31, 2013.

Common Stock

The Company has authorized 100,000,000 common shares with a par value of \$0.001 per share. Each common share entitles the holder to one vote, in person or proxy, on any matter on which action of the stockholders of the corporation is sought. Holders have equal ratable rights to dividends from funds legally available and are entitled to share in assets available for distribution upon liquidation. Holders do not have preemptive, subscription, conversion or cumulative voting rights, and there are no redemption or sinking fund provisions or rights. Holders of common stock have the right to approve any amendment of the Articles of Incorporation, elect directors, approve any plan of merger and approve a plan for the sale, lease or exchange of all of the Company's assets as proposed by the Board of Directors.

Since March 16, 2011 (Inception) to October 31, 2014, the Company has issued 3,623,500 common shares for \$86,700 in cash.

There were 3,623,500 common shares issued and outstanding at April 30, 2014 and October 31, 2013, respectively.

The Company has no stock option plan, warrants or other dilutive securities.

NOTE 8 - PROVISION FOR INCOME TAXES

The Company follows ASC 740, *Income Taxes*. ASC 740 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax basis of assets and liabilities and the tax rates in effect when these differences are expected to reverse. ASC 740 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

The provision for income taxes differs from the amounts which would be provided by applying the statutory federal income tax rate of 34% to the net income before provision for income taxes for the following reasons:

	April 30, 2014	October 31, 2013
Income tax (benefit) expense at statutory rate	\$ (3,399)	\$ (1,300)
Valuation allowance	3,399	1,300
Income tax expense per books	\$ -	\$ -

There are no net operating losses to apply against future income. The Internal Revenue Service may audit tax returns for six years from their respective filing date. Our initial tax return was for the fiscal year ended October 31, 2011 and each subsequent year through October 31, 2013 remain open.

NOTE 9 - COMMITMENTS AND CONTINGENCIES

The Company follows ASC 450-20, *Loss Contingencies*, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no commitments or contingencies as of April 30, 2014 and October 31, 2013.

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

Forward-Looking Statements

Except for historical information, this report contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such forward-looking statements involve risks and uncertainties, including, among other things, statements regarding our business strategy, future revenues and anticipated costs and expenses. Such forward-looking statements include, among others, those statements including the words "expects," "anticipates," "intends," "believes" and similar language. Our actual results may differ significantly from those projected in the forward-looking statements. Factors that might cause or contribute to such differences include, but are not limited to, those discussed herein as well as in the "Description of Business – Risk Factors" section in our Annual Report on Form 10-K, as filed on January 27, 2014. You should carefully review the risks described in our 10-K and in other documents we file from time to time with the Securities and Exchange Commission. You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date of this report. We undertake no obligation to publicly release any revisions to the forward-looking statements or reflect events or circumstances after the date of this document.

Although we believe that the expectations reflected in these forward-looking statements are based on reasonable assumptions, there are a number of risks and uncertainties that could cause actual results to differ materially from such forward-looking statements.

All references in this Form 10-Q to the "Company," "Load Guard," "we," "us," or "our" are to Load Guard Logistics, Inc.

Critical Accounting Policies

We prepare our condensed consolidated financial statements in conformity with GAAP, which requires management to make certain estimates and apply judgments. We base our estimates and judgments on historical experience, current trends and other factors that management believes to be important at the time the condensed consolidated financial statements are prepared. Due to the need to make estimates about the effect of matters that are inherently uncertain, materially different amounts could be reported under different conditions or using different assumptions. On a regular basis, we review our critical accounting policies and how they are applied in the preparation of our condensed consolidated financial statements.

While we believe that the historical experience, current trends and other factors considered support the preparation of our condensed consolidated financial statements in conformity with GAAP, actual results could differ from our estimates and such differences could be material.

Results of Operations

The following summary of our results of operations, for the three and six month periods ended April 30, 2014 and 2013, should be read in conjunction with our audited consolidated financial statements, for the year ended October 31, 2013, as included in our Form 10-K.

Our financial results for the three and six month periods ended April 30, 2014 and 2013 are summarized as follows:

	Three Months Ended April 30,		Six Months Ended April 30,	
	2014	2013	2014	2013
Operating revenues	\$ 72,840	\$ 108,929	\$ 136,175	\$ 166,059
Operating expenses	86,271	105,317	150,939	168,641
Operating income (loss)	(13,431)	3,612	(14,764)	(2,582)
Other income (expense)	(83)	(487)	4,768	5,949
Provision for income tax	-	(1,056)	-	(1,138)
Net Income (Loss)	\$ (13,514)	\$ 2,069	\$ (9,996)	\$ 2,229

Revenue

Revenue commenced during October 2012 and is solely from our trucking and brokerage operations through our subsidiary LGT, Inc. We earn direct trucking revenues from our one company owned and operated tractor and trailer and brokerage income from commissions we charge to our independent contractors. We earned revenues of \$72,840 for the three months ended April 30, 2014, compared to revenues of \$108,929 for the three months ended April 30, 2013. We earned revenues of \$136,175 for the six months ended April 30, 2014, compared to revenues of \$166,059 for the six months ended April 30, 2013.

For the six months ended April 30, 2014, we earned \$105,874 from direct trucking revenues and \$30,301 in brokerage income from our independent contractors, as compared to \$152,527 from trucking and \$13,532 in brokerage for the six months ended April 30, 2013. Our revenues from trucking decreased \$46,653 or 30% due to a reduction in drivers. During 2013 we had as many as three drivers, whereas for 2014 we had one full time driver and for periods one part-time driver. Our revenues from brokerage income increased \$16,769 or 124% due to adding independent contractors in the current period, as compared to the previous period when we had one independent contractor.

For the three months ended April 30, 2014, we earned \$58,407 from direct trucking revenues and \$14,433 in brokerage income from our independent contractors, as compared to \$102,087 from trucking and \$6,842 in brokerage for the three months ended April 30, 2013. Our revenues from trucking decreased \$43,680 or 43% due to a reduction in drivers. During 2013 we had as many as three drivers, whereas for 2014 we had one full time driver for the entire three month period. Our revenues from brokerage income increased \$7,591 or 111% due to adding independent contractors in the current period, as compared to the previous period.

Expenses

Our total operating expenses for the three and six month periods ended April 30, 2014 and 2013 are outlined in the table below:

	Three Months Ended April 30,		Six Months Ended April 30,	
	2014	2013	2014	2013
Fuel and fuel taxes	\$ 23,605	\$ 43,587	\$ 44,129	\$ 68,168
Salaries and wages	21,646	28,494	39,873	44,810
Operations and maintenance	16,618	21,601	30,917	31,406
Professional fees	17,318	4,210	20,293	11,746
General and administrative	7,084	7,425	15,727	12,511
Total	<u>\$ 86,271</u>	<u>\$ 105,317</u>	<u>\$ 150,939</u>	<u>\$ 168,641</u>

Expenses for the three and six month periods ended April 30, 2014, decreased as compared to the periods in 2013 as a result of reducing company drivers and shifting the focus more to managing independent contractors.

Six Months

Our fuel costs represented 42% and 45% of trucking revenues for the six months ended April 30, 2014 and 2013, respectively. Fuel for the periods was high, as a percentage of revenue, mainly as a result of our trucking revenues being low on a per mileage basis, due to the competitive tender system of dealing with freight brokers. Fuel is our highest direct trucking expense. Wages of \$39,873 and 44,810, or 38% and 29% of trucking revenue for six months ended April 30, 2014 and 2013, respectively, represents the wages paid for company drivers and fees paid to an officer and director of the company, who is also a driver. During 2014, we operated only one company tractor and trailer, and primary driver is also an officer of the company, therefore wages were higher during 2014 as compared to 2013 as we had up to three drivers during the previous period. Operations and maintenance costs of \$30,917 and 31,406, or 29% and 21% of trucking revenue for the six months ended April 30, 2014 and 2013, respectively, represents cost related to parts and maintenance of our tractors and trailers as well as general operational expenses, such as for insurance, tolls, and scales. Maintenance costs, as a percentage of revenues, are expected to be consistent in future periods. Professional fees increased \$8,547 or 72% for the six months ended April 30, 2014 as compared to \$11,746 for 2013, primarily due to the cost of filing our Depository Trust Corporation (DTC) application, after having obtained our trading symbol. We expect continued professional fees, mainly from legal and accounting, due to ongoing SEC reporting requirements. Our general and administrative fees are for general office expenses and other operating costs not directly related to our trucking business. General and administrative fees increased \$3,216 for the six months ended April 30, 2014, from the comparative period ended April 30, 2013.

Three Months

Our fuel costs represented 40% and 43% of trucking revenues for the three months ended April 30, 2014 and 2013, respectively. Wages of \$21,646 and \$28,494, which represent 37% and 28% of trucking revenue for the three months ended April 30, 2014 and 2013, respectively. Operations and maintenance costs of \$16,618 and 21,601, or 28% and 21% of trucking revenue for the three months ended April 30, 2014 and 2013, respectively. Professional fees increased \$13,108 or 311% for the three months ended April 30, 2014 as compared to \$4,210 for 2013, primarily due to the cost of filing our Depository Trust Corporation (DTC) application, after having obtained our trading symbol. General and administrative fees decreased \$341 for the three months ended April 30, 2014 from the comparative period ended April 30, 2013.

Liquidity and Capital Resources

General

As of April 30, 2014, the Company had \$49,952 in cash and cash equivalents. The Company expects current cash and operating income to be sufficient to meet its financial needs for continuing operations over the next twelve months. To meet our need for cash we raised money from our recent Offering. We sold 476,000 shares for total proceeds of \$23,800, prior to closing the Offering on November 1, 2013. Additionally, our officers and directors have loaned us funds for the purchase of property and equipment. As of April 30, 2014, Francisco Mendez, our corporate Secretary, is owed \$23,400 for the sale of his tractor to the Company. This loan is non-interest bearing. Yosbani Mendez, our President, loaned the Company \$32,000 for the purchase of a tractor and trailer. The loan carries an interest rate of 8%. As of April 30, 2014, \$11,955 is outstanding on this loan.

Liquidity and Financial Condition

Working Capital

	At April 30, 2014	At October 31, 2013	Increase/ (Decrease)
Current Assets	\$ 87,915	\$ 106,134	\$ (18,219)
Current Liabilities	\$ 49,347	\$ 62,317	\$ (12,970)
Working Capital	\$ 38,568	\$ 43,817	\$ (5,249)

Cash Flows

	Six Months Ended April 30,	
	2014	2013
Net Cash Used in Operating Activities	\$ (832)	\$ (13,950)
Net Cash Used in Investing Activities	\$ -	\$ (49,116)
Net Cash Provided by (Used in) Financing Activities	\$ (1,402)	\$ 66,374
Net Increase (decrease) in Cash During the Period	\$ (2,234)	\$ 3,308

Limited Operating History: Need for Additional Capital

There is limited historical financial information about us on which to base an evaluation of our performance. We were previously a development stage company and have generated minimal revenues from operations. We cannot guarantee we will be successful in our business operations. Our business is subject to risks inherent in the establishment of a new business enterprise in a highly competitive industry, including limited capital resources, and possible cost overruns due to the price and cost increases in supplies and services.

The Company believes it has enough cash on hand or will be able to generate enough income from operations to pay operating costs for the next twelve months. However, should there be any unforeseen circumstances, the officers and directors have generally indicated a willingness to provide services and financial contributions if necessary.

We have no plans to undertake any product research and development during the next twelve months. There are also no plans or expectations to acquire or sell any plant or plant equipment in the next year of operations.

Liquidity

We have no known demands or commitments and are not aware of any events or uncertainties as of April 30, 2014 that will result in or that are reasonably likely to materially increase or decrease our current liquidity.

Capital Resources

We had no material commitments for capital expenditures as of April 30, 2014 and October 31, 2013.

Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As a "smaller reporting company", we are not required to provide the information required by this Item.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

As of April 30, 2014, management assessed the effectiveness of our internal control over financial reporting based on the criteria for effective internal control over financial reporting established in Internal Control - Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") and SEC guidance on conducting such assessments. Based on that evaluation, they concluded that, during the period covered by this report, such internal controls and procedures were not effective to detect the inappropriate application of US GAAP rules as more fully described below. This was due to deficiencies that existed in the design or operation of our internal controls over financial reporting that adversely affected our internal controls and that may be considered to be material weaknesses.

The matters involving internal controls and procedures that our management considered to be material weaknesses under the standards of the Public Company Accounting Oversight Board were: (1) lack of a functioning audit committee, (2) lack of a majority of outside directors on our board of directors, resulting in ineffective oversight in the establishment and monitoring of required internal controls and procedures; (3) inadequate segregation of duties consistent with control objectives; and (4) management dominated by two individuals without adequate compensating controls. The aforementioned material weaknesses were identified by our Chief Executive and Financial Officer in connection with the review of our financial statements as of April 30, 2014.

Management believes that the material weaknesses set forth above did not have an effect on our financial results. However, management believes that the lack of a functioning audit committee and the lack of a majority of outside directors on our board of directors results in ineffective oversight in the establishment and monitoring of required internal controls and procedures, which could result in a material misstatement in our financial statements in future periods.

Changes in Internal Controls

There have been no changes in our internal controls over financial reporting identified in connection with the evaluation required by paragraph (d) of Securities Exchange Act Rule 13a-15 or Rule 15d-15 that occurred in the three months ended April 30, 2014 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II – OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

We know of no material, existing or pending legal proceedings against us, nor are we involved as a plaintiff in any material proceeding or pending litigation. There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial shareholder, is an adverse party or has a material interest adverse to our company.

ITEM 1A. RISK FACTORS

As a "smaller reporting company", we are not required to provide the information required by this Item.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

We did not issue unregistered equity securities during the quarter ended April 30, 2014.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS

Exhibit Number Description

(3)	(i) Articles of incorporation, (ii) Bylaws
3.1	Articles of Incorporation (Incorporated by reference to our Registration Statement on Form S-1 filed on January 30, 2013)
3.3	Bylaws (Incorporated by reference to our Registration Statement on Form S-1 filed on January 30, 2013)
(31)	Rule 13a-14(d)/15d-14(d) Certifications
31.1*	Section 302 Certification under the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer
(32)	Section 1350 Certifications
32.1*	Section 906 Certification under the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer
101**	Interactive Data Files
101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document

* Filed herewith

** Furnished herewith. Pursuant to Rule 406T of Regulation S-T, the Interactive Data Files on Exhibit 101 hereto are deemed not filed or part of any registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, are deemed not filed for purposes of Section 18 of the Securities and Exchange Act of 1934, and otherwise are not subject to liability under those sections.

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.

LOAD GUARD LOGISTICS, INC.

Dated: June 5, 2014

/s/ Yosbani Mendez

Yosbani Mendez,
President and Chief Financial Officer.
Principle Executive Officer
Principle Financial Officer

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**CERTIFICATION PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Yosbani Mendez, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Load Guard Logistics, Inc.;
2. Based on my knowledge, this 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this 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 report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, 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 report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting;
5. I have disclosed, based on my most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: June 5, 2014

/s/ Yosbani Mendez

Yosbani Mendez

Chief Executive Officer, Chief Financial Officer, Treasurer and Director

(Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer)

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

The undersigned, Yosbani Mendez, Chief Executive Officer and Chief Financial Officer, of Load Guard Logistics, Inc., hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the *Sarbanes-Oxley Act of 2002*, that:

- (1) the quarterly report on Form 10-Q of Load Guard Logistics, Inc. for the period ended April 30, 2014 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the *Securities Exchange Act of 1934*; and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of Load Guard Logistics, Inc.

Dated: June 5, 2014

/s/ Yosbani Mendez

Yosbani Mendez

Chief Executive Officer and Chief Financial Officer

(Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer)

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Load Guard Logistics, Inc. and will be retained by Load Guard Logistics, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.