

[Table of Contents](#)


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

**FORM 10-QSB**

(Mark One)

**QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period from 7-01-05 to 9-30-05

**TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES ACT.**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 000-31025

**METALINE CONTACT MINES**

(Exact name of small business issuer as specified in its charter)

Washington

91-0779945

\_\_\_\_\_  
(State or jurisdiction of incorporation or organization)

\_\_\_\_\_  
(IRS Employer Identification No.)

W. 3848 Turtle Patch Road, Pine River WI 54965

\_\_\_\_\_  
(Address of principal executive offices)

920-987-5317

\_\_\_\_\_  
(Issuer's telephone number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.  Yes  No

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

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practical date:  
14,783,189

Transitional Small Business Disclosure Format (Check one): Yes  No

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**TABLE OF CONTENTS**

PAGE

**PART I — FINANCIAL INFORMATION**

<b>Item 1. Financial Statements</b>	<b>F-1</b>
<b>Item 2. Management's Discussion and Analysis</b>	<b>3</b>
<b>Item 3. Controls and Procedures</b>	<b>5</b>

**PART II — OTHER INFORMATION**

<b>Item 1. Legal Proceedings</b>	<b>5</b>
<b>Item 2. Changes in Securities</b>	<b>5</b>
<b>Item 3. Defaults Upon Senior Securities</b>	<b>6</b>
<b>Item 4. Submission of Matters to a Vote of Security Holders</b>	<b>6</b>
<b>Item 5. Other Information</b>	<b>6</b>
<b>Item 6. Exhibits and Reports on Form 8-K</b>	<b>6</b>

**SIGNATURES**

<b>EXHIBIT 31.1</b>	<b>6</b>
<b>EXHIBIT 31.2</b>	
<b>EXHIBIT 32.1</b>	
<b>EXHIBIT 32.2</b>	

[Table of Contents](#)**PART I – FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS**

The Company has prepared the unaudited financial statements presented below in accordance with accounting principles generally accepted in the United States for interim financial information, as well as the instructions to Form 10-QSB. Accordingly, they do not include all the information and footnotes required by generally accepted accounting principles for complete financial statements. The financial statements have, however, been reviewed by the Company's independent auditors, Williams & Webster, P.S., using professional standards and procedures for conducting such reviews established by generally accepted auditing standards, and we include herewith their report. It is the opinion of the Company's management that all adjustments considered necessary for the fair presentation of the interim financial statements have been included. Operating results for the three-month period ended September 30, 2005 are not necessarily indicative of the results that may be expected for the full year ending December 31, 2005. For further information refer to the financial statements and footnotes thereto in the Company's Annual Report on Form 10-KSB for the year ended December 31, 2004.

F-1

[Table of Contents](#)**METALINE CONTACT MINES  
BALANCE SHEETS**

	September 30, 2005 (unaudited)	December 31, 2004
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 83,183	\$ 90,652
Undeposited Funds	2,282	
Total Current Assets	<u>85,465</u>	<u>90,652</u>
<b>OTHER ASSETS</b>		
Related party receivable	109,413	109,413
Accrued interest — related party receivable	36,381	30,637
Investments	25,600	5,100
Website, net of amortization	667	917
Other asset	350	350
Golden Chest Mines Lease	250,000	—
Total Other Assets	<u>422,411</u>	<u>146,417</u>
<b>TOTAL ASSETS</b>	<u>\$ 507,876</u>	<u>\$ 237,069</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable	\$ 523	\$ —
Unearned royalty income	5,021	3,880
Total Current Liabilities	<u>5,544</u>	<u>3,880</u>
<b>COMMITMENTS AND CONTINGENCIES</b>	<u>—</u>	<u>—</u>
<b>STOCKHOLDERS' EQUITY</b>		
Common stock, \$0.05 par value; 20,000,000 shares authorized, 14,783,189 issued and 13,783,189 outstanding	776,570	726,570
Additional paid-in capital	483,040	283,040
Stock options	47,907	47,907
Accumulated deficit	(805,185)	(824,328)
Total Stockholders' Equity	<u>502,332</u>	<u>233,189</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<u>\$ 507,876</u>	<u>\$ 237,069</u>

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

[Table of Contents](#)**METALINE CONTACT MINES  
STATEMENTS OF OPERATIONS**

	Three Months Ended		Nine Months Ended	
	September 30, 2005 (unaudited)	September 30, 2004 (unaudited)	September 30, 2005 (unaudited)	September 30, 2004 (unaudited)
<b>REVENUES</b>				
Royalty income	\$ 8,483	\$ 3,880	\$ 58,566	\$ 16,440
<b>GENERAL AND ADMINISTRATIVE EXPENSES</b>				
Property expense	—	—	—	37,765
Administrative expenses	10,076	39,751	46,418	55,524
<b>TOTAL EXPENSES</b>	<u>10,076</u>	<u>39,751</u>	<u>46,418</u>	<u>93,289</u>
<b>OPERATING INCOME (LOSS)</b>	<u>(1,593)</u>	<u>(35,871)</u>	<u>12,148</u>	<u>(76,849)</u>
<b>OTHER INCOME (EXPENSE)</b>				
Dividend income	517	137	1,251	250
Interest income	1,915	1,915	5,744	5,744
Loss from investment in LLC	—	(144)	—	(393)
<b>TOTAL OTHER INCOME</b>	<u>2,432</u>	<u>1,908</u>	<u>6,995</u>	<u>5,601</u>
<b>INCOME (LOSS) BEFORE TAXES</b>	839	(33,963)	19,143	(71,248)
<b>INCOME TAX EXPENSE</b>	—	—	—	—
<b>NET INCOME (LOSS)</b>	<u>\$ 839</u>	<u>\$ (33,963)</u>	<u>\$ 19,143</u>	<u>\$ (71,248)</u>
<b>NET INCOME (LOSS) PER COMMON SHARE, BASIC AND DILUTED</b>	<u>\$ nil</u>	<u>\$ nil</u>	<u>\$ nil</u>	<u>\$ nil</u>
<b>WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, BASIC</b>	<u>13,783,189</u>	<u>14,453,428</u>	<u>14,116,522</u>	<u>14,453,428</u>
<b>WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, DILUTED</b>	<u>13,783,189</u>	<u>14,453,428</u>	<u>14,116,522</u>	<u>14,453,428</u>

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

[Table of Contents](#)**METALINE CONTACT MINES  
STATEMENTS OF CASH FLOWS**

	Nine Months Ended	
	September 30, 2005 (unaudited)	September 30, 2004 (unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income (loss)	\$ 19,143	\$ (71,248)
Adjustments to reconcile net income (loss) to net cash provided (used) by operating activities:		
Amortization expense	250	—
Loss in LLC investment	—	393
Rent expense paid with NJMC stock	—	—
Royalty income received in NJMC stock	—	—
Common stock issued in payment of expenses	—	37,765
Stock options issued for directors' fees	—	30,000
Changes in assets and liabilities:		
Increase in accrued interest receivable	(5,744)	(5,744)
Increase in prepaid expenses	—	(350)
Increase in website	—	(1,000)
Increase in accounts payable	523	—
Net cash used by operating activities	<u>14,172</u>	<u>(10,184)</u>
<b>CASH FLOWS USED BY INVESTING ACTIVITIES:</b>	<u>(20,500)</u>	<u>(2,400)</u>
<b>CASH FLOWS PROVIDED BY FINANCING ACTIVITIES:</b>	<u>(1,141)</u>	<u>—</u>
Net decrease in cash and cash equivalents	(7,469)	(12,584)
<b>Cash at beginning of period</b>	<u>90,652</u>	<u>105,687</u>
<b>Cash at end of period</b>	<u><u>\$ 83,183</u></u>	<u><u>\$ 93,103</u></u>
<b>SUPPLEMENTAL CASH FLOW DISCLOSURES:</b>		
Income taxes paid	\$ —	\$ —
Interest paid	\$ —	\$ —
<b>NON-CASH TRANSACTIONS:</b>		
Loss in LLC investment	\$ —	\$ 393
Common stock issued in payment of expenses	\$ —	\$ 37,765
Rent expense paid with NJMC stock	\$ 20,500	\$ —
Royalty income received in NJMC stock	\$ 41,000	\$ —
Stock options issued for directors' fees	\$ —	\$ 30,000

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

**Table of Contents****METALINE CONTACT MINES  
CONDENSED NOTES TO THE FINANCIAL STATEMENTS  
SEPTEMBER 30, 2005**

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**NOTE 1 — ORGANIZATION AND DESCRIPTION OF BUSINESS**

Metaline Contact Mines (hereinafter “Metaline” or “the Company”) was incorporated in November of 1928 under the laws of the State of Washington for the purpose of engaging in mining and the buying and selling of ores, metals, and minerals.

The Company was reorganized and recapitalized in 1960 and its articles of incorporation were amended to expand its business purposes to include various additional business activities. Metaline has continued its operations since its formation and has historically acquired land, mineral rights, patented lode mining claims, and timber in the Pacific Northwest.

In the last quarter of 1996, Metaline transferred substantially all of its assets to a limited liability company.

The Company’s fiscal year-end is December 31.

**NOTE 2 — BASIS OF PRESENTATION**

The foregoing unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-QSB and Regulation S-B as promulgated by the Securities and Exchange Commission (“SEC”). Accordingly, these financial statements do not include all of the disclosures required by generally accepted accounting principles in the United States of America for complete financial statements. These unaudited interim financial statements should be read in conjunction with the audited financial statements for the year ended December 31, 2004. In the opinion of management, the unaudited interim financial statements furnished herein include all adjustments, all of which are of a normal recurring nature, necessary for a fair statement of the results for the interim period presented.

The preparation of financial statements in accordance with generally accepted accounting principles in the United States of America requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities known to exist as of the date the financial statements are published, and the reported amounts of revenues and expenses during the reporting period. Uncertainties with respect to such estimates and assumptions are inherent in the preparation of the Company’s financial statements; accordingly, it is possible that the actual results could differ from these estimates and assumptions and could have a material effect on the reported amounts of the Company’s financial position and results of operations.

Operating results for the three-month period ended September 30, 2005 are not necessarily indicative of the results that may be expected for the year ending December 31, 2005.

[Table of Contents](#)**METALINE CONTACT MINES  
CONDENSED NOTES TO THE FINANCIAL STATEMENTS  
SEPTEMBER 30, 2005**

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**NOTE 3 — RECENT ACCOUNTING PRONOUNCEMENTS**

In December 2004, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 153 (hereinafter “SFAS No. 153”). This statement addresses the measurement of exchanges of nonmonetary assets. The guidance in APB Opinion No. 29, “Accounting for Nonmonetary Transactions,” is based on the principle that exchanges of nonmonetary assets should be measured based on the fair value of the assets exchanged. The guidance in that opinion, however, included certain exceptions to that principle. SFAS No. 153 amends APB Opinion 29 to eliminate the exception for nonmonetary exchanges of similar productive assets and replaces it with a general exception for exchanges of nonmonetary assets that do not have commercial substance. A nonmonetary exchange has commercial substance if the future cash flows of the entity are expected to change significantly as a result of the exchange. This statement is effective for financial statements for fiscal years beginning after June 15, 2005. Earlier application is permitted for nonmonetary asset exchanges incurred during fiscal years beginning after the date of this statement is issued. Management believes the adoption of this statement will not impact the financial statements of the Company.

In December 2004, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 152, which amends SFAS Statement No. 66, “Accounting for Sales of Real Estate,” to reference the financial accounting and reporting guidance for real estate time-sharing transactions that is provided in AICPA Statement of Position (SOP) 04-2, “Accounting for Real Estate Time-Sharing Transactions.” This statement also amends SFAS No. 67, “Accounting for Costs and Initial Rental Operations of Real Estate Projects,” to state that the guidance for (a) incidental operations and (b) costs incurred to sell real estate projects, does not apply to real estate time-sharing transactions. The accounting for those operations and costs is subject to the guidance in SOP 04-2. This statement is effective for financial statements for fiscal years beginning after June 15, 2005. Management believes the adoption of this statement will not impact the financial statements of the Company.

In November 2004, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 151, “Inventory Costs— an amendment of ARB No. 43, Chapter 4” (hereinafter “SFAS No. 151”). This statement amends the guidance in ARB No. 43, Chapter 4, “Inventory Pricing,” to clarify the accounting for abnormal amounts of idle facility expense, freight, handling costs, and wasted material (spoilage). Under some circumstances, SFAS No. 151 mandates that items such as idle facility expense, excessive spoilage, double freight, and re-handling costs be recognized as current-period charges. In addition, this statement requires that allocation of fixed production overheads to the costs of conversion be based on the normal capacity of the production facilities. This statement is effective for inventory costs incurred during fiscal years beginning after June 15, 2005. Management believes the adoption of this statement will not impact the financial statements of the Company.



[Table of Contents](#)**METALINE CONTACT MINES  
CONDENSED NOTES TO THE FINANCIAL STATEMENTS  
SEPTEMBER 30, 2005**

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**NOTE 4 — MINERAL PROPERTIES**Pend Oreille/Metaline Zinc Mines

The Company is receiving royalty payments related to a lease agreement with Teck Cominco American, Inc. (hereinafter "Teck Cominco"). Under the terms of the agreement, Teck Cominco has the right to explore, develop, and mine the Company's underground mineral rights in Pend Oreille County, Washington for a period of twenty years with an option renewal period of the same length. Teck Cominco is currently obligated to pay the Company \$3,880 per quarter, with ascending quarterly increments at each successive five year interval. The lease characterizes the aforementioned quarterly disbursements as "advance royalty payments" which may be fully offset against a three-percent production royalty retained by the Company. The lease agreement gives Teck Cominco the option to purchase 200 surface acres of the leased property for fair market value during the lease term. From the inception of the lease through September 30, 2005, the Company has received \$117,259 in payments from Teck Cominco.

Golden Chest Mine

In January 2004, the Company issued 466,954 shares of its common stock to Paymaster Resources Incorporated (hereinafter "Paymaster"), a related party (due to common officers and directors), in order to acquire Paymaster's interest in the Golden Chest Mine minerals lease to patented mining claims in Shoshone County, Idaho. In this transaction, the Company also acquired Paymaster's interest in an exploration agreement with New Jersey Mining Company, which relates to the aforementioned mining claims. On July 22, 2005, the Company issued an additional 1,000,000 shares of its authorized, but unissued, common stock to Paymaster pursuant to the Company's agreement to acquire the lease on the Golden Chest Mine from Paymaster in the event the properties subject to the lease ever went into "commercial production" as defined in the agreement. Golden Chest Mine went into commercial production on July 4, 2005. The Company capitalized the share issuance at \$250,000.

During the 3rd quarter of 2005, the Company received production royalties from New Jersey Mining Company of \$4,603 from ore mined from the Golden Chest Mine. The terms of the lease require the owner of the real property (mine) to receive one-half of the royalty payments in the form of rent. Accordingly, during the three months ended September 30, 2005, \$2,301 is recorded as rent expense.

**NOTE 5 — RELATED PARTY TRANSACTIONS**

During 1998, Metaline Contact Mines, LLC ("The LLC") sold property for a net gain of \$5,958,762. Metaline's share of this gain, before adjustments of the Company's investment from The LLC's operating results and write down from its substantial decrease in ownership of The LLC, was \$507,858. The Company recorded a related party receivable of \$109,413 for the balance of the distribution. Due to uncertainty as to the date this receivable will be collected, this asset together with accrued interest at the rate of 7 percent per annum is recorded as a non-current asset.

[Table of Contents](#)

**METALINE CONTACT MINES**  
**CONDENSED NOTES TO THE FINANCIAL STATEMENTS**  
**SEPTEMBER 30, 2005**

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Over the years, Metaline has executed agreements with Nor-Pac Limited Company (hereinafter "Nor-Pac"), an affiliated company. In November of 2004, The LLC assigned its rights, title and interest in the Company's aforementioned related party receivable of \$109,413 and accrued interest to Nor-Pac.

**NOTE 6 — INCOME TAXES**

At September 30, 2005, the Company had a net deferred tax asset of approximately \$219,000, principally arising from net operating loss carryforwards for income tax purposes, which was calculated using a 34% tax rate. This resulted in a decrease to the net deferred tax asset of approximately \$1,000 for the three months ended September 30, 2005. As management of the Company cannot determine that it is more likely than not that the Company will realize the benefit of the net deferred tax asset, a valuation allowance equal to the net deferred tax asset has been established.

At September 30, 2005, the Company has a net operating loss carryforward of approximately \$645,000, which will fully expire in the year 2024.

**NOTE 7 — STOCK OPTIONS**

The Company did not engage in stock option activity during the third quarter of 2005. Summarized information about stock options outstanding and exercisable at September 30, 2005 is as follows:

Options Outstanding			Options Exercisable		
Exercise Price	Number Outstanding	Weighted Average Remaining Contractual Life (Years)	Weighted Average Exercise Price	Number Exercisable	Weighted Average Exercise Price
\$ 0.06	500,000	4.12	\$ 0.06	500,000	\$ 0.06
0.125	1,000,000	4.12	0.125	1,000,000	0.125
0.15	250,000	4.12	0.15	250,000	0.15
<u>\$ 0.06-0.15</u>	<u>1,750,000</u>	<u>4.12</u>	<u>\$ 0.11</u>	<u>1,750,000</u>	<u>\$ 0.11</u>

F-8

## [Table of Contents](#)

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

#### GENERAL

Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") is intended to provide information to assist you in better understanding and evaluating the Company's financial condition and results of operations. The Company recommends that you read this MD&A in conjunction with its financial statements included in Item 1 of this Quarterly Report on Form 10-QSB, as well as its 2005 Annual Report on Form 10-KSB.

#### OVERVIEW

Metaline Contact Mines ("Metaline", "Company", "we", "us" or "our") is engaged in the business of acquiring and managing precious and base metals royalties. Royalties are passive (non-operating) interests in mining projects that provide the right to receive revenue from such projects after deducting specified costs, if any. We expect that substantially all of our revenues are and will be derived from royalty interests. We do not conduct mining operations at this time. During the quarter ended September 30, 2005, we focused on managing our existing royalty interests, Securities and Exchange Commission ("SEC") reporting requirements, and promotion and investor relations activities.

#### RESULTS OF OPERATIONS

For the quarter ended September 30, 2005, we had gross royalty revenues of \$8,483, compared to \$3,880 for the quarter ended September 30, 2004, from our two mining projects, the Golden Chest Mine and the Pend Oreille/Metaline Zinc Mines, as follows:

##### Golden Chest Mine

We received \$4,603 in royalties from operations at our Golden Chest Mine during the third quarter of 2005, versus nil in the third quarter of 2004. The increase of \$4,603 was attributable to the cash royalties we received from mining operations conducted by New Jersey Mining Company ("New Jersey") during the third quarter of 2005.

##### Pend Oreille/Metaline Zinc Mines

The amount of advanced royalties we received from Teck Cominco American Incorporated ("Teck Cominco") under the New Cominco Lease remained constant at \$3,880 in the third quarters of 2005 and 2004.

##### Operating Loss

We incurred an overall operating loss of \$1,593 for the third quarter of 2005 versus an operating loss of \$35,871 for the third quarter of 2004.

The decrease in loss of \$34,278 was due to a \$29,675 decrease in administrative expenses in the third quarter of 2005, to \$10,076, versus \$39,751 in the third quarter of 2004, as follows: a \$1,505 decrease in accounting fees; a \$1,486 decrease in financial printing expenses; a \$1,111.57 decrease in travel expense; and a \$30,000 decrease in director fees. These decreases were offset by increases of \$2,122 in promotional/investor-relations expenses, \$2,301 in rent expenses, and \$4,603 in the royalty revenues described above.

## Table of Contents

### Other Income

During the third quarter of 2005, our other income increased by \$524, to \$2,432, from \$1,908 in 2004, due to an increase in dividend income of \$380. We recorded no loss on our 7% equity membership interest in Metaline Contact Mines LLC ("MCMLLC"). Our interest income remained constant at \$1,915 for the third quarters of 2005 and 2004.

### Income Before Taxes

Our net income before taxes was \$839 for the quarter ended September 30, 2005, compared to a net loss of \$33,963 for the quarter ended September 30, 2004.

## LIQUIDITY AND CAPITAL RESOURCES

Traditionally, we have funded our capital requirements from royalty revenues from operations, dividends earned on our cash accounts, and other income. As of September 30, 2005, our cash position was \$85,465, compared to \$90,652 on September 30, 2004. We have no debt, and do not expect to incur any debt in the immediate future. Our most significant cash requirements are professional fees and expenses associated with our SEC reporting requirements, general and administration expenses, and investor relations.

We believe that our current financial resources and royalty revenues from operations will be adequate to cover anticipated expenditures for approximately 2 years without the infusion of additional capital. Additional capital could be obtained from:

- (a) Collection of Receivables . We have a related party receivable from Nor-Pac Limited Company ("Nor-Pac") of \$109,413, with accrued interest of \$36,381, as of September 30, 2005. Nor-Pac owns approximately 81% of our outstanding shares and has related directors. We therefore believe we have the ability to collect this receivable in the event of a shortfall of cash.
- (b) Increase Royalty Revenues . Increasing royalty revenues from operations on our current mining projects is under the sole control of third parties, namely Teck Cominco and New Jersey, and other factors, including: changes in precious and base metals prices; unanticipated grade, geological, metallurgical, processing or other problems at our mining projects; changes in project parameters as plans of the operators are refined; and economic and market conditions.
- (c) Sale of Company's Common Stock . There are no assurances that we would be able to sell shares of our authorized, but unissued, common stock on acceptable terms. Additionally, any such sales of shares could be dilutive to our then-existing shareholders.
- (d) Sale of Certain Assets . We own 60,000 shares of New Jersey common stock with a recorded value of \$25,600, which shares could be sold pursuant to Rule 144 of the Securities Act of 1933, as amended.

## [Table of Contents](#)

### **ITEM 3. CONTROLS AND PROCEDURES**

#### Evaluation of Disclosure Controls and Procedures

The Securities and Exchange Commission (the "SEC") defines the term "disclosure controls and procedures" to mean a company's controls and other procedures that are designed to ensure that information required to be disclosed in the reports that it files or submits under the Securities Exchange Act of 1934 (the "Exchange Act") is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. The definition further states that disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that the information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the company's management, including its principal executive and financial officers, or persons performing similar functions, as appropriate, to allow timely decisions regarding required disclosure. The Company's Chief Executive Officer and Chief Financial Officer, based on their evaluation of the Company's disclosure controls and procedures as of September 30, 2005, have concluded that the Company's disclosure controls and procedures were effective for this purpose.

#### Changes in Internal Controls

There was no change in the Company's internal controls over financial reporting that has materially affected, or is reasonably likely to materially affect, its internal controls over financial reporting during the quarter ended September 30, 2005

For further information refer to the Controls and Procedures section in the Company's Annual Report on Form 10-KSB for the year ended December 31, 2004, incorporated herein by reference.

## **PART II — OTHER INFORMATION**

### **ITEM 1. LEGAL PROCEEDINGS**

The Company is not a party to any legal proceedings, and management is not aware of any threatened litigation, claims or assessments.

### **ITEM 2. CHANGES IN SECURITIES**

On July 22, 2005, the Company issued 1,000,000 shares of its authorized, but unissued, common stock, par value \$0.05 per share, to Paymaster Resources Incorporated ("Paymaster").

On January 10, 2004, the Company entered into an Agreement with Paymaster to acquire Paymaster's mineral lease on the Golden Chest Mine, near Murray, Idaho, and Paymaster's exploration agreement with New Jersey Mining Company. The Paymaster shareholders approved the Agreement at a special meeting on February 23, 2004. The Company issued Paymaster 466,954 shares of its authorized, but unissued common stock. In the event the properties subject to the Golden Chest Lease commence commercial production during the tenure of the exploration agreement with New Jersey Mining Company, or any lease as a result thereof, the Company would pay Paymaster an additional 1,000,000 shares of its authorized, but unissued, common stock. On July 4, 2005, the Golden Chest Mine commenced commercial production according to the terms of the Agreement with Paymaster.

The Company valued the transaction at \$250,000.

In issuing the shares to Paymaster, the Company relied on an exemption from registration pursuant to Section 4(2) of the Securities Act of 1933, as amended (the "Securities Act").

**Table of Contents****ITEM 3. DEFAULTS UPON SENIOR SECURITIES**

Not applicable.

**ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITIES HOLDERS**

None.

**ITEM 5. OTHER INFORMATION**

None

**ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K**

- (a) Exhibit 31.1 – Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.  
Exhibit 31.2 – Certification Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.  
Exhibit 32.1 – Certification Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.  
Exhibit 32.2 – Certification Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
- (b) Form 8-K was filed on August 5, 2005, as amended on August 9, 2005, announcing that the Company had issued 1,000,000 shares of its authorized, but unissued, common stock to Paymaster Resources Incorporated (“Paymaster”) pursuant to its agreement with Paymaster to acquire the lease and other agreements on the Golden Chest Mine.

**SIGNATURES**

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

DATED this the 9th day of November, 2005

METALINE CONTACT MINES

By:           /s/ John W. Beasley            
John W. Beasley  
Secretary/Treasurer/CFO

-6-

**EXHIBIT 31.1****CERTIFICATION PURSUANT TO****SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Richard L. Howell, President and Chief Executive Officer, certify that:

1. I have reviewed this quarterly report on Form 10-QSB being filed for Metaline Contact Mines (the "Registrant");
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 quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in the report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this quarterly report;
4. The Registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and

procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the Registrant and have:

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

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

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

5. The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation, 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 in the design or operation of internal controls which could adversely affect the Registrant's ability to record, process, summarize and report financial data and have identified for the Registrant's auditors any material weakness in internal controls; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's controls.

6. The Registrant's other certifying officer and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

*Date: November 9, 2005*

*/s/ Richard L. Howell*

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*Richard L. Howell*

*President and Chief Executive Officer*

**EXHIBIT 31.2****CERTIFICATION PURSUANT TO****SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, John W. Beasley, Chief Financial Officer, certify that:

1. I have reviewed this quarterly report on Form 10-QSB being filed for Metaline Contact Mines (the "Registrant");
2. Based on my knowledge, the report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in the report, fairly present in all material respects the financial condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this quarterly report.
4. The Registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the Registrant and have:
  - (i) designed such disclosure controls and procedures to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made to us by others within those entities, particularly during the period in which this quarterly report is being prepared.
  - (ii) evaluated the effectiveness of the Registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this annual report (the "Evaluation Date"); and
  - (iii) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures on our evaluation as of the Evaluation Date;
5. The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the Registrant's auditors and the audit committee of the Registrant's Board of Directors (or persons performing the equivalent functions):
  - (i) all significant deficiencies in the design or operation of internal controls which could adversely affect the Registrant's ability to record, process, summarize and report financial data and have identified for the Registrant's auditors any material weakness in internal controls; and
  - (ii) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's controls; and Exhibit 31.2 - Page 1
6. The Registrant's other certifying officer and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

*Date: November 9, 2005*

*/s/ John W. Beasley*

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*John W. Beasley*  
*Secretary/Treasurer & CFO*



**EXHIBIT 32.1****METALINE CONTACT MINES****CERTIFICATION PURSUANT TO  
18 U.S.C. OF SECTION 1350,  
AS ADOPTED PURSUANT TO****SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of Metaline Contact Mines (the "Company") on Form 10-QSB for the period ending September 30, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Richard L. Howell, President and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to ss. 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) 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 the Company.

*Date: November 9, 2005*

By: /s/ Richard L. Howell  
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Richard L. Howell  
President & Chief Executive Officer

**EXHIBIT 32.2****METALINE CONTACT MINES****CERTIFICATION PURSUANT TO  
18 U.S.C. OF SECTION 1350,  
AS ADOPTED PURSUANT TO****SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of Metaline Contact Mines (the "Company") on Form 10-QSB for the period ending September 30, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, John W. Beasley, Secretary, Treasurer and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to ss. 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) 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 the Company.

*Date: November 9, 2005*

*By: /s/ John W. Beasley*

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*John W. Beasley*  
*Secretary, Treasurer & Chief Financial Officer*

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**End of Filing**

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