FOCUS AFFILIATES INC
Form 10-Q/A
February 09, 2010

AURIC MINING COMPANY

(Formerly FOCUS AFFILIATES, INC.)

FORM 10-Q/A
(Quarterly Report)

Filed February 9, 2010 for the Period Ending 09/30/08

Address	3500 South Dupont Highway, Dover, DE 19901
Telephone	1-800-346-4646
CIK	0001025557
Symbol	AUMY
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A

(X) QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the quarterly period ended September 30, 2008

OR

( ) TRANSITION REPORT UNDER SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from _______ to _______

Commission File Number : 001- 12571

AURIC MINING COMPANY
Exact name of registrant as specified in its charter)

Delaware	95 - 4467726
(State or other jurisdiction of incorporation or organization)	(I.R.S. Empl. Ident. No.)

3500 South Dupont Highway, Dover, DE 19901

(Address of principal executive offices) (Zip Code)

1 - 800 - 346 - 4646

(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 (X) 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 (X)

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

Large accelerated filer ( ) Accelerated filer ( )

Non-accelerated filer ( ) Smaller reporting company (X)

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

APPLICABLE ONLY TO CORPORATE ISSUERS

The number of shares outstanding the issuer's common stock, $0.001 par value, was 29,759 as of February 1, 2010.

AURIC MINING COMPANY

FORM 10-Q/A
For the Period Ended September 30, 2008
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Part 1. Item 1. Financial Statements

AURIC MINING COMPANY

AURIC MINING COMPANY

(Formerly FOCUS AFFILIATES, INC.)

(A Development Stage Company)
FINANCIAL STATEMENTS
September 30, 2008
(Expressed in US Dollars)

(Unaudited)

AURIC MINING COMPANY
(FORMERLY : FOCUS AFFILIATES, INC.)
(a development stage company)
Balance Sheets
(U.S. Dollars)
(Unaudited)

		As at Sept 30, 2008	As at Dec 31, 2007
Assets			
Current Assets		-	-
Total Assets	$	-	-
Liabilities			
Current Liabilities			
Related parties accounts		26,553	25,000
Total Liabilities	$	26,553	25,000
Stockholders' Equity (Deficit)			
Common stock, $0.001 par value Authorized 1,000,000,000 shares 10,759 shares issued and outstanding at June 30, 2008 and 10,759 shares issued and outstanding at December 31, 2007	$	11	11
Additional paid-in capital		28,104,989	28,104,989
Accumulated deficit		(28,131,553)	(28,130,000)
Total Stockholders' Equity (Deficit)	$	(26,553)	(25,000)
Total Liabilities and Stockholders' (Deficit)	$	-	-

The accompanying notes are an integral part of the financial statements

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AURIC MINING COMPANY
(FORMERLY : FOCUS AFFILIATES, INC.)
(a development stage company)
Statements Of Operations for the three months and nine months ended September 30, 2008 and 2007 and for the period March, 1994 (Inception) to September 30, 2008
(U.S. Dollars)
(Unaudited)

	For the 3 months ended Sept 30, 2008	2007	For the 9 months ended Sept 30, 2008	2007	Inception March, 1994 to Sept 30, 2008
Revenue	-	-	-	-	379,652,000
Cost of sale	-	-	-	-	(362,417,000)
Gross profit	-	-	-	-	17,235,000
Selling, general and administrative expenses	410	-	1,553	-	31,839,553
Non-recurring legal and auditing fees					1,300,000
Restructuring charges					1,957,000
Total operating expenses	410	-	1,553	-	35,096,553
Operating loss	(410)	-	(1,553)	-	(17,861,553)
Other income (expenses)					
Interest (expense)					(3,424,000)
Other income (loss)					275,000
Total other income (expenses)	-	-	-	-	(3,149,000)
Net loss for the period	(410)	-	(1,553)	-	(21,010,553)
Income tax benefit					(26,000)
Extraordinary item					(105,000)
Reorganization in 2000 as per financials statements of June 30, 2000					(5,608,000)
Balance from partnership distribution to stockholders etc					(1,382,000)
Net loss for the period after adjustments	(410)	-	(1,553)	-	(28,131,553)
Basic and diluted loss per share	(0.04)	(0.00)	(0.14)	(0.00)	
Weighted average number of shares outstanding	10,759	10,759	10,759	10,759	

The accompanying notes are an integral part of the financial statements

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AURIC MINING COMPANY
(FORMERLY : FOCUS AFFILIATES, INC.)
(a development stage company)
Statements Of Cash Flows for the nine months ended September 30, 2008 and 2007
and for the period March 1994 (Inception) to September 30, 2008
(U.S. Dollars)
(Unaudited)

	For the 9 months ended Sept 30, 2008	2007	Inception March 1994 to Sept 30, 2008
Cash Flows (Used In) Provided By :			
Operating Activities			
Net income (loss) - historical	$ (1,553)	-	(28,131,553)
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation and amortization			3,093,000
Loss on impairment of goodwill			765,000
Non cash restructuring charges			7,417,000
Loss on conversion of debt			105,000
Loss on disposal of fixed assets			87,000
Noncash compensation expense			847,000
Provision for doubtful accounts			6,661,000
Provision for inventory reserves			1,488,000
Acquisition of marketable securities			(927,000)
Proceeds from sale of marketable securities			858,000
Loss on marketable securities			85,000
Changes in operating assets and liabilities:			
(Increase) in accounts receivable			(95,000)
(Increase) in inventories			4,848,000
Due from related parties	1,553	-	849,553
(Increase) in deposits for purchases of inventory			(1,443,000)
(Increase) in other receivable			(500,000)
(Increase) decrease in prepaid expenses and other current assets			140,000
(Increase) decrease in other assets			16,000
Increase in accounts payable and accrued expenses			2,531,000
Net cash provided by (used in) operating activities	$ -	-	(1,306,000)
Cash flows from investing activities:			
Acquisition of CWI and The Wireless Group, Net of cash acquired			(5,122,000)
Purchases of property and equipment			(1,800,000)

Proceeds from the sale of property & equipment				40,000
Advances to officer				(372,000)
Repayments of advances to officer				192,000
Loans to employees and third parties				(211,000)
Repayments of loans to employees and third parties				211,000
Repayments of notes receivable				1,916,000
Net cash provided by (used in) investing activities	$	-	-	(5,146,000)
Cash flows from financing activities:				
Net proceeds from sale of common stock				8,047,000
Proceeds from long-term debt				5,610,000
Payments on long-term debt				(925,000)
Proceeds from sale of warrants				1,512,000
Bank overdraft				(451,000)
Proceeds from loans payable				935,000
Payments on loans payable				(2,419,000)
Distributions to stockholders				(319,000)
Advances (repayments) under credit facility				(9,021,000)
Proceeds from the exercise of warrants				999,000
Proceeds from the exercise of options				2,698,000
Deferred financing costs				(214,000)
Net cash provided by (used in) financing activities	$	-	-	6,452,000
Net increase (decrease) in cash		-	-	-
Cash - beginning of period		-	-	-
Cash - end of period		-	-	-

The accompanying notes are an integral part of the financial statements

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AURIC MINING COMPANY
(FORMERLY: FOCUS AFFILIATES, INC.)
(a development stage company)
Notes to Financial Statements
September 30, 2008

(Stated in US Dollars)
(Unaudited)

Note 1. General Organization and Business

Auric Mining Company (the "Company") is a Delaware corporation. It was incorporated in March 1994 as Cellular Telecom Corporation and subsequently changed its name to Intellicel Corp. in June 1996, then to Focus Affiliates, Inc. in October 1999 and subsequently to Auric Mining Company on November 12, 2009.

The Company was reinstated on December 8, 2006 in the State of Delaware by an incorporator. The Company has been dormant since 2001 and was reorganized under new management on March 16, 2007 which will put the Company into the Development Stage.

On November 12, 2009, the Company's name was changed to Auric Mining Company and its quotation symbol was change. (see Note 6)

These financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. At September 30, 2008, the Company had not yet achieved profitable operations, has accumulated losses of $28,131,553 since inception and expects to incur further losses in the development of its business, of which cast substantial doubt about the Company's ability to continue as a going concern.

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The Company's ability to continue as a going concern is dependent upon future profitable operations and/or the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. Management has obtained additional funds by related party's advances; however, there is no assurance that this additional funding is adequate and further funding may be necessary.

Note 2. Significant Accounting Policies

These financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America and are stated in US dollars. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates which have been made using careful judgment. Actual results may differ from these estimates.

The financial statements have, in management's opinion, been properly prepared within the framework of the significant accounting policies summarized below :

(a) Development Stage Company

The Company is a development stage as defined under ASC 915. The Company is devoting substantially all of its present efforts to establish a new business and none of its planned principal operations have commenced. All losses accumulated since inception has been considered as part of the Company's development stage activities.

(b) Financial Instruments

The carrying values of cash, accounts receivable, accounts payable, promissory notes payable and due to related parties approximate fair value because of the short-term nature of these instruments. Management is of the opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

(c) Stock Issued in Exchange for Services

The valuation of common stock issued in exchange for services is valued at an estimated fair market value as determined by officers and directors of the Company based upon other sales and issuances of the Company's common stock within the same general time period.

(d) Stock-based Compensation

Under ASC 718, "Compensation-Stock Compensation", the Company recognizes the cost of employee services received in exchange for equity instruments, based on the grant-date fair value of those instruments, with limited exceptions. ASC 718 also affects the pattern in which compensation cost is recognized, the accounting for employee share purchase plans, and the accounting for income tax effects of share-based payment transactions.

(e) Foreign Currency Translation

The Company translates foreign currency transactions and balances to its reporting currency, United States Dollars, in accordance with ASC 830, "Foreign Currency Matters". Monetary assets and liabilities are translated into the functional currency at the exchange rate in effect at the end of the relevant reporting period. Non-monetary assets and liabilities are translated at the exchange rate prevailing when the assets were acquired or the liabilities assumed. Revenue and expenses are translated at the rate approximating the rate of exchange on the transaction date. All exchange gains and losses are included in the determination of net income (loss) for the year.

(f) Basic and Diluted Loss Per Share

The Company computes net loss per share in accordance with ASC 260, "Earnings per Share", which requires presentation of both basic and diluted earnings per share ("EPS") on the face of the income statement. Basic loss per share is computed by dividing the net loss available to common shareholders by the weighted average number of common shares outstanding during the year. Diluted EPS gives

effect to all dilutive potential common shares outstanding during the year including stock options, using the treasury stock method, and convertible preferred stock, using the if-converted method. In computing diluted EPS, the average stock price for the year is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential common shares if their effect is anti-dilutive.

(g) Income Taxes

Under ASC 740, the Company accounts for income taxes using the asset and liability. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for future tax consequences attributable to temporary differences between the financial statements carry amounts of existing assets and liabilities and loss carry forwards and their respective tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled.

(h) Recently Issued Accounting Pronouncements

On June 30, 2009, the Financial Accounting Standards Board (FASB) issued FASB Statement No. 168, The FASB Accounting Standards Codification(tm) and the Hierarchy of Generally Accepted Accounting Principles-a replacement of FASB Statement No. 162. On the effective date of this statement, FASB Accounting Standards Codification(tm) (ASC) becomes the source of authoritative U.S. accounting and reporting standards for nongovernmental entities, in addition to

guidance issued by the Securities and Exchange Commission (SEC). At that time, FASB ASC will supersede all then-existing, non-SEC accounting and reporting standards for nongovernmental entities. Once effective, all other nongrandfathered, non-SEC accounting literature not included in FASB ASC will become nonauthoritative.
Under ASC 815, the Company discloses derivative instruments and hedging activities, which requires entities to provide enhanced disclosures about (a) how and why an entity uses derivative instruments, (b) how

derivative instruments and related hedged items are accounted for under ASC 815 and its related interpretations and (c) how derivative instruments and related hedged items affect an entity's financial position, financial performance and cash flows.

Under ASC 805, "Business Combinations", the Company uses the acquisition method of accounting for all business combinations and for an acquirer to be identified for each business combination. Under ASC 805, the Company is also required to recognize the assets acquired, the liabilities assumed, and any noncontrolling interest in the acquiree at the acquisition date, measured at their fair values as of that date, with limited exceptions specified in ASC 805. In addition, acquisition costs and restructuring costs that the acquirer expected but was not obligated to incur to be recognized separately from the business combination, therefore, expensed instead of part of the purchase price allocation. ASC 805 will be applied prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2008. Early adoption is prohibited.
The Company follows ASC 825-10 in measuring the fair value of options for financial assets and liabilities. The Company is permitted to irrevocably elect fair value on a contract-by-contract basis as the initial and subsequent measurement attribute for many financial assets and liabilities and certain other items including insurance contracts. Entities electing the fair value option would be required to recognize changes in fair value in earnings and to expense upfront cost and fees associated with the item for which the fair value option is elected. ASC 825-10 is effective for fiscal years beginning after November 15, 2007. Early adoption is permitted as of the beginning of a fiscal year that begins on or before November 15, 2007, provided the entity also elects to apply the provisions of ASC 825-10, Fair Value Measurements.

Note 3. Common Stock

There are no common stock issued during the nine months period ended September 30, 2008.

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Note 4. Due to Related Parties

On September 30, 2008, $26,553 (2008 - $25,000) was due to several corporations related to the Company. These amounts bear no interest and with not stated repayment terms; the Company recorded no imputed interest on these borrowings.

Note 5. Income Taxes

The Company provides for income taxes under ASC 740, "Income Taxes". ASC 740 which 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 bases of assets and liabilities and the tax rates in effect currently.

At September 30, 2008, the Company had deficits accumulated during the development stage of $28,131,553 available in computing net deferred tax assets which may be used to offset future taxable income.

Note 6. Subsequent Events

Effective November 12, 2009, the Company effectuated a 1 for 1,000 reverse stock splits, thereby reducing the issued and outstanding shares of Common Stock from 10,758,526 prior to the reverse split to 10,759 following the reverse split as of June 30, 2008. The financial statements have been retroactively adjusted to reflect this reverse split.

Effective November 12, 2009, the Company's name was changed from Focus Affiliates, Inc. to Auric Mining Company and the Company's quotation symbol on the Over-the-Counter Bulletin Board and Pink Sheets was change from FONE to AUMY.

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PART I

This Interim Report on Form 10-Q contains forward-looking statements that have been made pursuant to the provisions of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, and the Private Securities Litigation Reform Act of 1995 and concern matters that involve risks and uncertainties that could cause actual results to differ materially from historical results or from those projected in the forward-looking statements. Discussions containing forward-looking statements may be found in the material set forth under "Business," "Management's Discussion and Analysis of Financial Condition and Results of Operations" and in other sections of this Form 10-Q. Words such as "may," "will," "should," "could," "expect," "plan," "anticipate," "believe," "estimate," "predict," "potential," "continue" or similar words are intended to identify forward-looking statements, although not all forward-looking statements contain these words. Although we believe that our opinions and expectations reflected in the forward-looking statements are reasonable as of the date of this Report, we cannot guarantee future results, levels of activity, performance or achievements, and our actual results may differ substantially from the views and expectations set forth in this Interim Report on Form 10-Q. We expressly disclaim any intent or obligation to update any forward-looking statements after the date hereof to conform such statements to actual results or to changes in our opinions or expectations.

Readers should carefully review and consider the various disclosures made by us in this Report, set forth in detail in Part I, under the heading "Risk Factors," as well as those additional risks described in other documents we file from time to time with the Securities and Exchange Commission, which attempt to advise interested parties of the risks, uncertainties, and other factors that affect our business. We undertake no obligation to publicly release the results of any revisions to any forward-looking statements to reflect anticipated or unanticipated events or circumstances occurring after the date of such statements.

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

General

The Company has been in the process of identifying and discussing a strategic merger or acquisitions but will need to raise substantial additional capital to fund this strategy.

The Company does not currently have any employees.

Operations

The Company has not been active since 2001. The net loss for the nine months ended September 30, 2008 was $1,553 compared to nil for the nine months period ended September 30, 2007.

Liquidity and Financial Resources

The Company has no cash and a working capital deficit of $26,553 ($25,000 - 2008) as of September 30, 2008. Accordingly, the Company's ability to sustain operations and pursue its plan of operations is contingent on the ability to obtain funding. The Company is seeking such additional funds through private equity or debt financing. Regardless, there can be no assurance that such funding will be available on acceptable terms.

The Company remains in the development stage. Operations were financed through advances and loans from directors and related parties. The directors and related parties have also advanced funds into the Company to cover cash flow deficiencies. These advances have no stated interest or repayment terms.

The Company's financial statements are presented on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. At September 30, 2008, the Company has been unsuccessful in its efforts to raise additional capital to meet management's plan of operations.

The Company's continued existence as a going concern is ultimately dependent upon its ability to secure additional funding.

Critical Accounting Policies

The Company's discussion and analysis of its financial condition and results of operations are based upon the Company's financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America.

The preparation of the financial statements requires the Company to make estimates and judgments that affect the reported amount of assets, liabilities, and expenses, and related disclosures of contingent assets and liabilities. On an on-going basis, the Company evaluates its estimates, including those related to intangible assets, income taxes and contingencies and litigation. The Company bases its estimates on historical experience and on various assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

NEW ACCOUNTING PRONOUNCEMENTS

On June 30, 2009, the Financial Accounting Standards Board (FASB) issued FASB Statement No. 168, The FASB Accounting Standards Codification(tm) and the Hierarchy of Generally Accepted Accounting Principles-a replacement of FASB Statement No. 162. On the effective date of this statement, FASB Accounting Standards Codification(tm) (ASC) becomes the source of authoritative U.S. accounting and reporting standards for nongovernmental entities, in addition to guidance issued by the Securities and Exchange Commission (SEC). At that time, FASB ASC will supersede all then-existing, non-SEC accounting and reporting standards for nongovernmental entities. Once effective, all other nongrandfathered, non-SEC accounting literature not included in FASB ASC will become nonauthoritative.

Under ASC 815, the Company discloses derivative instruments and hedging activities, which requires entities to provide enhanced disclosures about (a) how and why an entity uses derivative instruments, (b) how derivative instruments and related hedged items are accounted for under ASC 815 and its related interpretations and (c) how derivative instruments and related hedged items affect an entity's financial position, financial performance and cash flows.

Under ASC 805, "Business Combinations", the Company uses the acquisition method of accounting for all business combinations and for an acquirer to be identified for each business combination. Under ASC 805, the Company is also required to recognize the assets acquired, the liabilities assumed, and any noncontrolling interest in the acquiree at the acquisition date, measured at their fair values as of that date, with limited exceptions specified in ASC 805. In addition, acquisition costs and restructuring costs that the acquirer expected but was not obligated to incur to be recognized separately from the business combination, therefore, expensed instead of part of the purchase price allocation. ASC 805 will be applied prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2008. Early adoption is prohibited.

The Company follows ASC 825-10 in measuring the fair value of options for financial assets and liabilities. The Company is permitted to irrevocably elect fair value on a contract-by-contract basis as the initial and subsequent measurement attribute for many financial assets and liabilities and certain other items including insurance contracts. Entities electing the fair value option would be required to recognize changes in fair value in earnings and to expense upfront cost and fees associated with the item for which the fair value option is elected. ASC 825-10 is effective for fiscal years beginning after November 15, 2007. Early adoption is permitted as of the beginning of a fiscal year that begins on or before November 15, 2007, provided the entity also elects to apply the provisions of ASC 825-10, Fair Value Measurements.

Item 3. Quantitative and Qualitative Disclosures About Market Risk.

The Company at present does not engage in any business activities thus will not be subjected to any quantitative or qualitative influences to market risk.

Item 4T. Controls and Procedures.

The Company's Chief Executive Officer and its Chief Financial Officer are primarily responsible for the accuracy of the financial information that is presented in this quarterly Report. These officers have as of the close of the period covered by this Quarterly Report, evaluated the Company's disclosure controls and procedures (as defined in Rules 13a-4c and 15d-14c promulgated under the Securities Exchange Act of 1934 and determined that such controls and procedures were not effective in ensuring that material information relating to the Company was made known to them during the period covered by this Quarterly Report. There is a material weakness in the registrant's internal control over financial reporting as error was reported that there were 638,508,112 common shares outstanding when the correct number should be 10,758,526. The management has made changes in internal control over financial reporting that reconciliation of shares with the Transfer Agent's list to be carried out at every period or year end.

There have been changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the third quarter of our 2008 fiscal year that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

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PART II

Item 1. Legal Proceedings.

None

Item 1A. Risk Factors

Not applicable.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

None

Item 3. Defaults Upon Senior Securities.

Not Applicable.

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

Not Applicable.

Item 5. Other Information.

None

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Item 6. Exhibits

31.1 Certification of the Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith.

31.2 Certification of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith.

32.1 Certification of the Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, filed herewith.

32.1 Certification of the Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, filed herewith.

SIGNATURES

In accordance with the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Dated: February 8, 2010

AURIC MINING COMPANY

By: /S/ Russell Smith
Russell Smith
Chief Executive Officer
& Director

By: /S/ Brian Stewart
Brian Stewart
Chief Financial Officer