

Brazil Minerals, Inc.  
Form 10-Q  
August 12, 2013

**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 June 30, 2013

☐ 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 333-180624

Brazil Minerals, Inc.

(Exact name of registrant as specified in its charter)

Nevada 39-2078861  
(State or other jurisdiction of (IRS Employer  
incorporation or organization) Identification No.)1

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324 South Beverly Drive, Suite 118

Beverly Hills, California 90212

(Address of principal executive offices)

(213) 590-2500

(Registrant's telephone number)

Indicate by check mark whether the issuer (1) 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.

Large accelerated filer ☐

Accelerated filer ☐

Non-accelerated filer ☐

Smaller reporting company ☒

Do not check if a 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 ☒

APPLICABLE ONLY TO CORPORATE ISSUERS

As of August 1, 2013 the registrant had 70,983,463 shares of common stock, par value \$.001 per share, issued and outstanding.



## TABLE OF CONTENTS

	Page
<u>PART I FINANCIAL INFORMATION</u>	
Item 1. Financial Statements.	
Consolidated Balance Sheets as of June 30, 2013 (Unaudited) and December 31, 2012	F-1
Consolidated Statements of Operations for the Three and Six Months Ended June 30, 2013 and 2012 (Unaudited)	F-2
Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2013 and 2012 (Unaudited)	F-3
Notes to the Consolidated Financial Statements (Unaudited)	F-4
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.	3
Item 3. Quantitative and Qualitative Disclosures About Market Risk	7
Item 4. Controls and Procedures.	7
<u>PART II OTHER INFORMATION</u>	
Item 6. Exhibits	8
Signatures	9
Exhibits/Certifications	

**Item 1 FINANCIAL STATEMENTS****BRAZIL MINERALS, INC.****(FORMERLY, FLUX TECHNOLOGIES, CORP.)****CONSOLIDATED BALANCE SHEETS (UNAUDITED)****AS OF JUNE 30, 2013 AND DECEMBER 31, 2012**

	June 30, 2013	December 31, 2012
<b>ASSETS</b>		
Current Assets		
Cash and cash equivalents	\$360,733	\$863,189
Accounts receivable	68,697	-
Inventory	512,358	-
Accounts receivable - Brazil Mining, Inc.	5,763	-
Total Current Assets	947,551	863,189
Capital Assets		
Equipment	489,466	-
Other Assets		
Interest in mineral production rights	800,000	-
Advances	148,017	-
Intangible assets	148,984	-
Loan receivable-related party	-	800,000
Total Assets	\$2,534,018	\$1,663,189
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Liabilities		
Current Liabilities		
Accrued expenses and accounts payable	\$86,878	\$67,362
Accounts payable - Brazil Mining, Inc.	747	-
Loan from Director	180	100
Total Liabilities	87,805	67,462
Stockholders' Equity		
Series A Preferred Stock, \$0.001 par value, 10,000,000 shares authorized; 1 share issued and outstanding	-	-
Common stock, \$0.001 par value, 150,000,000 shares authorized; 70,963,434 shares issued and outstanding (December 31, 2012- 69,963,434)	70,963	69,963

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Additional paid-in-capital	39,031,443	37,370,516
Stock Warrants	117,765	117,765
Unrealized foreign exchange	41,338	-
Non-controlling interest	515,624	-
Deficit accumulated during the development stage	(37,330,920)	(35,962,517)
Total Stockholders' Equity	2,446,213	1,595,727
 Total Liabilities and Stockholders' Equity	 \$2,534,018	 \$1,663,189

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

F-1

**BRAZIL MINERALS, INC.****(FORMERLY, FLUX TECHNOLOGIES, CORP.)****CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)****FOR THE THREE MONTHS AND SIX MONTHS ENDED JUNE 30, 2013 AND 2012**

	For the three months ended June 30, 2013	For the three months ended June 30, 2012	For the six months ended June 30, 2013	For the six months ended June 30, 2012
REVENUES	\$145,619	\$-	\$151,382	\$-
COST OF GOODS SOLD	82,921	-	82,921	-
GROSS PROFIT	62,698	-	68,461	-
OPERATING EXPENSES				
Professional fees	36,732	-	58,732	-
Management fee	99,200	-	191,263	-
General and administrative expenses	39,560	-	60,160	-
Compensation and related costs	40,559	-	88,376	-
Depreciation	108	-	216	-
TOTAL OPERATING EXPENSES	216,159	-	1,408,147	-
OPERATING LOSS FROM CONTINUING OPERATIONS	(153,461 )	-	(398,747 )	-
OTHER EXPENSE				
Stock based compensation	1,009,400	-	1,009,400	-
LOSS FROM CONTINUING OPERATIONS	(1,162,861 )	-	(1,339,686 )	-
LOSS FROM DISCONTINUED OPERATIONS	-	(1,340 )	-	(6,052 )
LOSS BEFORE NON-CONTROLLING INTEREST	(1,162,861 )	(1,340 )	(1,339,686 )	(6,052 )
NON-CONTROLLING INTEREST	(25,396 )	-	(25,396 )	-
LOSS BEFORE PROVISION FOR INCOME TAXES	(1,188,257 )	(1,340 )	(1,365,082 )	(6,052 )
PROVISION FOR CORPORATE INCOME TAXES	(3,321 )	-	(3,321 )	-
NET LOSS	\$(1,191,578 )	\$(1,340 )	\$(1,368,403 )	\$(6,052 )
NET LOSS PER SHARE: BASIC AND DILUTED	\$(0.00 )	\$(0.00 )	\$(0.00 )	\$(0.00 )

WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING: BASIC AND DILUTED	70,963,434	3,880,000	70,463,434	3,880,000
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The accompanying notes are an integral part of these financial statements.

F-2



**BRAZIL MINERALS, INC.**

**(FORMERLY, FLUX TECHNOLOGIES, CORP.)**

**CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)**

**FOR THE SIX MONTHS ENDED JUNE 30, 2013 AND 2012**

	For the six months ended June 30, 2013	For the six months ended June 30, 2012
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Loss from continuing operations	\$(1,368,403)	\$-
Adjustments to Reconcile Net Loss to Net Cash Used in Operating Activities:		
Non-controlling interest in income of subsidiary	25,396	
Stock based compensation	1,009,400	
Depreciation	216	-
Change in assets and liabilities:		
Increase in accounts payable to Brazil Mining, Inc.	747	
Increase in accounts receivable from Brazil Mining, Inc.	(5,763)	-
Increase in other accounts receivable	(68,697)	-
Increase in inventory	(44,728)	-
Increase (decrease) in accrued expenses and accounts payable	(9,914)	1,250
Net Cash Provided (Used) by Continuing Operating Activities	(461,746)	1,250
Net Cash Used in Discontinued Operations	-	(6,052)
Net Cash Provided (Used) in Operating Activities	(461,746)	(4,802)
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Acquisition of capital asset	(46,903)	-
Advances to a related party	-	-
Advances	(148,017)	-
Net Cash Used in Investing Activities	(194,920)	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Loans from officers	80	-
Cash acquired on acquisition of subsidiary	59,433	
Unrealized foreign exchange	41,338	
Capital contributions received	53,359	
Net proceeds from the sale of common stock	-	22,200
Cash paid for share offering costs	-	
Net Cash Provided by Continuing Financing Activities	154,210	0

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Net Cash Provided by Discontinued Financing Activities	-	22,200
Net Cash Provided by Financing Activities	154,210	22,200
Net Increase in Cash and Cash Equivalents	(502,456 )	17,398
Cash and equivalents, beginning of period	863,189	-
Cash and equivalents, end of period	\$360,733	