

OFFERING CIRCULAR

L & N MINING COMPANY

A NEVADA CORPORATION

H. O. Motel Building, Front and Humbolt Street
BATTLE MOUNTAIN, NEVADA1,500,000 Shares of Common Capital Stock
Par Value Five Cents Each, Non-Assessable*Offering Price Ten Cents per Share*

THESE SECURITIES ARE OFFERED AS A SPECULATION

The date of this offering circular is February 15, 1956.

THESE SECURITIES ARE OFFERED PURSUANT TO AN EXEMPTION FROM REGISTRATION WITH THE SECURITIES AND EXCHANGE COMMISSION. THE COMMISSION DOES NOT PASS UPON THE MERITS OF ANY SECURITIES, NOR DOES IT PASS UPON THE ACCURACY OR COMPLETENESS OF ANY OFFERING CIRCULAR OR OTHER SELLING LITERATURE.

	<i>Price to the Public</i>	<i>Underwriting Commission</i>	<i>Proceeds to Corporation*</i>
Per Share	\$.10	\$.02	\$.08
Total	\$150,000.00	\$30,000.00	\$120,000.00

*Other expenses of the offering in the estimated amount of \$7,500 will be made from the proceeds to the corporation.

THESE SECURITIES HAVE BEEN REGISTERED IN ACCORDANCE WITH THE SECURITIES LAWS OF THE STATE OF WASHINGTON, AND A STATUTORY STATEMENT HAS BEEN ACCEPTED FOR FILING AUTHORIZING THE SALE TO THE PUBLIC. THE FILING OF THIS STATEMENT BY THE DIRECTOR OF LICENSES IS PERMISSIVE ONLY AND DOES NOT CONSTITUTE A RECOMMENDATION OR ENDORSEMENT OF THE SECURITIES OFFERED.

L & N MINING COMPANY

Should all of the securities hereunder offered be sold, the public will have paid \$150,000.00 for which they will have received 1,500,000 shares of the common stock of the company, which represents 25% of the shares to be issued and outstanding at the conclusion of the offering. The founders and promoters will receive 4,500,000 shares of the common stock in exchange for mining properties acquired by them by right of location under state and federal mining acts and by negotiation with private parties. No cash consideration was paid by the founders and promoters for said properties. Such shares will represent 75% of the total shares issued and outstanding at the completion of the offering, should all of the offered shares be sold.

The percentage ownership should all of the shares hereunder offered be sold, will result in 15% of the authorized capitalization being in the hands of the public and 45% in the hands of the organizers. The Articles of Incorporation provide that the capital stock of the corporation consist of 10,000,000 shares of non-assessable common stock having a par value of \$0.05 per share. There are no other classes of stock authorized. The holder of each share of stock shall be entitled to one vote per share. The shares may be issued by the corporation from time to time for cash or such other consideration as may be fixed by the Board of Directors.

Of the 4,500,000 shares to be issued to the organizers, 2,250,000 will be issued to Walter J. Logus and 2,250,000 to Vincent R. Newbury in exchange for the interests of said parties in mining properties acquired by them by right of location under state and federal mining acts and by negotiation with private parties. No cash consideration was paid by the parties for such interests. It is contemplated that these shares will be held primarily for investment purposes and that they will not be offered for public sale at this time. All of the said 4,500,000 shares issued to the organizers for properties have been placed in escrow with the Trust Department of the Metropolitan Branch, Seattle-First National Bank, Fourth and Union Street, Seattle, Washington, for the duration of this offering. At the conclusion of the offering, should all of the shares be sold, there will be 4,000,000 shares authorized but unissued.

MANAGEMENT

Walter J. Logus.....	<i>President and Director</i>
Vincent R. Newbury.....	<i>Vice-President and Director</i>
M. A. Logus.....	<i>Secretary and Director</i>
George W. Ames.....	<i>Director</i>
Charles M. Weick.....	<i>Director</i>

HISTORICAL BACKGROUND of OFFICERS and DIRECTORS

Walter J. Logus, President and Director, 1129 10th Avenue North, Seattle, Washington, has spent approximately 30 years in the mining business and has mining interests in Utah and southern Idaho. He is President and Director of The Vindicator Silver Lead Mining Company, Wallace, Idaho.

Vincent R. Newbury, Vice-President and Director, Valmy, Nevada, is Vice-President and Director of Silver Mountain Lead Mines, Inc., Wallace, Idaho. He has been engaged in the mining business during all of his working lifetime.

M. A. Logus, Secretary and Director, 1129 10th Avenue North, Seattle, Washington, the wife of Walter J. Logus, has been associated with Mr. Logus in numerous mining activities.

Charles M. Weick, Director, 722 Ryan Avenue, Sumner, Washington, is engaged in the retail merchandising business and has mining interests in British Columbia, Canada.

George W. Ames, Director, 407 Second Avenue, Renton, Washington, is a professional accountant having a practice in Renton, Washington. Mr. Ames has mining interests in several western areas.

HISTORY OF THE COMPANY

The L & N Mining Company was incorporated under the laws of the State of Nevada on November 2, 1955. Its principal place of business is H. O. Motel Building, Battle Mountain, Nevada. Inasmuch as the company is newly organized it has no report to make with regard to previous operating history.

The company contemplates the acquisition, exploration and if warranted by the results of exploration, development and operation of uranium, copper, gold, silver and other mineral-bearing properties. At the present time the company's business is entirely in the exploratory stage.

It is contemplated by the company that sound mining practice will be followed in the program of prospecting, exploring and developing its mining properties. Should results of the program appear favorable the company may fully develop and operate any property it may own or sell or lease said property or any interest therein to others as the best interests of the company may dictate. Should results of the program be unfavorable the company may abandon any of its properties or otherwise dispose of said properties or interests therein as sound mining practice may indicate.

PURPOSE OF THE OFFERING

The purpose of the offering is to secure financing to prospect, explore and develop, if warranted, the properties now held by the company and to prospect and acquire additional properties now being examined by the company should such acquisition appear to be in the best interests of the company. The company may examine, prospect and acquire other properties as yet unknown to its officers.

DESCRIPTION OF PROPERTIES

The properties now held by right of location and under lease with option to purchase by the company are located in Lander County, Nevada, in a portion of the Battle Mountain Range. Access to the properties is by road extending southeasterly of Valmy, Nevada. The general area is served by the Southern Pacific Railroad, the Western Pacific Railroad, and by highway U.S. 40, which crosses northern Nevada north of the Battle Mountain Range. The claims owned by the company are approximately 16 miles from the rail transportation facilities at Valmy. The area in which the claims are located is known as the Battle Mountain Mining District. The company holds, by right of location, forty-five unpatented claims described as follows:

Group 1. Consists of the TR Claims Nos. 1 to 10, inclusive, located in Section 26, Township 32, North, Range 42 East. The TR Claims were located by Vincent R. Newbury and W. J. Logus during the period of September 11-20, 1955.

Group 2. Consists of the L & N Claims Nos. 1 to 35, inclusive, located in Section 24, Township 32 North, Range 42 East, and in Sections 19 and 30, Township 32 North, Range 43 East. The L & N Claims were located by Vincent R. Newbury, W. J. Logus and W. F. Newbury during the period of July 5, 1955, to October 15, 1955.

The company holds, by virtue of a lease-option to purchase agreement with the owners, Rene W. Lemaire and Etta M. Lemaire, one patented claim described as follows:

Group 3. Consists of one patented claim known as the Trenton Lode located in Section 25, Township 32 North, Range 42 East.

The lease agreement provides that the Lessees shall pay to the Lessors for rent and royalty 10% of the net smelter returns on all ores produced from such mining property during the lease. Any and all rents and royalties paid to the Lessors by the Lessees will be applied to the total purchase price of the property. The purchase agreement provides that the Lessees shall pay the sum of \$5,000.00 for the property. The agreement provides that payments shall be made at the rate of \$1,000.00 each year until the total sum has been paid.

The agreement further provides that the Lessees may at any time during the time of the lease and option make payment in full for the said property or, either before or after default, on payment to the Lessors of the sum of \$10.00 and all accrued and unpaid royalties and payments due Lessors, terminate the mining lease and option to purchase by executing and delivering to the Lessors a quit claim mining deed to the mining property, free and clear of any encumbrances made, done or suffered by Lessees.

PROSPECTING RESULTS

The company has prospected the claims and has opened trenches with a bulldozer to expose mineralized areas. Approximately five miles of road were constructed by bulldozer to permit vehicle access to the claims.

Assays of grab samples and channel samples taken during prospecting operations showed values in copper and silver. A channel sample over a 40-foot width showed 1.28 ounces of silver per ton and 1.35% copper with traces of gold. A channel sample over 3-foot width showed 3.16 ounces of silver per ton, 7.45% copper with traces of gold. A channel sample over a 12-inch width showed 6.44 ounces of silver per ton, 12% copper and a trace of gold. In the opinion of the company the results of the prospecting program were sufficiently encouraging to warrant further prospecting, exploratory and geological work. No representation is made or intended that the company has any mineral ore of commercial grade on any of its properties or that there is any certainty of developing such ore.

GEOLOGIST'S REPORT

Mr. Forbes Robertson, Economic Geologist, P.O. Box 91, University Station, Seattle 5, Washington, summarized his findings regarding the geology of the area in which the company's claims are located in a short report dated January 6, 1956. Portions of the Robertson report are quoted herein: (Mr. Robertson had not personally examined the claims at the time the report was written, but based his findings on published geological literature and interviews with officers of the company.)

General Geology of the Region

The geology of the entire region is marked by structural complexity. Sedimentary rocks, principally of Paleozoic age, crop out in the Sonoma range in the Antler Peak quadrangle. These beds have been strongly deformed, some as many as four different times. Some of the sedimentary beds were deposited originally many miles west of the region and have been moved to their present position by large thrust faults of which the Golconda thrust is prominent in the immediate area of consideration. Intrusive bodies of granodiorite and quartz monzonite followed the thrust fault and were, in part, localized by the thrust faults. The metals found in the several mining districts in the region are considered to have originated in the intrusive igneous rocks.

The following more detailed descriptions deal with the rocks found in the four sections in which the mining claims are located.

Sedimentary Formations Below the Golconda Thrust

The Valmy formation of Ordovician age crops out in the extreme northeastern corner of section 24. The formation consists of "interbedded chert, quartzite, argillite, slate, and greenstone. . . . The thickness is estimated to be more than 3,000 feet and may be as much as 5,000 feet. The quartzite and chert form prominent cliffs; the argillite, slate, and greenstone form gentle slopes." (Roberts 1951 col. 2.)

The Battle formation of lower Pennsylvanian age, is exposed on the west side of the north-south ridge in the western part of sections 19 and 30, and the eastern parts of sections 24 and 25. Except at the northern end of the outcrop area where it rests unconformably on the Valmy formation, it is bounded by faults, the Golconda thrust fault which dips westerly on the west, and a steep north-south striking fault on the east.

"The Battle formation is composed largely of conglomerate and sandstone with interbedded shale and limestone. The beds crop out prominently and form steep cliffs in places. . . . At the type section . . . the formation is 700 feet thick and has been divided into three parts. The lower part (150 feet thick) is medium-to-thick-bedded, coarse red conglomerate. The middle part (250 feet thick) is interbedded red conglomerate, sandstone, calcareous shale, and shale. The upper part (300 feet thick) consists of pebble and granule conglomerate interbedded with sandstone, shale, calcareous shale, and limestone.. (Roberts 1951 col. 3.) In Copper Canyon mine area, which is the most important producing area in the region—located some seven miles south southeast of the area of this report the Battle formation is the most favorable host rock. The formation was intruded by a body of quartz monzonite which metamorphosed the sediments to quartzites and calc-hornfels. In the area of the L & N Mining Company's claims, a granodiorite intrusive is present however the nature of the metamorphism, if any, is not known."

Sedimentary Formations Above the Golconda Thrust (Upper Plate)

"The upper-plate sequence of the Golconda thrust fault includes two formations, the Pumpnickel formation of Pennsylvanian(?) age and the Havallah formation of Permian(?) age. They are thick, predominantly fine clastic formations, apparently conformable, and they are more or less equivalent in age to the Battle formation and the Antler Peak limestone of the lower-plate sequence." (Roberts 1951 col. 3.)

"The Pumpnickel formation consists of argillite and minor amounts of greenstone and chert. The lower part of the formation is cut out by the Golconda thrust fault, but the exposed section is estimated to total more than 5,000 feet. . . . Near granitic intrusives the argillite is metamorphosed to hornfels, and the chert to a fine-grained rock that resembles quartzite." (Roberts 1951 col. 3.)

"The Havallah formation is about 3,000 feet thick, composed of quartzite, sandstone, chert, argillite, and limestone. The formation weathers to smooth slopes in most places, but the lower quartzite beds and some chert crop out prominently. . . . Near the Trenton Canyon granodiorite intrusive the formation has been metamorphosed, the sandstone to quartzite, and argillite to hornfels, the limestone to lime silicate rock or calc-hornfels, and the chert to a rock resembling quartzite." (Roberts 1951 cols. 3 and 4.)

Intrusive Rocks

"The Trenton Canyon granodiorite intrusive has an areal exposure of about 1½ square miles in sections 24 and 25. It is the largest outcrop of igneous rock in the Antler Peak quadrangle. The major intrusives are commonly porphyritic, especially in their border facies, and they may grade inward into nonporphyritic rock. (Roberts 1951 col. 4.) The granodiorite contains somewhat more plagioclase feldspar than the quartz monzonite intrusives, two of which crop out in the mineralized areas at Copper Canyon and Copper Basin."

"A quartz monzonite porphyry dike which strikes about N. 80° W. is mapped in the middle of the S.W. ¼ sec. 19."

Structure

"The structural history of the region is extremely complicated. Four orogenic movements, two in the late Paleozoic, one in the Mesozoic, and one during late Tertiary and Quaternary time, have affected the rocks of the area. During the first three of these orogenies the rocks were complexly folded and thrust-faulted, and although the fourth lacked folding and thrust faulting, it was a period of great normal faulting to which the region owes its present rugged relief."

"The Golconda thrust fault, which separates the upper- and lower-plate sequences of the Paleozoic, is the most important structural feature of the Mesozoic orogeny. The Golconda thrust fault passes diagonally through the range, extending from Copper Canyon to Trenton Canyon, thence northward to the Marigold mine. Throughout most of its course it dips westward at angles that range from 20° to 50° . . . The direction of movement is not clear, but the upper plate probably moved eastward or northeastward. The rocks of the lower plate near the thrust dip for the most part westward parallel to the dip of the thrust and were not deformed by the movement of the upper plate . . . The thrust faulting was closely followed by intrusions of quartz monzonite and granodiorite that appear to have localized by the thrust plane in some places. Steep normal and reverse faults trending northward and northwestward, which were formed soon after the intrusive activity, contain the principal ore deposits or are closely associated with them. Displacement on many of these faults exceeds 500 feet and on some are as much as 1,500 feet." (Roberts 1951 vol. 5.)

Mineral Deposits

"The principal mining areas are on the east side of the range, whereas the area of this report is on the west side. There is only one mine on the west side and according to Vanderburg (1939 p. 37) it is 'the only promising property so far discovered on the western slope.' The L & N Mining

Company has done a considerable amount of bulldozer work and have reported the discovery of several strong, north-south fracture zones which contain copper mineralization. According to a map prepared by Mr. Vincent Newbury, the mineralized fracture zone at the western side of section 19 and 30 may be in or related to the steep, north-south trending fault shown on Roberts' map and which is the eastern limit of the Battle formation. Several subsidiary structures are shown west of the main structure on Newbury's map."

"Samples of the 'ore' which are reported to have been taken across the main structure, which is possibly as much as 30 feet in width, contain iron oxide and heavy coatings of malachite (copper carbonate)."

"The strongly mineralized structures in the Copper Canyon district which is about seven miles to the south, occur under stratigraphic and structural situations similar to, but not identical to, the situation at the claims of the L & N Mining Company."

Conclusions

"The structural and stratigraphic relations at the Copper Canyon district and at the area covered by this report appear to be quite similar. If it can be demonstrated by field examination and more detailed geological mapping that the mineralized fracture zone is closely correlated, in time, to the emplacement of the intrusive granodiorite, a vigorous exploration program might be justified. From the geological information available and from the map and oral reports of Mr. Newbury, this appears to be a reasonable possibility. However, until a careful field examination can be made, no recommendations for prospecting or development would be warranted."

References

- "Hill, J. M., Some mining districts in northeastern California and Nevada; U. S. Geological Survey Bulletin 594, pp. 64, 91, 1915.
Old, however good descriptions of the more important properties in the area including the Copper Canyon district.
- Roberts, R. J., Geology of the Antler Peak quadrangle; Nevada; U. S. Geological Survey Quadrangle Maps of the United States, 1951.
Excellent geological map and brief but very adequate description of the geological formations and structures. Not much economic geology.
- Vanderburg, W. O., Reconnaissance of mining districts in Lander County, Nevada; U. S. Bureau of Mines Information Circular 7043, 1939.
Summary of the mining districts, production records, and equipment of the producing properties."

ARRANGEMENTS FOR DISTRIBUTION OF STOCK

The company will offer its stock through licensed brokers and through the efforts of the officers and directors. There are no discounts, warrants, options, finder's fees or incentives given except that licensed sales brokers or the officers and directors participating in the underwriting activities may be paid up to 20% of the gross sales price of the securities sold. In addition the company has budgeted \$7,500.00 out of the proceeds of the offering for other costs of distribution. The maximum selling commission per share will not exceed \$0.02. Each agent or person selling or offering said shares will be fully registered and qualified for such purpose as may be required by the state in which said shares are offered. Persons consenting to act as underwriters are Walter J. Logus, Vincent R. Newbury, M. A. Logus, Charles M. Weick and George W. Ames, all of whom are officers or directors of the corporation. Everett M. Williams, 659 Orcas Street, Seattle, Washington, will also act as an underwriter. Mr. Williams has no present material interest in the corporation.

If all shares offered are sold, the net proceeds to the company will be approximately \$112,500.00. Underwriting commissions of \$30,000.00 and other expenses of the offering estimated at \$7,500.00 will be paid from the gross proceeds of \$150,000.00.

The gross proceeds of the offering will be used in order of priority as indicated:

Advances on Organization.....	\$ 1,000.00
Advances on Prospecting and Exploration Costs.....	8,450.99
Mines Exploration	32,549.01
Mines Development (contingent upon result of exploration program. Funds to be used for exploration if needed).....	25,000.00
Mines Equipment (contingent upon result of exploration program. Funds to be used for exploration if needed).....	18,000.00
Assessment Work on 45 Claims.....	4,800.00
Due on Property Payments.....	5,000.00
Engineering Expense	4,000.00
Transportation Vehicle	3,200.00
Camp Equipment	2,500.00
Property Acquirements and Investigations.....	8,000.00
Commissions on Offering.....	30,000.00
Expense of Offering.....	7,500.00
TOTAL.....	\$150,000.00

There is no firm commitment for the purchase of the securities hereby offered, and no representation is made that the entire proceeds or any substantial portion thereof will be received by the company. The company may elect to rearrange the manner of the use of the proceeds should such rearrangement be in the best interests of the company. Inasmuch as the contemplated operations of the company provide for the orderly exploration and development of the properties in line with the best mining practice, a certain flexibility in the program is desirable.

TITLES

No attorney has passed on titles to mining claims being acquired by the company. The TR Group and the L & N Group of claims are held by location, and it should be noted that there is no assurance that title is good or complete.

Locators of these claims herein described are believed to have exercised the usual care and caution in their location, although it is recognized that such locations are subject to some uncertainties and hazards such as claims by possible prior locators.

LEGAL

There are no legal actions pending against the company or its properties and to the best knowledge of the company, no such actions against it are contemplated.

FINANCIAL STATEMENT

L & N MINING COMPANY

January 19, 1956

Statement of Assets

CURRENT ASSETS None

FIXED ASSETS

Cost of claims acquired from officers and directors for 4,500,000 shares.

Unrecovered, promotional, prospecting and exploratory costs.....\$ 9,450.99

LIABILITIES

Current Accounts payable to President, Vice-President and Directors.....\$ 8,620.49

Current Accounts payable to Others..... 830.50
\$ 9,450.99

CAPITAL ACCOUNT

Shares Authorized, 10,000,000, par \$0.05 each

Shares to be issued for properties 4,500,000

Shares to be offered in this offering 1,500,000

Shares to remain in treasury at present 4,000,000

All communications should be addressed to

L & N MINING COMPANY

1129 10th Avenue North

SEATTLE 2, WASHINGTON
