

METALLINE MINING CO
Form 8-K
July 16, 2007

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 OR 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **July 2, 2007**

Metalline Mining Company
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

0-27667
(Commission
File Number)

91-1766677
(IRS Employer
Identification No.)

1330 E. Margaret Avenue, Coeur d'Alene, Idaho
(Address of principal executive offices)

83815
(Zip Code)

Registrant's telephone number, including area code **(208) 665-2002**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 3.02 Unregistered Sales of Equity Securities.

During calendar year 2007, we have received an aggregate of \$2,045,625 in cash proceeds through the exercise of warrants outstanding primarily from the offering that closed in April 2006, resulting in the issuance of 1,636,500 shares of our common stock. The warrants exercised were by accredited investors only. The funds will be used for working capital and general corporate purposes. The initial offering, and the related exercise of the warrants, were conducted in reliance on Section 4(2) of the Securities Act of 1933, as amended, and Rule 506 promulgated there under. No commissions were paid on the proceeds

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Metalline Mining Company
(Registrant)

Date: July 13, 2007

/s/ Merlin Bingham

Name: Merlin Bingham
Title: President
