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FOCUS AFFILIATES INC
Form 10-K/A
January 13, 2010

AURIC MINING COMPANY

(Formerly FOCUS AFFILIATES, INC.)

FORM 10-K/A
(Annual Report)

Filed January 13, 2010 for the Period Ending 12/31/07

| | |
|-------------|--|
| Address | 3500 South Dupont Highway, Dover, DE 19901 |
| Telephone | 1-800-346-4646 |
| CIK | 0001025557 |
| Symbol | AUMY |
| SIC Code | 5065 - Electronic Parts and Equipment, Not Elsewhere Classified |
| Fiscal Year | 12/31 |

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K/A

(X) ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934 For the fiscal year ended
December 31, 2007.

OR

() 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 : 001-12571

AURIC MINING COMPANY
(formerly FOCUS AFFILIATES, INC.)
(Exact name of registrant as specified in its charter)

| | |
|---|--------------------------------------|
| Delaware | 95-4467726 |
| (State or other jurisdiction of incorporation or organization) | (IRS Employer Identification No.) |

3500 South Dupont Highway, Dover, DE 19901

(Address of principal executive offices,

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including zip code)

1-800-346-4646

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b)
of the Act: None

Securities registered pursuant to Section 12(g)
of the Act: Common Stock, \$0.001 par value

Indicate by check mark if the registrant is a well-known
seasoned issuer, as defined in Rule 405 of the Securities
Act. Yes () No (X)

Indicate by check mark if the registrant is not required to
file reports pursuant to Section 13 or Section 15(d) of the
Act. Yes (X) No ()

Indicate by check mark whether the registrant (1) has 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 (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 ()

Indicate by check if disclosure of delinquent filers
pursuant to Item 405 of Regulation S-K is not contained
herein, and will not be contained, to the best of
registrant's knowledge, in definitive proxy or information
statements incorporated by reference in Part III of this
Form 10-K or any amendment to this Form 10-K. (X)

Indicate by check mark whether the registrant is a large
accelerated filer, an accelerated filer, a not-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 (X)

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

At September 30, 2009, the Company had outstanding of
29,759 shares of Common Stock, \$0.001 par value per share.

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AURIC MINING COMPANY
FORM 10-K/A
For the Fiscal Year Ended December 31, 2007
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PART I

This Annual Report on Form 10-K 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

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"Business," "Management's Discussion and Analysis of Financial Condition and Results of Operations" and in other sections of this Form 10-K. 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 Annual Report on Form 10-K. 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.

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Item 1. Description of Business

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

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 to AUMY.

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 29,758,526 prior to the reverse split to 29,759 following the reverse split. This Form 10-K/A has been retroactively adjusted to reflect this reverse stock split.

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The Company is in the development stage under the new management and has not generated any revenues since the Company was reinstated on December 8, 2006, and has incurred losses of \$28,130,000 since inception. Further, the Company incurred a loss of \$25,000 during the year ended December 31, 2007. In view of these conditions, the ability of the Company to continue as a going concern is in substantial doubt and dependent upon achieving a profitable level of operations and on the ability of the Company to obtain necessary financing to fund ongoing operations. To meet these objectives, the Company continues to seek other sources of financing in order to support existing operations and expand the range and scope of its business. However, there are no assurances that any such financing can be obtained on acceptable terms, if at all. These financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern.

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Item 1A. Risk Factors

As the Company has no recent operating history or revenue under the new management, there is a risk that we will be unable to continue as a going concern and consummate a business combination. We have no significant assets or financial resources. We will, in all likelihood, sustain operating expenses without corresponding revenues, at least until the consummation of a business combination. This may result in our incurring a net operating loss that will increase continuously until we can consummate a business combination with a profitable business opportunity. We cannot assure you that we can identify a suitable business opportunity and consummate a business combination.

FUTURE SUCCESS IS HIGHLY DEPENDENT ON THE ABILITY OF MANAGEMENT TO LOCATE AND ATTRACT A SUITABLE ACQUISITION.

Item 1B. Unresolved Staff Comments

Not available.

Item 2. Properties

The Company neither rents nor owns any properties. The Company currently has no policy with respect to investments or interests in real estate, real estate mortgages or securities of, or interests in, persons primarily engaged in real estate activities.

Item 3. Legal Proceedings

There are not presently any material pending legal proceedings to which the Company is a party or as to which any of its property is subject, and no such proceedings are known to the Company to be threatened or contemplated against it.

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

None

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PART II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

The Company's Common Stock is presently quoted on the "Pink Sheets" under the symbol "AUMY".

As of December 31, 2007, the Company had approximately 200 shareholders on record of its common stock. The Company has not paid cash dividends on its common stock. The Company anticipates that for the foreseeable future any earnings will be retained for use in its business, and no cash dividends will be paid on the common stock. Declaration of common stock dividends will remain within the discretion of the Company's Board of Directors and will depend upon the Company's growth, profitability, financial condition and other relevant factors. The table below reflects the high and low "bid" and "ask" quotations for the Company's Common Stock for each of the calendar years covered by this report, as reported by the National Association of Securities Dealers Over the Counter Bulletin Board National Quotation System. The prices reflect inter-dealer prices, without retail mark-up, markdown or commission and do not necessarily represent actual transactions.

| | 2007 | High | Low |
|-------------|------|--------|--------|
| 1st Quarter | | 0.0020 | 0.0005 |
| 2nd Quarter | | 0.0010 | 0.0005 |
| 3rd Quarter | | 0.0020 | 0.0005 |
| 4th Quarter | | 0.0020 | 0.0020 |
| | 2008 | High | Low |
| 1st Quarter | | 0.0040 | 0.0007 |
| 2nd Quarter | | 0.0030 | 0.0010 |

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| | | |
|-------------|--------|--------|
| 3rd Quarter | 0.0012 | 0.0010 |
| 4th Quarter | 0.0010 | 0.0007 |

The Transfer Agent for the Company's Common Stock is Presidents Stock Transfer, located at 900 - 850 West Hastings Street, Vancouver, B.C. V6C 1E1 Canada.

Section 15(g) of the Securities Exchange Act of 1934: The Company's shares are covered by Section 15(g) of the Securities Exchange Act of 1934, as amended that imposes additional sales practice requirements on broker/dealers who sell such securities to persons other than established customers and accredited investors (generally institutions with assets in excess of \$5,000,000 or individuals with net

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worth in excess of \$1,000,000 or annual income exceeding \$200,000 or \$300,000 jointly with their spouses). For transactions covered by this Section 15(g), the broker/dealer must make a special suitability determination for the purchase and have received the purchaser's written agreement to the transaction prior to the sale. Consequently, Section 15(g) may affect the ability of broker/dealers to sell the Company's securities and also may affect your ability to sell your shares in the secondary market.

Section 15(g) also imposes additional sales practice requirements on broker/dealers who sell penny securities. These rules require a one page summary of certain essential items. The items include the risk of investing in penny stocks in both public offerings and secondary marketing; terms important to an understanding of the function of the penny stock market, such as "bid" and "offer" quotes, a dealers "spread" and broker/dealer compensation; the broker/dealer compensation, the broker/dealers duties to its customers, including the disclosures required by any other penny stock disclosure rules; the customer's rights and remedies in causes of fraud in penny stock transactions; and, the NASD's toll free telephone number and the central number of the North American Administrators Association, for information on the disciplinary history of broker/dealers and their associated persons.

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RECENT SALES OF UNREGISTERED SECURITIES

None

Item 6. Selected Financial Data.

Not applicable

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion of our financial condition and results of operations should be read in conjunction with the financial statements and notes thereto and the other financial information included elsewhere in this report. Certain statements contained in this report, including, without limitation, statements containing the words "believes," "anticipates," "expects" and words of similar import, constitute "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks and uncertainties. Our actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors, including our ability to create, sustain, manage or forecast our growth; our ability to attract and retain key personnel; changes in our business strategy or development plans; competition; business disruptions; adverse publicity; and international, national and local general

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economic and market conditions.

Overview

The Company does not currently engage in any business activities that provide cash flow. The Company is currently in the development stage.

Results of Operations for the year ended December 31, 2007.

Revenue. There is no revenue for the year ended December 31, 2007.

Operating Expenses. For the year ended December 31, 2007, the company has total operating expenses of \$25,000 as restructuring expenses.

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Net Loss. The net loss for the year ended December 31, 2007 was \$25,000.

Liquidity and Financial Resources

The Company remains in the development stage since restructuring. Operations were financed through proceeds from sales and the issuance of equity and loans from directors. The directors have also advanced funds into the Company to cover cash flow deficiencies. The advances have no stated 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 December 31, 2007, we have been unsuccessful in our efforts to raise additional capital to meet our plan of operation. Since restructuring, we have no revenue and have accumulated operating losses of \$28,130,000 since inception. At the present time, and over the next twelve months, our primary focus will be to explore various methods for raising additional funds and seeking profitable ventures.

Item 7A. Quantitative and Qualitative Disclosures About Market Risk.

The Company does not hold any derivatives or investments that are subject to market risks. The carrying values of any financial instruments, approximate fair value as of those dates because of relatively short-term maturity of these instruments which eliminates any potential market risk associated with such instruments.

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Item 8. Financial Statements and Supplementary Data
Auric Mining Company

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AURIC MINING COMPANY
(FORMERLY : FOCUS AFFILIATES, INC.)
(a development stage company)
Balance Sheets As At December 31, 2007
(U.S. Dollars)
(Unaudited)

| | Dec 31, 2007 (restated) |
|-----------------------|-------------------------------|
| Assets | |
| Current Assets | - |
| Total Assets | \$ - |
| Liabilities | |
| Current Liabilities | |
| Related party account | 25,000 |
| Total Liabilities | \$ 25,000 |

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| | |
|--------------------------------------|--------------|
| ----- | |
| Stockholders' Equity (Deficit) | |
| Common stock, \$0.001 par value | |
| Authorized 1,000,000,000 shares | |
| 10,759 shares issued and outstanding | |
| at December 31, 2007 | \$ 11 |
| Additional paid-in capital | 28,104,989 |
| Accumulated deficit | (28,130,000) |
| ----- | |
| Total Stockholders' Equity (Deficit) | \$ (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
(U.S. Dollars)
(Unaudited)

| | For the year ended Dec 31, 2007 (restated) | Inception March, 1994 to Dec 31, 2007 (restated) |
|--|--|--|
| Revenue | - | 379,652,000 |
| Cost of sale | - | (362,417,000) |
| ----- | | |
| Gross profit | - | 17,235,000 |
| Selling, general and administrative expenses | - | 31,838,000 |
| Non-recurring legal and auditing fees | | 1,300,000 |
| Restructuring charges | 25,000 | 1,957,000 |
| ----- | | |
| Total operating expenses | 25,000 | 35,095,000 |
| Operating loss | (25,000) | (17,860,000) |
| Other income (expenses) | | |
| Interest (expense) | | (3,424,000) |
| Other income (loss) | | 275,000 |
| ----- | | |
| Total other income (expenses) | - | (3,149,000) |

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| | | |
|---|----------|--------------|
| Net loss for the period | (25,000) | (21,009,000) |
| Income tax benefit | | (26,000) |
| Extraordinary item | | (105,000) |
| Reorganization in 2000 as per financial statements of June 30, 2000 | | (5,608,000) |
| Balance from partnership distribution to stockholders etc | | (1,382,000) |
| | | ----- |
| Net loss for the period | (25,000) | (28,130,000) |
| | | |
| Basic and diluted loss per share | (2.32) | |
| | | |
| Weighted average number of shares outstanding : basic and diluted | 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)
Statement of Stockholders' Equity (Deficiency)
for the period March 1994 (Inception) to December 31, 2007
(U.S. Dollars)
(Unaudited)

| Shares | Amount | Additional Paid-In Capital | Retained Earnings (Accum. Deficit) | Partners Capital | Due From Officer | Total Stockholders' Equity |
|--|--------|----------------------------------|---|---------------------|------------------------|----------------------------------|
| ----- | | | | | | |
| Bal at | | | | | | |
| Jan 1, 1994 | | | (135,000) | | | |
| Distribution to partners for the 2 months ended | | | | | | |
| Feb 28, 1994 | | | (31,000) | | | |
| Net income for the 2 months ended | | | | | | |
| Feb 28, 1994 | | | 84,000 | | | |
| | | | | | | |
| | | | | | | |
| Bal at | | | | | | |
| Feb 28, 1994 | | | (82,000) | | | |
| Transfer of partnership's net liabilities to the company and issuance common stock | 2,030 | - | (82,000) | 82,000 | | |
| Distributions | | | | | | |

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| | | | | | | |
|---|-------|---------|---|-----------|-----------|------------------|
| to stockholders for the 10 months ended Dec 31, 1994 | | | | (413,000) | | |
| Net income for the 10 months ended Dec 31, 1994 | | | | 353,000 | | |
| ----- | | | | | | |
| Bal Dec 31, 1994 | 2,030 | - | - | (142,000) | - | (142,000) |
| Distributions to stockholders Capital contribution | | 100,000 | - | (166,000) | | (166,000) |
| Advances to officer | | | | | (180,000) | (180,000) |
| Net income for the year | | | | 402,000 | | 402,000 |
| ----- | | | | | | |
| Bal Dec 31, 1995 | 2,030 | 100,000 | - | 94,000 | - | (180,000) 14,000 |

The accompanying notes are an integral part of the financial statements

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| | Shares | Amount | Additional Paid-In Capital | Accum. Deficit | Due From Officer | Total Stockholders' Equity |
|---|--------|---------|----------------------------------|-------------------|------------------------|----------------------------------|
| ----- | | | | | | |
| Bal Dec 31, 1995 | 2,030 | 100,000 | - | 94,000 | (180,000) | 14,000 |
| Net income for the period Jan 1, 1996 to Dec 21, 1996 | | | | 543,000 | | 543,000 |
| Withdrawal of undistributed S corporation earnings | | | | (637,000) | (454,000) | (1,091,000) |
| Reorganization with \$.01 par value of common stock Common stock issued as consideration for note payable common stock acquired from | 224 | 2 | 99,998 | | | 1,000,000 |

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| | | | | | | |
|---|-------|-----|-----------|-------------|-----------|-------------|
| officer as settlement of bal due from officer and retirement of shares | (36) | - | (180,000) | | 180,000 | - |
| Common stock issued pursuant to initial public offering | 2,000 | 20 | 8,046,980 | | | 8,047,000 |
| Net income for the period Dec 22, 1996 to Dec 31, 1996 | | | | 296,000 | | 296,000 |
| ----- | | | | | | |
| Bal Dec 31, 1996 | 4,218 | 42 | 8,966,958 | 296,000 | (454,000) | 8,809,000 |
| Common stock issued pursuant to initial public offering over-allotment provisions | 300 | 3 | 1,339,997 | | | 1,340,000 |
| Common stock acquired from officer as settlement of bal due from officer and retirement of shares | (102) | (1) | (453,999) | | 454,000 | - |
| Net loss for the year | | | | (6,116,000) | | (6,116,000) |
| ----- | | | | | | |
| Bal Dec 31, 1997 | 4,416 | 44 | 9,852,956 | (5,820,000) | - | 4,033,000 |

The accompanying notes are an integral part of the financial statements

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| | Shares | Amount | Additional Paid-In Capital | Accum. Deficit | Total Stockholders' Equity |
|---------------------------------|--------|--------|----------------------------|----------------|----------------------------|
| Bal Dec 31, 1997 | 4,416 | 44 | 9,852,956 | (5,820,000) | 4,033,000 |
| Non-cash compensation expenses | | | 297,000 | | 297,000 |
| Common stock issued pursuant to | | | | | |

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| | | | | | |
|--|--------|------|------------|--------------|-------------|
| conversion of convertible notes offered in private placement | 1,500 | 15 | 1,287,985 | | 1,288,000 |
| Net loss for the year | | | | (2,769,000) | (2,769,000) |
| ----- | | | | | |
| Bal | | | | | |
| Dec 31, 1998 | 5,916 | 59 | 11,437,941 | (8,589,000) | 2,849,000 |
| Exercise of warrants | 999 | 10 | 998,990 | | 999,000 |
| Exercise of options | 100 | 1 | 68,999 | | 69,000 |
| Issuance of warrants on convertible debt | | | 1,512,000 | | 1,512,000 |
| Issuance of stock relating to CWI Acquisition | 2,250 | 23 | 8,999,977 | | 9,000,000 |
| Conversion of convertible debt | 1,288 | 13 | 3,786,987 | | 3,787,000 |
| Issuance of stock relating to The Wireless Group Acquisition | 185 | 2 | 749,998 | | 750,000 |
| Non-cash compensation expenses | | | 550,000 | | 550,000 |
| Net loss for the year | | | | (5,646,000) | (5,646,000) |
| ----- | | | | | |
| Bal | | | | | |
| Dec 31, 1999 | 10,738 | 108 | 28,104,892 | (14,235,000) | 13,870,000 |
| Net loss for the 6 months period ended June 30, 2000 | | | | (8,262,000) | (8,262,000) |
| ----- | | | | | |
| Bal | | | | | |
| June 30, 2000 | 10,738 | 108 | 28,104,892 | (22,497,000) | 5,608,000 |
| Common stock issued adjustments | 21 | - | - | | |
| Recapitalization and reorganization in 2000 as per financial statements of June 30, 2000, adjusting to zero | | | | (5,608,000) | (5,608,000) |
| ----- | | | | | |
| Bal | | | | | |
| Dec 31, 2006 | 10,759 | 108 | 28,104,892 | (28,105,000) | - |
| Par value of common stock at \$0.001 | | (97) | 97 | | |
| Net loss for the year | | | | (25,000) | (25,000) |
| ----- | | | | | |

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Bal
 Dec 31, 2007 10,759 11 28,104,989 (28,130,000) (25,000)

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
 (U.S. Dollars)
 (Unaudited)

| | For the year ended Dec 31, 2007 | Inception March 1994 to Dec 31, 2007 |
|--|--|---|
| | ----- (restated) | ----- (restated) |
| Cash Flows (Used In) Provided By : | | |
| Operating Activities | | |
| Net income (loss) - historical | \$ (25,000) | (28,130,000) |
| 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 | 25,000 | 848,000 |
| (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 | | - |
| (Increase) decrease in other assets | | 140,000 |
| Increase in accounts payable and accrued expenses | | 16,000 |
| | | - |
| | | 2,531,000 |
| | | ----- |
| Net cash provided by (used in) operating activities | \$ - | (1,306,000) |

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| | | |
|---|----|---------------|
| 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 | | - - |

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AURIC MINING COMPANY
(FORMERLY : FOCUS AFFILIATES, INC.)
(a development stage company)
Notes To Financial Statements
December 31, 2007
(Stated in US Dollars)
(Unaudited)

Note 1. General Organization and Business

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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 changed to AUMY.

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 December 31, 2007, the Company had not yet achieved profitable operations, has accumulated losses of \$28,130,000 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.

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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 company. 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.

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(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

FASB ASC (Accounting Standards Codification) 718 "Stock Compensation" requires public companies to recognize the cost of employee services received in exchange for equity instruments, based on the grant-date fair value of those instruments, with limited exceptions. FASB ASC 718 "Stock Compensation" 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. For small business filers, FASB ASC 718 "Stock Compensation" is effective for interim or annual periods beginning after December 15, 2005. The Company adopted the guidance in FASB ASC 718 "Stock Compensation" on October 1, 2007.

(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

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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 presents of both basic and diluted earnings per share ("EPS") on the face of the income

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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

The Company follows FASB ASC 740 "Income Taxes", which requires the use of the asset and liability method of accounting for income taxes. Under the asset and liability method, 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 non-grandfathered, non-SEC accounting literature not included

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in FASB ASC will become no authoritative.

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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.

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Note 3. Share Capital

Amend the Company's authorized share capital.

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On March 19, 2007, the authorized shares capital was increased as follows:

Authorized common stock consists of 1,000,000,000 shares having a par value of \$0.001 per share.

Note 4. Related Party Account

On December 31, 2007, \$25,000 was due to a corporation related to the Company. This amount bears no interest and with no stated repayment terms; the Company recorded no imputed interest on this borrowing.

Note 5. Income Taxes

The Company provides for income taxes under FSAB ASC 740, "Income Taxes". FSAB ASC 740 "Income Taxes" 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.

The company has fully impaired any deferred tax asset due to the improbability of future taxable earnings.

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Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure.

Not applicable

Item 9A (T). Controls and Procedures.

As supervised by our board of directors and our principal executive and principal financial officers, management has established a system of disclosure controls and procedures and has evaluated the effectiveness of that system. The system and its evaluation are reported on in the below Management's Annual Report on Internal Control over Financial Reporting. Our principal executive and financial officer has concluded that our disclosure controls and procedures (as defined in the 1934 Securities Exchange Act Rule 13a-15(e)) as of December 31, 2007, are effective,

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based on the evaluation of these controls and procedures required by paragraph (b) of Rule 13a-15 except that we have limited information when we took over and have been trying to track for more information.

Management's Annual Report on Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Rule 13a-15(f) of the Securities Exchange Act of 1934 (the "Exchange Act"). Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with U.S. generally accepted accounting principles.

Management assessed the effectiveness of internal control over financial reporting as of December 31, 2007. We carried out this assessment using the criteria of the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in Internal Control-Integrated Framework.

This annual report does not include an attestation report of our registered public accounting firm regarding internal control over financial reporting. Management's report was not subject to attestation by our registered public

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accounting firm, pursuant to temporary rules of the Securities and Exchange Commission that permit us to provide only management's report in this annual report. Management concluded in this assessment that as of December 31, 2007, our internal control over financial reporting is based on the limited information we have.

There have been no 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 fourth quarter of our 2007 fiscal year that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Item 9B. Other Information.

None.

PART III

Item 10. Directors, Executive Officers, Promoters, Control Persons and Corporate Governance.

(a) Identification of directors.

The following table furnishes the information concerning Company directors and officers as of the date of this

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report. The directors of the Registrant are elected every year and serve until their successors are elected and qualify. They are:

| Name | Age | Title | Term |
|---------------|-----|-----------------------------------|--------|
| Russell Smith | 67 | President and Director | Annual |
| Brian Stewart | 42 | Secretary, Treasurer And Director | Annual |

TERM OF OFFICE

Our directors are elected for a one-year term to hold office until the next annual general meeting of our shareholders or until removed from office in accordance with our bylaws. Our officers are appointed by our board of directors and hold office until removed by the board.

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Item 11. Executive Compensation.

There is no executive compensation for the year ended December 31, 2007.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.

The following table sets forth, as of September 30, 2009, the number of shares of Common Stock owned of record and beneficially by executive officers, directors and persons who holds 5% or more of the outstanding Common Stock of the company. Also included are the shares held by all executive officers and directors as a group.

As of September 30, 2009, there were 29,759 shares of common stock outstanding.

| Name and Address | Position | Amount and Nature of Beneficial Ownership | Percentage of class |
|------------------------|-------------|---|---------------------|
| Presidents Corp. Group | Shareholder | 11,500 | 38.65% |
| Brian Stewart | Director | 4,500 | 15.13 |

Item 13. Certain Relationships and Related Transactions, and Director Independence.

None

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Item 14. Principal Accountant Fees and Services.

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: January 12, 2010

Auric Mining Company

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

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

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Exhibit 31.01

CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TO
RULE 13A-14(A) OF THE SECURITIES EXCHANGE ACT AND
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Russell Smith, Director and Chief Executive Officer of
Auric Mining Company certify that:

1. I have reviewed this Annual Report on Form 10-K/A of
Auric Mining Company;

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 report.

3. Based on my knowledge, the financial statements, and
other financial information included in this 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 report;

4. The registrant's other certifying officer and I are
responsible for establishing and maintaining
disclosure controls and procedures (as defined in
Exchange Act Rules 13a-15(e) and 15d-15(e)) and
internal control over financial reporting (as defined
in Exchange Act Rules 13a-15(f) and 15d-15(f) for the
registrant and have:

a. Designed such disclosure controls and procedures, or
caused such disclosure controls and procedures to be
designed under our supervision, to ensure that
material information relating to the registrant,
including its consolidated subsidiaries, is made known
to us by others within those entities, particularly
during the period in which this report is being
prepared;

b. Designed such internal control over financial
reporting, or caused such internal control over
financial reporting to be designed under our
supervision, to provide reasonable assurance regarding
the reliability of financial reporting and the
preparation of financial statements for external
purpose in accordance with general accepted accounting
principles.

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c. Evaluated the effectiveness of the registrant's
disclosure controls and procedures and presented in
this report our conclusions about the effectiveness of
the disclosure controls and procedures, as of the end
of the period covered by this report based on such
evaluation; and

d. Disclosed in this report any change in the

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registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, 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 and material weakness in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated : January 12, 2009

Signature : /s/ Russell Smith

Russell Smith

Director and Chief Executive Officer

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Exhibit 31.02

CERTIFICATION OF CHIEF FINANCIAL OFFICER PURSUANT TO
RULE 13A-14(A) OF THE SECURITIES EXCHANGE ACT AND
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Brian Stewart, Chief Financial Officer of Auric Mining Company certify that:

1. I have reviewed this Annual Report on Form 10-K/A of Auric Mining Company;
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 report.
3. Based on my knowledge, the financial statements, and other financial information included in this report,

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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 report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:

a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with general accepted accounting principles.

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c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, 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 and material weakness in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarized and report financial information; and

b. Any fraud, whether or not material, that involves management or other employees who have a significant

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role in the registrant's internal control over financial reporting.

Dated : January 12, 2009

Signature : /s/ Brian Stewart

Brian Stewart
Chief Financial Officer

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EXHIBIT 32 .01

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO SECTION
906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Auric Mining Company. (the "Company") on Form 10-K/A for the year ended December 31, 2007 as filed with the Securities and Exchange Commission on the date hereof (the "Report"),

I, Russell Smith, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:

(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 result of operations of the Company.

/s/ Russell Smith

Russell Smith
Chief Executive Officer

January 12, 2010

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EXHIBIT 32 .02

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 AS
ADOPTED PURSUANT TO SECTION
906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Auric
Mining Company (the "Company") on Form 10-K/A for
the year ended December 31, 2007 as filed with the
Securities and Exchange Commission on the date
hereof (the "Report"),

I, Brian Stewart, Chief Accounting Officer of the
Company, certify, pursuant to 18 U.S.C. Section
1350, as adopted pursuant to Section 906 of the
Sarbanes-Oxley Act of 2002, that to the best of my
knowledge:

(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 result
of operations of the Company.

/s/ Brian Stewart

Brian Stewart
Chief Financial Officer

January 12, 2010