

OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Mindpix Corporation

- Formerly=PrimeHoldings.com, Inc. until 10-07

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1:

Address 2: 1771 E Flamingo Rd Suite 202A Las, Vegas Nevada 89119

Address 3: _____

Phone: 1(800) 278-8280

Email: info@mpixcorporation.com

Website(s): www.mpixcorporation.com

3) Security Information

Trading Symbol: MPIX

Exact title and class of securities outstanding: Common Shares

CUSIP: 602673

Par or Stated Value: \$12,890,338

Total shares authorized: 1,500,000,000

as of: 07/08/2013

Total shares outstanding: 1,302,054,343

as of: 07/08/2013

Transfer Agent

Name: Standard Registrar & Transfer Company

Address 1: 1258 South 1840 E. Draper, UT 84020

Address 2: _____

Address 3: _____

Phone: 801-571-8844

Is the Transfer Agent registered under the Exchange Act?* Yes: No:

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

NONE

Describe any trading suspension orders issued by the SEC in the past 12 months.

NONE

Within the past year please list any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

NONE

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

The following shares were issued for the retirement of debt. The shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

# of Shares	Issue Date	Recipient
1,500,000	1/25/12	New Unified Corp
5,000,000	1/25/12	New Unified Corp
3,000,000	2/15/12	New Unified Corp
2,000,000	2/15/12	Christmas Minstries
1,000,000	2/15/12	Robert Janssen
1,000,000	2/15/12	Vince Nerlino
3,000,000	2/17/12	Thomas D Williamson
1,500,000	2/17/12	Thomas D Williamson
590,000	2/17/12	Waldorf Crawford
560,000	2/17/12	Mont Beardall
480,000	2/17/12	Gilbert Howe
400,000	2/17/12	Pat Mullins
300,000	2/17/12	Derek Mullins
265,000	2/17/12	Wally Boyko
250,000	2/17/12	Ralph Adams
250,000	2/17/12	William Apgood
210,000	2/17/12	Mark Nyman
150,000	2/17/12	Litewaves
150,000	2/17/12	Larry Reed
150,000	2/17/12	Ron Bucci
100,000	2/17/12	Jerry Mullins
100,000	2/17/12	William Shupe
100,000	2/17/12	Keith Swenson
100,000	2/17/12	Mark Bay
80,000	2/17/12	Angela Soleberg
1,000,000	2/17/12	Mont Beardall
500,000	2/17/12	William Shupe
1,300,000	2/17/12	Mark Ballif
1,500,000	2/17/12	Mark Ballif

1,000,000	2/17/12	Executive Consulting
610,000	2/17/12	Rockport Equities LLC
25,000,000	3/6/12	New Unified Corp.
3,125,000	3/20/12	Magna Group
3,200,000	3/20/12	FairHills Capital Offshore
1,125,000	3/21/12	Gel Properties
1,125,000	3/21/12	Gel Properties
5,500,000	4/18/12	FairHills Capital Offshore
4,500,000	4/18/12	New Unified Corp
2,250,000	4/26/12	Gel Properties
70,000,000	9/12/12	Emax Media, Inc.
20,000,000	9/12/12	New Unified Corp
40,000,000	12/12/12	New Unified Corp
50,000,000	12/13/12	Emax Music Corporation
50,000,000	12/13/12	Entertainment Max, Inc.
50,000,000	12/13/12	Emax Alive, Inc.
50,000,000	12/13/12	Me Too Records
40,000,000	12/13/12	New Unified Corp.
43,833,333	12/13/12	Emax Media, Inc.
30,454,545	12/13/12	Emax Media, Inc.
25,000,000	12/13/12	New Unified Corp
30,000,000	12/13/12	Emax Media, Inc.

The following securities were issued for services rendered to the Company. The shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

1,000,000	2/15/12	Dorliss Bright
4,000,000	2/17/12	Chris and Michelle Koprivich
5,000,000	2/17/12	Armando Almirall
5,000,000	2/17/12	Roxanna Weber
2,000,000	2/17/12	Catherine Tanner
2,000,000	2/17/12	Gerardo Bernard
5,000,000	2/17/12	Mary Waldman
2,000,000	2/17/12	Eric Jeter
1,650,000	2/17/12	Sullivan Family Trust (ESOP)
400,000	2/17/12	David Ballif (ESOP)
25,000,000	2/22/12	Arrow Studios
675,000	3/20/12	Gregory Starr
7,500,000	6/14/12	John R. and Cynthia L Kirby JTWS
1,875,000	6/15/12	Paul Wadnina
125,000	6/16/12	Maureen and Jeff Jacobson
250,000	6/17/12	Valeria Monterosa
250,000	6/18/12	Victoria Monterosa

4,000,000	6/19/12	Gary Freeman
3,000,000	6/20/12	Yuval Atias
2,000,000	6/21/12	Just Mrketing Group, Inc.
2,000,000	6/22/12	Rockport Equitites
75,000,000	12/13/12	Armando Almirall
30,000,000	12/13/12	The Weber Family Trust
20,000,000	12/13/12	German Gonzolez
5,000,000	12/13/12	Julius John
5,000,000	12/13/12	Executive Consulting Intenrational
25,000,000	12/13/12	Armando Almirall
15,000,000	12/13/12	The Weber Family Trust
10,000,000	12/13/12	Vince Nerilo
4,200,000	12/21/12	Bill Odom
1,400,000	12/21/12	Rsangela Caralin
1,500,000	12/21/12	Kjelly Odom Fluharty
1,500,000	12/21/12	William MCCoy
4,200,000	12/21/12	Ricard J Soto and Patsy Soto
10,000,000	12/21/12	Elizabeth James
10,000,000	12/21/12	Tamara Felton
10,000,000	12/21/12	Autumn Erhard

5) Financial Statements

The Company's financial statements for the Quarter ended June 30, 2013 have been posted on the OTC Markets website on July 12, 2013 and are incorporated herein.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Mindpix Corporation (OTC Pink: MPIX) is a multi-platform media company that primarily focuses on music and multi-media global television program content. MPIX is a go to source for the production, distribution and monetization of major music and entertainment events. MPIX owns, develops and licenses intellectual properties and program content across a full spectrum of media; the "Four Screens" consumers connect to: Live Events, Television, Internet and Mobile Media. This 360-degree approach to media in all areas truly differentiates MPIX.

B. Date and State (or Jurisdiction) of Incorporation:

Incorporated in Nevada 2004

C. the issuer's primary and secondary SIC Codes;

7812

D. the issuer's fiscal year end date;

12/31

E. principal products or services, and their markets;

Mindpix Corporation is a multi-platform media company that focuses on music and multi-media global event and program content. MPIX provides the production, distribution and monetization of major music and entertainment events. MPIX develops and licenses intellectual properties and program content across Live Events, Television, Internet and Mobile Media. Locations of Personnel are in Florida and New York.

7) Describe the Issuer's Facilities

The Company does not currently lease or own any property.

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

EXECUTIVE OFFICERS:

President and CEO: Victor Siegel

Chief Operations Officer: Saul Federman II

Secretary and Treasurer: Reina Ziegler

DIRECTORS:

Rick Garson

Victor Seigel

German Gonzales

Julius John

CONTROL PERSONS (greater than 5% owners):

eMax Media Inc.

eMax Worldwide Inc.

David R. Baliff

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of

federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

NONE

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

NONE

9) **Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Jonathan Leinwand

Firm: Jonathan D Leinwand, PA

Address 1: 200 South Andrews Ave

Address 2: Ft. Lauderdale FL 33301

Phone: _____

Email: _____

Accountant or Auditor

Name: David Brooks

Firm: D Brooks and Associates

Address 1: West Palm Beach

Address 2: _____

Phone: (954)592-2507

Email: David@dbrookscpa.com

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

I, Victor Siegel certify that:

1. I have reviewed this quarterly disclosure statement of Mindpix Corporation;
2. Based on my knowledge, this disclosure statement 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 disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

8/8/13 [Date]

/s/ Victor Siegel
[CEO's Signature]

/s/ Victor Siegel
[CFO's Signature]