

BRILLIANT SANDS
INCORPORATED

Brilliant Sands Incorporated

Financial Statements

December 31, 2014

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
Brilliant Sands Incorporated

We have audited the accompanying consolidated balance sheet of Brilliant Sands Incorporated (formally known as Consolidated Goldfields Corporation) ("the Company" as of December 31, 2014 and 2013, and the related consolidated statements of operations and comprehensive income (loss), stockholders' equity and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Brilliant Sands Incorporated as of December 31, 2014 and 2013, and the results of its consolidated operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

/s/DeCoria, Maichel & Teague, P.S.

DeCoria, Maichel & Teague, P.S.
Spokane, Washington

June 10, 2015

BRILLIANT SANDS INCORPORATED
(Formerly known as Consolidated Goldfields Corporation)
BALANCE SHEETS

	December 31, 2014	December 31, 2013
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 59,677	$ 83,055
Investments - available for sale	1,114,210	2,269,740
Prepaid expenses and deposits	17,472	26,863
Related party receivable	39,154	48,838
Mineral data held for sale (Note 5)	250,000	-
Note receivable - related party	-	40,592
Total Current Assets	1,480,513	2,469,088
MINERAL PROPERTIES AND INTERESTS	1,888,853	239,044
OTHER ASSETS		
Reclamation bond	13,191	13,191
Total Other Assets	13,191	13,191
TOTAL ASSETS	$ 3,382,557	$ 2,721,323
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	$ 21,640	$ 29,410
Accrued payroll liabilities	139,910	225,142
Accrued interest - related parties	39,701	39,701
Convertible debt, related party	50,000	50,000
Payable to related parties	267,553	137,990
Total Current Liabilities	518,804	482,243
Accrued stock payable	-	185,999
TOTAL LIABILITIES	518,804	668,242
COMMITMENTS AND CONTINGENCIES (Note 4)		
STOCKHOLDERS' EQUITY		
Preferred stock, $.10 par value, 15,000,000 authorized; no shares issued and outstanding	-	-
Common stock, $0.001 par value, 200,000,000 shares authorized; 29,661,064 and 11,121,369 shares issued and outstanding, respectively	29,661	11,121
Additional paid in capital	6,840,079	4,366,278
Accumulated deficit	(2,733,351)	(1,952,649)
Accumulated other comprehensive loss	(1,272,636)	(371,669)
Total Stockholders' Equity	2,863,753	2,053,081
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 3,382,557	$ 2,721,323

See accompanying notes to the financial statements.

BRILLIANT SANDS INCORPORATED
(Formerly known as Consolidated Goldfields Corporation)
STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

	Year Ended December 31, 2014	Year Ended December 31, 2013
OPERATING EXPENSES (INCOME)		
Exploration expense	$ 154,450	$ 246,442
Payroll and related	208,469	219,982
Professional fees and consulting	215,207	155,650
General and administrative	242,440	919,184
Impairment on mineral data held for sale	1,100,000	-
Gain on mineral properties and interests	(2,620,930)	(144,331)
TOTAL OPERATING EXPENSES (INCOME)	(700,364)	1,396,927
INCOME (LOSS) FROM OPERATIONS	700,364	(1,396,927)
OTHER INCOME (EXPENSE)		
Miscellaneous other income (expense)	(1,945)	2,175
Interest expense	(11,859)	(14,532)
Loss on exchange of investments available for sale for shares of common stock (Note 7)	(334,055)	-
Gain (loss) on investments available for sale	(1,133,207)	581,748
Impairment of investment available for sale	-	(27,000)
TOTAL OTHER INCOME (EXPENSE)	(1,481,066)	542,391
NET INCOME (LOSS)	$ (780,702)	$ (854,536)
OTHER COMPREHENSIVE INCOME (LOSS)		
Change in unrealized loss on investments available for sale	(2,368,229)	(793,538)
Reclassification of realized (gain) loss on investments available for sale	1,467,262	(581,748)
COMPREHENSIVE INCOME (LOSS)	$ (1,681,669)	$ (2,229,822)
NET INCOME (LOSS) PER COMMON SHARE, BASIC AND DILUTED	$ (0.05)	$ (0.08)
WEIGHTED AVERAGE NUMBER OF COMMON STOCK SHARES OUTSTANDING, BASIC AND DILUTED	14,381,719	10,913,426

See accompanying notes to the financial statements.

BRILLIANT SANDS INCORPORATED
(Formerly known as Consolidated Goldfields Corporation)
STATEMENT OF STOCKHOLDERS' EQUITY

	Common Stock		Additional	Accumulated	Accumulated Other Comprehensive	Total Stockholders'
	Shares	Amount	Paid in Capital	Deficit	Income	Equity
Balance, December 31, 2012	10,725,256	$ 10,725	$ 3,883,733	$ (1,098,113)	$ 1,003,617	$ 3,799,962
Stock based compensation	-	-	82,274	-	-	82,274
Issuance of common stock payable for extension of debt, related party	37,779	38	35,629	-	-	35,667
Issuance of common stock for Director awards	358,334	358	364,642	-	-	365,000
Unrealized loss on investment - available for sale	-	-	-	-	(1,375,286)	(1,375,286)
Net loss	-	-	-	(854,536)	-	(854,536)
Balance, December 31, 2013	11,121,369	$ 11,121	$ 4,366,278	$ (1,952,649)	$ (371,669)	$ 2,053,081
Stock based compensation	-	-	19,479	-	-	19,479
Issuance of common stock for:						
Satisfaction of accrued stock payable	200,000	200	185,799	-	-	185,999
Legal Expenses	69,834	70	31,355	-	-	31,425
Director Awards	150,000	150	157,351	-	-	157,501
Purchase of mineral data from Prize Mining Corporation	3,703,334	3,704	996,296	-	-	1,000,000
Purchase of mineral data - finders fee to related party	333,334	333	349,667	-	-	350,000
Purchase of mineral properties - frac sand	15,666,668	15,667	1,394,333	-	-	1,410,000
Purchase of mineral properties - King Solomon	8,334	8	492	-	-	500
Shares repurchased in accordance with settlement agreement (Note 8)	(1,591,809)	(1,592)	(660,971)	-	-	(662,563)
Change in unrealized loss on investment - available for sale, net	-	-	-	-	(900,967)	(900,967)
Net loss	-	-	-	(780,702)	-	(780,702)
Balance, December 31, 2014	29,661,064	$ 29,661	$ 6,840,079	$ (2,733,351)	$ (1,272,636)	$ 2,863,753

See accompanying notes to the financial statements.

BRILLIANT SANDS INCORPORATED
(Formerly known as Consolidated Goldfields Corporation)
STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2014	Year Ended December 31, 2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income (loss)	$ (780,702)	$ (854,536)
Adjustments to reconcile net loss to net cash used by operating activities:		
(Gain) Loss on investments available for sale	1,133,207	(581,748)
(Gain) loss on settlement of liability	-	(13,168)
Gain on mineral property and interests	(2,620,930)	(41,283)
Stock based compensation	176,980	633,274
Stock issued for legal expenses	31,425	-
Impairment on mineral data held for sale	1,100,000	-
Loss on exchange of investments available for sale for shares of common stock	-	-
	334,055	-
Investments available for sale exchanged for expenses	-	56,010
Impairment of investment available for sale	-	27,000
Changes in operating assets and liabilities		
Decrease (increase) in:		
Prepaid expenses and deposits	9,391	(10,329)
Related parties receivable	27,782	(48,838)
Interest receivable on note receivable	592	(592)
Increase (decrease) in:		
Accounts payable and accrued liabilities	(200,988)	(4,160)
Accrued payroll liabilities	(85,232)	(11,425)
Accrued interest - related parties	-	(14,432)
Payable to related parties	202,882	117,051
Net cash used by operating activities	(671,538)	(747,176)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of mineral properties and interest	(53,964)	(30,000)
Puchase of reclamation bond - Fisher Canyon	-	(2,326)
Advances under notes receivable - related party	(125,000)	(40,000)
Payments received under notes receivable - related party	165,000	-
Proceeds from sale/lease of mining property	12,000	10,000
Proceeds from sale of investments - available for sale	650,124	909,955
Net cash provided by investing activities	648,160	847,629
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payments on convertible debt, related parties	-	(35,706)
Net cash provided by financing activities	-	(35,706)
Net change in cash and cash equivalents	(23,378)	64,746
Cash and cash equivalents, beginning of year	83,055	18,309
Cash and cash equivalents, end of year	$ 59,677	$ 83,055
Supplemental cash flow information:		
Interest paid	$ 10,140	$ 27,272
Noncash investing and financing activities:		
Common stock issued for purchase of mineral properties - frac sand	$ 1,410,000	$ -
Common stock issued for purchase of mineral properties - King Solomon	500	-
Accrued expenses related to acquisition of mineral property - frac sand	193,217	-
Common stock issued for acquisition of mineral data from Prize Mining Co.	1,350,000	-
Investment - available for sale exchanged for repurchase of shares of common stock in accordance with exchange agreement	815,082	-
Investment - available for sale exchanged for mineral interest	17,128	49,953
Investment - available for sale exchanged for release of liability	-	21,015
Investment - available for sale exchanged for related party accounts payable	73,319	-
Receivable from related party for return of investment - available for sale	18,098	-
Accrued Stock payable for compensation	-	185,999

See accompanying notes to the financial statements.

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Brilliant Sands Incorporated (hereinafter "BRSD" or "the Company") was incorporated as Helena Silver Mines in May 1888 under the laws of the State of Montana. In July 2006, Helena Silver Mines Inc. completed a share acquisition agreement with Dome Copper, Inc. The acquisition was accounted for as a reverse merger with Helena Silver Mines, Inc. being the accounting acquirer and Dome Copper, Inc. surviving as a wholly owned subsidiary. At the time of the acquisition, the name of the Company was changed to Consolidated Goldfields Corporation. On January 12, 2015 the Company held a Special Meeting of Stockholders to change the name of the Company to Brilliant Sands Incorporated which became effective on March 16, 2015.

The Company is a company engaged in the acquisition, exploration and development of frac sand and mining properties. The Company's year-end is December 31.

As disclosed in Note 7, the Company's board of directors and stockholders approved a one-for-three reverse stock split of the Company's common stock effective March 16, 2015. Following the effective date of the reverse stock split, the par value of the common stock remained at $0.001 per share. Unless otherwise indicated, all references herein to shares outstanding and share issuances have been adjusted to give effect to the aforementioned stock split.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Prior to 2014, the Company applied accounting standards applicable to development state companies. In June 2014 the Financial Accounting Standards Board issued Accounting Standard Update No. 2014-10 ("the ASU"). This update changed the requirements for disclosures as it relates to development stage entities. The ASU specifies that the "inception-to-date" information is no longer required to be presented in the financial statements of a development stage entity. The amendments in the ASU are effective for annual reporting periods beginning after December 15, 2014 and interim periods therein, with early application permitted for any financial statements that have not yet been issued. The Company has elected to apply the amendments as of December 31, 2014.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make complex and subjective estimates and assumptions that affect the reported amounts in the Company's financial statements and notes thereto for items such as potential impairment of investments available for sale, mineral data held for sale, and long-lived assets; the valuation of stock based compensation; and determination of deferred

income taxes. On a regular basis, management evaluates these estimates and assumptions. Actual results may differ materially from these estimates.

The Company believes the estimates used are reasonable and appropriate based on current facts and circumstances. It is possible, however, that other parties applying reasonable judgment to the same facts and circumstances could develop different estimates. Additionally, changes in actual experience or changes in other qualitative factors could cause estimates to fluctuate.

Cash and Cash Equivalents

For the purposes of the statements of cash flows and balance sheets, the Company considers any highly liquid investments purchased with a maturity of three months or less to be cash equivalents.

Earnings Per Share

Basic earnings per share is computed by dividing the net loss by the weighted average number of shares outstanding during the year. The weighted average number of shares is calculated by taking the number of shares outstanding and weighting them by the amount of time they were outstanding. The following options, warrants and convertible debt equitable shares were excluded from the computation of diluted earnings per share for years ended December 31, 2014 and 2013 because they were anti-dilutive:

	December 31, 2014	December 31, 2013
Options	2,780,368	2,313,698
Warrants	1,554,030	1,554,030
Convertible Debt	33,223	33,223
	4,367,621	3,900,951

Investments in Debt and Equity Securities

At acquisition, the Company classifies debt securities and equity securities into one of the following three categories:

Held to Maturity – the positive intent and ability to hold to maturity. Amounts are reported at amortized cost, adjusted for amortization of premiums and accretion of discounts.

Trading Securities – bought principally for purpose of selling them in the near term. Amounts are reported at fair value, with unrealized gains and losses included in earnings.

Available for Sale – not classified in one of the above categories. Amounts are reported at fair value, with unrealized gains and losses excluded from earnings and reported separately as a component of stockholders' equity.

The Company periodically reviews its investments for indications of other than temporary impairment considering many factors, including the extent and duration to which a security's fair value has been less than its cost, overall economic and market conditions, and the financial condition and specific prospects for the issuer. Impairment of investment securities results in a charge to income when a market decline below cost is other than temporary.

The Company held securities classified as available for sale at December 31, 2014 and 2013. See "Note 3 – Investments – Available for Sale" for further details.

Fair Value Measurements

The Company discloses the following information for each class of assets and liabilities that are measured at fair value:

1. the fair value measurement;
2. the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets or liabilities (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3);
3. for fair value measurements using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes during the period attributable to the following:
    a. total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings, and a description of where those gains or losses included in earnings are reported in the statement of operations;
    b. the amount of these gains or losses attributable to the change in unrealized gains or losses relating to those assets or liabilities still held at the reporting period date and a description of where those unrealized gains or losses are reported;
    c. purchases, sales, issuances, and settlements (net); and
    d. transfers into and/or out of Level 3.
4. the amount of the total gains or losses for the period included in earnings that are attributable to the change in unrealized gains or losses relating to those assets and liabilities still held at the reporting date and a description of where those unrealized gains or losses are reported in the statement of operations; and
5. in annual periods only, the valuation technique(s) used to measure fair value and a discussion of changes in valuation techniques, if any, during the period.

Mineral Exploration and Development Costs

All exploration expenditures are expensed as incurred. Expenditures to develop new mines, to define further mineralization in existing ore bodies, and to expand the capacity of operating

mines, are capitalized and amortized on a unit of production basis over proven and probable reserves.

Mineral Properties and Interests

Significant payments related to the acquisition of mineral properties, mineral rights, and mineral leases are capitalized (see Note 4). Costs to maintain the mineral rights and leases are expensed as incurred. When a property reaches the production stage, the related capitalized costs will be amortized using the units of production method on the basis of periodic estimates of ore reserves.

Should an interest be abandoned, its capitalized costs are charged to operations. When mineral interests are sold, the capitalized costs are eliminated from the accounts and any resulting gain or loss is reflected in operations. If a part of the mineral interest is sold, the amount received is treated as a recovery of capitalized cost. Mineral properties and interests are periodically assessed for impairment of value and any diminution in value.

Accounting for Investments in Joint Ventures

For joint ventures, whether incorporated or unincorporated, in which the Company does not have joint control and significant influence, the cost method is used. Under the cost method, these investments are carried at the lower of cost or fair value. For those joint ventures in which there is joint control between the parties and the Company has significant influence, the equity method is utilized whereby the Company's share of the ventures' earnings and losses is included in the statement of operations as earnings in joint ventures and its investments therein are adjusted by a similar amount.

For joint ventures where the Company holds more than 50% of the voting interest and has significant influence, the joint venture will be consolidated with the presentation of noncontrolling interest. In determining whether significant influence exists, the Company considers its participation in policy-making decisions and its representation on the venture's management committee.

At December 31, 2014 and 2013, the Company has no investments in joint ventures.

When applicable, the Company will periodically assess its investments in joint ventures for impairment. If management determines that a decline in fair value is other than temporary it will write-down the investment and charge the impairment against operations.

Stock Based Compensation

For issuance of shares of the Company's common stock for services or other consideration, the shares are valued at the market price of the Company's common stock or the fair value of the services or consideration received, whichever is more readily determinable.

For issuances of options to purchase shares of the Company's common stock, stock based compensation is recognized in the financial statements based on the grant date fair value of the award. The fair value is determined by the Binomial Lattice option pricing model. The

Company believes that this model provides the best estimate of fair value due to its ability to incorporate inputs that change over time, such as volatility and interest rates, and to allow for the actual exercise behavior of option holders. The compensation cost is recognized over the requisite service period which is equal to the vesting period.

Provision for Taxes

The Company recognizes deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statements or tax returns. Accordingly, deferred tax liabilities and assets are determined based on the difference between the financial statement and tax bases of assets and liabilities using enacted rules in effect for the year in which differences are expected to reverse. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

A valuation allowance is established to reduce the deferred tax assets when the Company determines it is more likely than not that the related tax benefits will not be realized. The Company periodically reviews the valuation of deferred tax assets in light of expected future operating results.

Asset Retirement Obligations and Remediation Costs

Mineral properties are subject to standards for mine reclamation that have been established by various governmental agencies. Asset retirement obligations are related to the retirement of the mine, if a reasonable estimate of fair value can be determined. These obligations are initially measured at fair value with the resulting cost capitalized at the present value of estimated reclamation costs. An asset and a related liability are recorded for the present value of these costs. The liability is accreted and the asset amortized over the life of the related asset. Adjustments are made for changes resulting from either the timing or amount of the original present value estimate underlying the obligation. If there is an impairment to an asset's carrying value and a decision is made to permanently close the property, changes to the liability are recognized and charged to the provision for closed operations and environmental matters. The Company had no asset retirement obligations as of December 31, 2014 and at December 31, 2013.

NOTE 3 - INVESTMENTS – AVAILABLE FOR SALE

The following summarizes the equity securities available for sale at December 31, 2014.

	Number of Shares	Basis	Fair Value (Level 1 Inputs)	Unrealized Gain (Loss)
Teras Resources, Inc.	13,712,500	$ 2,333,846	$ 1,061,210	$ (1,272,636)
Strategic Resources International Inc.	100,000	53,000	53,000	-
		$ 2,386,846	$ 1,114,210	$ (1,272,636)

Management has determined that the decline in fair value below the carrying basis for Teras Resources, Inc. ("Teras") is temporary based upon knowledge of Teras' business plan and the volatility of Teras' stock price over time.

During the year ending December 31, 2014, the Company had the following transactions relating to its investment in Teras:

- Received 15,300,000 shares of Teras Resources, Inc. ("Teras") common stock in accordance with the Cahuilla Earn in Agreement (see Note 4). A gain on mineral properties and interests of $2,626,076 was recognized on this transaction.

- Sold 4,890,556 shares for net cash proceeds of $650,124. A loss on investment available for sale of $1,134,136 was recognized as a result of these transactions.

- Distributed 150,000 shares to a director in consideration of a performance bonus granted in 2013. The amount was accrued as a payable to related parties at December 31, 2013. The value of the shares on the transaction date was $73,319. A gain on investment available for sale of $929 was recognized during 2014 as a result of this transaction.

- Exchanged 50,000 shares for an interest in the Fisher Canyon mineral claims (see Note 4). The value of the shares on the transaction date was $17,128. A gain on mineral properties of $7,793 was recognized as a result of this transaction.

- Exchanged with two shareholders a total of 2,425,000 shares of Teras stock for 1,591,809 shares of the Company's common stock. The carrying basis of the Teras shares on the transaction date was $996,618. A loss of $334,055 was recognized as a result of this transaction. The transaction is further explained in Note 8.

The following summarizes the equity securities available for sale at December 31, 2013.

	Number of Shares	Basis	Fair Value (Level 1 Inputs)	Unrealized Gain (Loss)
Teras Resources, Inc.	5,928,056	$ 2,588,409	$ 2,216,740	$ (371,669)
Strategic Resources International Inc.	100,000	53,000	53,000	-
		$ 2,641,409	$ 2,269,740	$ (371,699)

During the year ending December 31, 2013, the Company had the following transactions relating to its investment in Teras:

- Sold 1,767,800 shares for net cash proceeds of $909,955. A gain on investment available for sale of $581,748 was recognized as a result of this transaction.

- Distributed 150,000 shares to an officer/director in consideration of a performance bonus granted in 2013. The value of the shares on the transaction date was $71,253. A gain on investment available for sale of $43,248 was recognized as a result of this transaction.

- Distributed 150,000 shares to an officer/director in consideration for a performance bonus granted in 2013. The value of the shares on the transaction date was $73,500. A gain on investment available for sale of $45,495 was recognized as a result of this transaction.

- Exchanged 34,500 shares to an officer in consideration for consulting fees accrued at December 31, 2012. The value of the shares on the transaction date was $17,250. A gain on investment available for sale of $10,809 was recognized as a result of this transaction.

- Exchanged 7,530 shares to an officer to settle deferred salary balance of $3,765. The value of the shares on the transaction date was $3,765. A gain on investment available for sale of $2,359 was recognized as a result of this transaction.

- Exchanged 100,000 shares for an interest in the Fisher Canyon mineral claims (see Note 4). The value of the shares on the transaction date was $49,953. A gain on mineral properties of $31,283 was recognized as a result of this transaction.

On December 31, 2013, the Company determined that decline in value of its investment in Strategic Resources, Inc. was other than temporary. An impairment loss of $27,000 was recognized for the year ending December 31, 2013 bringing the investment balance to its fair value of $53,000.

NOTE 4 – MINERAL PROPERTIES AND INTERESTS

Details of mineral interest capitalized for the years ended December 31, 2014 and 2013 are as follows:

Frac Sand Properties	McLelland Property	Alberta Property	Washow Property	Total
Balance - December 31, 2012	$ -	-	-	$ -
Cash	-	-	-	-
Common stock issued	-	-	-	-
Balance - December 31, 2013	$ -	-	-	$ -
Cash	17,959	17,186	7,819	42,964
Accrued acquisition costs	80,765	77,287	35,165	193,217
Common stock issued	589,679	563,999	256,322	1,410,000
Balance - December 31, 2014	$ 688,403	658,472	299,306	$ 1,646,181

Mineral Properties	Pyramid Mine	Fisher Canyon	Rose Gulch	Klondike Pass	King Solomon	Total
Balance - December 31, 2012	$ 44,000	105,091	10,000	-	-	$ 159,091
Cash	-	10,000	15,000	5,000	-	30,000
Shares in Investment-available for sale	-	49,953	-	-	-	49,953
Balance - December 31, 2013	$ 44,000	165,044	25,000	5,000	-	$ 239,044
Cash	-	-	-	6,000	5,000	11,000
Shares in Investment-available for sale	-	17,128	-	-	-	17,128
Common stock issued	-	-	-	-	500	500
Abandonment	-	-	(25,000)	-	-	(25,000)
Balance - December 31, 2014	$ 44,000	182,172	-	11,000	5,500	$ 242,672

Frac Sand Properties

On December 17, 1014 the Company entered into an Agreement of Purchase and Sale with 1824455 Alberta Ltd. to purchase a 100% right, title and interest in three properties located in the Canadian Provinces of Manitoba and Alberta. The McClelland project consists of 66,000 acres and the Alberta project consists of 87,000 acres, both of which are situated in Alberta. The Washow project consists of 1,000 acres and is situated in Manitoba. The settlement of purchase price is outlined below:

- At closing, 7,833,334 shares of Company's common stock were issued to 1824455 Alberta Ltd.
- On signing of the agreement $50,000 CAD ($42,964 USD, paid December 2014)
- $50,000 CAD ($42,937 USD, this amount was accrued at December 2014 and paid April 2015) to be paid within forty-five days of closing
- $175,000 CAD ($150,280 USD, this amount was accrued at December 2014) to be paid upon completion of financing

At closing, an additional 7,833,334 shares of Company's common stock were issued to 1824455 Alberta Ltd to be held in escrow until applicable terms and conditions are met as outlined below. Management of the Company has determined that it is probable that these milestones will be met in 2015.

- 2,350,000 of the escrowed shares will be released upon the completion of a NI 43-101 resource report that identifies a resource deposit which is sufficient to move forward with a project. As of June 4, 2015, the shares have not been released from escrow.
- 2,350,000 of the escrowed shares will be release upon the completion of a Preliminary Economic Assessment which demonstrates a financial return which is sufficient to move forward with a project. As of June 4, 2015, the shares have not been released from escrow.
- 3,133,334 of the escrowed shares will be released upon the award of all necessary permits that will allow for the mining of product. As of June 4, 2015, the shares have not been released from escrow.

The fair value of the total 15,666,668 shares of common stock issued was $1,410,000 on the date of the agreement based upon the trading price of the Company's stock.

Feisal Somji, a director of the Company, is a consultant to 1824455 Alberta Ltd.

In addition, the Company entered into a Production Royalty Agreement on the Canadian properties. The Company will pay a two (2%) percent production royalty of actual proceeds from the sale or other disposition of the product commencing on the date on which commercial production is achieved. The Company has agreed to an advance minimum royalty ("AMR") to begin on the one year anniversary of the closing date and continuing yearly up to the date of commercial production in the amount of $225,000 CAD annually. The annual AMR will be paid on a quarterly basis in four equal installments. AMR's paid prior to commercial production for each property will be credited against future production royalties on each property on a dollar for dollar basis up to the maximum rate per quarter. The AMR's paid shall be non-refundable.

King Solomon

On November 4, 2014 and December 3, 2014, the Company entered into an Exploration and Mining Lease with Option to Purchase Agreement on the King Solomon project with Mountain Gold Claims LLC Series 9, which is owned by a former director and officer of the Company and a private individual, respectively. The property consists of two adjoining claim blocks for a total of 66 unpatented mining claims situated in Nye County Nevada. Lease payments are payable to each party as outlined below:

- On signing of the agreement, 8,334 shares of the Company's common stock were issued to the private individual. The fair value of these shares was $500 based upon the trading price of the Company's stock on the date of the agreement.
- On signing of the agreements, a total of $5,000 (paid November and December 2014, respectively).

- On or prior to each anniversary date, to each party:
  - 1st: $10,000
  - 2nd: $20,000
  - 3rd: $40,000
  - 4th: $60,000
  - 5th: $80,000
  - 6th – 10th: $100,000
  - 11th – 15th: $150,000
  - 16th and thereafter: $200,000

The lease also requires minimum work commitments on or prior to each anniversary date as follows:

  - 1st: $10,000
  - 2nd: $20,000
  - 3rd: $100,000
  - 4th and thereafter: $100,000

All work expenditures made by the Company during any lease year in excess of the work commitment expenditures required for such lease year will be credited against work commitment requirements for any subsequent lease year. For any work commitment not fulfilled within the time frame, then the difference between the actual expenditures and the required work commitments expenditure will be paid to owners in cash as the fulfillment of the obligation.

Klondike Pass

On September 19, 2013, the Company entered into Exploration and Option to Purchase Agreement on the Klondike Pass project with a private individual. The property consists of 160 acres of private land located in Pershing County, Nevada. Lease payments for the property are outlined below:

- On signing of the agreement $5,000 (paid September 2013)
- On or prior to each anniversary date:

  - 1st: $6,000 (paid September 2014)
  - 2nd: $7,000
  - 3rd: $8,000
  - 4th: $10,000
  - 5th and thereafter: $15,000

The lease also requires minimum work commitments on or prior to each anniversary date as follows:

  - 1st: $10,000 ($61,391 spent as of September 30, 2014)
  - 2nd: $80,000 ($50 spent as of December 31, 2014)

- 3rd: $50,000
- 4th: and thereafter $50,000

All work expenditures made by the Company during any lease year in excess of the work commitment expenditures required for such lease year will be credited against work commitment requirements for any subsequent lease year.

Total exploration expenses for the Klondike Pass project at the years ended December 31, 2014 and December 31, 2013 were $13,530 and $47,911, respectively.

Fisher Canyon

On January 26, 2011, the Company entered into an Exploration and Mining Lease Agreement and Option to Purchase Royalty Agreement for the Fisher Canyon Project with Mountain Gold Claims Series 7 ("Mountain Gold"), which is owned by a former officer and director of the Company and a current director and former officer of the Company, who each hold a 50% interest in the property. The property consists of 87 unpatented mining claims situated in Pershing County Nevada. The Company previously held 123 unpatented mining claims and after further review the Company has decided to drop the additional 36 claims which were staked in February 2012. Lease payments for the property are outlined below:

On signing of the agreement: 100,000 shares of Teras common stock owned by the Company ("Teras Shares") which had a fair value of $50,225 on the date of the agreement.

- On or prior to each anniversary date:
  - 1st: $5,000 and 100,000 Teras Shares (paid February 2012). The Company also paid a penalty of 5,000 Teras Shares. Fair value of the Teras Shares was $30,262
  - 2nd: $10,000 and 100,000 Teras Shares (paid January 2013). Fair value of the Teras Shares was $49,953
  - 3rd: 50,000 Teras Shares **(**paid January 2014) Fair value of the Teras Shares was $17,128
  - 4th: $20,000 and 100,000 Teras Shares (paid January 2015)
  - 5th and thereafter: $25,000 and 100,000 Teras Shares

- Pay various state and federal claim-related fees

The lease agreement also requires minimum work commitments on or prior to each anniversary date as follows:

- 1st: $10,000 ($7,213 spent)
- 2nd: $25,000 ($185,970 spent, excludes annual claim fees)
- 3rd: $50,000 ($23,056 spent, excludes annual claim fees)
- 4th: $75,000 ($6,411 spent, excludes annual claim fees)
- 5th and thereafter: $100,000

For any work commitment not fulfilled within the time frame, the Company will owe a cash payment to the property owners equal to 75% of the unmet work commitment.

All work expenditures made by the Company during any lease year in excess of the work commitment expenditures required for such lease year will be credited against work commitment requirements for any subsequent lease year.

Total exploration expenses for the Fisher Canyon project for the years ended December 31, 2014 and 2013 were $20,816 and $60,305, respectively.

On February 26, 2014, the Company renegotiated his lease. Key terms are as follows:

- The cash payment of $15,000 previously required was removed and will not apply at any time.
- The stock distribution of 100,000 common shares of Teras Resources will be reduced to 50,000.
- The Company will quitclaimed unpatented lode claims that represent the Golden Mile property consisting of 13 unpatented mining claims to the owner who was a former officer and director of the Company. All costs for transfer and maintenance will be the responsibility of this individual. No gain/loss was recognized as a result of this transaction.

Pyramid Mine

The Pyramid Mine project consists of five unpatented claims encompassing 100 acres located in Churchill County, Nevada which are 100% owned by the Company. No proven or probable reserves have been identified on the property.

Total exploration expenses for the Pyramid Mine project for the years ended December 31, 2014 and 2013 were $882 and $12,108, respectively.

Koegel Hills

The Koegel Hills project consists of 71 unpatented claims encompassing 1,420 acres located in Mineral County, Nevada which are 100% owned by the Company. The project is an extensive copper-gold bearing porphyry system manifested by intense surface alteration that extends for more than six square miles.

Total exploration expenses for the Koegel Hills project for the years ended December 31, 2014 and 2013 were $12,463 and $10,687, respectively.

Rose Gulch

On August 27, 2012, the Company entered into an Exploration and Mining Lease and Option to Purchase Agreement on the Rose Gulch Property with a private individual. The property consists of 460 acres of private land located in Pershing County, Nevada.

Total exploration expenses for the Rose Gulch project as of the years ended December 31, 2014 and 2013 were $1,992 and $24,925, respectively.

As of September 10, 2014, the Company has abandoned its interest in the Rose Gulch property. A loss of $25,000 was recorded as a loss on mineral properties and interest during the year ended December 31, 2014.

Four Mile Basin

The Four Mile Basin property is located in Nye County, Nevada. The Company owns a 100% interest in two unpatented claims that are surrounded by another mining company that controls an extensive land position throughout the district.

On February 26, 2013 the Company, as Lessor, entered into an Exploration and Option to Purchase Agreement with Wolfpack Gold (Nevada) Corporation for the two unpatented Four Mile Basin claims. The term of the Agreement was for a period of twenty years. The Four Mile Basin Agreement may be cancelable at the option of either the Company or the lessee at any time by giving thirty days advanced notice. Cash payments received under the agreement were $12,000 and $10,000 during the years ended December 31, 2014 and 2013, respectively.

Subsequent to December 31, 2014, the Company received notice that the lease holder was abandoning the Four Mile Basin project.

Cahuilla Gold Project

On February 10, 2010 Consolidated entered into an Earn-In Agreement with Teras Resources, Inc. ("Teras") whereby Teras could earn 65% undivided interest in the Cahuilla property. The agreement was subsequently amended in 2011 to allow Teras to earn 100% interest in the property. Pursuant to the terms of the Earn-in Agreement, the Company received cash from Teras for the exclusive use of exploration, development and maintenance expenditures on the property and shares of Teras' common stock as follows:

- $800,000 and 4,000,000 Teras common shares (received in 2010)
- $1,000,000 and 5,000,000 Teras common shares (received in 2011)
- 5,300,000 Teras common shares (received in 2014)
- 10,000,000 Teras common shares (received in 2014)

As of December 31, 2014 and 2013, the Company had transferred all of its interest over to Teras in accordance with the agreement. Initially, the Company accounted for the Earn-In Agreement using joint venture accounting principles. Because the Company did not have majority control nor significant influence over the venture, it accounted for the Earn-In Agreement using the cost method.

During negotiations and prior to completion of the initial Earn-In Agreement in 2010, the Company's then President, CEO and director accepted an officer position with Teras and in June 2010, the President of Teras accepted a board position with the Company.

Of the Cahuilla leases, the most significant is the agreement that the Company had was with the Torres Martinez Desert Cahuilla Indians (the "TMDCI Agreement"). The TMDCI Agreement was amended on August 5, 2010 and required the Company to make the following payments:

- Upon initiating permitting for the first phase of Exploration and Development Operations: $10,000
- First Anniversary: $20,000
- Second Anniversary: $30,000
- Third Anniversary: $40,000
- Fourth Anniversary: $50,000
- Total payments are $150,000.

In addition, an amendment to the TMDCI Agreement called for the following payments upon completion and approval of five exploration and development phases (as defined in the TMDCI Agreement):

Phase Completion	Cash payment	Options to purchase shares of the Company's common stock
First	$ 30,000	40,000
Second	40,000	60,000
Third	70,000	100,000
Fourth	80,000	120,000
Fifth	110,000	160,000

Approval of each phase is required by the Secretary of Interior of the United States of America. During the year ended December 31, 2011, the Company received approval for the first and second phase. In accordance with the agreement, as amended, the Company issued 100,000 options to purchase shares of its common stock to the Torres Martinez Desert Cahuilla Indians. The options were granted December 16, 2011, have an exercise price of $0.10 and a term of ten years. The fair value of these options was $6,695. The required cash payment of $70,000 was paid by the joint venture.

During September 2014, the Company assigned the Exploration and Option to Lease Agreement with the Torres Martinez Desert Cahuilla Indians to Teras Resources, Inc.

Other

The Company controls additional mining properties in Nevada. None of these properties have ongoing mineral lease payment commitments nor do the properties have identified proven or probable reserves.

NOTE 5 – MINERAL DATA HELD FOR SALE - MUSKOX DATA

The Company has acquired the Muskox Data Inventory from Prize Mining Corporation ("Prize"). The Company's director, Mr. Somji, is currently President, CEO and a director and 3% shareholder of Prize Mining Corporation. The Data consists of years' worth of work on the Muskox Intrusion in Nunavut, Canada. The Muskox Intrusion was first worked on in the 1960's and 1970's by the Geological Survey of Canada and by Inco Mining. Prize began working on the project in 1998 and has spent over $16 million on the project through 2004. In addition, Prize accumulated data from its joint venture partners Anglo American and Silvermet Mining in the 2000's. The Company is actively attempting to sell the data to interested parties. The Company does not own the mineral rights associated with the data.

The purchase price for the Data from Prize was $1 million paid by the issuance of 3,703,334 shares of the Company's common stock. The fair value of shares of common stock issued was based on the trading price of the Company's shares on the date of the agreement. In addition, as provided by Mr. Somji's incentive package, the Chairman was granted 333,334 shares of common stock with a value of $350,000 in January 2014 for generating a project that the Board voted to accept and acquire. The fair value of the shares of common stock issued to the chairman was based on the grant date fair value on the date of the incentive package. The total cost of acquiring the Data was $1,350,000.

Management determined that as of December 31, 2014, the estimated fair value of the Data had decreased. The Company determined the estimated fair value of $250,000 after considering a report from a third party who performed an evaluation of the Muskox Data in early 2015. An impairment loss of $1,100,000 was recognized for the year ending December 31, 2014 bringing the investment balance to its fair value of $250,000. The fair value was based on Level 3 input variables under the fair value measurement accounting principles.

NOTE 6 – RELATED PARTY CONVERTIBLE NOTES

At December 31, 2014 and December 31, 2013, the Company has two convertible notes payable to Thomas Mancuso, former president and current director, totaling $50,000. The notes bear interest of 20%.

The notes are convertible at the note holder's option into shares of the Company's common stock. The number of shares that the note can be converted into will be determined as follows:

Prior to the Maturity Date – The balance of the unpaid principal plus all accrued interest divided by 90% of the offering price of the Company's most recent equity offering or $0.15 if there have been no recent equity offerings. The conversion rate was $0.90 at December 31, 2014 and 2013.

At the Maturity Date – The balance of the unpaid principal plus all accrued interest divided by $0.15.

The fair value of the related conversion option at December 31, 2014, and 2013 was nil due to the relatively short term to maturity date and the effective 'prior to maturity date' conversion rate approximating the fair value of the Company's common share at each year end.

Accrued interest

Accrued interest related to the outstanding notes was $39,701 and $39,701 for the years ended December 31, 2014 and 2013. Interest expense related to the outstanding notes was $10,140 and $12,839 for the years ended December 31, 2014 and 2013, respectively.

NOTE 7 – STOCKHOLDERS EQUITY

Preferred Stock

The Company has 15,000,000 authorized and unissued shares of preferred stock with a par value of $0.10 per share, with rights and preferences to be determined by the Company's board of directors.

Common Stock

During the year ended December 31, 2014, the board of directors and shareholders approved an increase in the number of authorized shares of common stock from 100,000,000 shares with a par value of $0.001 per share, to 200,000,000 shares of common stock with a par value of $0.001 per share. Each holder of common stock is entitled to one vote for each share of common stock held on all matters which holders of common stock are entitled to vote.

Subsequent to December 31, 2014, our board of directors and stockholders approved a one-for-three reverse stock split of the Company's common stock. After the reverse stock split, effective March 16, 2015, each holder of record held one share of common stock for every 3 shares held immediately prior to the effective date. As a result of the reverse stock split, the number of shares underlying outstanding stock options and warrants and the related exercise prices were adjusted to reflect the change in the share price and outstanding shares on the date of the reverse stock split.

Following the effective date of the reverse stock split, the par value of the common stock remained at $0.001 per share. As a result, the Company has reduced the common stock in these financial statements on a retroactive basis for all periods presented with a corresponding increase to additional paid-in-capital.

During the year ended December 31, 2014, the Company issued the following shares of its common stock:

- 200,000 shares valued at $.93 per share (total of $185,999) to a former director in accordance with the 2013 performance bonus program. This amount was accrued at December 31, 2013.
- 69,834 shares valued at $.45 per share (total of $31,425) for legal services rendered.
- 50,000 shares valued at $1.05 per share (total of $52,501) to Mr. Somji as an incentive for joining the Company's Board of Directors as Chairman.
- 100,000 shares valued at $1.05 per share (total of $105,000) to a director in accordance with the terms of the consulting services agreement.
- 3,703,334 shares valued at $.27 per share (total of $1,000,000) in connection with the purchase of the Muskox Data – see Note 5.
- 333,334 shares valued at $1.05 per share (total of $350,000) to a director in accordance with the purchase of the Muskox Data – see Note 5.
- 7,833,334 shares valued at $.09 per share (total of $705,000) issued to 1824455 Alberta Ltd in connection with acquisition of frac sand properties– see Note 4.
- 7,833,334 shares valued at $.09 per share (total of $705,000) issued to 1824455 Alberta Ltd in connection with acquisition of frac sand properties to be held in escrow until certain milestones are met – see Note 4.
- 8,334 shares valued at $.06 per share (total of $500) in connection with the King Solomon Exploration and Mining Lease with Option to Purchase Agreement – see Note 4.
- 1,591,809 shares were cancelled in accordance with an agreement entered into with two shareholders – see Note 8.

During the year ended December 31, 2013, the Company issued the following shares of its common stock:

- 100,000 shares valued at $.93 per share (total of $93,000) to a director/officer in accordance with the performance bonus program.
- 75,000 shares valued at $1.05 per share (total of $78,750) to a director in accordance with the terms of the consulting services agreement.
- 183,334 shares valued at $1.05 per share (total of $192,500) as an incentive for joining the Company's Board of Directors as Chairman.
- 37,779 shares valued at $0.93 per share (total of $35,667) in connection with the 2012 extensions to a director and a former officer in accordance with terms to extend convertible notes payable. See Note 5.

Warrants

The Company has issued warrants that enable the holder to purchase a stated number of shares of common stock at a certain price within a certain time period.

At December 31, 2014 and December 31, 2013, the Company has 1,554,030 warrants outstanding with an average exercise price of $0.75 that expire December 2015. There were no issuances, exercises, or expirations during the years ended December 31, 2014 and 2013.

Stock options

The Company approved an Amended 2013 Stock Option and Stock Bonus Plan at its Annual Meeting on March 31, 2014. Stock options are issued for compensation and services as determined by the board of directors. Following is a summary of stock option activity for the years ended December 31, 2014 and December 31, 2013:

	Number of Shares	Weighted Average Exercise Price
Outstanding at December 31, 2012	2,130,358	$ 0.45
Granted	183,340	0.99
Exercised	-	-
Expired	-	-
Outstanding at December 31, 2013	2,313,698	$ 0.49
Granted	466,670	0.09
Exercised	-	-
Expired	-	-
Outstanding and exercisable December 31, 2014	2,780,368	$ 0.43

The weighted average contractual term of the options granted during the years ended December 31, 2014 and 2013 was 4.69 years and 4.55 years, respectively. As of the year ended December 31, 2014, all of the options were fully vested. At December 31, 2014, the stock options had an intrinsic value of $0 based upon the market price of the Company's stock on that date.

Expenses related to the granting and vesting of stock options were $19,480 and $82,274 for the years ended December 31, 2014 and 2013. Such expenses are included in payroll and related expenses on the statement of operations and comprehensive income (loss).

The Company estimates the fair value of options granted by using the Binomial Lattice option pricing model with the following assumptions used for grants:

	2014	**2013**
Dividend yield	-	-
Expected volatility	75.81% - 100%	76.25% - 100%
Risk-free interest rate	0.84% - 2.17%	0.84% - 1.99%
Expected life (years)	4.25 – 7.67	4.25 – 7.86

The expected volatility is based on the historical volatility of comparable companies for a period approximating the expected life, due to the limited trading history of the Company's common stock. The risk-free interest rate is based on the implied yield available on U.S. Treasury zero-coupon issues over equivalent lives of the options.

The expected life of employee stock options represents the weighted-average period the stock options are expected to remain outstanding and is a derived output of the Binomial Lattice model. The expected life of employee stock options is impacted by all of the underlying assumptions and calibration of the Company's model. The Binomial Lattice model estimates the probability of exercise as a function of these two variables based on the entire history of exercises and cancellations on all past option grants made by the Company.

NOTE 8 – AGREEMENT TO EXCHANGE SHARES

In early 2014, the Company entered into agreements with two shareholders of the Company to acquire 1,591,809 shares of Company's common stock held by the shareholders in exchange for 2,425,000 common shares of Teras that were owned by the Company. The agreements contained provisions relating to the voting of any remaining shares of the Company's common stock owned or controlled by the shareholders in accordance with the recommendations of the Company's board of directors at the Annual Meeting and releases related to disagreements between the Company and the shareholders over the strategic direction and management of the Company.

The Company retired the shares of common stock that were acquired under these agreements. The fair value of these shares on the date of the agreements was $662,563 which was deducted from common stock and additional paid in capital during 2014. The cost basis of the Teras shares exchanged in connection with the agreements was $996,618. The difference of $334,055 was recognized in the statement of operations as a loss for the year ended December 31, 2014.

NOTE 9 – INCOME TAXES

A reconciliation of the tax benefit that would have been recognized using the Company's statutory income tax rate for the years ended December 31, 2014 and 2013 is as follows:

	2014		2013	
Federal income tax benefit at statutory rate	$273,200	35%	$299,100	35%
Effect of state income taxes	7,800	1%	8,500	1%
Effect of non-deductible items	(1,100)		(800)	
Change in valuation allowance	(279,900)	(36)%	(306,800)	(36)%
	-	-	-	-

The Company did not record federal or state tax provisions for the years ended December 31, 2014 or 2013, due to the Company's continued net operating losses. No deferred tax provision (benefit) has been recorded at December 31, 2014 or 2013 due to a full valuation allowance

against the deferred tax assets. Realization of the Company's deferred tax assets depends on generating sufficient taxable income in future years in appropriate tax jurisdictions to obtain benefit from net operating loss carryforwards. Due to the uncertainty of the timing and the amount of such realization, management concluded that a full valuation allowance was required.

Significant components of the deferred tax assets for the years ended December 31, 2014 and December 31, 2013 are as follows:

	2014	2013
Deferred tax asset:		
Net operating loss carryforward	$950,400	$710,900
Stock based compensation	201,500	168,500
Exploration costs	137,800	137,700
Total deferred tax asset	1,289,700	1,017,100
Deferred tax liability		
Investment basis difference	(242,300)	(249,600)
Net deferred tax asset	1,047,400	767,500
Valuation allowance	(1,047,400)	(767,500)
	-	-

At December 31, 2014, the Company has net operating loss carryforwards for federal income tax purposes of approximately $2,640,000 to offset future taxable income which expire from 2027 to 2034. As of December 31, 2014, state net operating losses were immaterial.

The Company is subject to federal statutory tax rate of 35%; a tax rate of 36% is applied to deferred taxes to include the impact of state income tax rates. The main difference between the statutory rate and the effective tax rate of 0% is the increase in the valuation allowance for deferred taxes.

The Company has concluded that the guidance regarding accounting for uncertainty in income taxes had no significant impact on results of operations or financial position as of December 31, 2014 or 2013. Therefore, there is no accrual for uncertain tax positions as of December 31, 2014 or 2013. If interest and penalties were to be assessed, interest would be charged to interest expense, and penalties to other operating expense. It is not anticipated that unrecognized tax benefits would significantly increase or decrease within 12 months of the reporting date. Fiscal years 2012 through 2014 remain subject to examination by state and federal tax authorities.

NOTE 10 – RELATED PARTY TRANSACTIONS

In addition to related party transactions disclosed in Notes 3, 4, 5, 6 and 7, the following transactions have occurred:

Consulting Fees

The Company elected a Chairman of the Board on March 8, 2013, which included an incentive package for joining the Board. The incentives are as follows; 116,667 share of common stock for joining of the Board; 66,667 shares of common stock after successful completion of 6 months as a Board member; 50,000 shares of common stock after successful completion of 12 months as a Board member; and 333,334 shares of common stock if the Chairman generates a property that the Board votes to accept and acquire. For the years ended December 31, 2014 and 2013, the Company incurred $52,500 and $192,500, respectively, of expense for the incentive package. On January 7th, 2014 the Company accepted the purchase of a property the Chairman presented (see Note 5). As a result the Chairman was granted 333,334 shares of common stock with a grant date value of $350,000 in January 2014.

The Company entered into a consulting agreement with the Chairman of the Board to provide assistance in corporate affairs effective March 14, 2013. For services rendered, the Company will issue to the consultant 25,000 common shares in the Company each month, payable at the end of each quarter. The term of this agreement is effective for one year and will be automatically renewed for further terms of one year until terminated in accordance with the agreement. For the years ended December 31, 2014 and 2013 the Company incurred $105,000 and $78,750, respectively of consulting fees under this agreement. On January 1, 2015 the Company entered into a new consulting agreement with the Chairman of the Board to provide assistance in corporate affairs. This agreement supersedes and replaces all existing agreements between the Company and consultant. For services rendered, the Company will pay a base monthly fee of $5,000 plus taxes where applicable, provide full participation in any benefit, stock options, or annual bonus programs, as well as reimburse all out of pocket expenses incurred while providing consulting services.

Payable to Related Party

At the years ended December 31, 2014 and 2013, the Company had $69,813 and $64,671, respectively, due to an officer of the Company for consulting services.

At the year ended December 31, 2014, the Company had $193,217 due to 1824455 Alberta Ltd., for the purchase of the frac sand properties.

At the year ended December 31, 2014, the Company had $4,523 due to a director of the Company for travel expenses.

At the year ended December 31, 2013, the Company accrued expenses of $73,319 for the issuance of 150,000 shares of Teras common stock due to a director of the Company in relation to the February 2013 Executive Incentive and Bonus Program. In May 2014 the Company distributed the 150,000 shares of Teras common stock due to the director.

Receivable from Related Parties

On November 8, 2013 the Company entered into an agreement to loan Rokmaster Resources Corporation $40,000 in the form of a note. The Company also entered into additional

agreements to loan Rokmaster Resources Corporation $125,000 during the first quarter of 2014. The Company's Chairman of the Board was a Director of Rokmaster at the time of the transaction. The principal amount of the note and any due and unpaid interest thereon shall bear interest from the date of advance to and including the date of payment calculated monthly at the rate of ten percent (10%) annum and payable on the applicable maturity date. The maturity date of the loan is one year from the date of the note or upon the borrower receiving a financing of more than $700,000 US, whichever is sooner or such later date as may be agreed to by the borrower and the Company.

The principal amount of the notes and any due and unpaid interest thereon shall bear interest from the date of advance to and including the date of payment calculated monthly at the rate of ten percent (10%) annum and payable on the applicable maturity date. The maturity date of the loan is one year from the date of the note or upon the borrower receiving a financing of more than $700,000 US, whichever is sooner or such later date as may be agreed to by the borrower and the Company. One of the Company's directors is currently a director of Rokmaster Resources Corporation.

On April 24, 2014 Rokmaster Resources Corporation has fulfilled its obligations under the terms of all loan agreements by paying, in full, the principal amount due plus all accrued interest to the Company.

At the year ended December 31, 2014 and 2013, the Company had $36,252 due from an officer and director for payroll taxes owed due to the granting of shares of the Company's common stock and the issuance of shares of Teras Resources, Inc. common stock during the February 2013 and September 2013 performance bonus program.

At the year ended December 31, 2014, the Company had $2,902 due from a shareholder for repayment of shares issued in error.

At the year ended December 31, 2013, the Company had $11,004 due from Cahuilla for consulting services provided during the month of December 2013 by the Company's employees. The fee was received in January 2014.

At the year ended December 31, 2013, the Company had $1,582 due from a Consultant for the purchase of minerals collected at the Klondike Pass property. The fee was received in February 2014.

NOTE 11 – SUBSEQUENT EVENTS

On January 12, 2015, the Company held a 2015 special meeting of shareholders. The meeting was held for the following purposes:

- To approve the amendment of the Company's Articles of Incorporation to change the name of the Company from "Consolidated Goldfields Corporation" to "Brilliant Sands Incorporated";
- To approve the amendment of the Company's Articles of Incorporation to effect a 1-for-3 reverse stock split of the issued and outstanding common stock, par value $0.001 per share (the "Common Stock"); and
- To transact any other business properly brought before the meeting or any adjournment or postponement of the meeting.

At the meeting, the shareholders approved the name change of the Company to Brilliant Sands Incorporated and the amendment for a 1-for-3 reverse stock split of the issued and outstanding common stock. The name change and the reverse split will become effective on March 15, 2015. The name change/reverse split will took effect at the open of business on, March 16, 2015. The new symbol is "BRSD".

On May 1, 2015 the Company has abandoned its interest in the Fisher Canyon property.

On May 8, 2015 the Company entered into a Stock-for-Property Exchange Agreement with High Desert Holding Corp., to purchase the Kibby Flats project, located in Esmeralda County, Nevada which consisted of twelve unpatented mining claims in exchange for 400,000 shares of High Desert Holding Corp. common stock.