G&S MINERALS INC. & SUBSIDIARY

(Formerly "HOT BRANDS INC.")

Financial Statements and Footnotes
For the periods ended
June 30, 2013, 2012 and 2011
(Unaudited)

Prepared

Internally

G&S MINERALS INC. & SUBSIDIARY
(Formerly "HOT BRANDS INC.")
(An Exploration Stage Company)
BALANCE SHEETS
(Unaudited)

	June 30, 2013	June 30, 2012	June 30, 2011
ASSETS			
Current assets			
Cash and equivalents	$ -	$ -	$ 412
Total current assets	-	-	412
Other assets			
Property and equipment net		-	-
Total other assets	-	-	-
Total assets	$ -	$ -	$ 412
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	$ 1,431,337	$ 1,427,837	$ 1,427,837
Accrued interest	1,530,329	1,469,523	1,224,610
Convertible notes payable	2,227,032	2,216,385	2,203,322
Total current liabilities	5,188,698	5,113,745	4,855,769
Total liabilities	5,188,698	5,113,745	4,855,769
STOCKHOLDERS' DEFICIT			
Common stock; par value $0.001, 150,000,000 shares authorized, 126,768,178, 84,080,678, and 84,080,678 issued and outstanding at March 31, 2012, 2011, and 2010, respectively	126,768	126,768	84,581
Additional paid-in capital	22,767,735	22,767,735	22,773,863
Deficit accumulated during exploration stage	(28,083,201)	(28,008,248)	(27,713,801)
Total stockholders' deficit	(5,188,698)	(5,113,745)	(4,855,357)
Total liabilities and stockholders' deficit	0	$ 0	$ 412

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF OPERATIONS

(unaudited)

	For the Six Months Ended		
	June 30, 2013	June 30, 2012	June 30, 2011
REVENUE	$ -	$ -	$ -
OPERATING EXPENSES			
Professional fees	37,798	35,243	-
General and administrative	19,298	8,091	1,182
Total Operating Expenses	57,096	43,334	1,182
NET LOSS FROM OPERATIONS	(55,096)	(43,334)	(1,182)
OTHER EXPENSES			
Interest expense	122,035	61,229	61,228
Depreciation	-	-	-
Other expenses	-	-	-
TOTAL OTHER EXPENSES	122,035	61,229	61,228
NET INCOME (LOSS) FOR THE PERIOD	$ (179,131)	$ (104,563)	$ (62,410)
BASIC AND DILUTED (LOSS) PER COMMON SHARE	$ (0.00)	$ (0.00)	$ (0.00)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES	140,361,178	91,521,979	84,080,678

The accompanying notes are an integral part of these financial statements.

G&S MINERALS INC. & SUBSIDIARY
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(An Exploration Stage Company)
STATEMENTS OF STOCKHOLDERS' EQUITY
(unaudited)

	Common Stock			Deficit	
	Number of Shares	Amount	Additional Paid-in Capital	Accumulated During Exploration Stage	Total Stockholders' Equity (Deficit)
Balance at December 31, 2005	**48,903**	**$ 49**	**$ 3,041,093**	**$ (6,215,041)**	**$ (3,173,899)**
Common stock issued to investors for cash	837,000	837	208,413	-	209,250
Common stock issued to officers for services	10,176,000	10,176	2,698,824	-	2,709,000
Common stock issued for services	4,600,000	4,600	1,005,900	-	1,010,500
Common stock issued for merger	44,813,282	44,813	11,042,637	-	11,087,450
Common stock issued for debt conversion	1,000,000	1,000	249,000	-	250,000
Net loss	-	-		(4,284,284)	(4,284,284)
Balance at December 31, 2006	**61,475,185**	**61,475**	**18,245,867**	**(10,499,325)**	**7,808,017**
Common stock issued to officers for services	1,250,000	1,250	273,750	-	275,000
Common stock issued for services	12,465,292	12,465	2,207,501	-	2,219,966
Common stock issued for joint venture	3,000,000	3,000	657,000	-	660,000
Common stock issued for merger	1,990,201	1,990	538,770	-	540,760
Common stock issued for debt conversion	3,900,000	3,900	776,600	-	780,500
Net loss	-	-	-	(15,303,823)	(15,303,823)
Balance at December 31, 2007	**84,080,678**	**84,081**	**22,699,488**	**(25,803,148)**	**(3,019,579)**
Common stock issued to investors for cash	625,000	625	74,375	-	75,000
Common stock issued for services	9,325,000	9,325		-	9,325
Common stock shares canceled	(9,450,000)	(9,450)		-	(9,450)
Net loss				(885,162)	(885,162)
Balance at December 31, 2008	**84,580,678**	**84,581**	**22,773,863**	**(26,688,310)**	**(3,829,866)**
Net loss				(626,477)	(626,477)
Balance at December 31, 2009	**84,580,678**	**84,581**	**22,773,863**	**(27,314,787)**	**(4,456,343)**
Net loss				(336,604)	(336,604)
Balance at December 31, 2010	**84,580,678**	**84,581**	**22,773,863**	**(27,651,391)**	**(4,792,947)**
Net loss				(252,294)	(252,294)
Balance at December 31, 2011	**84,580,678**	**84,581**	**22,773,863**	**(27,903,685)**	**(5,045,241)**

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Common Stock Issued for Debt Conversion	9,500,000		9,500		(6,128)			3,372
Common Stock Issued for Services	32,687,500		32,688					32,688
Net Income							(104,563)	(104,563)
Balance at March 31, 2012	**126,768,178**	**$**	**126,768**	**$**	**22,767,735 $**		**(28,008,248) $**	**(5,113,745)**
Net Loss							(71,453)	(71,453)
Balance at June 30, 2012	**126,768,178**	**$**	**126,768**		**22,767,735**		**(28,079,701)**	
(5,185,198)								
Net Loss							(71,453)	(71,453))
Balance at September 30, 2012	**126,768,178**	**$**	**126,768**	**$**	**22,767,735**	**$**	**(28,080,084) $**	**(5,185,581)**
Net Loss							(177,031)	(177,031)
Balance at December 31, 2012	**140,368,178**	**$**	**140,368**	**$**	**22,767,735**	**$**	**(28,082,001) $**	**(5,187,498)**
Net Loss							(177,031)	(177,031)
Balance at March 31, 2013	**140,368,178**	**$**	**140,368**	**$**	**22,767,735**	**$**	**(28,082,001)**	**(5,187,498)**
Net Loss							(179,131))	(179,131)
Balance at June 30, 2013	**140,368,178**	**$**	**140,368**	**$**	**22,767,735**	**$**	**(28,083,201)**	**(5,188,698)**

G&S MINERALS INC. & SUBSIDIARY
(Formerly "HOT BRANDS INC.")
(An Exploration Stage Company)
STATEMENTS OF CASH FLOWS
(unaudited)

	For the Six Months Ended		
	June 30, 2013	June 30, 2012	June 30, 2011
OPERATING ACTIVITIES			
Net income (loss)	$ (179,131)	$ (104,563)	$ (62,410)
Adjustments to reconcile net loss from operations:			
Depreciation	-	-	-
Change in operating assets and liabilities:			
Increase in accounts payable and accrued liabilities	-	-	-
Increase in accrued interest	122,035	61,229	61,22
Increase in convertible debt	17,920	7,274	1,930
Net cash used in operating activities	(39,176)	(36,06 0)	748
INVESTING ACTIVITIES			
Fixed asset (additions) dispositions	-	-	-
Net cash used in investing activities	-	-	-
FINANCING ACTIVITIES			
Proceeds from issuance of common shares	-	-	-
Agreement payable for mineral property purchase	-	-	-
Shares issued for convertible debt	3,373	3,373	-
Proceeds from notes payable	1,916	-	-
Proceeds from issuance of common shares	-	-	-
Convertible debenture shares	32,687	32,678	-
Additional paid-in capital	1,200	-	-
Net cash provided by financing activities	39,176	36,060	-
NET INCREASE IN CASH AND CASH EQUIVALENTS	-		748
CASH AND CASH EQUIVALENTS			
-BEGINNING OF PERIOD	-		(336)
CASH AND CASH EQUIVALENTS			
-END OF PERIOD	$ -	$ -	$ 412

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:			
Cash Paid for:			
Taxes	$ -	$ -	$ -
Interest	$ -	$ -	$ -

The accompanying notes are an integral part of these financial statements.

G&S MINERALS INC. & SUBSIDIARY
(Formerly "HOT BRANDS INC.")
(An Exploration Stage Company)
NOTES TO FINANCIAL STATEMENTS
SIX MONTHS ENDED JUNE 30, 2013, 2012, AND 2011
(Unaudited)

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

The interim financial statements G&S Minerals Inc., previously Hot Brands, Inc. dba Gold & Silver Minerals (the "Company") have been prepared by management and are unaudited. In the opinion of management, these financial statements reflect all adjustments of a normal recurring nature necessary for a fair presentation of the results for the interim periods presented. These are condensed notes and should be read in conjunction with the annual financial statements from the year ending December 31, 2012.

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with United States generally accepted accounting principles.

NOTE 2 – GOING CONCERN

The accompanying financial statements have been prepared on the basis of accounting principles applicable to a "going concern", which assume that the Company will continue in operation for at least one year and will be able to realize its assets and discharge its liabilities in the normal course of operations.

Several conditions and events cast doubt about the Company's ability to continue as a "going concern". The Company has incurred net losses of approximately $28,083,201) for the period from September 9, 1997 (inception) to June 30, 2013, has a liquidity problem, and requires additional financing and or sales in order to finance its business activities on an ongoing basis. The Company is actively pursuing alternative financing and has had discussions with various third parties, although no firm commitments have been obtained.

The Company's ability to survive will depend on numerous factors including, but not limited to, the Company's receiving continued financial support, completing public equity financing, or generating profitable operations in the future.

These financial statements do not reflect adjustments that would be necessary if the Company were unable to continue as a "going concern". While management believes that the actions already taken or planned, will mitigate the adverse conditions and events which raise doubt about the validity of the "going concern" assumption used in preparing these financial statements, there can be no assurance that these actions will be successful.

If the Company were unable to continue as a "going concern", then substantial adjustments would be necessary to the carrying values of assets, the reported amounts of its liabilities, the reported revenues and expenses, and the balance sheet classifications used.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and cash equivalents

The Company considers highly liquid financial instruments purchased with a maturity of three months or less to be cash equivalents.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (CONTINUED)

Net Loss per Share

Net loss per common share is computed by dividing net loss by the weighted average common shares outstanding during the period as defined by Financial Accounting Standards, ASC Topic 260, "Earnings per Share". Basic earnings per common share ("EPS") calculations are determined by dividing net income by the weighted average number of shares of common stock outstanding during the year. Diluted earnings per common share calculations are determined by dividing net income by the weighted average number of common shares and dilutive common share equivalents outstanding. During periods when common stock equivalents, if any, are anti-dilutive they are not considered in the computation.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could materially differ from those estimates. Management believes that the estimates used are reasonable.

In Management's opinion all adjustments necessary for a fair statement of the results for the interim periods have been made. All adjustments are normal and recurring other than the impairment of the Software development intangible as described in Note 5 of these footnotes.

Revenue Recognition

The Company recognizes revenue on an accrual basis. Revenue is generally realized or realizable and earned when all of the following criteria are met: 1) persuasive evidence of an arrangement exists between the Company and our customer(s); 2) services have been rendered; 3) our price to our customer is fixed or determinable; and 4) collectability is reasonably assured.

Fair value of financial instruments

The carrying value of cash equivalents and accrued expenses approximates fair value due to the short period of time to maturity.

Stock-based compensation

The Company recognizes stock-based compensation in accordance with ASC Topic 718 "Stock Compensation", which requires the measurement and recognition of compensation expense for all share-based payment awards made to employees and directors including employee stock options and employee stock purchases related to an Employee Stock Purchase Plan based on the estimated fair values.

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (CONTINUED)

Recent Accounting Pronouncements

The Company has evaluated all of the recent accounting pronouncements through the filing date of these financial statements and feels that none of them will have a material effect on the Company's interim financial statements.

NOTE 4 - COMMON STOCK TRANSACTIONS

During the three years ending December 31, 2010, 2009, 2008, the Company entered into a convertible promissory note with a shareholder in which the shareholder would contribute funds from time to time to cover operating costs of the business. This convertible note carries annual interest of 10% and allows the balance to be converted to shares of the Company at the par value of $.001. The balances of $65,340, $45,336 and $44,960 for the years ending December 31, 2010, 2009, and 2008 respectively are included in the current balance of convertible notes payable.

NOTE 5 – SHAREHOILDERS' EQUITY (DEFICIT)

Preferred Stock

The authorized capital stock of the Company consists of 600,000 shares designated as Series A 5% Convertible Preferred Stock at a par value of $0.001. At December 31, 2012, 2011 and 2010, there were no shares issued and outstanding.

Common Stock

The authorized common stock of the Company consists of 150,000,000 shares at a par value of $0.001. At December 31, 2012, 2011 and 2010, there were 140,386,178, 84,580,678 and 84,580,678 shares issued and outstanding,

The Company issued shares of common stock in unregistered transactions during fiscal years 2005, 2006 and 2007. All of the following shares of common stock issued were non registered transactions in reliance on Section 4(2) of the Securities Act of 1933, as amended (the "Securities Act"). The shares of common stocked issued were as follows:

During 2006, The Company issued 61,426,282 shares of which 837,000 were issued to investors for cash totaling $209,250, 10,176,000 shares to Officers for services totaling $2,709,000, 4,600,000 shares were issued to non-affiliated individuals for services totaling $1,010,500, 44,813,282 shares were issued as part of the Merger with Hot Brands totaling $11,087,450 and 1,000,000 shares were issued for debt conversion totaling $250,000.

During 2007, the Company issued 22,605,493 shares of which 1,250,000 shares to Officers for services totaling $275,000, 12,465,292 shares were issued to non-affiliated individuals for services totaling $2,219,967, 3,000,000 shares were issued in conjunction with a Joint Venture totaling $660,000, 1,990,201 shares were issued as part of the Merger with hot Brands

NOTE 5 - SHAREHOLDERS' EQUITY (DEFICIT) - (CONTINUED)

totaling $540,760 and 3,900,000 shares were issued for debt conversion totaling $780,500.

During 2008, the Company issued 9,950,000 shares of which 625,000 shares were issued to investors for cash totaling $75,000, 9,325,000 shares were issued to Officers for services totaling $9,325. The Company canceled 12,450,000 shares related to the dissolving of La Millionaria Groupings Joint Venture and other services not performed during the 2006 and 2007 period. 3,000,000 of the canceled shares were reported as being canceled during the 2007 period.

During 2012, the Company issued 9,500,000 shares of its common stock for the conversion of $3,372.50 of debt and interest, 46,287.500 shares of its common stock to Officers and related parties for services valued at $46,288.

NOTE 6 – SUBSEQUENT EVENTS

In 2008 the Company approved the cancellation of 12,450,000 shares related to contracts and services that were never fulfilled. Of that balance, 900,000 shares remain outstanding with the transfer agent and the cancellation needs to be finalized at some point in the near future.