

SPAH Current Information Report
June 30, 2008

Part A.	General Issuer Information	
ITEM I.	THE EXACT NAME OF THE ISSUER AND ITS PREDECESSOR	2
ITEM II.	THE ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES.	2
ITEM III.	THE JURISDICTION AND DATE OF INCORPORATION.	2
ITEM IV.	THE NAME AND ADDRESS OF THE TRANSFER AGENT	2
ITEM V.	THE NATURE OF THE ISSUER'S BUSINESS.	2
ITEM VI.	THE NATURE OF PRODUCTS OR SERVICES OFFERED.	4
ITEM VII.	THE NATURE AND EXTENT OF THE ISSUER'S FACILITIES.	6
Part B.	Share Structure and Issuance History	
ITEM VIII.	THE EXACT TITLE AND CLASS OF SECURITIES OUTSTANDING.	6
ITEM IX.	DESCRIPTION OF THE SECURITY.	6
ITEM X.	EQUITY STRUCTURE.	6
ITEM XI.	SECURITIES OFFERINGS AND SHARES ISSUED FOR SERVICES.	6
Part C.	Management and Control Persons	
ITEM XII.	THE OFFICERS AND CONTROL PERSONS.	7
ITEM XIII.	BENEFICIAL OWNERS	10
ITEM XIV.	ADVISORS	10
Part D.	Financial Information	
ITEM XV.	FINANCIAL INFORMATION FOR MOST RECENT FISCAL PERIOD.	11
ITEM XVI.	FINANCIAL INFORMATION FOR TWO PRECEDING FISCAL YEARS.	11
ITEM XVII.	MDA OR PLAN OF OPERATION	11
Part E.	Exhibits	
ITEM XVIII.	MATERIAL CONTRACTS	13
ITEM XIX.	ARTICLES OF INCORPORATION AND BYLAWS	13
ITEM XX.	ISSUER'S CERTIFICATIONS	14
Part F.	Miscellaneous	
ITEM XXI.	PURCHASES OF EQUITY SECURITIES BY THE ISSUER AND AFFILIATED PURCHASERS	15

A. General Issuer Information

Item I. The exact name of the issuer and its predecessor

Current name is Spectrum Acquisition Holdings, Inc. (SPAH)

First American Railways, Inc. since March 16, 1987 to September 18, 2007

Item II. The address of the issuer's principal executive offices.

2414 Exposition Blvd.
Suite BC-230
Austin, Texas 78703

Telephone: 512-924-9308
Fax: 512-532-0591
www.spectrumacq.com
investor.relations@spectrumacq.com

Item III. The jurisdiction and date of incorporation.

Incorporated in Nevada, March 16, 1987

Item IV. The name and address of the transfer agent

Transfer Online, Inc.
317 SW Alder Street
Portland, OR 97204

Phone (503.227.2950)
Fax (503.227.6874)

Registered under the Exchange Act

Item V. The nature of the issuer's business

A. Business Development

1. Form of organization: Corporation
2. Year of Incorporation: 1987
3. Fiscal year end date: Dec 31
4. SPAH has not been in bankruptcy, receivership or any similar proceeding.
5. There has been no material change in ownership in any significant amount of assets.
6. There has been no default in any note, loan, lease or other indebtedness arrangement.

7. Recent change of control: The majority shares of SPAH were purchased by Western American Mining Company (WAMC) in January, 2008. A 20-1 reverse split was performed on February, 2008. SPAH and WAMC merged in April, 2008.
8. Increase of same calls of outstanding equity: The merger with Western American Mining Company created an increase of outstanding equity of the common stock of the Issuer. Shares obtained in this merger are currently restricted and cannot be transferred.
9. The Issuer performed a 20-1 reverse split in February 2008. The Issuer also recapitalized, authorizing 100 million authorized shares. The Issuer executed a merger with Western American Mining Company in April 2008.
10. The Issuer has not encountered any delisting from any securities exchange or deletion from the OTC Bulletin Board
11. There are no current legal proceedings against the Issuer.

B. Business of Issuer

At the core of its operations, the Issuer is a Green Mining and mining equipment Technologies consortium with “Small footprint” technologies, geological imaging, automatic leveling systems, composite drilling components and new micro drilling technologies that will minimize the traditionally poisonous and toxic environmental threats poised by the mining and mining equipment industry.

The Issuer has interests in established mining and mining equipment and drilling technologies specific to the exploration, extraction and environmentally conscious mining and mining equipment of Gold, Silver and Gypsum.

As a business, the Issuer functions from the perspective of an engineering firm. This is the nucleolus that directs what technology is developed and which acquisitions are made, creates strategic alliances, develops proprietary technology and patents that bring the expertise and creates the real value for Spectrum Acquisition Holdings. The Company expects to retain the strong management teams in each business unit, capitalizing on their local knowledge of competitors and operating climate, along with their loyal customer relationships.

The Company is currently developing its bioprocessor monitors the gasification and digestion of metal ore using bacteria in a controlled agitation tank. This technology will increase the production and diminish the waste and harmful chemicals traditionally used in the mining industry. The technology monitors the oxygen and carbon dioxide at every point of the process and provides gasification when and where it is needed.

Microbial processes applied to mining operations are gaining increasing interest in recent years. Potential and current applications include the mining of gold, copper and other heavy metals, desulfurization of coal and oil, tertiary recovery of oil and biosorption of metal ions. Currently, bacterial leaching of copper and biooxidation of refractory gold concentrates are well established large-scale processes that are carried on using heaps and tank reactors. Heap operation is simple and adequate to handle large volumes of minerals, but their productivity and yields are limited because of the severe difficulties in exerting an adequate process control.

1. SIC code is 1081
2. The Issuer is currently a start up Issuer as described under Footnote 172 of Rule 144, promoting and developing an assigned patent.
3. The Issuer is not a Shell Issuer under Rule 405 of the Securities Act

4. The Issuer has no parent Issuer. The Issuer has one wholly owned subsidiary Issuer, “Western American Mining Company”, a Issuer corporation. The subsidiary’s financial statement is attached to this disclosure statement.
5. The Issuer develops equipment are intended to be used in the mining and mining equipment of ore process.
6. SPAH holds one patent pending and is currently developing it:
 - (i) Continuous Refractory Ore Bio-Processing Apparatus
7. The mining and mining equipment industry is regulated by the National Environmental Policy Act, Federal Land Policy and Management Act, Clean Air Act, Federal Water Pollution Control Act, Safe Drinking Water Act, Solid Waste Disposal Act, Comprehensive Environmental response, Compensation and Liability Act, Toxic Substance Control Act, Endangered Species Act, and Migratory Bird Treaty Act.
8. The Issuer has 3 employees, of which 1 is full-time.

Item VI. The nature of products or services offered.

- A. SPAH is a start-up Issuer focused on the development of products that are environmentally responsible for use by customers in the mining and mining equipment industries. SPAH will grow through the acquisition of companies using innovative technologies that leave a minimal footprint.
- B. SPAH is a start-up Issuer working on developing its technology for use in the mining and mining equipment fields.
- C. There have been no publicly announced new product or service.
- D. Competition

Joy Global Inc.

Manufactures and services mining equipment for the extraction of coal and other minerals and ores. Its equipment is used in mining regions to mine coal, copper, iron ore, oil sands and other minerals. It operates in two business segments: underground mining machinery (Joy Mining Machinery or Joy) and surface mining equipment (P&H Mining Equipment or P&H). Joy is a manufacturer of underground mining equipment for the extraction of coal and other bedded minerals and offers service locations near major mining regions worldwide. P&H is a major producer of surface mining equipment for the extraction of ores and minerals and provides operational support for many types of equipment used in surface mining. Sales of original equipment for the mining industry, as a class of products, accounted for 37% of Joy's consolidated sales for fiscal year ended October 26, 2007. In February 2008, Joy acquired N.E.S. Investment Co., and its subsidiary, Continental Global Group, Inc.

Bucyrus International, Inc.

Designs, manufactures mining equipment for the extraction of coal, copper, oil sands, iron ore and other minerals in mining centers throughout the world. In addition to the manufacture of original equipment, the Company also provides the aftermarket replacement parts and service for equipment. The Company operates in two business segments: surface mining and underground mining. The Company’s manufacturing facilities include Australia, China, Germany, Poland and the United States, and service and sales centers include Australia, Brazil, Canada, Chile, China, England, India, Mexico, Peru, Russia, South Africa and the United States. The Company’s surface mining equipment includes draglines, electric mining

shovels and rotary blasthole drills. In May 2007, the Company completed the acquisition of DBT GmbH, a subsidiary of RAG Coal International AG.

Newmont Mining and mining equipment Corporation (NYSE: NEM)

Based in Denver, Colorado, USA, is one of the world's largest producers of gold, with active mines in, Nevada, Indonesia, Australia, New Zealand, Ghana, and Peru. Some smaller operations include Bolivia, Mexico, and Canada. Holdings include Battle Mountain Gold, Normandy Mining and mining equipment, and Franco-Nevada Corp. Newmont also has many joint venture relationships. As of December 31, 2006, Newmont produced approximately 5.9 million equity ounces of gold annually and held reserves of about 94 million of those equity ounces. Production in the Americas accounts for about 70% of the company's equity ounces, but even so, Newmont is the largest gold mining and mining equipment company in Australia. Newmont employs approximately 15,000 people worldwide and the company says it is committed to the highest standards for environmental protection, worker health and safety, and benefiting host communities. Other metals that the company mines include copper and silver.

Doe Run Company

Based in St. Louis, Mo., is a wholly owned subsidiary of the Renco Group, and one of the largest mining and mining equipment, smelting, and refining operations in the world.[1] Doe Run operates the largest lead smelter in the United States in Herculaneum, Missouri, as well as smelters and refineries in La Oroya, Peru and a copper mine in Cobriza, Peru. The Doe Run Company is owned by Ira Rennert.

Kennecott Utah Copper Corporation (KUCC)

A division of Rio Tinto Group, is a mining and mining equipment, smelting, and refining company. Its corporate headquarters are located in Magna, Utah, USA. Kennecott operates one of the largest open-pit copper mines in the world in Bingham Canyon, Salt Lake County, Utah. The company was first formed as 1898 as the Boston Consolidated Mining and mining equipment Company. The company first used the name Kennecott in 1936. The current corporation was formed in 1989.

North Bloomfield Mining and mining equipment and Gravel Company

Established in 1866 and operated a hydraulic gold-mining and mining equipment operation at the Malakoff Mine subsequent to the California Gold Rush. In its day, no other company's operations matched North Bloomfield Mining and mining equipment and Gravel Company in size or expense. The mine is located within Malakoff Diggins State Historic Park, 16 miles (26 km) east of Highway 49 on Tyler Foote's Crossing Road, and 28 miles (45 km) north of Nevada City, California.

- E.** Raw materials / suppliers – The Issuer is currently a start-up Issuer and has no major raw materials suppliers to date.
- F.** The Issuer is not dependent upon any major customers.
- G.** SPAH holds one patent pending and is currently developing it:
 - (a) Continuous Refractory Ore Bio-Processing Apparatus
- H.** There are no approvals needed by any government agencies for the use of the Issuer's products.

Item VII. The nature and extent of the issuer's facilities.

The Issuer has offices at:

2414 Exposition Blvd.
Suite BC-230
Austin, Texas 78703

Part B	Share Structure and Issuance History
---------------	---

Item VIII. The exact title and class of securities outstanding.

1. CUSIP number is 84762F 20 7
2. Ticker: SPAH

Item IX. Description of the security.

A. Par value of Common Stock is \$.001. Par value of Preferred Stock is \$.001.

B. Stock rights

1. One share of common stock has one vote in any called shareholder's meeting.
Shareholders in the common stock of the Issuer shall equally share in any called dividend authorized by the board decision. There are no restrictions to the common stock unless a transfer restriction is placed on the share.

(a) Shares obtained through the merger with Western American Mining Company are restricted and cannot be transferred.
2. Preferred Stock. No preferred stock has been issued.

Item X. Equity Structure.

As of 6/30/08 there are:

100,000,000 common shares authorized
43,117,585 common shares outstanding
1,010 shareholders
10,049 shares in the float

There are no preferred shares issued.

Item XI. Securities offerings and shares issued for services.

As far as the current management knows, the Issuer has not solicited a securities offering the past two years

As far as the current management knows, no shares issued for services in past two years

Part C	Management and Control Structure
---------------	---

Item XII. The Officers and Control Persons.

A. Officers and Directors.

Dave Lindemann, CEO, President, Treasurer

Nov. 2000 to **David W. Lindemann, CPA**
Present *Self-Employed*

- Performed all of the same tasks as previous job without any assistance or supervision
- Performed the chief financial officer functions for various clients
- Performed the controller functions for various clients
- Represented clients before the IRS and before the property tax appraisal board

Nov. 1997 to **Jeff Meador & Associates, CPA's**
Nov. 2000 *Tax Manager*

Accounting Functions:

- Prepared and reviewed monthly, quarterly, and yearly compilations for multiple businesses
- Prepared necessary adjusting journal entries to convert cash basis books to accrual basis books
- Prepared annual consolidations for multiple business units
- Prepared monthly, quarterly, and annual cash-flow budgets for all business types
- Prepared multi-year financial projections for a corporation seeking venture capital
- Prepared and reviewed all areas of payroll

Tax Functions:

- Substantial experience in preparing and reviewing:
 - Federal and state tax returns for individuals, partnerships, corporations, and pension plans
 - Quarterly and annual Texas Sales and Use Tax Reports
 - Annual Texas Personal Property Tax Reports
 - The calculation of estimated tax payments for individuals, partnerships, and corporations
- Researched numerous tax issues in regards to conducting business in various states
- Researched and advised clients on potential planning issues associated with qualified and non-qualified stock options
- Research various "tax-free" reorganization scenarios for corporations
- Prepared and analyzed numerous "buy-out" scenarios for partners of a partnership

July 1995 to **Coopers & Lybrand**
Nov. 1997 *Tax Senior Associate*

- Prepared federal and state tax returns for individuals, partnerships, corporations, and trusts
- Researched tax issues electronically on Westlaw and manually in the tax library

- Interviewed engineers and computer programmers in order to document activities that qualify for a research and experimentation tax credit
- Assisted in conducting audits of clients

Matthew Maza, Secretary

Cident Law Group PLLC
Attorney

Oct 2007 – Current

Advanced H2O
Financial Analyst

Feb 2007 – Sept 2007

Financial projections and modeling creation for funding purposes

Tax Help Associates
Attorney

Sept 2006 to Feb 2007

Advising and creating holding and operating companies for business owners that want to either start a new business or change business structure to financially plan for better tax situations. / Creating holding and operating companies for both liability prevention and tax avoidance purposes. / Issuer website blogging on tax matters. / Negotiating with the Internal Revenue Service concerning their tax collection activities against various clients.

SEC Attorneys, LLC
Attorney

Jan 2006 to Current
September 2003 – May 2004

Drafting LPA & Fund memorandum. Fund Size: \$50M. / Drafting and reviewing financing memoranda and ensured that transactions complied with SEC rules and regulations for private offerings. Private offerings to date: \$9M / Drafting and negotiating contracts - letters of intent, letters of merger termination, NDAs, private placement memoranda, and acquisition or merger agreements. / Creating financial projections using Excel to determine stock price and to forecast the effects of potential acquisitions and mergers for disclosure within private placement memoranda.

Amazon.com
Internet Technologies Negotiator

August 2004 – May 2005

Negotiated complex software license, hardware, content, service, and other IT contracts with external vendors for internal clients ranging from maintenance to new projects worth upwards of one million dollars. / Created a database, query-filter, and contracts repository system - a foundation for efforts to coordinate Sarbanes-Oxley Rule 404 compliance of various types of contracts across multiple departments.

Keith Field, Director

Mr. Field is currently chairman of Mundus Group, Inc.
Sr. Vice President of Marketing for RAI a subsidiary under Mundus Group, Inc.
VTOL aerospace technologies project since 1997 as project development coordinator.

Mr. Field has been the chief writer for several businesses including Green Energy Live, Wyncrest, XTrava, Nano Sol, RAI, Mundus Group and Heartland and has developed and

written their business plans, marketing strategy and website content. Mr. Field co-developed the current UAV VTOL military and civilian applications including the concept of Pedestrian Proximity. As coordinator for the US Navy CRADA Cooperative Research and Development Agreement from 2000-2004 he prospected all CNC steel and composite parts vendors, design and aviation engineers, business acquisitions and services and continues work with US NAVY patent attorneys. Mr. Field has been a prospecting analyst and coordinator since 2000 having successfully prospected industry profiles in all 50 states in manufacturing, communications, biotech, medical, real estate, finance, brokers, auto dealers, electric motors, production studios, satellite, timber, exotic woods, PR firms and many more. In high tech marketing and sales for over 25 years and a manager for ITT 1995-96 and consultant for AT&T 1991-93, Mr. Field majored in Architectural Engineering and received honors from Illinois Institute of Technology. Mr. Field attended Drake University where he majored in Business/Psychology. Mr. Field received/academic scholarship to Loyola University's Medical school and majored in Bio/Psychology completed internship program as Loyola counselor & staff / studied Computer Science at Roosevelt University, Chicago. Mr. Field has played stringed instruments since he was 5 and has owned a recording studio for over 30 years. Mr. Field has composed, performed, and produced 100s of songs, commercials and film scores from Pacific Bell and the LA Lakers themes to Bay Watch, National Geographic and Pulp Fiction. Mr. Field owns KMFmuzik and is a partner with TrackTown Records.

All of the above members/officers have the same business address is same as above

B. Legal/Disciplinary History

1. There have been no criminal actions against any of the above members.
2. There has been no order, judgment, or decree by a court against any of the above members.
3. There have been no findings or judgment from the SEC, CFTC, or state securities regulator against any of the above members.
4. There has been no order barring, suspending, or otherwise limiting any of the above persons' involvement in any type of business or securities activities.

C. Disclosure of Certain Relationships

The Good One, Inc., a shareholder, has a consulting contract with the Issuer in providing financing consulting for the purpose of a) providing assistance with due diligence processes, capital structures, and capital resources such as accredited investors, private equity participants, micro/small cap equity funds, broker/dealers, and institutional investor relationships; b) structuring and providing alternative sources for accounts receivable, purchase order and other asset-based or cash flow financing; c) identify and coordinate investor relations services; d) guidance and assistance in available alternatives to maximize shareholder value; e) development of potential strategic alliances, mergers and acquisitions; and f) periodic preparation and distribution of research reports and other information to the broker/dealer and investment banking community.

The compensation to The Good One, Inc. is a consulting fee. No further shares are granted under this agreement.

Kaleidoscope Real Estate, Inc., a shareholder, has a consulting contract with the Issuer in providing financing consulting for the purpose of a) providing assistance with due diligence

processes, capital structures, and capital resources such as accredited investors, private equity participants, micro/small cap equity funds, broker/dealers, and institutional investor relationships; b) structuring and providing alternative sources for accounts receivable, purchase order and other asset-based or cash flow financing; c) identify and coordinate investor relations services; d) guidance and assistance in available alternatives to maximize shareholder value; e) development of potential strategic alliances, mergers and acquisitions; and f) periodic preparation and distribution of research reports and other information to the broker/dealer and investment banking community.

The compensation to Kaleidoscope Real Estate, Inc. is a consulting fee. No further shares are granted under this agreement.

D. Disclosure of Conflict of Interest

There are no transactions or conflicts of interests between any related party, executive officer, or director with competing professional or personal interests.

Item XIII. Beneficial Owners

The following individuals/companies have more than 5% in SPAH:

1. Keith Field
2. Kaleidoscope Real Estate Inc.
 - (a) Sole Owner: Nickole Coleman, 6757 Palijay Court, Las Vegas, NV 89103
 - (b) Registered Agent: CSC Services of Issuer, Inc. 502 East John Street, Carson City, NV 89706
3. The Good One, Inc.
 - (a) Sole Owner: June Stevens, 5860 Citrus Blvd Suite D, #146, Haralan, LA 70123
 - (b) Registered Agent: CSC Services of Issuer, Inc. 502 East John Street, Carson City, NV 89706

Item XIV. Advisors

A. Accountant:

Robnett & Company, LLP
Certified Public Accountants & Consultants
9601 Amberglen Blvd. Ste. 101
Austin, TX 78729
www.robnettcpa.com
Ph. 512.258.8584
Fax 512.258.9045

B. Legal Counsel:

Cident Law Group PLLC

2524 Boyer Ave East, #440
Seattle, WA 98102

Part D	Financial Information
---------------	------------------------------

Item XV. Financial Information for most recent fiscal period.

Attached

Item XVI. Financial information for two preceding fiscal years.

The Issuer does not have any business activities in the two preceding years.

Item XVII. MDA or Plan of Operation

A. Plan of Operation

The company's first phase is focusing on acquiring and or developing proprietary "Green mining and mining equipment technology", as well as interests in established mining and mining equipment operations producing gold, silver and gypsum. Spectrum's subsidiary, the Issuer is positioning itself to be a model for Green Mining and mining equipment technologies and the future of mining and mining equipment in the 21st century. Furthermore, the Issuer is developing Green technology mining and mining equipment interests and service offerings will provide economic protection and growth opportunities for investors.

In our current phase we are prospecting drilling businesses and mining and mining equipment operations and presently define our market as a regional one focused on the mining and mining equipment of metals and natural resources. In our developing mining and mining equipment operations, we are focusing our efforts in the western U.S. initially. Future expansion of these services can be easily attained. From an acquisition standpoint, we define our market as unlimited because we are looking to acquire mining and mining equipment companies with strong financial statements and solid management groups that are only restricted in terms of growth by either lack of funding or their own management knowledge and experience.

Over the next 12 months, SPAH's strategy is to acquire or deploy proprietary technologies that will explore, extract the minerals and ore trapped in the earth using the latest technologies to create a small footprint as well as low capital cost and low operating cost technology platforms that can rapidly and economically be deployed to the site.

Spectrum Acquisition Holdings Plan

- To acquire existing companies that service the mining industry
- To acquire existing mining and mining equipment technology companies
- To produce innovative drilling technology and services that minimize environmental impact
- To utilize state-of-the-art technology to develop innovative revenue streams
- Build for long-term growth and value creation.

Focus on Challenges in Mining Technology Field

The challenges ahead include improving mining and mining equipment safety, managing the complexities of environmental and regulatory requirements, and improving financial performance through improved processes and cost controls. SPAH wants to respond to these challenges through innovative strategies - seeking new capital resources, technological improvements, and consolidation

SPAH will oversee the acquisition of mining and mining equipment companies and technology and be proactive in securing its strategic market by prospecting and acquiring companies to complement the symbiotic nature of the Issuer's philosophy.

SPAH Corporation Value Creation

SPAH will create value for its investors by exploiting its proprietary prospecting system to identify companies that fit the strategy. Our system incorporates successful middle-American companies that are not targeted by large conglomerate industries that can be purchased with substantial equity positions. Our system reviews between 500 and 2000 companies a month. The software system identifies, selects and acquires target companies. SPAH management includes significant operational expertise that can grow profits through streamlined processes and the exploitation of synergies between the companies that are purchased.

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

As a start-up operation, SPAH aims to use its technology to proceed with this opportunistic time.

Recent years have proven much more profitable for the mining and mining equipment industry. High commodity prices continue to drive improved results across a range of key performance indicators for the industry. Improvements in profitability mask substantial increases in operating costs, which have occurred due to supply side constraints. Operating expenses have continued their increase, as has exploration expenditures. However, profit margins are expected to remain high for the near future, driven by exceptional demand sustaining the current commodity price levels.

Unprecedented demand, primarily driven by Asia, continues. New supply is coming on stream for many commodities, but is struggling to catch demand, partially as a result of under investment in the 1990s.

By providing access to financial markets and expanded marketing opportunities, SPAH becomes the facilitator for future growth and higher long-term profits. SPAH success is simple. As the Issuer grows through sound acquisitions, the ability to effectively attract and redirect additional capital increases. Shareholder wealth is increased by finding undervalued companies with good management in a specific industry or market, acquiring that Issuer at a reasonable price and then providing the means for future growth that would not have otherwise been possible.

In the process, new synergies will develop between the various business units. While each business unit will have their own individual financial and business strengths, these synergies when coordinated effectively, will allow for greater cost effectiveness and strategic gains

overall. The ability to redirect capital to create a well-balanced conglomerate results in increased profitability and consistency of results in any economic climate.

Currently funding has been provided through sale of restricted regulation S common stock. This funding will continue and additional sources added once an acquisition is finalized.

C. Off-balance Sheet Arrangements

There are currently no arrangements that are off the balance sheet.

Part E	Exhibits
---------------	-----------------

Item XVIII. Material Contracts

A. Material Contract

1. There are no contracts outside of purchase or sale of current assets having a determinable market price.
2. There are no contracts of which the Issuer is substantially dependent.
3. There are no contracts for purchase or sale of any property, plant, or equipment exceeding 15% of Issuer's assets.
4. There is no material lease of any property described in this disclosure

- B. Compensation Plans** – all compensatory plans provided to employees, officers, and directors provides for the same method of allocation of benefits between typical management and non-management participants.

Item XIX. Articles of Incorporation and Bylaws

Attached

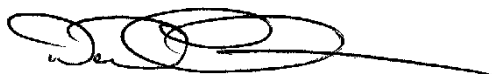
Item XX. Issuer's Certifications

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, Dave Lindemann, certify that:

1. I have reviewed this annual statement of Spectrum Acquisition Holdings, Inc.
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.

Date: Wednesday, September 10, 2008

A handwritten signature in black ink, appearing to read 'Dave Lindemann', with a long horizontal line extending to the right.

Dave Lindemann
CEO, SPAH

Part E	Miscellaneous
---------------	----------------------

Item XXI. Purchases of Equity Securities by the Issuer and Affiliated Purchasers

There has been no purchase of Issuer's Equity Securities made by or on behalf of the Issuer or by any Affiliated Purchaser, nor has there been any publicly announced plans or programs where the Issuer will repurchase such Equity Securities.

Spectrum Acquisition Holdings, Inc.

Balance Sheet
Ending 12/31/2007

ASSETS

Current Assets

Checking/Savings

Wachovia Checking Account 26,035.00

Total Checking/Savings 26,035.00

Total Current Assets 26,035.00

Other
Assets

Investments 200,000.00

Total Other Assets 200,000.00

TOTAL ASSETS 226,035.00

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable

Accounts Payable 3,200.00

Total Accounts Payable 3,200.00

Other Current Liabilities

Escrow Account 83,350.00

Total Other Current Liabilities 83,350.00

Total Current Liabilities 86,550.00

Total Liabilities 86,550.00

Equity

APIC 171,478.35

Capital Stock 271.65

Net Income -32,265.00

Total Equity 139,485.00

TOTAL LIABILITIES & EQUITY 226,035.00

Spectrum Acquisition Holdings, Inc.

Operating Statement
Ending 12/31/2007

Ordinary Income/Expense	
Expense	
Consulting Fees	20,000.00
Legal Fees	5,000.00
Professional Fees	6,000.00
Stock Management Fees	1,165.00
Telephone Expense	<u>100.00</u>
Total Expense	<u>32,265.00</u>
 Net Ordinary Income	 <u>-32,265.00</u>
 Net Income	 <u><u>-32,265.00</u></u>

Spectrum Acquisition Holdings, Inc.

Cash Flows Statement
Ending 12/31/2007

OPERATING ACTIVITIES	
Net Income	-32,265.00
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Payable	3,200.00
Escrow Account	<u>83,350.00</u>
Net cash provided by Operating Activities	54,285.00
INVESTING ACTIVITIES	
Investments	<u>-200,000.00</u>
Net cash provided by Investing Activities	-200,000.00
FINANCING ACTIVITIES	
APIC	171,478.35
Capital Stock	<u>271.65</u>
Net cash provided by Financing Activities	<u>171,750.00</u>
Net cash increase for period	<u>26,035.00</u>
Cash at end of period	<u><u>26,035.00</u></u>

Spectrum Acquisition Holdings, Inc.

Statement of Changes in Stockholders' Equity
Ending 12/31/2007

Beginning Common Stock	-	
Plus: Common Stock Issued	<u>271.65</u>	
Ending Common Stock		271.65
Beginning Additional Paid In Capital (APIC)	-	
Increase in APIC	<u>171,478.35</u>	
Ending APIC		171,478.35
Beginning Retained Earnings	-	
Plus: Net Income	-32,265.00	
Less: Dividends	<u>-</u>	
Ending Retained Earnings		-32,265.00
Total Stockholders Equity		<u>139,485.00</u>

Spectrum Acquisition Holdings, Inc.

Quarterly Balance Sheet
Ending 3/31/2008

ASSETS

Current Assets

Checking/Savings

Wachovia Checking Account

37,834.45

Total Checking/Savings

37,834.45

Total Current Assets

37,834.45

Fixed
Assets

Patent Costs

110,000.00

Total Fixed Assets

110,000.00

Other
Assets

Investments

200,000.00

Total Other Assets

200,000.00

TOTAL ASSETS

347,834.45

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Other Current Liabilities

Escrow Account

81,675.00

Total Other Current Liabilities

81,675.00

Total Current Liabilities

81,675.00

Total Liabilities

81,675.00

Equity

APIC

449,383.50

Capital Stock

2,451.50

Retained Earnings

-32,265.00

Net Income

-153,410.55

Total Equity

266,159.45

TOTAL LIABILITIES & EQUITY

347,834.45

Spectrum Acquisition Holdings, Inc.

Quarterly Operating Statement
Ending 3/31/2008

Ordinary Income/Expense	
Expense	
Bank Service Charges	135.00
Consulting Fees	75,215.00
Efax Expense	120.00
Internet Expense	120.00
Legal Fees	5,500.00
Office Supplies	44.35
Postage & Delivery	6,641.20
Press Releases	265.00
Professional Fees	15,000.00
Prospecting Fees	45,000.00
Stock Management Fees	4,010.00
Telephone Expense	360.00
Website Hosting and Maintenance	1,000.00
Total Expense	<u>153,410.55</u>
Net Ordinary Income	<u>-153,410.55</u>
Net Income	<u><u>-153,410.55</u></u>

Spectrum Acquisition Holdings, Inc.

Quarterly Cash Flows Statement
Ending 3/31/2008

OPERATING ACTIVITIES	
Net Income	-153,410.55
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Payable	-3,200.00
Escrow Account	<u>-1,675.00</u>
Net cash provided by Operating Activities	-158,285.55
INVESTING ACTIVITIES	
Patent Costs	<u>-110,000.00</u>
Net cash provided by Investing Activities	-110,000.00
FINANCING ACTIVITIES	
APIC	277,905.15
Capital Stock	<u>2,179.85</u>
Net cash provided by Financing Activities	<u>280,085.00</u>
Net cash increase for period	11,799.45
Cash at beginning of period	<u>26,035.00</u>
Cash at end of period	<u><u>37,834.45</u></u>

Spectrum Acquisition Holdings, Inc.

Quarterly Statement of Changes in Stockholders' Equity
Ending 3/31/2008

Beginning Common Stock	271.65	
Plus: Common Stock Issued	<u>2,179.85</u>	
Ending Common Stock		2,451.50
Beginning Additional Paid In Capital (APIC)	171,478.35	
Increase in APIC	<u>277,905.15</u>	
Ending APIC		449,383.50
Beginning Retained Earnings	-32,265.00	
Plus: Net Income	-153,410.55	
Less: Dividends	<u>-</u>	
Ending Retained Earnings		-185,675.55
Total Stockholders Equity		<u>266,159.45</u>

Spectrum Acquisition Holdings, Inc.

Quarterly Balance Sheet
Ending 6/30/2008

ASSETS

Current Assets

Checking/Savings

Wachovia Checking Account 16,578.25

Total Checking/Savings 16,578.25

Total Current Assets 16,578.25

**Fixed
Assets**

Furniture and Equipment 2,595.82

Patent Costs 205,020.00

Total Fixed Assets 207,615.82

**Other
Assets**

Investments 200,000.00

Total Other Assets 200,000.00

TOTAL ASSETS 424,194.07

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable

Accounts Payable 7,500.00

Total Accounts Payable 7,500.00

Other Current Liabilities

Escrow Account 15,100.00

Total Other Current Liabilities 15,100.00

Total Current Liabilities 22,600.00

Total Liabilities 22,600.00

Equity

APIC 791,634.80

Capital Stock 2,775.20

Retained Earnings -185,675.55

Net Income -207,140.38

Total Equity 401,594.07

TOTAL LIABILITIES & EQUITY 424,194.07

Spectrum Acquisition Holdings, Inc.

Quarterly Operating Statement
Ending 6/30/2008

Ordinary Income/Expense	
Expense	
Bank Service Charges	492.00
Consulting Fees	103,500.00
Efax Expense	120.00
Internet Expense	120.00
Legal Fees	20,975.00
Meals and Entertainment	35.99
Office Supplies	248.96
Postage & Delivery	5,456.32
Press Releases	320.00
Professional Fees	15,000.00
Prospecting Fees	45,000.00
Software Costs	487.11
Stock Management Fees	10,525.00
Telephone Expense	360.00
Website Hosting and Maintenance	4,500.00
Total Expense	<u>207,140.38</u>
Net Ordinary Income	<u>-207,140.38</u>
Net Income	<u><u>-207,140.38</u></u>

Spectrum Acquisition Holdings, Inc.

Quarterly Cash Flows Statement
Ending 6/30/2008

OPERATING ACTIVITIES	
Net Income	-207,140.38
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Payable	7,500.00
Escrow Account	<u>-66,575.00</u>
Net cash provided by Operating Activities	-266,215.38
INVESTING ACTIVITIES	
Furniture and Equipment	-2,595.82
Patent Costs	<u>-95,020.00</u>
Net cash provided by Investing Activities	-97,615.82
FINANCING ACTIVITIES	
APIC	342,251.30
Capital Stock	<u>323.70</u>
Net cash provided by Financing Activities	<u>342,575.00</u>
Net cash increase for period	-21,256.20
Cash at beginning of period	<u>37,834.45</u>
Cash at end of period	<u><u>16,578.25</u></u>

Spectrum Acquisition Holdings, Inc.

Quarterly Statement of Changes in Stockholders' Equity
Ending 6/30/2008

Beginning Common Stock	2,451.50	
Plus: Common Stock Issued	<u>323.70</u>	
Ending Common Stock		2,775.20
Beginning Additional Paid In Capital (APIC)	449,383.50	
Increase in APIC	<u>342,251.30</u>	
Ending APIC		791,634.80
Beginning Retained Earnings	-185,675.55	
Plus: Net Income	-207,140.38	
Less: Dividends	<u>-</u>	
Ending Retained Earnings		-392,815.93
Total Stockholders Equity		<u>401,594.07</u>