

**UPDATED DISCLOSURE STATEMENT DECEMBER 31, 2014**

**Part A General Company Information**

Item 1.  
NAME:

MAXAM GOLD CORPORATION  
(Maxam Gold Corporation formerly, Maxam International Corporation, Madonna Mining Corporation, Universal AMC, Inc, Caption Industries Inc, State Cycle) Stock Symbol (MXAM)

FORMERLY LISTED AS

State Cycle until Feb 1975

Universal AMC, Inc until November 1983

Caption Industries Inc, Until February 1984

Madonna Mining Corporation Until June 1985

Maxam International Corp. Until January 1996

Item II.  
ADDRESS

Maxam Gold Corporation .  
3651 Lindell Road, D#482  
Las Vegas, NV 89103  
Phone: (702) 530-4730

Website:

[www.max-amgold.com](http://www.max-amgold.com)

Email:

[chucklangrill@yahoo.com](mailto:chucklangrill@yahoo.com)

Address to:

Charles E. Langrill, President  
(702) 347-0636

Item III.

Jurisdiction and date of the incorporation.

Articles of Incorporation Filed in Utah August, 1974 under the name of State Cycle

Original Incorporation Utah , August , 1974

Articles of Amendment and name changed to Universal AMC, Inc, February , 1975

Amendment was filed and name changed to Caption Industries Inc in November, 1983

Amendment was filed and name changed to Madonna Mining Corporation in February,  
1984

Amendment was filed and name changed to Maxam International Corporation in June  
1985

Amendment was filed and name changed to Maxam Gold Corporation in January 1996

Maxam Gold Corporation

Amended for Name

Utah February 1975

State Cycle

To:

Universal AMC, Inc.

Amended for Name

Utah November, 1983

From:

Universal AMC, Inc

To:

Caption Industries Inc In November 1983

Amended for Name

Utah February, 1984

From:

Caption Industries Inc

To:

Madonna Mining Corporation

Amended for Name

Utah June 1985

From:

Madonna Mining Corporation

To:  
Maxam International Corporation

Amended for Name  
Utah January 1996  
From,:  
Maxam International Corporation  
To:  
Maxam Gold Corporation

Part B Share Structure

Item IV The title and class of securities outstanding

The company has 7,000,000,000 common shares authorized at .00001 Par, 6,992,833 issued and outstanding as of October 31, 2014 of which 1,257,571 is free trading.

The company just completed a stock reverse of 1,000 to 1 effective 10/14/2014

The company has two Classes of Preferred Stock a series A Preferred Stock and a series A-2 Series A is 50,000,000 shares authorized and a series B Preferred Stock 1 million shares authorized.

Part C Business Information

Item VII

Name and Address of Transfer Agent:

Justeene Blankenship, President  
Action Stock Transfer, Inc.  
2469 E. Fort Union Blvd  
Suite 214  
Salt Lake City, Ut 84121  
Phone: 801-274-1088  
Fax: 801-274-1099  
E-mail: justblank2000@yahoo.com  
Registered with the SEC

Item: VIII

Nature of the business:

A.

Maxam Gold Corporation .  
Is a C Corporation

The business started in August 1974

The Fiscal Year is December 31

There has never been a filing in bankruptcy, receivership

The issuer is not now nor has ever been a shell company.

Changed Name to Maxam Gold Corporation January, 1996

There is no pending or threatened legal action

B.

Business Description:

MAXAM currently has mining claims and lease in the Nevada area which includes claims in the northern Nevada region by Fallon Nevada. It also mining leases in the Southern Nevada area.

### **THE REVENUE MODEL**

—As gold prices have skyrocketed over the last few years, so have the costs of extracting gold. The plan for Maxam is to develop other leases and acquire mining claims that can be put into operation quickly and for a small amount of capital.

### **COMPETITIVE ADVANTAGES**

Maxam will adhere to several success factors and carry out an operational and distribution strategy to achieve its short-and long-term objectives.

Item VIX

Maxam Gold is in the gold mining business and its principle product is Buying and producing Gold, Silver and other high value minerals.

Item X

Facilities.

Office in Las Vegas at 3651 Lindell Road, # D 482 Las Vegas, NV 89103.

Part D Management and Control Structure

Item XI

The name of the chief executive officer, members of the board of directors, as well as control persons:

A. Officers and Directors

Full Name. Charles E. Langrill CEO

Directors.

1. Full Name Charles E. Langrill
2. Business Address: 3651 Lindell Road, D#482  
Las Vegas, Nevada 89103

Since attending Chapman University, Charles has spent 20 years in the financial sector. Six years of which, he served on the board, and was Executive VP/CFO of a development stage gold mining company. Temple Summit Financial Projects, Inc. was fully reporting and traded on the OTC:BB. He has experience in mining claim exploration and acquisitions, both domestically and abroad. Charles also managed equipment acquisitions and contract negotiations for R&D and joint venture prospects. Temple Summit liquidated it's gold mining assets and acquired a tech company in China during the internet/tech stock boom in early 2000. Charles was instrumental in negotiating the buyout, and the company saw an 800% price per share increase for shareholders. After leaving the company, Charles has since been involved in the OTC markets, assisting start-ups to go public and raise working capital.

Maxam Gold looks forward to drawing upon Charles' experience to get the company on the fast track to the future.

3. Compensation \$50,000 per year
4. Number of issuer's shares owned  
Common Shares 2,665,000,000  
Preferred Shares

B. Legal/Disciplinary None

C. Disclosure of Family Relationships None

D. Disclosure of Related Party Transactions.

1. Name of related Person
2. Related Person's interest Loans to Company
- 3 & 4 Approximate Dollar Value \$ 0 Plus interest

E. Disclosure of Conflicts of Interest. There are no conflicts of interest.

Officers and Directors

Full Name. Richard Shinn

Directors.

3. Full Name Richard Shinn

4. Business Address: 3651 Lindell Road, D#482  
Las Vegas, Nevada 89117

**Richard Shinn**

Mr. Shinn has a diversified background in executive management, a developer, land acquisition and feasibility through project packaging and administration. Mr. Shinn was educated at the University of Texas in business management, the Alexandria Hamilton Institute in Executive Management and the University of California in Long Beach in Construction Law. He served in the United States Air Force as a Senior Air Traffic Controller, receiving an Honorable Discharge, Good Conduct Metal, Sharp Shooter and Korean War Ribbon. Later employed by the Central Intelligence Agency.

As Vice President of Utility Car Corporation he was in charge of the Washington, D. C. office. UCC was formed by Charles H. Payne the creator of the "Jeep" vehicle. Mr. Shinn coordinated the engineering and product development of several vehicles, one which became the for runner of the Scout manufactured by American Motors. Mr. Shinn was manager of operations for Dynex, a developer of high energy and paraforic fuel research. He built a reactor for the manufacture of TEA (triethylaluminum) & TEB (Triethylboron) for NASA Engine Test Center for application for ram-jet engines. TEB was later used as a derivative in the fuel used in the U-2 and the Blackbird SR-71 aircraft.

Later Mr. Shinn joined Fairchild Engine & Aircraft Corporation on Long Island New York and became the Sales Manager for their plastics division. Most of the products were for the missile and aircraft industry. We worked on sound damping materials for the U.S. Navy in New London Conn. to reduce the noise in submarine ballast tanks. While with Fairchild he developed an industrial partitioning system using honeycomb and various substrats as skins developing light weight, but very strong panels.

Prior to leaving the Northeast, Mr. Shinn formed a construction company to install partitions at major aerospace companies, small buildings for the New York State Parks and panelized home on Fishers Island, New York. Mr. Shinn joined Evans Products in California as a member of their executive committee and was responsible for new products and company expansion. He was instrumental in acquiring Capp Homes and assisted in the design and building of a roll-film laminating line. Mr. Shinn has been involved over the past thirty years in the building and construction industry. Having been the forerunner in the component manufacturing of modular structures. Building a plant in Hollister, Ca., building the first two story modular motel in California. The plant produced modular bath and kitchen cores, pre-framed walls, roof and floor trusses. During this time he became a consultant to a multitude of companies for the engineering, manufacture and erection of modular mechanical cores for the Gulf Air Towers in Manama, Bahrain. Later he went to the United Arab Emirates as a consultant to analyze various manufactured low-cost housing and obtained a contract for the sale of a panelized cold storage warehouse. Establishing Century Concepts where he was instrumental in a 25 million dollar build to suit building for Bergen/Brunswig Corporation in Orange, CA. for Tishman Management and Met-Life Insurance Co. Later he converted the Granville Apartments to condominium's in Newport Beach, CA.

He was the owner of Traveland USA, LLC., the World's Largest RV Shopping Mall in the World and has been the developer of several companies, Envision Consultants, LLC, a company that is a partner in various projects., i.e., Tar Sands, Methane to CNG, Trash to Power and Coal. Currently involved in a number of projects including; modular oil refineries, Senior Housing, Hotels, EB5 projects and various energy programs.

4. Compensation \$50,000 per year
5. Number of issuer's shares owned  
Common Shares  
Preferred Shares

B. Legal/Disciplinary None

C. Disclosure of Family Relationships None

D. Disclosure of Related Party Transactions.

1. Name of related Person
2. Related Person's interest Loans to Company
- 3 & 4 Approximate Dollar Value \$ 0 Plus interest

E. Disclosure of Conflicts of Interest. There are no conflicts of interest

Item XIV. Beneficial Owners.

<b>Principal Stockholder's Name</b>	<b>Number of Shares Owned</b>	<b>Percentage</b>
Charles Langrill	2,665,000,000	39%
Frank Ginton	750,000,000	11%
Envision Consultants	1,500,000,000	22%

Charles Langrill  
3651 Lindell Road, D#482  
Las Vegas, NV 89103

Frank Ginton  
3651 Lindell Road, D#482  
Las Vegas, NV 89103

Envision Consultants  
Richard Shinn Managing Member and Registered Agent  
250 Fischer Ave  
Costa Mesa, California 92626

Item XV The name address, telephone number, and email address of each of the following outside providers.

1. Investment Banker None

2. Promoters None
4. Accountant or Auditor None
5. Public Relations Consultant None
6. Investor Relations Consultant None

Item XVI. Managements Discussion and Analysis or Plan of Operation

Maxam has been buying and selling raw gold and will continue in that while developing its own properties and acquiring additional properties with great potential.

Item XVIII Material Contracts.

Item XIX Articles of Incorporation and Bylaws Posted

Item XX Purchase of Equity Securities by the Issuer and Affiliated Purchasers.  
There has been no purchase of Equity Securities by the Issuer or Affiliates

Item IX: Issuer's Certifications:

I, Charles E. Langrill, certify that:

1. I have reviewed this annual disclosure statement of Maxam Gold Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statements 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 informant 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 and of, and for, the periods presented in this disclosure statement.

Date: January 20, 2015

\_\_\_\_/s/Charles E. Langrill\_\_\_\_ Charles E. Langrill, President