ANDES GOLD CORPORATION. (A Delaware Corporation)

INITIAL COMPANY INFORMATION AND DISCLOSURE STATEMENT

Pursuant to Rule 15c2-11

As of December 4, 2009

All information in this information and disclosure Statement has been compiled to fulfill the disclosure requirements of rule 15c2-11 (a) (5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format set forth in the rule.

No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and:

Delivery of this information file does not at any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

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- Section (I) Andes Gold Corporation Initial Company and Disclosure statement
- Section (II) Andes Gold Corporation un-audited Balance Sheet
- Section (III) Andes Gold Corporation un-audited Statement of Income
- Section (IV) Andes Gold Corporation un-audited Statement of Cash Flows
- Section (V) Andes Gold Corporation Statement of Continuity of Equity

ANDES GOLD CORPORATION. DISCLOSURE STATEMENT, PURSUANT TO RULE 15C2-11

December 4, 2009

Part A General Company Information

Item (I) The exact name of the issuer and its predecessor (if any):

The exact name of the Issuer is: Andes Gold Corporation.

Name change history:

Until September 21, 2009: Princeton Consulting and Services Corporation had its name change to Andes Gold Corporation this was accepted by FINRA with a new trading symbol given AGCZ going effective at the opening of business 09/22/2009

Item (II) The address of its principal executive offices:

405 Lexington Ave

Chrysler Building, 25th Floor

New York, NY

10174

United States of America

Phone: (212) 541-2495 Fax: (917) 3688005

2 337 (227) 2000002

Web page: www.andesgold-ir.com

Item (III) The state and date of the issuer's incorporation or organization:

The issuer is a Delaware corporation incorporated on February 9, 1996 as Whitewing Labs, Inc.

Part B Share Structure

Item (IV) The exact title and class of securities outstanding.

Security Symbol:

AGCZ

CUSIP Number:

US0341971036

Common Stock:

500,500,000 authorized with

Preferred Stock:

500.000

Item (V) Par or stated value and description of the security.

The authorized shares consists of 500,000,000 shares of Common stock at par value of 0.001 per share and 500,000 Preferred stock at a par value of 0.001 per share for a total of 500,500,000 shares authorized.

Item (VI) The number of shares or total amount of the securities outstanding for <u>each class</u> of securities authorized.

As at:	December 3, 2009
Total Authorized:	500,500,000
Total Outstanding:	260,997,984
Free Trading:	57,080,504
Restricted:	203,917,480
Total Preferred	500,000
Number of Shareholders:	175 – on Dec 3,
	2009

Part C Business

Information

Item (VII) The name and address of the transfer agent:

Standard Registrar and Transfer Co., Inc. 12528 South 1840 E Draper, UT 84020

Phone: (801) 571-8844

Item (VIII) The nature of the issuer's business.

A. Business Development

The core business of Andes Gold Corporation is a United States of America registered public company currently operating a gold mining and exploration corporation, through its wholly owned subsidiary company Compañia Minera PL S.A. In Ecuador, (South America) which controls a Gold mining and exploration concession called the Miranda Alto.

The Company changed its name from Princeton Consulting Services Corp. to Andes Gold Corporation on September 21, 2009. A reverse stock split with shares decreasing by 1 for 20 reverse split was accepted by FINRA going active September 22, 2009.

On October 22nd, 2009 the company issued 260,000,000 common shares.

The acquisition of Andes Gold Corp. was undertaken as a means of augmenting the business plans of the Company. The Company's mission is to be the most efficient gold producer in its region of Ecuador.

1. The form of organization of the issuer:

Andes Gold Corporation is a Delaware Corporation

2. The Year that the issuer (or any predecessor) was organized:

- The Company was incorporated on Feb 9, 1996 as Whitewing Labs Inc., under the laws of the State of Delaware.
- In May, 2002 Whitewing Labs Inc., changed its name to Whitewing Environmental Corp.

^{*}Standard Registrar and Transfer CO., Inc. is registered under the Exchange Act and is an SEC approved Transfer Agent. The regulatory authority of the Transfer Agent is the SEC.

- In Sept, 2007 Whitewing Environmental Corp. changed its name to Princeton Consulting and Services Corp.
- In Sept, 2009 Princeton Consulting and Services Corp. changed its name to Andes Gold Corporation.

3. Issuer's fiscal year end date:

Our fiscal year end is December 31.

4. Whether the issuer (and or any predecessor) has been in bankruptcy, receivership or any similar proceedings:

Andes Gold Corporation has never been in bankruptcy, receivership or any similar proceedings.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business:

The Company through a certificate of amendment of certificate of incorporation of Princeton Consulting and services Corporation renamed Andes Gold Corporation on July 27, 2009 and FINRA received the necessary documentation for the Reverse Stock Split and Name Change going effective September 22, 2009 under the new symbol AGCZ. The company when it acquired the subsidiary issued 260,000,000 shares on October 22, 2009 as

part of the transaction.

Any default of the terms of any note, loan lease, or other indebtedness or financing 6. arrangement requiring the issuer to make payment;

Andes Gold Corporation, has never had any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.

7. Any change of control:

> On July 27, 2009 Mr. Alejandro Diaz was appointed the President and CEO of the Company. A change of controlled occurred on October 22, 2009.

8. Any increase in 10% or more of the same class of outstanding equity securities;

In accordance with the terms of the Certificate of Amendment the authorized shares increased to 500,500,000 shares with 500,000,000 common shares and 500,000 preferred shares.

Describe any past, pending or anticipated stock split, stock dividend, recapitalization, 9. merger, acquisition, spin-off, or reorganization;

Effective up the filing of the Certificate of Amendment, each of the Corporation's 19,959,049 issued and outstanding shares of Common Stock shall be reverse split on a one (1) for twenty (20) basis with fractional shares being rounded up to the next whole number with a post split total shares outstanding 997,984 as of July 29, 2009

On July 27th, 2009, through a Certificate of Amendment of Certificate of Incorporation of Princeton Consulting and Services Corporation a reverse split 1 for 20 common shares and Name Change to Andes Gold Corporation was adopted by the corporation and duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware. The Company was later granted a new symbol AGCZ on September 22, 2009 by FINRA.

10. Any delisting of the Issuer's securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board;

N/A

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have material effect on the Issuer's business, financial condition, or operations. Any current, past or pending trading suspensions by a securities regulator;

There are no current, past, pending or threatened legal; proceedings or administrative actions either by or against the Issuer that could have material effect on the Issuer's business, financial condition, or operations.

(B) Business of Issuer. Describe the Issuer's business so a potential investor can clearly understand it. Please also include, to the extent material to an understanding of the Issuer, the following specific items

Andes Gold Corporation: Is a regional leader in the mining of gold and gold exploration in Ecuador (South America) (July 27th, 2009).

Mission Statement:

In the post-market meltdown of September 2008 the world took refuge in the security of gold pushing its value to \$1,000 USD per ounce by September 2009. Gold market experts are now advising that with the global sponsored spending spree by governments set to ignite the major world economies this build-up of spending over the past 12 months has huge inflationary risk. While not a certainty the risk of rising inflationary values has historically followed massive government spending be it due to funding a war effort or in this case funding the recovery from the financial market meltdown of the late 2008. Some experts are predicting a gold value of up to \$1,400 USD per ounce could be reached as a consequence of the global government(United States, China, Great Britain, EU to name a few) stimulus spending.

The nature of the gold mining industry has seen the emergence of low volume producers who would normally be ineffective at old world prices for gold. Andes Gold Corp however is producing 50 tons of ore daily and with new capital investment the company is aiming to bring this up to 100 tons of ore per day.

Andes has also continued to explore for new ore bodies in its territory and also bring to operation new mineral extraction technologies with new funding of the project.

Further to this we believe that by locating our processing facility in close proximity to our mine we will enjoy improved economies of scale as the larger quantities of ore come-on-stream and are then subsequently processed.

Strategic Partnerships: At the present time we do not anticipate a strategic partnership, however as the scale of our operations increase and exploration work expands this may change.

1. The Issuer's primary SIC Code;

Primary: 1040 - Gold and Silver Ores

2. If the Issuer has never conducted operations, is it in the development stage or is currently conducting operations;

The Company's business, since inception, is in Gold mining and exploration in Ecuador (South America) with concessions called the Miranda Alto and is currently conducting operations.

3. If the Issuer is considered a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933;

The Issuer is not a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933

4. State the names of any parent, subsidiary, or affiliate of the Issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure;

Parent Company: Andes Gold Corporation with a wholly owned subsidiary company Compañia Minera P.L. S.A. located in Ecuador (South America).

Primary operating company as described above. Balance sheets will be presented as at December 31^{st} , 2008.

5. The effect of existing or probable governmental regulations on the business;

The Company does not foresee any costs and/or effects of compliance with (federal, state and local) governments as a gold mining and exploration company other than industry norms.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;

The Company has spent an estimated \$1,800,000.00 USD on start up and exploration work.

7. Cost and effects of compliance with environmental laws (federal, state and local)

The Company does produce cyanide slurry as a by-product from its gold and silver extraction process. These hazardous products are handled following industry standards as guild lines.

8. Number of total employees and the number of full time employees;

The Company currently has 95 full-time employees

- (C) Investment Policies. For any investments that the Issuer has, provide clear description of the investments, and restrictions or impairments the investment may have and the policies used to value and/or depreciate such assets from a financial and tax perspective. State whether there are any limitations of the percentage of assets which may be invested in change without a vote of securities holders. State whether the Issuer's policy is to acquire assets primarily for possible capital gain or primarily for income. If the Issuer owns any real estate, interests in real estate, mortgages or securities related to or backed by real estate, describe the Issuer's policies with respect to each of the following types of investments (the below items 1-3 do not need to be included if the issuer has disclosed it does not own real estate or real estate related investments)
- 1. Investments in real estate or interest in real estate. Indicate the types of real estate in which the Issuer may invest, and describe the method (or proposed method) of operating and financing these properties. Indicate any limitations on the number or amount of mortgages that may be place on any piece of property;

The Company does not intend to invest in real estate and currently has no plans or interests in real estate.

2. Investments in real estate mortgages. Indicate the types of mortgages and the types of properties subject to mortgages in which the Issuer plans to invest. Describe each type of mortgage activity in which the issuer intends to engage, such as originating, servicing and warehousing, and the portfolio turnover rate

The Company does not intend at this time to invest in any real estate mortgages.

3. Securities of or interests in persons primarily engaged in real estate activities. Indicate the types of securities in which the Issuer may invest, and indicate the primary activities of persons in which the Issuer may invest and the investment policies of such persons.

The Issuer does not intend to invest in securities or interests in persons primarily engaged in real estate activities.

Item (IX) The nature of the products or services offered:

A. Principal products or services and their markets;

Andes Gold Corporation, mission is to provide the world markets with high quality gold and silver from its mine in Ecuador (South America).

Primary focus will be placed on producing gold and silver, as well as to develop improved extraction techniques for the site characteristics that may be prevalent or encountered as the site is developed. The markets that the company will be supplying are the world bullion markets and the standards set by them.

B. Distribution methods of the products or services;

Andes Gold Corporation will continue to distribute its gold and silver through its established channels for the foreseeable future.

C. Status of any publicly announced new product or services:

Andes Gold Corporation products have followed existing mineral deposits of Gold and Silver at this present time there does not appear to be any additional minerals of marketable size or quality on its site.

D. Competitive business conditions, the Issuer's competitive position in the industry, and the methods of competition;

There are many companies in this business which make the company very competitive. The company competes with other companies for the sale and distribution of its Gold and Silver which are based on international markets The global price of gold hitting \$1,000 USD per ounce will increase our profitability and improve the bottom line as we see the price increase.

E. Sources and availability of raw materials and the names of principal suppliers;

The majority of materials required by the company are readily available at competitive prices from a variety of suppliers.

F. Dependence on one or a few major customers;

The Company does not currently have one dominant client and intends to actively market its products to several markets through Distributors.

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration;

The Company does not, at this time, have any patents, trademarks, licenses, franchises, royalty agreements or labor contracts. But rather is working under mineral concession agreements.

H. The need for any government approval of principal products of services;

The Issuer is not currently subject to any governmental approval for any of its products or services.

Item (X) The Nature and extent of the Issuer's facilities:

1. Describe the general character and locations of all materially important properties held or intended to be acquired by or leased to the Issuer and describe the present or proposed use of such properties and their suitability and adequacy for such use.

The Company administrative and legal offices are located at:

405 Lexington Ave. New York, NY 10174

These premises will serve as the head office of the Company for the time being. At present, the Company believes that the space is adequate. As the business grows, there will be a requirement for additional space however, the nature and size of the space will be determined in the future.

2. State the nature of the Issuer's title, or other interest in, such properties and the nature of the Issuer's title to, or other interest in, such properties and the nature and amount of all material mortgages, liens or encumbrances against such properties. Disclose the current principal of each material encumbrance, interest and amortization provisions, prepayment provisions, maturity date and the balance due at maturity assuming no payments;

The Issuer does not hold title to any real estate properties. Subsequently, the Issuer does not have any mortgages, liens or encumbrances against such properties

3. Outline briefly the terms or any lease or any of such properties or any option on contract to purchase or sell of any such properties;

The company sub-leases office facility and has conference room, meeting rooms, and various services such as reception services included in the lease.

4. Outline briefly any proposed program for renovation, improvement of development of such properties, including the estimated cost thereof and method of financing to be used. If there are no present plans for the improvement or development of any unimproved or undeveloped property, so state and indicate the purposed for which the property is to held or acquired;

The Issuer does not have any plans to renovate, improve or develop any properties. There is no property held or acquired by the issuer at this time.

5. Describe the general competitive conditions to which the properties are or may be subject;

There are no properties held by the Issuer, therefore there are no general competitive conditions to which the prosperities are or may be subject to.

6. Include a statement as to whether, in the opinion of the management of the issuer, the properties are adequately covered by insurance;

To the extent of the knowledge of the Issuer, management has no properties to insure at this time.

7. With respect to each improved property which is separately described, provide the following in addition to the above;

Not applicable

Part D Management Structure and Financial Information

Item (XI) The Name of the Chief Executive Officer, members of the board of directors, as well as control persons

A. Officers and Directors

Business address for all executive officers and directors is:

Andes Gold Corporation 405 Lexington Ave New York, NY 10174 Phone: (212) 541-2495 Fax: (917) 368-8005 Web: www.andesgold-ir.com

Alejandro Diaz – President Beneficial Ownership of -46,800,000- common shares,

Mr. Diaz serves as the President of the company appointed June, 2009 with over 20 years experience in the Mining Business. Prior to this he has experience in all fields of underground geology, photo geology, geochemistry and geophysics exploration programs, core drilling, equipment selection, processing, plant layout, start up operations, to chief geologist, mine manager, project director, exploration and general manager, consultant, university professor and chief executive for several mining companies in Colombia, Ecuador and Peru.

His education background includes B.S. in Geological Sciences from San Diego State University, California (December 1983).

Xavier Valverde- Director Beneficial Ownership of -54,600,000- common shares,

Mr. Valverde is a business builder: Appointed Director of the board in June, 2009. A marketing and advertising executive with a solid 20 year track record in building and managing high growth advertising, marketing and real estate businesses called Biraesa Cia in Guayaquil, Ecuador a well know local institution. Particular strength in assessing and managing risk, as well as

developing, communication and implementing business strategy.

His education background includes a degree in Marketing and Advertising Engineering from Catolica University at Guayaquil, Ecuador (October 1998).

Pablo Lopez-General Manager Beneficial Ownership of -54,600,000-common shares,

Mr. Lopez is responsible for technical, operational and legal management of the project. He is in charge of the daily operations and operates on a project by project basis. He is an associate of Zaruma and Founder of several mining projects in the area.

Ian Morrice- Independent Director and Corporate Secretary Beneficial Ownership of - 100,000 - common shares,

Mr. Morrice serves as the Independent Director and Corporate Secretary of the Company appointed August 7th, 2009 as Corporate Secretary and October 26th, 2009 as Independent Director with over 25 years experience in business. Prior to this he is the Co-Founder, President, CEO and Chairman of Dairy Fresh Farms Inc. 2002 to present- a functional food bio-tech company he helped take public in 2005; Energy 1 Corporation is the successor to Dairy Fresh Farms via a reverse merger in February 2009.

Mr. Morrice also is the President of Nemo Motors Corporation an Electric Truck company; he is also founder of Pritchard Morrice Inc. a private company that specialized in Urban Design Build construction, wetland remediation i.e. Scotia Bank Center home of the Ottawa Senators (1982-1999); Rare Earth Environmental (1991 to present) he is past director of Palladium Foods (Scotia Bank Center) and Hard Rock the Byward Market Inc. He is also Co-Founder of the Ottawa Senators NHL Hockey Team.

He is currently the Managing Director of Energy 1 Corporation; President of Nemo Motors Corporation and Director of Spencer Pharmaceutical Inc.

His education background includes B.A. Honors from Carleton University, Ottawa, Canada - in Urban Studies (1982) with postgraduate work in Demographics, Resource Management and Remote Sensing/Cartography (1987); most recently he was asked by Queens University, Kingston Ontario, Canada- to present at the QBET national conference "Launching a Co-Generation Production Plant" (2008).

(B) Legal/Disciplinary History

Please also identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

None

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

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

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

None

(C) <u>Disclosure of Family Relationships</u>

Describe any relationships existing among and between the issuer's officers, directors and shareholders.

Andes Gold Corporation Share ownership of Directors, Officers, October 26, 2009

	Common Shares	Percentage (%)
Alejandro Diaz	46,800,000	17.9%
President/CEO		
Urb. Vista Sol Km 7 Via Samborondon		
Guayaquil, Ecuador		
Xavier Valverde	54,600,000	20.9%
Director of the Board	1944 H. C.	
10 de Agosto y Ernesto Acastro, Edf. Aguirre	1 No. 3 A	
Zaruma, Ecuador		** *
Pablo Lopez	54,600,000	20.9%
General Manager		4
Barrio la Y y Via a Pacha # 301		
Zaruma, Ecuador		
Ian Morrice	100,000	0.03%
Independent Director		
Total Affiliate Ownership	156,000,000	58.8%
Shares Outstanding	260,997,984	100%

D. <u>Disclosure of Related Party Transactions.</u>

None

E. Disclosure of conflicts of interest

Describe any related party transactions of conflicts of interest

None

Item (XII) Financial information for the issuer's most recent fiscal period.

1. Issuer's financial statements are reviewed by the signing Officer of the Company that they present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied

The following financial statements dated December 31, 2008 are included and attached hereto and incorporated herein by reference:

- 1) Unaudited Balance Sheet
- 2) Unaudited Statement of Income
- 3) Unaudited Statement of Cash Flow
- 4) Unaudited Statement of Continuity of Equity
- 2. The Company shall provide information to all shareholders of record and beneficial owners of such shares, if known to Company, as follows
- 1) Quarterly un-audited financial statements to be provided within forty five (45) days of each calendar quarter
- Annual un-audited financial statements to be provided ninety (90) days of the Company's fiscal year end
- 3) Interim shareholders updates letter(s) describing material events at the Company, as warranted; such shareholder letter(s) shall be sent only after all material facts have been released to the public through appropriate press releases, filings on the Pink Sheets website, and/or SEC filings (if applicable)

The financial statements requested pursuant to this item shall be prepared in accordance with generally accepted accounting principles (GAAP) by persons with sufficient skills.

Information contained in annual financial statements will not be considered current more the ninety (90) days after the end of the Issuer's fiscal year immediately following the fiscal year for which such statement are provided, or with respect to quarterly financial statements, more than forty five (45) after the end of the quarter immediately following the quarter for which such statements are provided.

All such financial statements shall either be audited or contain a certification by the Chief Financial Officer of the issuer, or any person responsible for the preparation of such statements, that such statements, and the notes thereto, present fairly, in all material respects, the financial position of the Issuer and the results of its operations and cash flows for the period. Presented, in conformity with U.S GAAP consistently applied.

Please visit: http://www.pinksheets.com/quote/finance.jspsymbol=AGCZ

Item (XIII) Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

N/A

Item (XIV) Beneficial Owners

The following tables set forth as of October 26, 2009 contains certain information with respect to the Company's equity securities owned on record or beneficially by (a) each Officer and Director of the Company (b) each person who owns beneficially more than ten percent (10% for non-reporting issuers, 5% for reporting issuers) of each class of the Company's outstanding equity securities, and (c) and all Directors and Executive Officers as a group.

	Common Shares	Percentage (%)
Officers and Directors:		. 7
Alejandro Diaz	46,800,000	17.9%
President/CEO		
Xavier Valverde	54,600,000	20.9%
Director of the Board		
Pablo Lopez	54,600,000	20.9%
General Manager		
Ian Morrice	100,000	0.03%
Independent Director		
	Property Date	
		er in the second
Total Affiliate Ownership	156,000,000	58.8%
Shares Outstanding	260,997,984	100%

Item (XV) The name, address, telephone number and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure

1. Investment Banker

This does not apply to the Company

2. Transfer Agent

Standard Registrar and Transfer Co., Inc. 12528 South 1840 E. Draper, UT 84020 United States of America (801) 571-8844

3. Counsel

Mitch Segal Attorney at Law 626 RXR Plaza Uniondale, NY 11556 United States 516.832.7000 (telephone) 516.832.7979 (fax) No securities owned

4. Accountant

Laposta and Associates 8530 Champ D'Eau Suite 202 Montreal, QC, Canada H1P 1Y3 (514) 367-1081

5. Public Relations Consultant(s)

Hilbroy Advisory 1400 rue Begin Montreal, Quebec Canada H4R 1X1 514.334-3131 (telephone) 514.334.5421(fax)

6. Investor Relations

Not applicable.

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement

Legal counsel and in house management assisted the President/Chief Executive Officer in the preparation of this statement.

Item (XVI) Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation

The Company

Andes Gold Corporation mission is to provide the world's markets with high quality Gold and Silver. The Company has positioned itself to move aggressively forward within its sphere of influence as a Regional leader in the Mining of Gold and Silver from its Ecuador properties.

The company's primary focus will be placed on production of the highest quality Gold and Silver and to continually develop improvements to its processing to ensure the highest quality, highest level of investor returns, and the most efficient marketing techniques.

Products and Services

Frouncis and Services

Andes Gold Corporation offers two product lines these are Gold and Silver. These products are sold at world pricing set by the open market.

Market and Competitive Analysis

With each dollar an ounce Gold or Silver increases in price at world bullion prices Andes Gold Corporation production become more profitable. Management estimates the world wide market for Gold and Silver at over 2.3 tonnes annually and the world wide demand is rising at 2.4 tonnes annually. Much of the growth comes from the electronic industry with the sale of micro-processors world wide exceeding industry estimates quarter over quarter in 2009. The traditional use of Gold and Silver as a hedge against rising inflation is also pushing demand of these metals upwards in price. A third but not to be ignored market is the ever growing jewelry market in such countries as India which accounts for over 20% of global sales of gold and silver as a direct result in this countries growth in both economic prosperity and population growth at 1.2 Billion people.

Market Segmentation

N/A

N/A

Competition

Competitive threats come from companies that offer and perform similar types of gold mining operations in the region. We believe our team is of the highest skill and dedication too the projects success.

Strategy

The strategy is to capitalize on our expertise in gold production and exploration in the region with over 25 years experience in the field we operate following international standards for the industry.

Value Prepositions

1. Delivery

We provide on-time delivery.

2. Quality

The Gold and Silver we produce are of top quality as governed by international standards in the field.

3. Price

Our products are priced using international gold and silver prices as the market dictates on a daily basis.

Competitive Advantage

Andes Gold Corporation has several highly significant competitive advantages:

- The location of its mine is in the heart of Ecuador's world famous Andes Alto district which has produced top quality gold and silver mines for over 450 years.
- Advanced recovery methods are improving the recovery levels within the mine and improved exploratory methods are opening up new and improved sites in the territory.

Sales Strategy

Andes Gold Corporation, sales plan is to seek Gold and Silver mining opportunities that are cost effective so that profits are optimized. The Company will continue to strive towards improving productivity.

By aggressively seeking new mineral deposits and taking full advantage of the existing deposits of the Company, as well as broadening its base, will expand and be able to compete with the leading companies in the gold and silver mining industry.

A discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months.

Over the subsequent twelve months (2009) Andes Gold Corporation, has identified several areas requiring capital. (1) Fund our continuing development and working capital needs (2) Additional efforts associated with investing in the Company's core activities of exploration and production improvements as well as increasing the tonnage produced on a daily basis.

Since its establishment, the Company had previously adopted a strategy of growing the Company in a controlled manner, using only our own capital sources (i.e.: sales, officers' investment and private money). Commencing immediately, we plan to pursue a more aggressive growth strategy to capitalize on considerable market opportunities that currently exist.

We may also use a portion of the net proceeds for the possible acquisition of additional businesses and technologies or the establishment of joint ventures that are complementary to our current or future business. We cannot be certain that we will complete any acquisition or joint venture or, that if completed, any acquisition or joint venture will be successful.

Finance

Additional financing is expected to be raised through either shareholder rights offerings, secondary offerings that consist of private individuals and institutions (otherwise known as PIPE's; Private Equity into Public Entity), conversion of debt to equity and or issuing warrants. That is scheduled to occur in the next year. This will provide the bulk of the financing required to grow operations at the planned rate.

There is no assurance the Company will be able to raise any of the funds required to finance the expansion of its business either in this or any other period.

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

Risk Factors

Shares of Andes Gold Corporation is subject to a number of risk factors. The following are representative of those risks. Such summary is **not** intended to be exhaustive of risks that are or may become relevant:

The common stock is currently illiquid and highly speculative. Investment therein involves a high risk of loss of an investor's entire investment in the Company. Each prospective investor is urged to carefully review the risk factors discussed below and to discuss with management the nature and extent of risks inherent in the Company's proposed business in determining whether to invest in the Company.

Risks Related to Our Business

Our operating results are difficult to predict and fluctuations in them may cause volatility in the price of our shares.

Given the nature of the markets in which we compete, our revenues and profitability are difficult to predict for many reasons, including the following:

- Our operating results are highly dependent on the price of Gold and Silver as posted internationally during each quarter. As a result, our revenues in any quarter depend primarily on the world spot price of bullion in that quarter. Hedging forward production is one way of balancing highs and lows in this market.
- We do not maintain an inventory of products. We must incur a large portion of our costs in advance of sales, because we must plan production and mining processing, order chemicals, parts, labor, and enter into development, sales and marketing, and other operating commitments prior to obtaining commitments from our customers. This makes it difficult for us to adjust our costs in response to a revenue shortfall, which could adversely affect our operating results.

Fluctuations in our operating results may cause volatility in the price of our registered shares.

If we do not timely introduce successful gold and silver deposits our business and operating results could suffer.

The success of our products depends on several factors, including our ability to:

- Anticipate market trends;
- Mine and deliver high-quality products; and if we do not execute these successfully, our business, financial condition and operating results could suffer.

If we do not compete effectively, our production costs could rise and our business and operating results could be adversely affected.

Our industry is intensely competitive. It is characterized by a trend of open market world pricing for Gold and Silver, and continual performance enhancements and new features, as well as rapid adoption of technological and product advancements by competitors in our market.

If we do not continue to establish new mineral deposits through new exploration and or new and improved mineral recovery technology our business can and will fall behind our competitors in the industry. If we do not otherwise compete effectively, demand for our products will decline, our gross margins could decrease, we could lose market share, and our revenues could decline.

We purchase equipment and chemicals from limited sources, and our business and operating results could be harmed if supply were delayed or constrained or if there were shortages.

Lead times for materials and components ordered by us can vary significantly and depend on factors such as the specific supplier, contract terms and demand for a component at a given time. We may from time to time experience supply shortages and fluctuations in component prices. We don't believe that any such shortages will significantly impact our product cost. In addition, we may be at risk for these components if our customers reject or cancel orders unexpectedly or with inadequate notice.

Shortages or interruptions in the supply of components or subcontracted products, or our inability to procure these components or products from alternate sources at acceptable prices in a timely manner, could delay shipment of our products or increase our production costs, which could harm our business, financial condition and operating results.

We purchase some key components used in our products from single or limited sources. If the supply of these products or key components were to be delayed or constrained, we may be unable to find a new supplier on acceptable terms, or at all, or our new and existing product shipments could be delayed, any of which could harm our business, financial condition and operating results.

C. Off-Balance Sheet Arrangements.

As of the date of this document, Andes Gold Corporation does not have any off balance sheet arrangements.

Part E

Issuance History

Item (XVII) List of securities offerings and shares issued for services in the past two years.

Common Shares

Issuances:

In June, 2009, the Company Princeton Consulting and Services Corporation acquired Andes Gold Corporation, renamed Andes Gold Corporation a Delaware company, which was approved by FINRA and went active on September 22nd, 2009 under the new trading symbol AGCZ. the Company issued, on October 22nd, 2009 an aggregate of 260,000,000,000 shares of common stock as part of the transaction.

<u>Part F</u> <u>Exhibits</u>

Item (xviii) Material Contracts

- **A.** Every material contract, not made in the ordinary course of business that will be performed after the disclosure document is posted on the Pink Sheets News Service or was entered into not more than two years before such posting.
- Any contract to which directors, officers, promoters, voting trustees, security holders named in the
 disclosure document, or the Designated Advisor for Disclosure are parties other than contracts
 involving only the purchase or sale of current assets having a determinable market price, at such
 market price

Not applicable

2) Any contract upon which the Company's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements

Not applicable.

- 3) Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the Company.
 - There are no existing or pending contracts for the purchase or sale of any property, plant or equipment exceeding 15 % of the Companies Assets.
- 4) Any material lease under which a part of the property described in the disclosure document is held by the Company.

Not applicable.

Item (XIX) Purchases of Equity Securities by the Issuer and Affiliated Purchasers

Not applicable

Item (XX) Issuers Certification

- I, Alejandro Diaz, certify that:
- I have reviewed this Initial Company and Disclosure Statement of Andes Gold Corporation.
- Based on my knowledge, this disclosure statement does not contain any untrue statements made, in light of the circumstances under which such statements were made not misleading with respect to the period(s) 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

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Dated this 4th day of December, 2009

Andes Gold Corporatjon.

Signature: /// Name: Alejandro Diaz

Position: President Chief Executive Officer

E-mail: prosur a hotmail.com Web-Page: www.andesgold-ir.com

Supplemental Information

(Exhibits attached hereto)

Exhibit (A)

Financial Statements Dated December 31st, 2008

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Interim Balance Sheet
Nine Month Period Ended September 30, 2009 and December 31, 2008
(Unaudited)

	(,		
		September 30 2009	December 31 2008
	ASSETS		
Current Assets			
Cash and short note Deposit	\$	67,462 	29,901 390
Total Current Assets		67,462	30,291
Capital Assets			
Properties	730,000		
Equipment	900,000		
Acc. Depreciation	(132,824)	1,497,176	1,515,925
Total Assets		1,564,638	1,546,216
ı	LIABILITIES		
Current Liabilities			
Current Liabilities			
Accounts payable		108,663	106,521
Accrued liabilities		1,853,469	1,995,469
Total Liabilities		1,962,132	2,101,990
STOCKH	OLDERS'S DEFECIT		
Capital Stock Authorized			
Authorized Common Shares 100,000,000 pa Authorized Preferred Shares 500,000	r value .001		
Common Shares 997,984		51,561	51,561
Additionnal Paid-in Capital Common S	Shares	9,123,063	- 9,246,466
Deficit Accummulated During Explora		(9,572,118)	(9,853,801)
Total Stockholders' Surplus (Deficit)		(397,494)	(555,774)
Total Liabilities and Stockholders' Surplu	s (Deficit)	1,564,638	1,546,216

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Operations and Comprehensive Profit
Nine Month Period Ended September 30, 2009, 2008 and 2007
(Unaudited)

		mber 30, 009	ember 30, 2008	Sep	tember 30, 2007
Revenues	\$ 4	66,482	\$ 	\$_	
Cost of Goods	1	60,358	-		-
Net Sales	 3	06,124	 		
Expenses					
General & administrative		24,442	-		-
		- - -			
Total Expenses		24,442	 		
Profit	2	81,682	-		-
			 		-
Profit Before Income Taxes Provision for income taxes	 2	81,682 	 -		-
Net Loss Foreign currency translation adjustment	 2	81,682 	 -		-
Comprehensive Pofit	\$ 2	81,682	-		-
Basic and Diluted Loss per Share	\$ \$	0.28	\$ 	_\$_	-
		997,984	997,984		997,984

	A	ANDES GOLD CORPORATION	RPORATION				
	(INCORPORA	TED UNDER TH	(INCORPORATED UNDER THE LAWS OF DELAWARE)	LAWARE)			
	0	(Development Stage Company)	ige Company)				
	Ste	Statement of Stockholder's Deficit	holder's Deficit				
Nine	Nine Month Period Ended September 30, 2009 Through December 31, 2008	ed September 30	, 2009 Through	December 31, 20	801		
		(Unaudited)	ted)				
			Common	_	Deficit		
			Shares		Accumulated	Total	
			Additionnal	al	During	Stockholders	
	Common	Capital	Paid-in		Development	(Deficit)	
	shares	Stock	Capital		Stage	Family	
Balance December 31, 2007	19,959,049	\$ 51,561	8	9,246,466	(10.169.680)	\$ (871.653)	
Comprehensive Profit				€ 7	315 880	\$ 315,880	
				•		00000	
Balance December 31, 2008	19,959,049	\$ 51,561	\$	9 246 466 \$	(9.853.801)	¢ (FEE 774)	
reverse split on July 29, 2009					(100,000,0)		
reimburse Paid in Capital			,	(123.403)		(103 403)	
Operational Profit				(001,01	281 682	281.682	
Balance September 30, 2009	997,984	51,561	9,12	9,123,063	(9,572,119)	(397,495)	

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Cash Flows
Nine Month Period Ended September 30, 2009, 2008 and 2007

	Se	eptember 30, 2009	•	nber 30, 108	•	nber 30, 107
Cash Flows from Operating Activities Net Profit Adjustment to reconcile net loss to net cash	\$	281,682	\$	-	\$	-
Deposit Depriciation expenses Accounts Payable		19,140 1,829		- - -		-
Decrease in operating liabilities		(141,687)		-		-
Net Cash Used in Operating Activities	\$	160,964	\$		\$	
Cash Flows from Investing Activities Acquisition of fixed Assets						
Net Cash Used in Investing Activities						
Cash Flows from Financing Activities Additionnal Paid-In		5,000				
reimburse Paid-In Capital		(128,403)				
Net Cash Provided by Financing Activitities		(123,403)				
Foreign Currency Translation Adustment		<u>-</u>				
Net Increase(Decrease) in Cash Cash-Begining of Period	•	37,561 29,901		-		-
Cash and Short Term Note -Period End	\$	67,462		-		-

ANDES GOLD Corporation Notes to Financial Statements Nine Month Period Ended September 30, 2009

Note 1 Organization and Nature of Business

Organization

The Company was formed under the laws of the State of Delaware on February, 9, 1996 under the name of Whitewing Labs Inc., ("Company"). In May, 2002 the Company changed its name to Whitewing Environmental Corporation; in September, 2007 the Company changed its name to Princeton Consulting and Services Corporation then in September 2009 Princeton Consulting and Services Corporation changed its name to Andes Gold Corporation, pursuant to an Amendment to its Certificate of Incorporation.

Nature of Business

Andes Gold Corporation, (PK:AGCZ) formerly known as Princeton Consulting and Services Corporation, is a development stage Company actively involved in Gold mining and exploration. The Company's strategy is focused on building shareholder value through the mining, exploration and development of Gold mining concessions called the Miranda Alto located in Ecuador (South America) through is wholly owned subsidiary company Compaquia Minera P1

Note 2 Summaries of Significant Accounting Policies

Use of Estimates

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

For the Statements of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents.

Advertising Costs

The Company recognizes advertising expense in accordance with Statement of Position 93-7, "Reporting on Advertising Costs". As such, the Company expenses the cost of communicating advertising in the period in which the advertising space or airtime is used. Advertising costs for the year ended September 30, 2009 was \$0.

Depreciation and Amortization

Property and equipment are stated at cost. Depreciation is calculated on the estimated useful lives of the assets using the straight line depreciation method

Development Stage Enterprise

The Company has realized minimal revenues from its planned business purpose and, accordingly, is considered to be in its development stage as defined in SF AS No.7, "Accounting and Reporting by Development Stage Enterprises." The Company has devoted substantially all of its efforts to business planning, and development. Additionally, the Company has allocated a substantial portion of its time and investment in bringing its product to the market, and the raising of capital.

Basic and Diluted Net Income (Loss) Per Share

The Company computes net income (loss) per share in accordance with SFAS No. 128, "Earnings per Share" (SFAS 128). SFAS 128 requires dual presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) attributable to common stockholders (numerator) by the weighted average number of common shares outstanding (denominator) during the period. The Company had no potential common stock instruments which would result in a diluted loss per share.

ANDES GOLD Corporation Notes to Financial Statements Nine Month Period Ended September 30, 2009

Financial Instruments

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of September 30, 2009. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values. These financial instruments include cash, accounts receivable, bank loans, accounts payable, accrued liabilities, notes and amounts due to related parties. The fair values were assumed to approximate their carrying values due to the immediate or short-term maturity of these financial instruments.

Dividends

Dividends may be paid on outstanding shares as declared by the Board of Directors. Each share of common stock is entitled to one vote. The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid or declared.

Interest Rate Risk

The Company is exposed to fluctuating interest rates.

Translation of Foreign Currencies

The Company's functional currency is the United States dollar. This is primarily due to the fact that Gold and Silver sales, the primary product produced by the company, are based on spot prices set daily in United States dollar value. Foreign currency transactions occasionally occur, and are primarily undertaken in United States dollars. Management has adopted SFAS No. 52, "Foreign Currency Translation". Monetary balance sheet items denominated in foreign currencies are translated into United States dollars at rates of exchange in effect at the balance sheet date. Average rates for the year are used to translate revenues and expenses. Resulting translation gains and losses are charged to operations.

Note 3-Common Stock

The Company is authorized to issue 500,000,000 shares of \$.001 par value common stock. For the nine month ending September 30, 2009, the Company had 260,997,984 shares of common stock outstanding, respectively.

The Company is authorized to issue 500,000 shares of preferred stock.

Note 4-Profit per Share

The following is a reconciliation of the numerators of the basic income per share for the nine month period ended September 30, 2009.

ended September 30, 2007.	2009	2008
Net income available to common stockholders	\$ <u>281682</u>	<u>\$29,901</u>
Weighted average shares: Outstanding all year	260,997,984	51,560,634
Basic income per share (based on weighted average shares)	0.00	0.00

ANDES GOLD Corporation Notes to Financial Statements Nine Month Period Ended September 30, 2009

Note 5 Going Concern

The accompanying year ended financial statements have been prepared assuming the Company will continue as a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. As shown in these financial statements, the Company has an accumulated deficit of \$9,572,118 from inception to September 30, 2009, and it does not have significant cash or other material assets or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations from the development of its new business. The Company's continuation as a going concern is dependent upon management to meet any costs and expenses incurred. Management realizes that this situation may continue until the Company obtains additional working capital through equity financing.

Note 6 Properties and Equipment

Property and equipment consists of the following categories at September 30, 2009:

	<u>2009</u>	2008
Mining Property & Shaft Land	\$ 730,000	\$ 730,000
Equipment	\$ <u>900,000</u>	\$ 900,000
Total	\$ 1,630,000	\$ 1,630,000
Accumulated Depreciation	\$ <u>132,824</u>	\$ 114,074
Total	\$ <u>1,497,176</u>	\$ <u>1,515,925</u>

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Interim Balance Sheet
Six Month Period Ended June 30, 2009 and Year Ended December 31, 2008

(Unaudited)

		June 30 2009	December 31 2008
Current Assets	ASSETS		
Cash and short note Deposit	\$	33,471	29,901 390
Total Current Assets		33,471	30,291
Capital Assets			
Properties	730,000		
Equipment Acc. Depreciation	900,000 (126,574)	1,503,426	1,515,925
Total Assets		1,536,897	1,546,216
LIA	ABILITIES		
Current Liabilities			
		100.004	400 504
Accounts payable Accrued liabilities		106,834 1,928,469	106,521 1,995,469
Total Liabilities		2,035,303	2,101,990
STOCKHOL	DERS'S DEFECIT		
Capital Stock Authorized			
Authorized Common Shares 100,000,000 par v Authorized Preferred Shares 500,000	value .001		
Common Shares 19,959,049		51,561	- 51,561
Additionnal Paid-in Capital Common Sha Deficit Accummulated During Exploratio		9,123,063 (9,673,030)	9,246,466 (9,853,801)
Total Stockholders' Surplus (Deficit)		(498,406)	(555,774)
Total Liabilities and Stockholders' Surplus ((Deficit)	1,536,897	1,546,216

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statements of Operations and Comprehensive Profit
Six Month Period Ended June 30, 2009,2008 and 2007
(Unaudited)

		June 30, 2009		ne 30, 008		e 30, 007
Revenues	\$	304,503	\$	-	\$	
Cost of Goods		107,439		-		-
Net Sales		197,064				
Expenses						
General & administrative		16,295		-		-
Total Expenses		16,295	- · · - · · ·			
Profit		180,769		-		-
Profit Before Income Taxes Provision for income taxes		180,769		-		-
Net Loss		180,769		-		-
Foreign currency translation adjustment						
Comprehensive Pofit	\$	180,769		-		-
Basic and Diluted Loss per Share	\$	\$ 0.01	\$	<u>-</u>	_\$	
Basic and Diluted Weighted Average Number of Shares Outstanding During the Year		19,959,049	19,9	59,049	19,95	9,049

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(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Stockholder's Deficit
Six Month Period Ended June 30, 2009 Through December 31, 2008
(Unaudited)

				_	Common		Deficit		
					Shares	Accı	Accumulated		Total
				⋖	Additionnal		During	Sto	Stockholders
	Common	Capital	ital		Paid-in	۵	Development		(Deficit)
	shares	Stock	ck		Capital		Stage		Equity
Balance December 31, 2007	19,959,049	\$	51,561	s,	9,246,466		(10,169,680)	₩	(871,653)
Comprehensive Profit						69	315,880	↔	315,880
Balance December 31, 2008	19,959,049	\$ 51,561	1,561	s,	9,246,466 \$	€	(9,853,801)		(555,774)
reimburse Baid in Canital					(400, 400)				
י ביוויסקו מולים ווו ספיסונים					(123,403)				123,403)
Operational Profit							180,769		180,769
Balance June 30, 2009	19,959,049	51,	51,561		9,123,063		(9,673,032)		(498,408)

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Cash Flows
Six Month Period Ended June 30, 2009, 2008 and 2007

	June 30, 2009	e 30, 008	e 30, 007
Cash Flows from Operating Activities Net Profit Adjustment to reconcile net loss to net cash	\$ 180,769	\$ -	\$ -
Deposit Depriciation expenses Accounts Payable	12,891 313	- - -	- - -
Decrease in liabilities	(67,000)	-	-
Net Cash Used in Operating Activities	\$ 126,973	\$	\$ -
Cash Flows from Investing Activities Acquisition of fixed Assets	 	 	
Net Cash Used in Investing Activities	 -	 	
Cash Flows from Financing Activities Additionnal Paid-In	5,000		
reimburse Paid-In Capital	 (128,403)	 	
Net Cash Provided by Financing Activitities	 (123,403)	 	
Foreign Currency Translation Adustment	 <u> </u>	 	
Net Increase(Decrease) in Cash Cash-Begining of Period	 3,570 29,901	<u>-</u>	 <u>-</u>
Cash and Short Term Note -Period End	\$ 33,471	-	-

ANDES GOLD Corporation Notes to Financial Statements Six Month Period June 30, 2009

Note 1 Organization and Nature of Business

Organization

The Company was formed under the laws of the State of Delaware on February, 9, 1996 under the name of Whitewing Labs Inc., ("Company"). In May, 2002 the Company changed its name to Whitewing Environmental Corporation; in September, 2007 the Company changed its name to Princeton Consulting and Services Corporation then in September 2009 Princeton Consulting and Services Corporation changed its name to Andes Gold Corporation, pursuant to an Amendment to its Certificate of Incorporation.

Nature of Business

Andes Gold Corporation, (PK: AGCZ) formerly known as Princeton Consulting and Services Corporation, is a development stage Company actively involved in Gold mining and exploration. The Company's strategy is focused on building shareholder value through the mining, exploration and development of Gold mining concessions called the Miranda Alto located in Ecuador (South America) through is wholly owned subsidiary company Compaquia Minera P.L..

Note 2 Summaries of Significant Accounting Policies

Use of Estimates

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

For the Statements of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents.

Advertising Costs

The Company recognizes advertising expense in accordance with Statement of Position 93-7, "Reporting on Advertising Costs". As such, the Company expenses the cost of communicating advertising in the period in which the advertising space or airtime is used. Advertising costs for the year ended June 30, 2009 was \$0.

Depreciation and Amortization

Property and equipment are stated at cost. Depreciation is calculated on the estimated useful lives of the assets using the straight line depreciation method

Development Stage Enterprise

The Company has realized minimal revenues from its planned business purpose and, accordingly, is considered to be in its development stage as defined in SF AS No.7, "Accounting and Reporting by Development Stage Enterprises." The Company has devoted substantially all of its efforts to business planning, and development. Additionally, the Company has allocated a substantial portion of its time and investment in bringing its product to the market, and the raising of capital.

Basic and Diluted Net Income (Loss) Per Share

The Company computes net income (loss) per share in accordance with SFAS No. 128, "Earnings per Share" (SFAS 128). SFAS 128 requires dual presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) attributable to common stockholders (numerator) by the weighted average number of common shares outstanding (denominator) during the period. The Company had no potential common stock instruments which would result in a diluted loss per share.

ANDES GOLD Corporation Notes to Financial Statements Six Month Period June 30, 2009

Financial Instruments

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of June 30, 2009. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values. These financial instruments include cash, accounts receivable, bank loans, accounts payable, accrued liabilities, notes and amounts due to related parties. The fair values were assumed to approximate their carrying values due to the immediate or short-term maturity of these financial instruments.

Dividends

Dividends may be paid on outstanding shares as declared by the Board of Directors. Each share of common stock is entitled to one vote. The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid or declared.

Interest Rate Risk

The Company is exposed to fluctuating interest rates.

Translation of Foreign Currencies

The Company's functional currency is the United States dollar. This is primarily due to the fact that Gold and Silver sales, the primary product produced by the company, are based on spot prices set daily in United States dollar value. Foreign currency transactions occasionally occur, and are primarily undertaken in United States dollars. Management has adopted SFAS No. 52, "Foreign Currency Translation". Monetary balance sheet items denominated in foreign currencies are translated into United States dollars at rates of exchange in effect at the balance sheet date. Average rates for the year are used to translate revenues and expenses. Resulting translation gains and losses are charged to operations.

Note 3-Common Stock

The Company is authorized to issue 100,000,000 shares of \$.001 par value common stock. For the three month ending June 30, 2009, the Company had 51,560,634 shares of common stock outstanding, respectively.

The Company is authorized to issue 400,000 shares of preferred stock.

Note 4-Loss per Share

The following is a reconciliation of the numerators of the basic income (loss) per share for the six month period ended June 30, 2009.

	2009	2008
Net income available to common stockholders	\$ <u>180,769</u>	<u>\$29,901</u>
Weighted average shares: Outstanding all year	51,560,634	_51,560,634
Basic income (loss) per share (based on weighted average shares)	0.00	0.00

ANDES GOLD Corporation Notes to Financial Statements Six Month Period June 30, 2009

Note 5 Going Concern

The accompanying year ended financial statements have been prepared assuming the Company will continue as a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. As shown in these financial statements, the Company has an accumulated deficit of \$9,673,030 from inception to June 30, 2009, and it does not have significant cash or other material assets or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations from the development of its new business. The Company's continuation as a going concern is dependent upon management to meet any costs and expenses incurred. Management realizes that this situation may continue until the Company obtains additional working capital through equity financing.

Note 6 Properties and Equipment

Property and equipment consists of the following categories at June 30, 2009:

	<u>2009</u>	2008
Mining Property & Shaft Land	\$ 730,000	\$ 730,000
Equipment	\$ 900,000	\$ 900,000
Total	\$ 1,630,000	\$ 1,630,000
Accumulated Depreciation	\$ <u>126,574</u>	\$ <u>114,</u> 074
Total	\$ <u>1,503,426</u>	\$ <u>1,515,925</u>

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company) Interim Balance Sheet

Three Month Period Ended March 31, 2009 and Uear Ended December 31, 2008 (Unaudited)

		March 31 2009	December 31 2008
Current Assets	ASSETS		
Cash and short note Deposit	\$	38,454	29,901 390
Total Current Assets		38,454	30,291
Capital Assets			
Properties	730,000		
Equipments Acc. Depreciation	900,000 (122,408)	1,507,592	1,515,925
Total Assets		1,546,046	1,546,216
	LIABILITIES		
Current Liabilities			
Accounts payable		103,791	106,521
Accrued liabilities		1,995,469	1,995,469
Total Liabilities		2,099,260	2,101,990
STOCK	HOLDERS'S DEFECIT		
Capital Stock Authorized			
Authorized Common Shares 100,000,000 p Authorized Preferred Shares 500,000	ar value .001		
Common Shares 19,959,049		- 51,561	- 51,561
Additionnal Paid-in Capital		9,123,063	- 9,246,466
Deficit Accummulated During Explor	ration Stage	(9,727,838)	(9,853,801)
Total Stockholders' Surplus (Deficit)		(553,214)	(555,774)
Total Liabilities and Stockholders' Surple	us (Deficit)	1,546,046	1,546,216

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Operations and Comprehensive Profit
Three Month Period Ended March 31, 2009, 2008 and 2007
(Unaudited)

	March 31, 2009	March 31, 2008	March 31, 2007
Revenues	\$ 204,166	\$ -	\$ -
Cost of Goods	67,338	-	-
Net Sales	 136,828	-	
Expenses			
General & administrative	10,865	-	-
Total Expenses	 10,865	_	
Profit	125,963	-	-
	 -		
Profit Before Income Taxes Provision for income taxes	125,963	-	-
Net Loss	 405.000		
Foreign currency translation adjustment	 125,963 	-	
Comprehensive Pofit	\$ 125,963	-	-
Basic and Diluted Loss per Share	\$ \$ 0.01	\$ -	\$ -
Basic and Diluted Weighted Average	 19,959,049	19,959,049	19,959,049
Number of Shares Outstanding During the Year			

	ANDES GOLD CORPORATION	CORPORATION				
	(INCORPORATED UNDER THE LAWS OF DELAWARE)	HE LAWS OF DEI	AWARE)			
	(Development Stage Company)	tage Company)				
	Statement of Stockholder's Deficit	ckholder's Deficit				
	Three Month Period Ended March 31, 2009 Through December 31, 2008	, 2009 Through De	cember 31, 2008			
	(Unaudited)	dited)				
			Common	Deficit		
			Shares	Accumulated	Total	
			Additionnal	During	Stockholders	
	Common	Capital	Paid-in	Development	(Deficit)	
	shares	Stock	Capital	Stage	Equity	
Balance December 31, 2007	19,959,049	\$ 51,561	\$ 9,246,466	(10,169,680)	\$ (871,653)	
Comprehensive Profit				\$ 315,880	\$ 315,880	
Balance December 31, 2008	19,959,049	\$ 51,561	\$ 9,246,466	9,246,466 \$ (9,853,801)	(555,774)	
reimburse Paid in Capital		ı	(123,403)		(123,403)	
Operational Profit				125,963	125,963	
Balance March 31, 2009	19,959,049	51,561	9,123,063	(9,727,838)	(553,214)	

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Cash Flows
Three Month Period Ended March 31, 2009, 2008 and 2007

		March 31, 2009		ch 31, 108	ch 31, 107
Cash Flows from Operating Activities Net Profit Adjustment to reconcile net loss to net cash	\$	125,963	\$	-	\$ -
Deposit Depriciation expenses Accounts Payable		8,725 (2,730)		- - -	-
Decrease in operating liabilities		- -		-	-
Net Cash Used in Operating Activities	\$	131,958	\$		\$
Cash Flows from Investing Activities Acquisition of fixed Assets				···	
Net Cash Used in Investing Activities	0.00	<u> </u>			
Cash Flows from Financing Activities Additional Paid-In Capital		5,000			
reimburse Paid-In Capital		(128,403)			
Net Cash Provided by Financing Activitities		(123,403)	·		
Foreign Currency Translation Adustment		<u> </u>			
Net Increase(Decrease) in Cash Cash-Begining of Period		8,555 29,901		<u>-</u>	 -
Cash and Short Term Note -Period End	\$	38,456		-	-

ANDES GOLD CORPORATION Notes to Financial Statements

Three Month Period March 31, 2009

Note 1 Organization and Nature of Business

Organization

The Company was formed under the laws of the State of Delaware on February, 9, 1996 under the name of Whitewing Labs Inc., ("Company"). In May, 2002 the Company changed its name to Whitewing Environmental Corporation; in September, 2007 the Company changed its name to Princeton Consulting and Services Corporation then in September 2009 Princeton Consulting and Services Corporation changed its name to Andes Gold Corporation, pursuant to an Amendment to its Certificate of Incorporation.

Nature of Business

Andes Gold Corporation, (AGCZ:PK) formerly known as Princeton Consulting and Services Corporation, is a development stage Company actively involved in Gold mining and exploration. The Company's strategy is focused on building shareholder value through the mining, exploration and development of Gold mining concessions called the Miranda Alto located in Ecuador (South America) through is wholly owned subsidiary company Compaquia Minera P.L..

Note 2 Summaries of Significant Accounting Policies

Use of Estimates

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

For the Statements of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents.

Advertising Costs

The Company recognizes advertising expense in accordance with Statement of Position 93-7, "Reporting on Advertising Costs". As such, the Company expenses the cost of communicating advertising in the period in which the advertising space or airtime is used. Advertising costs for the year ended March 31, 2009 was \$0.

Depreciation and Amortization

Property and equipment are stated at cost. Depreciation is calculated on the estimated useful lives of the assets using the straight line depreciation method

Development Stage Enterprise

The Company has realized minimal revenues from its planned business purpose and, accordingly, is considered to be in its development stage as defined in SF AS No.7, "Accounting and Reporting by Development Stage Enterprises." The Company has devoted substantially all of its efforts to business planning, and development. Additionally, the Company has allocated a substantial portion of its time and investment in bringing its product to the market, and the raising of capital.

Basic and Diluted Net Income (Loss) Per Share

The Company computes net income (loss) per share in accordance with SFAS No. 128, "Earnings per Share" (SFAS 128). SFAS 128 requires dual presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) attributable to common stockholders (numerator) by the weighted average number of common shares outstanding (denominator) during the period. The Company had no potential common stock instruments which would result in a diluted loss per share.

Notes to Financial Statements Three Month Period March 31, 2009

Financial Instruments

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of March 31, 2009. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values. These financial instruments include cash, accounts receivable, bank loans, accounts payable, accrued liabilities, notes and amounts due to related parties. The fair values were assumed to approximate their carrying values due to the immediate or short-term maturity of these financial instruments.

Dividends

Dividends may be paid on outstanding shares as declared by the Board of Directors. Each share of common stock is entitled to one vote. The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid or declared.

Interest Rate Risk

The Company is exposed to fluctuating interest rates.

Translation of Foreign Currencies

The Company's functional currency is the United States dollar. This is primarily due to the fact that Gold and Silver sales, the primary product produced by the company, are based on spot prices set daily in United States dollar value. Foreign currency transactions occasionally occur, and are primarily undertaken in United States dollars. Management has adopted SFAS No. 52, "Foreign Currency Translation". Monetary balance sheet items denominated in foreign currencies are translated into United States dollars at rates of exchange in effect at the balance sheet date. Average rates for the year are used to translate revenues and expenses. Resulting translation gains and losses are charged to operations.

Note 3-Common Stock

The Company is authorized to issue 100,000,000 shares of \$.001 par value common stock. For the three month ending March 31, 2009, the Company had 51,560,634 shares of common stock outstanding, respectively.

The Company is authorized to issue 400,000 shares of preferred stock.

Note 4-Loss per Share

The following is a reconciliation of the numerators of the basic income per share for the three month period ended March 31, 2009.

	<u>2009</u>	2008
Net income available to common stockholders	\$ <u>125,963</u>	<u>\$29,901</u>
Weighted average shares: Outstanding all year	51,560,634	51,560,634
Basic income (loss) per share (based on weighted average shares)	0.00	0.00

Notes to Financial Statements Three Month Period March 31, 2009

Note 5 Going Concern

The accompanying year ended financial statements have been prepared assuming the Company will continue as a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. As shown in these financial statements, the Company has an accumulated deficit of \$9,727,838 from inception to March 31, 2009, and it does not have significant cash or other material assets or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations from the development of its new business. The Company's continuation as a going concern is dependent upon management to meet any costs and expenses incurred. Management realizes that this situation may continue until the Company obtains additional working capital through equity financing.

Note 6 Properties and Equipment

Property and equipment consists of the following categories at March 31, 2009:

	<u>2009</u>	2008
Mining Property & Shaft Land	\$ 730,000	\$ 730,000
Equipment	\$ 900,000	\$ <u>900,000</u>
Total	\$ 1,630,000	\$ 1,630,000
Accumulated Depreciation	\$ <u>122,408</u>	\$ <u>114,074</u>
Total	\$ <u>1,507,592</u>	\$ <u>1,515,925</u>

(INCORPORATED UNDER THE LAWS OF Delaware)

(Develpoment Stage Company)
Balance Sheet

Year Ended December 31, 2008 and December 31, 2007 (Unaudited)

		December 31 2008	December 31 2007
	ASSETS		
Current Assets			
Cash and short note Deposit	\$	29,901 390	0
Total Current Assets		30,291	-
Capital Assets			
Properties	730,000		0
Equipment Acc. Depreciation	900,000 (114,075)	1,515,925	0
, tod. Doptonation			
Total Assets		1,546,216	
	LIABILITIES		
Current Liabilities			
Accounts payable		106,521	-
Accrued liabilities		1,995,469	871,653
Total Liabilities		2,101,990	871,653
stock	HOLDERS'S DEFECIT		
Capital Stock Authorized			
Authorized Common Shares 100,000,000 Authorized Preferred Shares 500,000	par value .001		
Common Shares 19,959,049		51,561	51,561
Additionnal Paid-in Capital		- 9,246,466	9,246,466
Deficit Accummulated During Explo	oration Stage	(9,853,801)	(10,169,680)
Total Stockholders' Surplus (Deficit)		(555,774)	(871,653)
Total Liabilities and Stockholders' Surp	olus (Deficit)	1,546,216	

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Operations and Comprehensive Profit
Year Ended December 31, 2008 and Year Ended December 31, 2007
(Unaudited)

	December 31, 2008	December 31, 2007
Revenues	\$ 668,164	\$ - _
Cost of Goods	\$ 309,288	
Net Sales	358,876	
Expenses	_	
General & administrative	42,996	
	-	
	-	
Total Expenses	 42,996	
Profit	315,880	-
Profit Before Income Taxes Provision for income taxes	 315,880 	
Net Loss Foreign currency translation adjustment	 315,880 	 -
Comprehensive Pofit	\$ 315,880	-
Basic and Diluted Loss per Share	\$ \$ 0.02	
Basic and Diluted Weighted Average	 19,959,049	 19,959,049
Number of Shares Outstanding During the Year		

(INCORPORATED UNDER THE LAWS OF DELAWARE)

(Development Stage Company)
Statement of Cash Flows
Year Ended December 31, 2008 and December 31, 2007
(Unaudited)

	December 31, 2008		December 31, 2007		
Cash Flow from Operating Activities Net Profit Adjustment to reconcile net loss to net cash Deposit Depriciation expenses Accounts Payable Depreciation Decrease in operating liabilities Changes in payables	\$	315,880 -390 (114,075) 106,521 - (278,035)	\$ -		
Net Cash Used in Operating Activities	\$	29,901	\$ <u>-</u>		
Cash Flows from Investing Activities Acquisition of fixed Assets		<u> </u>			
Net Cash Used in Investing Activities		-			
Cash Flows from Financing Activities Stock issuance for cash Variation of advances from related parties		<u>-</u>			
Net Cash Provided by Financing Activitities					
Foreign Currency Translation Adustment					
Net Increase in Cash Cash-Begining of Period		29,901 			
Cash and Short Term Note -Period End	\$	29,901	-		

Notes to Financial Statements Year Ended December 31, 2008

Note 1 Organization and Nature of Business

Organization

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Notes to Financial Statements Year Ended December 31, 2008

Financial Instruments

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The Company is authorized to issue 400,000 shares of preferred stock.

Note4-Loss per Share

The following is a reconciliation of the numerators of the basic income (loss) per share for the years ended December 31, 2008.

2008

Net income available to common stockholders

<u>\$29,901</u>

Weighted average shares:

51,560,634

Outstanding all year

Basic income (loss) per share (based on weighted average shares)

0.00

Notes to Financial Statements Year Ended December 31, 2008

Note 5 Going Concern

The accompanying year ended financial statements have been prepared assuming the Company will continue as a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. As shown in these financial statements, the Company has an accumulated deficit of \$9,853,801 from inception to December 31, 2008, and it does not have significant cash or other material assets or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations from the development of its new business. The Company's continuation as a going concern is dependent upon management to meet any costs and expenses incurred. Management realizes that this situation may continue until the Company obtains additional working capital through equity financing.

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