

WALKER LANE EXPLORATION, INC.

FORM 8-K (Current report filing)

Filed 01/21/16 for the Period Ending 01/15/16

Address	102 NORTH CURRY STREET CARSON CITY, NV 89703
Telephone	775-461-3445
CIK	0001413659
Symbol	WKLN
SIC Code	1000 - Metal Mining
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	07/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

January 15, 2016

Date of Report (Date of earliest event reported)

WALKER LANE EXPLORATION, INC.

(Exact name of registrant as specified in its charter)

Nevada

*(State or other
Jurisdiction of Incorporation)*

333-146442

(Commission File Number)

26-3342907

*(IRS Employer
Identification Number)*

102 North Curry Street, Carson City, Nevada 89703

(Address of Principal Executive Offices) (Zip Code)

(775) 461-3445

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 5-Corporate Governance and Management

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers.

Removal of Directors:

On January 15, 2016 pursuant to the written consent without a meeting of the shareholders, holders of 57.5% of the outstanding shares entitled to vote at a meeting of shareholders took the following actions:

Trevor Moss, Steven K. Jones, Ted Sharp, Phil Allen and Iain Stewart were removed and terminated as company directors.

There was no disagreement between any of the Directors removed on any matters related to the Company's operations or financial accounting or disclosure matters.

A copy of this Form 8-k has been provided to Mr. Moss, Mr. Allen, Mr. Jones, Mr. Sharp and Mr. Stewart.

Election of Directors: On January 15, 2016 the following individuals were elected to the Company's Board of Directors.

Mr. Herb Duerr, Mr. Quentin Browne and Mr. Larry Bigler, CPA.

Removal of certain Officers: On January 19, 2016 the newly appointed Board of Directors unanimously terminated Mr. Phil Allen as President, Chief Executive Officer and Vice President of Shareholder Relations.

There was no disagreement between Mr. Allen and the Board of Directors relating to his removal.

Directors Bios:

Herb Duerr

From April 1995 to present, Mr. Duerr has served as vice president of Desert Pacific Exploration, Inc., a mineral exploration, geologic mapping, environmental policy, permitting and water resources consulting company with gold, copper, magnesium and silver properties in Nevada, and copper, molybdenum and silver projects in Arizona.

From 2012 to present, Mr. Duerr has served as an independent director of St-Georges Platinum and Base Metals Ltd., with platinum, palladium, gold, nickel and copper projects located in eastern Canada.

From 2006 through 2014, Mr. Duerr also served as independent director to American Consolidated Minerals (bought by Starcore) and Iconic Minerals.

Quentin Browne

Mr. Browne has 30 years industry experience in exploration and mining for base and precious metals. Mr. Browne served as president of Goldstream Minerals from 2014 to 2015. From 2012 to 2014, Mr. Browne served as Exploration Manager for Anglo American Exploration. From 2005 through 2012, Mr. Brown served as the Senior Geologist for Bronco Creek Exploration and Teck Cominco American, Inc. Prior to that, Mr. Browne served as a Senior Geologist for Silver Bell Mining, LLC, Asarco Exploration Co. and as Exploration Geologist for Noranda Exploration, Rio Algom Exploration, Dresser Industries and others. Mr. Browne holds a Master of Science degree in Geology from the University of Idaho and a Bachelor of Arts Degree, Geology, from California State University. Quentin has also published numerous papers on mining.

Larry Bigler, CPA

Mr. Bigler has lived in Reno Nevada for the past 25 years and has over 30 years of mining experience. Mr. Bigler is a practicing Certified Public Accountant with many mining clients, retail, rental and individual clients. Mr. Bigler was an independent director and chairman of the Audit Committee for General Metals (GNMT). He formerly was CFO, Vice President, and Director for Oro Nevada Resources and was instrumental in raising C\$ 40 million from an initial public offering. From 19117 until 1992 he was Treasurer and Controller for Getcbell Gold (formerly First Miss Gold) where he completed an initial public offering and a gold loan (150,000 oz AU). He has degrees in economics and accounting and has published many articles on mining financial issues.

Appointment of Herb Duerr as President and Chief Executive Officer:

On January 19, 2016 Herb Duerr, a current member of our Board of Directors was appointed as President and Chief Executive Officer. Mr. Duerr has over 20 years' experience in management in the mining industry.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Title</u>
17	Written Consent in Lieu of a Meeting of Shareholders of Walker Lane Exploration, Inc., January 15, 2016.
99.1	Press release dated January 21, 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 21, 2016

Walker Lane Exploration, Inc.

By: /s/ Herb Duerr
Herb Duerr
President

**WRITTEN CONSENT IN LIEU OF MEETING
OF THE SHAREHOLDERS OF
WALKER LANE EXPLORATION INC.
(the "Company")**

The undersigned, representing the holders of a majority of the Company's issued and outstanding voting securities on all matters brought to a vote of the holders of the Company's outstanding voting securities common stock do hereby approve and ratify the following actions as if taken at a duly called shareholders meeting.

WHEREAS, at January 15, 2016 (the "Record Date") there were 11,308,049 shares of common stock issued and outstanding, each share of common stock entitling the holder to one (1) vote per share on any matter brought to a vote of the Company's shareholders; and

WHEREAS, on the Record Date there were 255,440 Series B Preferred Shares issued and outstanding; each outstanding share of Series B Preferred Shares entitling the holder to ten (10) votes per share on any matter brought to a vote of the Company's shareholders; and.

WHEREAS, there are a total of 11,308,049 outstanding Common shares and 255,440 outstanding B Preferred shares of voting securities, with both classes of Shares representing a total of 13,862,449 votes on the Record Date; and

WHEREAS, the shareholders owning a majority of the Company's outstanding voting securities on the Record Date have executed this written consent.

NOW THEREFORE, the Undersigned do hereby ratify and approve the following actions:

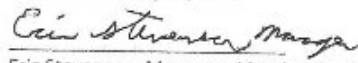
1. Remove Trevor Moss, Steven K. Jones, Ted Sharp, Phil Allen and Iain Stewart as Directors of the Company effective at the close of business on the Record Date,
2. Nominate and appoint the following individuals to serve as the Company' Board of Directors effective on the Record Date: Thomas Mancuso, Geologist, Herb Duerr, Geologist, Quentin Browne, Geologist, and Larry Bigler, CPA.

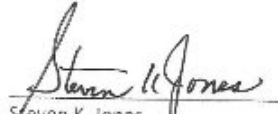
<u>Principal Shareholder</u>	<u>Common Shares Owned</u>	<u>Common Shares in Favor of Resolution</u>
SJE Mining LLC	500,000	500,000
Steven K. Jones	3,350,000	3,350,000
Eric Stevenson	3,150,000	3,150,000

Ulrich Schade	20,833	20,833
Rob Personett	150,000	150,000
Advantage Capital Mktng	400,000	400,000
Victoria Blackwell	100,000	100,000
Amanda Blackwell	100,000	100,000
Alexander Blackwell	100,000	100,000
Adam Blackwell	100,000	100,000
TOTALS	7,970,833	7,970,833

The foregoing representing 57.5% of the Company's issued and outstanding membership interests

Executed January 15, 2015



Eric Stevenson, Managing Member SIE LLC

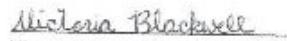

Steven K. Jones

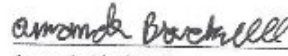

Eric Stevenson


Ulrich Schade

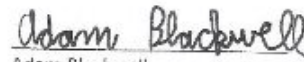

Rob Personett

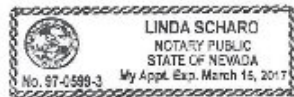

Douglas M. Blackwell
Advantage Capital Marketing Inc.


Victoria Blackwell


Amanda Blackwell


Alexander Blackwell


Adam Blackwell



Linda Scharo 1-15-16

Walker Lane Exploration Announces Board and Management Changes

Carson City, NV –January 21, 2016 - Walker Lane Exploration, Inc. (OTC: WKLN), a Nevada Corporation, announced management changes. At a special shareholders meeting held on January 15, 2016 a majority of shareholders of Walker Lane Exploration, Inc. removed Trevor Moss, Steven K. Jones, Ted Sharp, Iain Stewart and Phil Allen as Directors of the Corporation and elected Quentin Browne, Geo., Herb Duerr, Geo. and Larry Bigler, CPA. Mr. Thomas Mancuso, Geo. was re-elected to the Board of Directors.

There were 7,970,833 shares held by a majority of shareholders (57.5%, inclusive of all classes of stock) voting in favor of the changes to the Board of Directors.

At a special board meeting held in Reno on January 19, 2016, Phil Allen was removed as President, Chief Executive Officer and Vice President of Shareholder Relations by unanimous decision. Mr. Herb Duerr, Geo., was unanimously elected President and Chief Executive Officer.

In commenting on his appointment as President and CEO, Mr. Duerr said, "I look forward to serving the Corporation as it pursues its corporate objectives."

The Corporation filed Form 8-K which details the above actions by the shareholders and Board of Directors.

About Walker Lane Exploration, Inc .

The Corporation is a U.S.-based precious metals exploration company. Walker Lane Exploration, Inc. owns three properties in Nevada; Pyramid, which is located in Washoe County, Nevada, consisting of 10 lode claims leased from the Bureau of Land Management (BLM). West Trinity, which is located in Churchill County, Nevada consisting of 24 lode claims leased from the BLM. And, Paradise, which is located in Nye County, Nevada, consisting of 9 lode claims leased from the BLM. The Corporation's focus is to identify mineral areas that are open to staking and claiming, or to lease properties management deems viable for exploration. Once a property has been secured, management conducts an assessment of the prospect for exploration, which can include sampling, trenching and drilling in order to develop the prospect for leasing, sale or joint venture with other mining companies. Further information can be found on Walker Lane's website at: www.walkerlaneexploration.com

"Safe-Harbor" Statement: Under the Private Securities Litigation Reform Act of 1995. This press release contains forward-looking information within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), including all statements that are not statements of historical fact regarding the intent, belief or current expectations of the Company, its directors or its officers. The words "may," "would," "will," "expect," "estimate," "anticipate," "believe," "intend," and similar expressions and variations thereof are intended to identify forward-looking statements. Investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, many of which are beyond the Company's ability to control, and that actual results may differ materially from those projected in the forward-looking statements as a result of various factors.

Contact:

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