

Comstock Mining Inc.  
Form 10-Q/A  
September 14, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 10-Q/A**

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

**For the Quarterly Period Ended June 30, 2012**

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File No. 001-35200

(Exact name of registrant as specified in its charter)

NEVADA	1040	65-0955118
(State or other jurisdiction of incorporation or organization)	(Primary Standard Industrial Classification Code Number)	(I.R.S. Employer Identification No.)

P.O. Box 1118

Virginia City, NV 89440

(Address of principal executive offices)

(775) 847-4755

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer

Non-accelerated filer  Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes  No

The number of shares of Common Stock, \$0.000666 par value, of the registrant outstanding at September 14, 2012 was 42,591,626.

**EXPLANATORY NOTE**

Except for the exhibits filed herewith that were omitted in error in the original filing, this amendment does not amend any other information set forth in the quarterly report for the period specified above, originally filed on August 14, 2012. This amendment speaks as of the original filing date, does not reflect any events that may have occurred subsequent to the original filing date, and does not modify or update in any way any disclosures made in the originally filed quarterly report.

**PART II – OTHER INFORMATION**

**Item 6. Exhibits.**

The exhibits listed on the accompanying following documents are filed as part of this report.

Exhibit

Exhibit

Number

10.1\* Master Loan and Security Agreement

10.2\* Secured Promissory Note and Guaranty

10.3 \* Call Option Agreement

10.4 \* General Security Agreement (Comstock Mining Inc.)

10.5\* General Security Agreement (Comstock Mining LLC)

10.6\* Pledge Agreement

10.7\* Master Purchase Contract & Bill of Sale

10.8\* Trading Agreement

31 Certification of Principal Executive Officer and Principal Financial Officer pursuant to Rule 13a-14(a) and Rule 15d-14(a), promulgated under the Securities Exchange Act of 1934, as amended (incorporated by reference to Exhibit 31 to the Quarterly Report on Form 10-Q filed by Comstock Mining Inc. on August 14, 2012)

32 Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (incorporated by reference to Exhibit 32 to the Quarterly Report on Form 10-Q filed by Comstock Mining Inc. on August 14, 2012)

\* Filed herewith

**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 thereunto duly authorized.

COMSTOCK MINING, INC.  
(Registrant)

Date: September 14,  
2012

By: /s/ Corrado De Gasperis

Name: Corrado De Gasperis

Title: President and Chief Executive Officer (Principal Executive Officer and Principal Financial Officer)

**Exhibit Index**

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