

BINGHAM MERLIN
Form 4
August 02, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BINGHAM MERLIN

(Last) (First) (Middle)

C/O METALLINE MINING COMPANY, 1330 E. MARGARET AVE.

2. Issuer Name and Ticker or Trading Symbol
METALLINE MINING CO [MMG]

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2010

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

COEUR D' ALENE, ID 83815

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽⁵⁾	07/29/2010		J	V Amount 103,451 (A) or (D) A Price \$ 0.34	1,524,090	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Stock Options (1)	\$ 2.59					05/01/2006	05/01/2016	Common Stock	1,000,000
Stock Options (2)	\$ 1.32					10/04/2001	10/04/2010	Common Stock	50,000
Stock Options (3)	\$ 2.18					01/18/2008	01/18/2018	Common Stock	150,000
Stock Options (4)	\$ 0.34					02/11/2009	02/11/2019	Common Stock	60,750
Stock Options (5)	\$ 0.34	07/29/2010		X	103,000	02/11/2009	02/11/2019	Common Stock	103,000
Stock Options (5)	\$ 0.34	07/29/2010		X	82,250	02/11/2009	02/11/2019	Common Stock	82,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BINGHAM MERLIN C/O METALLINE MINING COMPANY 1330 E. MARGARET AVE. COEUR D' ALENE, ID 83815	X			

Signatures

/s/ Merlin
Bingham

07/30/2010

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Options granted pursuant to the Company's 2006 Stock Option Plan on May 1, 2006.
- (2) Options granted pursuant to the Company's 2000 Equity Incentive Plan on October 4, 2001 and were later amended on October 4, 2006.
- (3) Options granted pursuant to the Company's 2006 Stock Option Plan on January 18, 2008, the options are vested in full.
- (4) Options granted to Mr. Bingham's spouse in February 2009. These options are vested in full.
- (5) On July 29, 2010 Mr. Bingham exercised all of the options granted in February 2009 on a cashless basis. This transaction is exempt from Section 16(b) pursuant to Rule 16b-6.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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