

## U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM SB-2

## Registration Statement

## Under the Securities Act of 1934

**Maple Mountain Explorations Inc.**

(Name of Small Business Issuer in Its Charter)

NEVADA (State or Other Jurisdiction of Incorporation or Organization)	1000 (Primary Standard Industrial Classification Code Number)	20-4711443 (I.R.S. Employer Identification No.)
#507, 1313 East Maple Street, Suite 201 Bellingham, WA 98225 (Address of principal Executive Offices)		(306)824-6463 (Telephone Number)
Dan Masters 4490 Philbrook Square San Diego, CA 92130 (Name and Address of Agent for Service)	(858)523-1177 (Telephone Number)	(858)523-1102 (Fax Number)

Approximate Date of Commencement of Proposed Sale to the Public: As soon as practicable after the effective date of this Registration Statement.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, check the following box.  9

## CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Proposed Maximum Offering Amount to be Registered	Proposed Maximum Aggregate Price Per Unit (1)	Amount of Offering Price (2)	Registration Fee
Common Stock	2,500,000	\$0.02	\$50,000	\$5.35

- (1) Registration Fee has been paid via Fedwire.
- (2) This is the initial offering and no current trading market exists for our common stock. The price paid for the currently issued and outstanding common stock was valued at \$0.007 per share.
- (3) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(c).

The registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until the registration statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.



PROSPECTUS

**Maple Mountain Explorations Inc.  
2,500,000 shares of Common Stock at \$.02 per share**

This is the initial offering of common stock of Maple Mountain Explorations Inc. and no public market currently exists for the securities being offered. Maple Mountain Explorations Inc. is offering for sale a total of 2,500,000 of common stock at a price of \$0.02 per share. The offering is being conducted on a self-underwritten, best efforts, all-or-none basis, which means our officer and directors will attempt to sell the shares. We intend to open a standard, non-interest bearing, bank checking account to be used only for the deposit of funds received from the sale of the shares in this offering. If all the shares are not sold and the total offering amount is not deposited by the expiration date of the offering, the funds will be promptly returned to the investors, without interest or deduction. The shares will be offered at a price of \$.0x per share for a period of one hundred and eighty (180) days from the effective date of this prospectus, unless extended by our board of directors for an additional 90 days. The offering will end on \_\_\_\_\_, 200\_ (date to be inserted in a subsequent amendment).

Maple Mountain Explorations Inc. is an exploration stage company and currently has no operations. Any investment in the shares offered herein involves a high degree of risk. You should only purchase shares if you can afford a loss of your investment. Our independent auditor has issued an audit opinion for Maple Mountain Explorations Inc. which includes a statement expressing substantial doubt as to our ability to continue as a going concern.

**BEFORE INVESTING, YOU SHOULD CAREFULLY READ THIS PROSPECTUS,  
PARTICULARLY, THE RISK FACTORS SECTION BEGINNING ON PAGE 4.**

Neither the U.S. Securities and Exchange Commission nor any state securities division has approved or disapproved these securities, or determined if this prospectus is truthful, accurate, current or complete. Any representation to the contrary is a criminal offense.

	<b>Offering Price Per Share</b>	<b>Total Amount of Offering</b>	<b>Underwriting Commissions</b>	<b>Proceeds To Us</b>
Common Stock	\$.02	\$50,000	\$0	\$50,000

As of the date of this prospectus, there is no public trading market for our common stock and no assurance that a trading market for our securities will ever develop.

The information in this prospectus is not complete and may be changed. We will not sell these securities until the registration statement filed with the U.S. Securities and Exchange Commission has been cleared of comments and is declared effective. This prospectus is not an offer to sell these securities and it is not soliciting an offer to buy these securities in any state where the offer of sale is not permitted.

Subject to Completion, Dated \_\_\_\_\_, 200\_\_

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## Summary

### **General Information**

You should read the following summary together with the more detailed business information and the financial statements and related notes that appear elsewhere in this prospectus. In this prospectus, unless the context otherwise denotes, references to “we”, “us”, “our”, “Maple”, “Maple Mountain” and “Maple Mountain Explorations” are to Maple Mountain Explorations Inc.

Maple Mountain Explorations Inc. was incorporated in the State of Nevada on April 14, 2006 to engage in the acquisition, exploration and development of natural resource properties. We intend to use the net proceeds from this offering to develop our business operations. (See "Business of the Company" and "Use of Proceeds".) We are an exploration stage company with no revenues or operating history. The principal executive offices are located at #507, 1313 East Maple Street, Suite 201, Bellingham, WA 98225. The telephone number is (360)824-6463.

We received our initial funding of \$7,000 through the sale of common stock to our officer who purchased 1,000,000 shares of our common stock at \$0.007 per share on April 14, 2006. From inception until the date of this filing we have had limited operating activities. Our financial statements from inception (April 14, 2006) through the year ended April 30, 2006 report no revenues and a net loss of \$590. Our independent auditor has issued an audit opinion for Maple Mountain Explorations Inc. which includes a statement expressing substantial doubt as to our ability to continue as a going concern.

Our mineral claim has been staked and we hired a professional mining engineer to prepare a geological report. We have not yet commenced any exploration activities on the claim. Our property, know as the Maple Mountain Mineral Claim may not contain any reserves and funds that we spend on exploration will be lost. Even if we complete our current exploration program and are successful in identifying a mineral deposit we will be required to expend substantial funds to bring our claim to production.

There is no current public market for our securities. As our stock is not publicly traded, investors should be aware they probably will be unable to sell their shares and their investment in our securities is not liquid.

### **Offering**

Securities Being Offered	2,500,000 shares of common stock.
Price per Share	\$0.02
Offering Period	The shares are offered for a period not to exceed 180 days, unless extended by our board of directors for an additional 90 days.
Net Proceeds	\$50,000
Securities Issued and Outstanding	1,000,000 shares of common stock were issued and outstanding as of the date of this prospectus.
Registration Costs	We estimate our total offering registration costs to be \$5,500.

## **Risk Factors**

An investment in these securities involves an exceptionally high degree of risk and is extremely speculative in nature. Following are what we believe to be all the material risks involved if you decide to purchase shares in this offering.

### **Risks Associated With Our Company:**

*We are an exploration stage company but have not yet commenced exploration activities on our claim. We expect to incur operating losses for the foreseeable future.*

We have not yet commenced exploration on the Maple Mountain Mineral Claim. Accordingly, we have no way to evaluate the likelihood that our business will be successful. We were incorporated on April 14, 2006 and to date have been involved primarily in organizational activities and the acquisition of the mineral claim. We have not earned any revenues as of the date of this prospectus. Potential investors should be aware of the difficulties normally encountered by new mineral exploration companies and the high rate of failure of such enterprises. The likelihood of success must be considered in light of the problems, expenses, difficulties, complications and delays encountered in connection with the exploration of the mineral properties that we plan to undertake. These potential problems include, but are not limited to, unanticipated problems relating to exploration, and additional costs and expenses that may exceed current estimates. Prior to completion of our exploration stage, we anticipate that we will incur increased operating expenses without realizing any revenues. We expect to incur significant losses into the foreseeable future. We recognize that if we are unable to generate significant revenues from development and production of minerals from the claim, we will not be able to earn profits or continue operations. There is no history upon which to base any assumption as to the likelihood that we will prove successful, and it is doubtful that we will generate any operating revenues or ever achieve profitable operations. If we are unsuccessful in addressing these risks, our business will most likely fail.

*Without the funding from this offering we will be unable to implement our business plan.*

Our current operating funds are less than necessary to complete the intended exploration program on our mineral claim. We will need the funds from this offering to complete our business plan. As of April 30, 2006, we had cash in the amount of \$7,000. We currently do not have any operations and we have no income.

*Our independent auditor has issued an audit opinion for Maple Mountain Explorations Inc. which includes a statement describing our going concern status. Our financial status creates a doubt whether we will continue as a going concern.*

As described in Note 3 of our accompanying financial statements, our lack of operations and any guaranteed sources of future capital create substantial doubt as to

our ability to continue as a going concern. If our business plan does not work, we could remain as a start-up company with limited operations and revenues.

*Because management has no technical experience in mineral exploration, our business has a higher risk of failure.*

Though our officer acted as an officer and director of several publicly traded, Canadian mining and exploration companies that traded on the Vancouver Stock Exchange during the 1960's and 1970's, he has no professional training or technical credentials in the field of geology. As a result, he may not be able to recognize and take advantage of potential acquisition and exploration opportunities in the sector without the aid of qualified geological consultants. His decisions and choices may not take into account standard engineering or managerial approaches mineral exploration companies commonly use. Consequently our operations, earnings and ultimate financial success may suffer irreparable harm as a result.

*There is the risk that our property does not contain any known bodies of ore resulting in any funds spent on exploration being lost.*

There is the likelihood of our mineral claim containing little or no economic mineralization or reserves of copper or other minerals. We have a geological report detailing previous exploration in the area, and the claim has been staked per British Columbia regulations. However; there is the possibility that the previous work was not carried out properly and our claim does not contain any reserves, resulting in any funds spent on exploration being lost.

*Because we have not surveyed the Maple Mountain Mineral Claim, we may discover mineralization on the claims that is not within our claim boundaries.*

While we have conducted a mineral claim title search, this should not be construed as a guarantee of claim boundaries. Until the claim is surveyed, the precise location of the boundaries of the claim may be in doubt. If we discover mineralization that is close to the claim boundaries, it is possible that some or all of the mineralization may occur outside the boundaries. In such a case we would not have the right to extract those minerals.

*If we discover commercial reserves of precious metals on our mineral property, we can provide no assurance that we will be able to successfully advance the mineral claims into commercial production.*

If our exploration program is successful in establishing ore of commercial tonnage and grade, we will require additional funds in order to advance the claim into commercial production. Obtaining additional financing would be subject to a number of factors, including the market price for the minerals, investor acceptance of our claims and general market conditions. These factors may make the timing, amount, terms or conditions of additional financing unavailable to us. The most likely source of future

funds is through the sale of equity capital. Any sale of share capital will result in dilution to existing shareholders. We may be unable to obtain any such funds, or to obtain such funds on terms that we consider economically feasible and you may lose any investment you make in this offering.

*If access to our mineral claim is restricted by fire danger, we may be delayed in our exploration and any future mining efforts.*

Though a mild climate prevails in the area of our claim with warm, dry summers and short winters, dry forest conditions, usually in August, occasionally elevate the forest fire hazard to extreme. This may prompt a closure of municipal lands resulting in a possible delay to our exploration timetable.

*Government regulation or other legal uncertainties may increase costs and our business will be negatively affected.*

There are several governmental regulations that materially restrict mineral claim exploration and development. Under Canadian mining law, engaging in certain types of exploration requires work permits, the posting of bonds, and the performance of remediation work for any physical disturbance to the land. While these current laws will not affect our initial exploration phase, if we identify exploitable minerals and proceed to phase two which includes excavation operations on the claim, we will incur regulatory compliance costs based upon the size and scope of our operations. In addition, new regulations could increase our costs of doing business and prevent us from exploring for and the exploitation of ore deposits. In addition to new laws and regulations being adopted, existing laws may be applied to mining that have not as yet been applied. These new laws may increase our cost of doing business with the result that our financial condition and operating results may be harmed.

*Based on consumer demand, the growth and demand for any ore we may recover from our claims may be slowed, resulting in reduced revenues to the company.*

Our continued success will be dependent on the growth of demand for ore. If consumer demand slows our revenues may be significantly affected. This could limit our ability to generate revenues and our financial condition and operating results may be harmed.

*Because our current officer and directors have other business interests, they may not be able or willing to devote a sufficient amount of time to our business operations, causing our business to fail.*

Mr. Marvin Wosk, our sole officer and a director of the company, currently devotes approximately 5-10 hours per week providing management services to us. Dr. Pacharee Soonthornsawad, a director of the company, devotes approximately 1-2 hours per week to our business. While our executive officer and directors presently possesses adequate time to attend to our interests, it is possible that the demands on

them from their other obligations could increase, with the result that they would no longer be able to devote sufficient time to the management of our business. This could negatively impact our business development.

**Risks Associated With This Offering:**

*The trading in our shares will be regulated by Securities and Exchange Commission Rule 15g-9 which established the definition of a “penny stock.”*

The shares being offered are defined as a penny stock under the Securities and Exchange Act of 1934, and rules of the Commission. The Exchange Act and such penny stock rules generally impose additional sales practice and disclosure requirements on broker-dealers who sell our securities to persons other than certain accredited investors who are, generally, institutions with assets in excess of \$5,000,000 or individuals with net worth in excess of \$1,000,000 or annual income exceeding \$200,000 (\$300,000 jointly with spouse), or in transactions not recommended by the broker-dealer. For transactions covered by the penny stock rules, a broker-dealer must make a suitability determination for each purchaser and receive the purchaser's written agreement prior to the sale. In addition, the broker-dealer must make certain mandated disclosures in penny stock transactions, including the actual sale or purchase price and actual bid and offer quotations, the compensation to be received by the broker-dealer and certain associated persons, and deliver certain disclosures required by the Commission. Consequently, the penny stock rules may make it difficult for you to resell any shares you may purchase, if at all.

*We are selling this offering without an underwriter and may be unable to sell any shares.*

This offering is self-underwritten, that is, we are not going to engage the services of an underwriter to sell the shares; we intend to sell them through our officer and directors, who will receive no commissions. They will offer the shares to friends, relatives, acquaintances and business associates, however; there is no guarantee that they will be able to sell any of the shares. Unless they are successful in selling all of the shares and we receive the proceeds from this offering, we may have to seek alternative financing to implement our business plans.

*Due to the lack of a trading market for our securities, you may have difficulty selling any shares you purchase in this offering.*

We are not registered on any public stock exchange. There is presently no demand for our common stock and no public market exists for the shares being offered in this prospectus. We plan to contact a market maker immediately following the completion of the offering and apply to have the shares quoted on the OTC Electronic Bulletin Board (OTCBB). The OTCBB is a regulated quotation service that displays real-time quotes, last sale prices and volume information in over-the-counter (OTC) securities. The OTCBB is not an issuer listing service, market or exchange. Although the

OTCBB does not have any listing requirements per se, to be eligible for quotation on the OTCBB, issuers must remain current in their filings with the SEC or applicable regulatory authority. Market makers are not permitted to begin quotation of a security whose issuer does not meet this filing requirement. Securities already quoted on the OTCBB that become delinquent in their required filings will be removed following a 30 or 60 day grace period if they do not make their required filing during that time. We cannot guarantee that our application will be accepted or approved and our stock listed and quoted for sale. As of the date of this filing, there have been no discussions or understandings between Maple Mountain Explorations Inc., or anyone acting on our behalf, with any market maker regarding participation in a future trading market for our securities. If no market is ever developed for our common stock, it will be difficult for you to sell any shares you purchase in this offering. In such a case, you may find that you are unable to achieve any benefit from your investment or liquidate your shares without considerable delay, if at all. In addition, if we fail to have our common stock quoted on a public trading market, your common stock will not have a quantifiable value and it may be difficult, if not impossible, to ever resell your shares, resulting in an inability to realize any value from your investment.

*You will incur immediate and substantial dilution of the price you pay for your shares.*

Our existing stockholder acquired his shares at a cost of \$.007 per share, a cost per share substantially less than that which you will pay for the shares you purchase in this offering. Upon completion of this offering the net tangible book value of the shares held by our existing stockholder (1,000,000 shares) will be increased by \$.01 per share without any additional investment on his part. The purchasers of shares in this offering will incur immediate dilution (a reduction in the net tangible book value per share from the offering price of \$.02 per share) of \$.004 per share. As a result, after completion of the offering, the net tangible book value of the shares held by purchasers in this offering would be \$.016 per share, reflecting an immediate reduction in the \$.02 price per share they paid for their shares.

*We will be holding all the proceeds from the offering in a standard bank checking account until all shares are sold. Because the shares are not held in an escrow or trust account there is a risk your money will not be returned if all the shares are not sold.*

All funds received from the sale of shares in this offering will be deposited into a standard bank checking account until all shares are sold and the offering is closed, at which time, the proceeds will be transferred to our business operating account. In the event all shares are not sold we have committed to promptly return all funds to the original purchasers. However since the funds will not be placed into an escrow, trust or other similar account, there can be no guarantee that any third party creditor who may obtain a judgment or lien against us would not satisfy the judgment or lien by executing on the bank account where the offering proceeds are being held, resulting in a loss of any investment you make in our securities.

*We will incur ongoing costs and expenses for SEC reporting and compliance. Without revenue we may not be able to remain in compliance, making it difficult for investors to sell their shares, if at all.*

Our business plan allows for the payment of the estimated \$5,500 cost of this registration statement to be paid from existing cash on hand. We plan to contact a market maker immediately following the close of the offering and apply to have the shares quoted on the OTC Electronic Bulletin Board. To be eligible for quotation, issuers must remain current in their filings with the SEC. In order for us to remain in compliance we will require future revenues to cover the cost of these filings, which could comprise a substantial portion of our available cash resources. If we are unable to generate sufficient revenues to remain in compliance it may be difficult for you to resell any shares you may purchase, if at all.

*Mr. Wosk, the sole officer and a director of the company, beneficially owns 100% of the outstanding shares of our common stock. After the completion of this offering he will own 29% of the outstanding shares. If he chooses to sell his shares in the future, it might have an adverse effect on the price of our stock.*

Due to the amount of Mr. Wosk's share ownership in our company, if he chooses to sell his shares in the public market, the market price of our stock could decrease and all shareholders suffer a dilution of the value of their stock. If he does sell any of his common stock, he will be subject to Rule 144 under the 1933 Securities Act. Rule 144 restricts the ability of our director or officer to sell his shares by limiting the sales of securities during any three-month period to the greater of: (1) 1% of the outstanding common stock of the issuer; or (2) the average weekly reported trading volume in the outstanding common stock reported on all securities exchanges during the four calendar weeks preceding the filing of the required notice of the sale under Rule 144 with the SEC.

### **Forward Looking Statements**

This prospectus contains forward-looking statements that involve risk and uncertainties. We use words such as "anticipate", "believe", "plan", "expect", "future", "intend", and similar expressions to identify such forward-looking statements. Investors should be aware that all forward-looking statements contained within this filing are good faith estimates of management as of the date of this filing. Our actual results could differ materially from those anticipated in these forward-looking statements for many reasons, including the risks faced by us as described in the "Risk Factors" section and elsewhere in this prospectus.

### **Use of Proceeds**

Assuming sale of all of the shares offered herein, of which there is no assurance, the net proceeds from this Offering will be \$50,000. The proceeds are expected to be disbursed, in the priority set forth below, during the first twelve (12) months after the successful completion of the Offering:

Total Proceeds to the Company	\$ 50,000
Phase One Exploration Program	20,554
Phase Two Exploration Program	21,352
Administration and Office Expense	2,500
Legal and Accounting	3,900
Working Capital	<u>1,694</u>
Total Use of Net Proceeds	<u>\$ 50,000</u>

We will establish a separate bank account and all proceeds will be deposited into that account until the total amount of the offering is received and all shares are sold, at which time the funds will be released to us for use in our operations. In the event we do not sell all of the shares before the expiration date of the offering, all funds will be returned promptly to the subscribers, without interest or deduction. If necessary, Mr. Wosk, our director, has verbally agreed to loan the company funds to complete the registration process but we will require full funding to implement our complete business plan.

### **Determination of Offering Price**

The offering price of the shares has been determined arbitrarily by us. The price does not bear any relationship to our assets, book value, earnings, or other established criteria for valuing a privately held company. In determining the number of shares to be offered and the offering price, we took into consideration our cash on hand and the amount of money we would need to implement our business plans. Accordingly, the offering price should not be considered an indication of the actual value of the securities.

### **Dilution**

Dilution represents the difference between the offering price and the net tangible book value per share immediately after completion of this offering. Net tangible book value is the amount that results from subtracting total liabilities and intangible assets from total assets. Dilution arises mainly as a result of our arbitrary determination of the offering price of the shares being offered. Dilution of the value of the shares you purchase is also a result of the lower book value of the shares held by our existing stockholder.

As of April 30, 2006, the net tangible book value of our shares was \$6,410 or \$0.006 per share, based upon 1,000,000 shares outstanding.

Upon completion of this offering, but without taking into account any change in the net tangible book value after completion of this offering other than that resulting from the sale of the shares and receipt of the total proceeds of \$50,000, the net tangible book value of the 3,500,000 shares to be outstanding will be \$56,410, or approximately \$.016 per share. Accordingly, the net tangible book value of the shares held by our existing stockholder (1,000,000 shares) will be increased by \$.01 per share without any additional investment on his part. The purchasers of shares in this offering will incur immediate dilution (a reduction in the net tangible book value per share from the offering price of \$.02 per share) of \$.004 per share. As a result, after completion of the offering, the net tangible book value of the shares held by purchasers in this offering would be \$.016 per share, reflecting an immediate reduction in the \$.02 price per share they paid for their shares.

After completion of the offering, the existing shareholder will own 29% of the total number of shares then outstanding, for which he will have made an investment of \$7,000, or \$.007 per share. Upon completion of the offering, the purchasers of the shares offered hereby will own 71% of the total number of shares then outstanding, for which they will have made a cash investment of \$50,000, or \$.02 per Share.

The following table illustrates the per share dilution to the new investors:

Public Offering Price per Share	\$ .02
Net Tangible Book Value Prior to this Offering	\$ .006
Net Tangible Book Value After Offering	\$ .016
Immediate Dilution per Share to New Investors	\$ .004

The following table summarizes the number and percentage of shares purchased, the amount and percentage of consideration paid and the average price per share paid by our existing stockholder and by new investors in this offering:

	<b><u>Total Price Per Share</u></b>	<b><u>Number of Shares Held</u></b>	<b><u>Percent of Ownership</u></b>	<b><u>Consideration Paid</u></b>
Existing Stockholder	\$ .007	1,000,000	29%	\$ 7,000
Investors in This Offering	\$ .02	2,500,000	71%	\$ 50,000

## **Plan of Distribution**

### **Offering will be Sold by Our Officer and Directors**

This is a self-underwritten offering. This Prospectus is part of a prospectus that permits our officer and directors to sell the shares directly to the public, with no commission or other remuneration payable to them for any shares they may sell. There are no plans or arrangements to enter into any contracts or agreements to sell the shares with a broker or dealer. Marvin Wosk and Pacharee Soonthornsawad, our officer and directors, will sell the shares and intend to offer them to friends, family members and business acquaintances. In offering the securities on our behalf, they will rely on the safe harbor from broker dealer registration set out in Rule 3a4-1 under the Securities Exchange Act of 1934.

Our officer and directors will not register as a broker-dealer pursuant to Section 15 of the Securities Exchange Act of 1934, in reliance upon Rule 3a4-1, which sets forth those conditions under which a person associated with an Issuer may participate in the offering of the Issuer's securities and not be deemed to be a broker-dealer.

- a. Our officer and directors are not subject to a statutory disqualification, as that term is defined in Section 3(a)(39) of the Act, at the time of their participation; and,
- b. Our officer and directors will not be compensated in connection with their participation by the payment of commissions or other remuneration based either directly or indirectly on transactions in securities; and
- c. Our officer and directors are not, nor will they be at the time of their participation in the offering, an associated person of a broker-dealer; and
- d. Our officer and directors meet the conditions of paragraph (a)(4)(ii) of Rule 3a4-1 of the Exchange Act, in that they (A) primarily perform, or are intended primarily to perform at the end of the offering, substantial duties for or on behalf of our company, other than in connection with transactions in securities; and (B) are not a broker or dealer, or been an associated person of a broker or dealer, within the preceding twelve months; and (C) have not participated in selling and offering securities for any Issuer more than once every twelve months other than in reliance on Paragraphs (a)(4)(i) or (a)(4)(iii).

Our officer, directors, control persons and affiliates of same do not intend to purchase any shares in this offering.

### **Terms of the Offering**

The shares will be sold at the fixed price of \$.02 per share until the completion of this offering. There is no minimum amount of subscription required per investor, and subscriptions, once received, are irrevocable.

This offering will commence on the date of this prospectus and continue for a period of 180 days (the "Expiration Date"), unless extended by our Board of Directors for an additional 90 days.

### **Deposit of Offering Proceeds**

This is a "best efforts", "all or none" offering and, as such, we will not be able to spend any of the proceeds unless all the shares are sold and all proceeds are received. We intend to hold all funds collected from subscriptions in a separate bank account until the total amount of \$50,000 has been received. At that time, the funds will be transferred to our business account for use in the implementation of our business plan. In the event the offering is not sold out prior to the Expiration Date, all money will be promptly returned to the investors, without interest or deduction. We determined the use of the standard bank account was the most efficient use of our current limited funds. Please see the risk factor section to read the related risk to you as a purchaser of any shares.

### **Procedures and Requirements for Subscription**

If you decide to subscribe for any shares in this offering, you will be required to execute a Subscription Agreement and tender it, together with a check or bank draft to us. Subscriptions, once received by the company, are irrevocable. All checks for subscriptions should be made payable to Maple Mountain Explorations Inc.

### **Legal Proceedings**

We are not currently involved in any legal proceedings and we are not aware of any pending or potential legal actions.

### **Directors, Executive Officers, Promoters and Control Persons**

The officer and directors of Maple Mountain Explorations Inc., whose one year terms will expire on 05/01/07, or at such a time as their successors shall be elected and qualified are as follows:

<b><u>Name &amp; Address</u></b>	<b><u>Age</u></b>	<b><u>Position</u></b>	<b><u>Date First Elected</u></b>	<b><u>Term Expires</u></b>
Marvin Wosk #507, 1313 E. Maple St. Suite 201 Bellingham, WA 98225	75	President, Secretary, Treasurer, CFO, CEO & Director	4/14/06	05/01/07
Pacharee Soonthornsawad 105 Soi Paholyothin 14 Road Bangkok, Thailand 10400	31	Director	4/14/06	05/01/07

The foregoing persons are promoters of Maple Mountain Explorations Inc., as that term is defined in the rules and regulations promulgated under the Securities and Exchange Act of 1933.

Directors are elected to serve until the next annual meeting of stockholders and until their successors have been elected and qualified. Officers are appointed to serve until the meeting of the board of directors following the next annual meeting of stockholders and until their successors have been elected and qualified.

Mr. Wosk currently devotes 5-10 hours per week to company matters. Dr. Soonthornsawad currently devotes 1-2 hours per week to company matters. After receiving funding per our business plan Mr. Wosk intends to devote as much time as the board of directors deems necessary to manage the affairs of the company.

No executive officer or director of the corporation has been the subject of any order, judgment, or decree of any court of competent jurisdiction, or any regulatory agency permanently or temporarily enjoining, barring, suspending or otherwise limiting him or her from acting as an investment advisor, underwriter, broker or dealer in the securities industry, or as an affiliated person, director or employee of an investment company, bank, savings and loan association, or insurance company or from engaging in or continuing any conduct or practice in connection with any such activity or in connection with the purchase or sale of any securities.

No executive officer or director of the corporation has been convicted in any criminal proceeding (excluding traffic violations) or is the subject of a criminal proceeding which is currently pending.

## **Resumes**

**Marvin Wosk** has been President, CEO, Treasurer, CFO, Secretary and a Director of the Company since inception. From January 1997 to present he has worked part time as a gaming consultant including work on a proposal for a gaming joint venture with the British Columbia government which did not come to fruition as well as doing a study and report on gaming for the British Columbia Lottery Corporation. From October 2003 to November 2004 he was an officer and director of Starsoft Inc., a Nevada corporation that was traded publicly at first on the Pink Sheets and later on the Over-the-Counter Bulletin Board. Mr. Wosk had taken over as President of the Company when it was a dormant shell company and successfully completed a reorganization and merger. During the 1960's and 1970's he also acted as an officer and director of several publicly traded, Canadian mining and exploration companies that traded on the Vancouver Stock Exchange which included Groton Minerals, Nationwide Mining & Exploration, Noland Mines, and Grouse Creek Gold Mines.

**Dr. Pacharee Soonthornsawad** has been a Director since inception. From February 2006 to the present, she has practiced dentistry at Bangkok General Hospital located in Bangkok, Thailand. From December 2004 to the present, she has practiced dentistry at Bumrungrad International, a world renowned hospital located in Bangkok, Thailand. From May 2005 to

December 2006 she practiced dentistry at Bangkok Nursing Home Hospital. From November 2004 to the present, she is a part-time clinical instructor at the operative department, faculty of dentistry, Chulalongkorn University located in Bangkok, Thailand. From August 2004 to December 2005, she practiced dentistry at Dental Hospital, a private specialist dental hospital located in Bangkok, Thailand. From October 2004 to February 2005, she was a part-time clinical instructor at the operative department, faculty of dentistry, Mahidol University located in Bangkok, Thailand. From August 2001 to June 2004 she was a teaching assistant at the operative department, school of dentistry, University of North Carolina located in Chapel Hill, North Carolina. From April 1998 to March 2000, she was an instructor and clinician at the restorative department, faculty of dentistry, Chiangmai University, Chiangmai, Thailand. From April 1998 to March 1999 she practiced dentistry at the special care clinic, faculty of dentistry, Chiangmai University, Chiangmai, Thailand.

Dr. Soonthornsawad attended Mahidol University in Bangkok, Thailand and received a Doctor of Dental Surgery degree in 1998 as well as completing a graduate diploma program in clinical science in operative dentistry in 2001. She attended the University of North Carolina in Chapel Hill, North Carolina and received a Master of Science degree in operative dentistry in 2004. She is a certified Dentist in Thailand and is a member of the Thai Dental Council, the Thai Dental Association, the Operative Dentistry Association of Thailand, and the Thai Prosthodontic Association.

#### **Security Ownership of Certain Beneficial Owners and Management**

The following table sets forth information on the ownership of Maple Mountain Explorations Inc. voting securities by officers, directors and major shareholders as well as those who own beneficially more than five percent of our common stock as of the date of this prospectus:

<b><u>Name of Beneficial Owner (1)</u></b>	<b><u>No. of Shares Before Offering</u></b>	<b><u>No. of Shares After Offering</u></b>	<b>Percentage of Ownership:</b>	
			<b><u>Before Offering</u></b>	<b><u>After Offering</u></b>
Marvin Wosk	1,000,000	1,000,000	100%	29%
Pacharee Soonthornsawad	0	0	0%	0%
All Officers and Directors as a Group	1,000,000	1,000,000	100%	29%

- (1) Each of the persons named may be deemed to be a “parent” and “promoter” of the Company, within the meaning of such terms under the Securities Act of 1933, as amended.

## **Description of Securities**

### **Common Stock**

The authorized capital stock of the Company consists of 75,000,000 shares of Common Stock, par value \$.001. The holders of common stock currently (i) have equal ratable rights to dividends from funds legally available therefore, when, as and if declared by the Board of Directors of the Company; (ii) are entitled to share ratably in all of the assets of the Company available for distribution to holders of common stock upon liquidation, dissolution or winding up of the affairs of the Company; (iii) do not have preemptive, subscription or conversion rights and there are no redemption or sinking fund provisions or rights applicable thereto; and (iv) are entitled to one non-cumulative vote per share on all matters on which stockholders may vote. All shares of common stock now outstanding are fully paid for and non-assessable and all shares of common stock which are the subject of this Offering, when issued, will be fully paid for and non-assessable. Please refer to the Company's Articles of Incorporation, By-Laws and the applicable statutes of the State of Nevada for a more complete description of the rights and liabilities of holders of the Company's securities.

### **Non-cumulative Voting**

The holders of shares of common stock of the Company do not have cumulative voting rights, which means that the holders of more than 50% of such outstanding shares, voting for the election of directors, can elect all of the directors to be elected, if they so choose, and, in such event, the holders of the remaining shares will not be able to elect any of the Company's directors. After this Offering is completed, the present stockholder will own 29% of the outstanding shares. (See "Principal Stockholders".)

### **Cash Dividends**

As of the date of this prospectus, the Company has not declared or paid any cash dividends to stockholders. The declaration or payment of any future cash dividend will be at the discretion of the Board of Directors and will depend upon the earnings, if any, capital requirements and financial position of the Company, general economic conditions, and other pertinent factors. It is the present intention of the Company not to declare or pay any cash dividends in the foreseeable future, but rather to reinvest earnings, if any, in the Company's business operations.

### **Interest of Named Experts and Counsel**

None of the below described experts or counsel have been hired on a contingent basis and none of them will receive a direct or indirect interest in the Company.

Our financial statements for the period from inception to the year ended April 30, 2006, included in this prospectus, have been audited by George Stewart, CPA, 2301 S. Jackson St., Suite 101G, Seattle, WA 98144. We include the financial statements in reliance on their reports, given upon their authority as experts in accounting and auditing.

The Law Firm of Dan Masters, 4490 Philbrook Square, San Diego, CA 92130, has passed upon the validity of the shares being offered and certain other legal matters and is representing us in connection with this offering.

Brian Simmons, Professional Mining Engineer of Rodell Enterprises Ltd., 1235 Barnes Road, Crofton, B.C. Canada V0R 1R0, has provided us with the geology report contained herein.

### **Disclosure of Commission Position of Indemnification for Securities Act Liabilities**

Insofar as indemnification for liabilities arising under the Securities Act of 1933 (the "Act") may be permitted to directors, officers and controlling persons of the small business issuer pursuant to the By-Laws of the company, or otherwise, we have been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act, and is, therefore unenforceable.

In the event that a claim for indemnification against such liabilities (other than the payment of expenses incurred or paid by a director, officer or controlling person in the successful defense of any action, suit or proceeding) is asserted by such director, officer, or other control person in connection with the securities being registered, we will, unless in the opinion of our legal counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it, is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

### **Organization within the Last Five Years**

Maple Mountain Explorations Inc. was incorporated in Nevada on April 14, 2006 to engage in the business of acquisition, exploration and development of natural resource properties. At that time Marvin Wosk was named sole officer and Pacharee Soonthornsawad and Marvin Wosk were named as directors of the company. At that time the Board of Directors voted to seek capital and begin development of our business plan. We received our initial funding of \$7,000 through the sale of common stock to Mr. Wosk who purchased 1,000,000 shares of our Common Stock at \$0.007 per share on April 14, 2006.

### **Description of Business**

We are an exploration stage company with no revenues and a limited operating history. Our independent auditor has issued an audit opinion which includes a statement expressing substantial doubt as to our ability to continue as a going concern. The source of information contained in this discussion is our geology report that has been included as Exhibit 99.2 to this prospectus.

There is the likelihood of our mineral claim containing little or no economic mineralization or reserves of copper and other minerals. The Maple Mountain Mineral Claim, consisting of 12 cells totaling an area of 946 acres, is the only claim currently in the company’s portfolio. If our claim does not contain any reserves all funds that we spend on exploration will be lost. Even if we complete our current exploration program and are successful in identifying a mineral deposit we will be required to expend substantial funds on further drilling and engineering studies before we will know if we have a commercially viable mineral deposit or reserve.

### **GLOSSARY OF MINING TERMS**

“Andesite”	A gray to black volcanic rock
“Basalt”	An extrusive volcanic rock
“BCDM”	British Columbia Department of Mines
“Chalcopyrite”	A sulphide mineral of copper and iron; the most important ore mineral in copper
“Copper” or “Cu”	A reddish or salmon-pink isometric mineral, the native metallic element of copper. It is ductile and malleable, a good conductor of heat and electricity, usually dull and tarnished
“Cretaceous”	The Cretaceous period is one of the major divisions of the geologic timescale, reaching from the end of the Jurassic period, about 146 million years ago to the beginning of the Paleocene epoch of the Tertiary period
“Diamond drill”	A rotary type of rock drill that cuts a core of rock that is recovered in long cylindrical sections
“Feldspar”	silicate minerals which occur in igneous rocks - plagioclase contains calcium and sodium
“Gabbro”	A dark, coarse-grained, intrusive igneous rock chemically equivalent to basalt. It is formed when molten magma is trapped beneath the Earth's surface and cools into a crystalline mass.
“Geanticlinal”	A large upward fold of the earth's crust
“Geological mapping”	The process of observing and measuring geological features in a given area and plotting these features, to scale, onto a map
“Geophysical survey”	A method of exploration that measures the physical properties of rock formations including magnetism, specific gravity, electrical conductivity and resistance
"Gold" or “Au”	A heavy, soft, yellow, ductile, malleable, metallic element. Gold is a critical element in computer and communications technologies
“Grab Sample”	A single sample or measurement taken at a specific time or over as short a period as feasible
“Massive sulphide mineralization”	Mineralization that contains a variety of different sulphide minerals – usually includes - sphalerite, chalcopyrite, pyrite and pyrrhotite.
“Metamorphic”	A rock that has undergone chemical or structural changes (heat, pressure, or a chemical reaction) that causes changes to its original state - High-grade metamorphic is a large amount of change
“Mineral claim”	A portion of land held either by a prospector or a mining company, in British Columbia each claim is 500m x 500m (1,640 ft <sup>2</sup> )
“MINFILE”	A government data base detailing mineral occurrences in BC

“Ore”	A mixture of mineralized rock from which at least one of the metals can be extracted at a profit
“Paleozoic”	The Paleozoic Era is a major division of the geologic timescale, one of four geologic eras.
“Porphyry”	Porphyry is a very hard igneous rock consisting of large-grained crystals, such as feldspar or quartz, dispersed in a fine-grained feldspathic matrix or groundmass.
“Precious metal”	Any of several metals, including gold and platinum, that have high economic value – metals that are often used to make coins or jewelry
“Pyrite”	A yellow iron sulphide mineral – sometimes referred to as “fools gold”
“Pyrrhotite”	A bronze colored, magnetic iron sulphide mineral
“Quartz”	Common rock forming mineral consisting of silicon and oxygen
“Sedimentary rocks”	Secondary rocks formed from material derived from other rocks and laid down underwater.
“Sill”	A tabular mass of igneous rock that has been intruded laterally between layers of older rock
“Soil sampling”	The collecting of samples of soil, usually 2 pounds per sample, from soil thought to be covering mineralized rock. The samples are submitted to a laboratory that will analyze them for mineral content
“Sphalerite”	A zinc sulphide mineral; the most common ore mineral of zinc
“Stratigraphy”	A branch of geology, basically the study of rock layers and layering (stratification). It is primarily used in the study of sedimentary and layered volcanic rocks.
“Trenching”	The digging of long, narrow excavation through soil, or rock, to expose mineralization
“Tertiary”	One of the major divisions of the geologic timescale, from the end of the Cretaceous period about 65 million years ago to the start of the Quaternary period about 1.6 million years ago.
“Triassic”	The Triassic is a geologic period that extends from about 245 to 202 million years ago. As the first period of the Mesozoic Era, the Triassic follows the Permian and is followed by the Jurassic.
“Vein”	A crack in the rock that has been filled by minerals that have traveled upwards from a deeper source
“Volcanic rocks”	Igneous rocks formed from magma that has flowed out or has been violently ejected from a volcano
“Zinc” or “Zn”	A white metallic element

## General Information

The one property in the Company’s portfolio, on which the net proceeds of the offering will be spent, is the Maple Mountain Mineral Claim, consisting of 383 hectares (946 acres), included within 12 Mineral Title Cells. The Maple Mountain Mineral Claim was staked on April 11, 2006 using the British Columbia Mineral Titles Online computer Internet system and was assigned Tenure No. 531777.

The Claim is located in the Victoria Mining Division of British Columbia, Canada in a Municipal Forest Reserve managed and owned by the District of North Cowichan. The

project area is located on southeastern Vancouver Island about 8 km (5 mi) northeast of the City of Duncan. The village of Crofton lies at the north end of the claim block. Osborne Bay Road, a paved all-season road runs northerly through the western portion of the Maple Mountain Mineral Claim. A network of logging roads and trails traverse the claim. The city of Duncan is the closest population center. The Cowichan Valley area including Duncan has a population of approximately 50,000 people. Traveling via automobile the Maple Mountain Claim is located 15 minutes by paved road to Duncan. The terrain in the general area is rugged and ranges in elevation from sea level to 502 meters (1,647 feet). All of the property has been logged and is in various stages of re-growth with cedar, fir, alder and maple trees. Traverses on foot are difficult over much of the area due to debris left as a result of forest thinning programs.

The only known mineralized occurrence on the Maple Mountain Claim is on the eastern side of the mineral claim near the top of Maple Mountain. A massive, milky white quartz vein contains 1% disseminated chalcopyrite. A grab sample in 1986 assayed 0.35% copper (Gov. of B.C. Ministry of Energy, Mines and Petroleum Resources, MINFILE No. 092B 139, Inventory Detail Report). The majority of the claim has had no known mineral exploration. We have not carried out any exploration work on the claim and have incurred no exploration costs. The future cost of exploration work on the property is disclosed in detail in the Plan of Operation section of this prospectus.

There is not a plant or any equipment currently located on the property.

It is expected that the initial exploration phase will be supported by generators, however; a major hydro transmission power line is located south (less than 1 km) of the claim. Also a secondary power line (beside Osborne Bay road) runs through the eastern portion of the claim. Water required for exploration and development of the claim is available from several seasonal creeks and a small lake located on the claim. The area receives about 1 meter (3 feet) of precipitation per year. The local property owners in the area have their own wells, which in the event the water in the creeks or lake on the property are not sufficient we could have a well dug.

A two-phase exploration program to evaluate the area is considered appropriate and is recommended by the mining engineer in his report. Phase 1 of the work program will consist of geological mapping, soil sampling and rock sampling. Contingent upon favorable results from Phase 1, Phase 2 work would consist of a magnetometer survey and trenching.

The cost of the proposed program is \$20,554 for the initial phase of exploration work and \$21,352 for the contingent second phase. We plan to commence Phase 1 of the exploration program in the fall 2006 if we are able to raise the necessary funds from this offering.

The discussions contained herein are management's estimates based on information provided by the mining engineer who prepared the geology report for the Maple Mountain project. Because we have not commenced our exploration program we cannot provide a more detailed discussion of our plans if we find a viable store of minerals on our property, as there is no guarantee that exploitable mineralization will be found, the quantity or type of minerals if

they are found and the extraction process that will be required. We are also unable to assure you we will be able to raise the additional funding to proceed with any subsequent work on the claims if mineralization is found in Phases 1 and 2.

### **Acquisition of the Mineral Claim**

The Maple Mountain Mineral Claim is assigned Tenure Number 531777 and is recorded in the name of our president, Marvin Wosk. The date of record is April 11<sup>th</sup> 2006 and the claim is in good standing to April 12<sup>th</sup> 2007.

### **Requirements or Conditions for Retention of Title**

Title to the property has already been granted to our president, Marvin Wosk, who holds the claim in trust for the Company. To obtain a Free Miner's Certificate, which is required to hold a mining claim in British Columbia, Section 8(1) of the B.C. Mineral Tenure Act (MTA) stipulates that a corporation must be registered under the British Columbia Business Corporations Act. Section 8(2) of the MTA stipulates that an individual applicant must either be a resident of Canada or be authorized to work in Canada. As the corporation is not registered in British Columbia the claim is held in trust for the company by Mr. Wosk, a Canadian citizen. The Maple Mountain Mineral Claim was staked using the British Columbia Mineral Titles Online computer Internet system.

All claims staked in British Columbia require \$0.40 per hectare worth of assessment work to be undertaken in year 1 through 3, followed by \$0.80 per hectare per year thereafter. For our claim this would require \$153 in exploration costs for year 1 through 3, and \$306 per year thereafter. In order to retain title to the property exploration work costs must be recorded and filed with the British Columbia Department of Energy Mines and Petroleum Resources ("BCDM"). The BCDM charges a filing fee, equal to 10% of the value of the work recorded, to record the work.

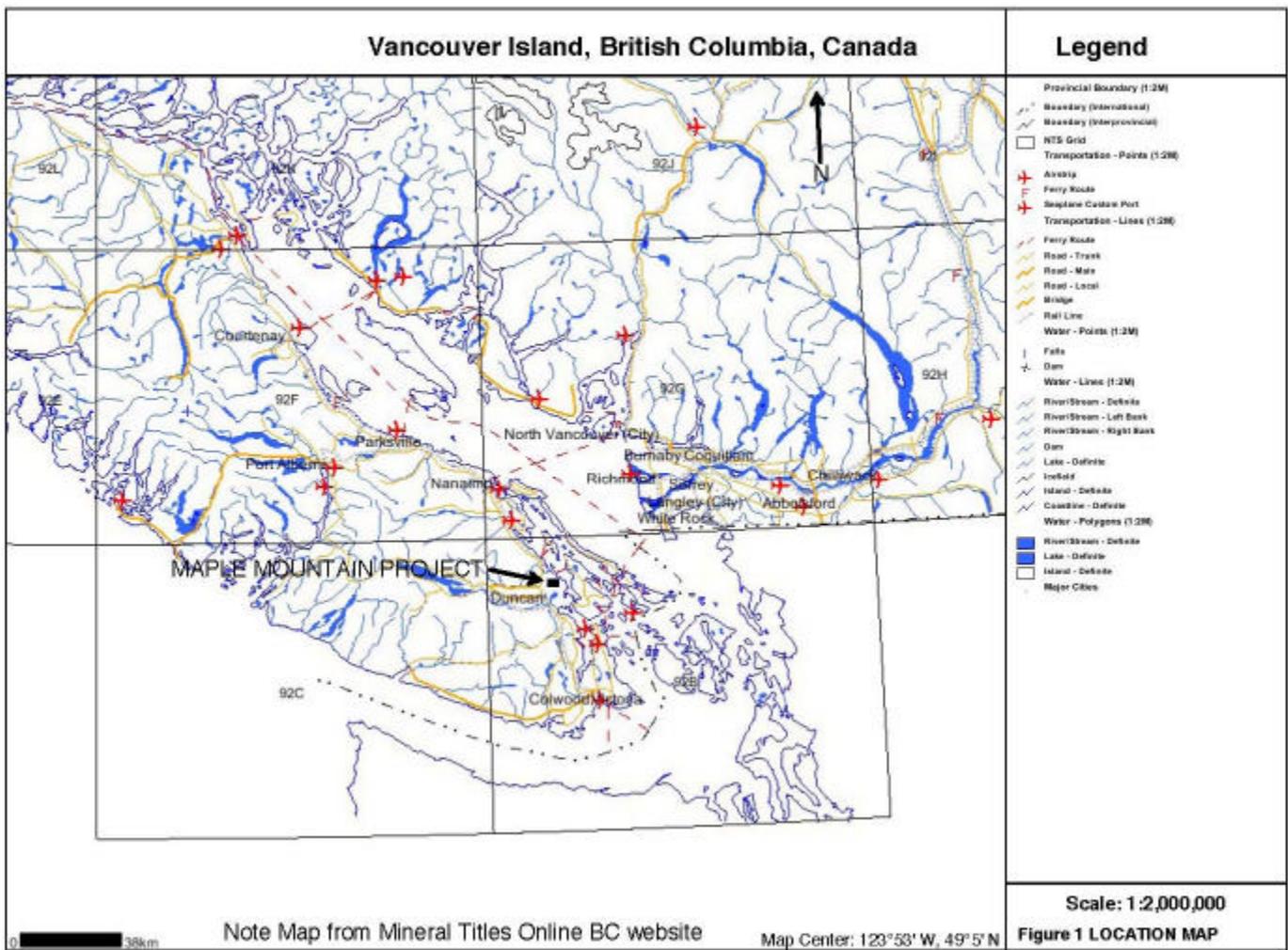
### **Location, Access, Climate, Local Resources & Infrastructure**

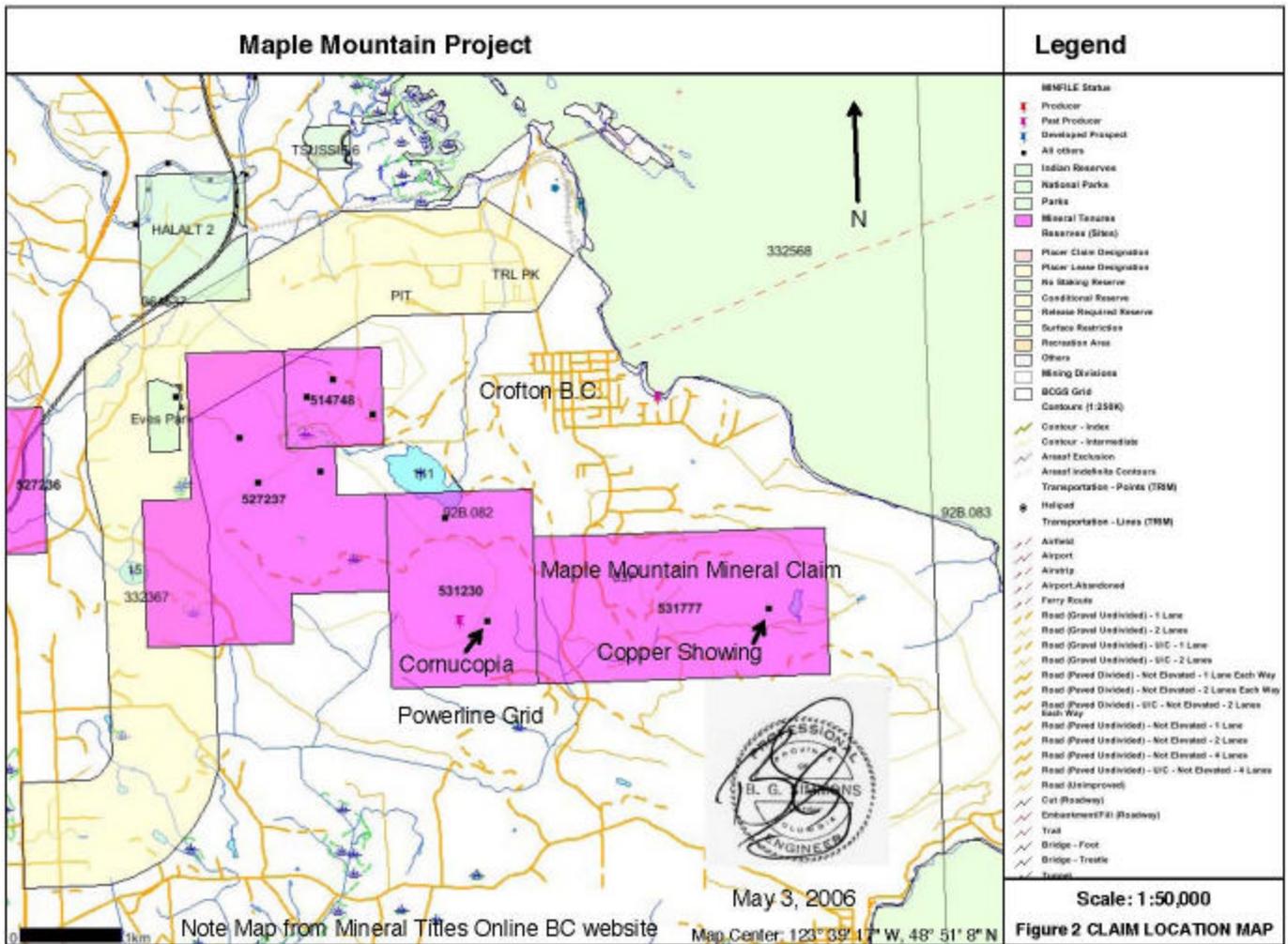
The Claim is located in the Victoria Mining Division of British Columbia, Canada in a Municipal Forest Reserve managed and owned by the District of North Cowichan. The project area is located on southeastern Vancouver Island about 8 km (5 mi) northeast of the City of Duncan. The village of Crofton lies at the north end of the claim block. Osborne Bay Road, a paved all season road runs northerly through the western portion of the Maple Mountain Mineral Claim. A network of logging roads and trails traverse the claim.

The terrain in the general area is rugged and ranges in elevation from sea level to 502 meters (1,647 feet). All of the property has been logged and is in various stages of re-growth with cedar, fir, alder and maple trees. The bush varies from dense second growth to clear-cut areas. Traverses on foot are difficult over much of the area due to debris left as a result of forest thinning programs.

A mild climate prevails with warm, dry summers and autumns and short winters. Dry forest conditions, usually in August, occasionally elevate the forest fire hazard to extreme. This may prompt a closure of municipal lands.

The city of Duncan is the closest population centre. Amenities in Duncan and the surrounding area include police, hospitals, groceries, fuel, hardware and other necessary items. Drilling companies are present in the area and assay facilities are located in Vancouver. The Cowichan Valley area including Duncan has a population of approximately 50,000 people. Travelling via automobile, the Maple Mountain Claim is 15 minutes from Duncan.





## History

In 1986 to 1987, Falconbridge Ltd. and Kidd Creek Mines Ltd. performed Geochemical, Geological, Physical and Drilling work on the adjoining and overlapping PF 87 group of claims (expired).

In 1986 Falconbridge discovered a quartz vein that yielded 0.35% copper from a grab sample (Gov. of B.C. Ministry of Energy, Mines and Petroleum Resources, MINFILE No. 092B 139, Inventory Detail Report). No work history was found for the center portion of the Maple Mountain Mineral Claim.

Previous work completed in the area is helpful as it provides some indication as to the type, grades and location of minerals present in the area, though there is no guarantee the previous work will result in any exploitable mineral deposits on our claim.

### **Geological Setting**

The Cowichan uplift is one of three geanticlinal uplifts that expose rocks of the Paleozoic Sicker and Buttle Lake groups on Vancouver Island (Figure 3). Cretaceous sediments of the Nanaimo group unconformably overlies the Paleozoic rocks; the contact is marked by a basal conglomerate containing volcanic fragments derived from the Sicker Group. The local stratigraphy is disrupted by folding (pre-Triassic as well as Tertiary) and the intrusions of two gabbro sills (informally known as the Mount Hall Gabbro) that are coeval with the Upper Triassic Karmutsen Formation (Gov. of B.C. Ministry of Energy, Mines and Petroleum Resources, MINFILE No. 092B 001, Capsule Geology). The Maple Mountain occurrence area is underlain by basaltic andesites of the Devonian Nitinat Formation, Sicker Group. These are intruded by gabbroic rock (informally called the Mount Hall Gabbro), coeval with the Upper Triassic Karmutsen Formation (Vancouver Group), and by quartzfeldspar porphyry of the Late Devonian Saltspring Intrusive Suite (formerly the Saltspring Intrusions), (Gov. of B.C. Ministry of Energy, Mines and Petroleum Resources, MINFILE No. 092B 139, Capsule Geology). Volcanic hosted polymetallic, massive sulphide deposits are found in the Sicker Group of rocks. This is the type of deposit being explored for on the Maple Mountain project.

### **Property Mineralization**

The only known mineralized occurrence on the Maple Mountain Mineral Claim is on the eastern side of the mineral claim near the top of Maple Mountain. A massive, milky white quartz vein contains 1% disseminated chalcopyrite. A grab sample in 1986 assayed 0.35% copper.

### **Competition**

We do not compete directly with anyone for the exploration or removal of minerals from our property as we hold all interest and rights to the claim. Readily available commodities markets exist in Canada and around the world for the sale of copper and other minerals. Therefore, we will likely be able to sell any copper or other minerals that we are able to recover.

We will be subject to competition and unforeseen limited sources of supplies in the industry in the event spot shortages arise for supplies such as dynamite, and certain equipment such as bulldozers and excavators that we will need to conduct exploration. We have not yet attempted to locate or negotiate with any suppliers of products, equipment or services and will not do so until funds are received from this offering. If we are unsuccessful in securing the products, equipment and services we need we may have to suspend our exploration plans until we are able to do so.

## **Bankruptcy or Similar Proceedings**

There has been no bankruptcy, receivership or similar proceeding.

## **Reorganizations, Purchase or Sale of Assets**

There have been no material reclassifications, mergers, consolidations, or purchase or sale of a significant amount of assets not in the ordinary course of business.

## **Compliance with Government Regulation**

We will be required to comply with all regulations, rules and directives of governmental authorities and agencies applicable to the exploration of minerals in Canada generally, and in British Columbia specifically.

The initial steps of exploration can be carried out without permitting or notification to any government body as it is deemed “low-disturbance/low-impact” by the British Columbia Department of Energy Mines and Petroleum Resources (BCDM).

With respect to the mechanized trenching or diamond drilling a plan of operation will need to be filed with the BCDM. This plan will detail the extent, location and amount of surface disturbance for the trenching and/or drilling. As the amount of trenching and drilling (initially) will be limited, the permit should be issued within 30 days. We will be required to obtain a refundable bond in the amount of \$3,000 - \$5,000 (depending on the anticipated amount of disturbance). The bond is to ensure that we reclaim or repair the disturbance caused by the trenching and drilling. Usually this reclaiming work entails filling in and smoothing the surface at trenching sites, clean up and removal of any work material, and seeding native grass/plants at the site of any disturbance.

In the event that trees larger than 6 inches in diameter need to be cut down, a permit will need to be obtained from the BC Ministry of Forests. This usually takes less than 30 days to obtain. We will try to adjust the areas we work at and trench around larger trees (initially) to avoid any disturbance to larger trees. If the disturbance to larger trees is unavoidable then a permit to cut will be obtained.

There are nominal costs involved in obtaining the BCDM or Forestry permits (less than \$100.00). The bond required by the BCDM is returned (with interest) upon proper clean up of the site. There will be costs for the crew and equipment required to fill in the trenches etc., but as heavy equipment is available locally, and the amount of disturbance is expected to be minimal, the costs will be most likely be less than \$2,500.

All claims staked in British Columbia require \$0.40 per hectare worth of assessment work to be undertaken in year 1 through 3, followed by \$0.80 per hectare per year thereafter. In order to retain title to the property exploration work costs must be recorded and filed with the British Columbia Department of Energy Mines and Petroleum Resources (“BCDM”). The

BCDM charges a filing fee, equal to 10% of the value of the work recorded, to record the work.

### **Patents, Trademarks, Franchises, Concessions, Royalty Agreements, or Labor Contracts**

We have no current plans for any registrations such as patents, trademarks, copyrights, franchises, concessions, royalty agreements or labor contracts. We will assess the need for any copyright, trademark or patent applications on an ongoing basis.

### **Need for Government Approval for its Products or Services**

We are not required to apply for or have any government approval for our products or services.

### **Research and Development Costs during the Last Two Years**

We have not expended funds for research and development costs since inception. We paid \$1,930 US for the geology report. The payment was made subsequent to our April 30, 2006 audited financials.

### **Employees and Employment Agreements**

Our only employee is our sole officer, Marvin Wosk. Mr. Wosk currently devotes 5-10 hours per week to company matters and after receiving funding he plans to devote as much time as the board of directors determines is necessary to manage the affairs of the company. There are no formal employment agreements between the company and our current employee.

### **Reports to Securities Holders**

We provide an annual report that includes audited financial information to our shareholders. We will make our financial information equally available to any interested parties or investors through compliance with the disclosure rules of Regulation S-B for a small business issuer under the Securities Exchange Act of 1934. We will become subject to disclosure filing requirements once our SB-2 registration statement becomes effective, including filing Form 10K-SB annually and Form 10Q-SB quarterly. In addition, we will file Form 8K and other proxy and information statements from time to time as required. We do not intend to voluntarily file the above reports in the event that our obligation to file such reports is suspended under the Exchange Act. The public may read and copy any materials that we file with the Securities and Exchange Commission, ("SEC"), at the SEC's Public Reference Room at 100 F Street NE, Washington, DC 20549. The public may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC maintains an Internet site (<http://www.sec.gov>) that contains reports, proxy and information statements, and other information regarding issuers that file electronically with the SEC.

## **Plan of Operation**

Our current cash balance is \$6,410. We believe our cash balance is sufficient to fund our limited levels of operations until September 2006. If we experience a shortage of funds prior to funding we may utilize funds from our directors, who have informally agreed to advance funds to allow us to pay for offering costs, filing fees, and professional fees, however they have no formal commitment, arrangement or legal obligation to advance or loan funds to the company. In order to achieve our business plan goals, we will need the funding from this offering. We are an exploration stage company and have generated no revenue to date. We have sold \$7,000 in equity securities to pay for our minimum level of operations.

Our auditor has issued a going concern opinion. This means that there is substantial doubt that we can continue as an on-going business for the next twelve months unless we obtain additional capital to pay our bills. This is because we have not generated revenues and no revenues are anticipated until we begin removing and selling minerals. There is no assurance we will ever reach that point.

Our exploration target is to find exploitable minerals on our property. Our success depends on achieving that target. There is the likelihood of our mineral claim containing little or no economic mineralization or reserves of copper and other minerals. There is the possibility that our claim does not contain any reserves and funds that we spend on exploration will be lost. Even if we complete our current exploration program and are successful in identifying a mineral deposit we will be required to expend substantial funds to bring our claim to production. We are unable to assure you we will be able to raise the additional funds necessary to implement any future exploration or extraction program even if mineralization is found.

Our plan of operation for the twelve months following the date of this prospectus is to complete the first two phases of the exploration program on our claim consisting of geological mapping, soil sampling, rock sampling, magnetometer survey and trenching. In addition to the \$41,906 we anticipate spending for Phase 1 and 2 of the exploration program as outlined below, we anticipate spending an additional \$13,000 on professional fees, including fees payable in connection with the filing of this registration statement and complying with reporting obligations, and general administrative costs. Total expenditures over the next 12 months are therefore expected to be approximately \$55,000, which is the amount to be raised in this offering and our cash on hand. We will require the funds from this offering to proceed.

The following work program has been recommended by the mining engineer who prepared the geology report for the Maple Mountain project.

Phase 1 of the work program will consist of geological mapping, soil sampling and rock sampling.

**Phase 1 Budget**

Geologist	12 days @ \$642/day	\$ 7,704
Technologist	12 days @ \$250/day	\$ 3,000
Vehicle	12 days @ \$100/day	\$ 1,200
Rock Samples	20 @ \$50 each	\$ 1,000
Soil Samples	50 @ \$41 each	\$ 2,050
Expenses, food, field supplies		\$ 3,600
Report		<u>\$ 2,000</u>
<b>Total (US dollars)</b>		<b><u>\$ 20,554</u></b>

Contingent upon favorable results from Phase 1, the following Phase 2 work program is recommended. Phase 2 will consist of a magnetometer survey and trenching.

**Phase 2 Budget**

Bond		\$ 5,000
Geologist	6 days @ \$642/day	\$ 3,852
Technologist	6 days @ \$250/day	\$ 1,500
Vehicle	6 days @ \$100/day	\$ 600
Magnetometer Survey		\$ 2,000
Excavator	2 days @ \$1200/day	\$ 2,400
Assays	40 @ \$50 each	\$ 2,000
Expenses, food, field supplies		\$ 2,000
Report		<u>\$ 2,000</u>
<b>Total (US dollars)</b>		<b><u>\$ 21,352</u></b>

If we are successful in raising the funds from this offering we plan to commence Phase 1 of the exploration program on the claim in the fall of 2006. We expect this phase to take 12 days to complete and an additional one to two months for the mining engineer to receive the results from the assay lab and prepare his report.

The above program costs are management's estimates based upon the recommendations of the professional mining engineer's report and the actual project costs may exceed our estimates. To date, we have not commenced exploration.

Following phase one of the exploration program, if it proves successful in identifying mineral deposits, we intend to proceed with phase two of our exploration program. The estimated cost of this program is \$21,352 and will take approximately six days to complete and an additional one to two months for the mining engineer to receive the results from the assay lab and prepare his report.

Subject to financing, we anticipate commencing the second phase of our exploration program in spring 2007. We have a verbal agreement with Brian Simmons, the mining engineer who prepared the geology report on the Maple Mountain claim, to retain his services for our planned exploration program. We will require additional funding to proceed with any subsequent work on the claim, we have no current plans on how to raise the additional funding. We cannot provide investors with any assurance that we will be able to raise

sufficient funds to proceed with any work after the first two phases of the exploration program.

### **Off-Balance Sheet Arrangements**

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

### **Limited Operating History; Need for Additional Capital**

There is no historical financial information about us on which to base an evaluation of our performance. We are an exploration stage company and have not generated revenues from operations. We cannot guarantee we will be successful in our business operations. Our business is subject to risks inherent in the establishment of a new business enterprise, including limited capital resources, possible delays in the exploration of our property, and possible cost overruns due to increases in the cost of services.

To become profitable and competitive, we must conduct the exploration of our properties before we start into production of any minerals we may find. We are seeking funding from this offering to provide the capital required for the first two phases of our exploration program. We believe that the funds from this offering will allow us to operate for one year.

We have no assurance that future financing will materialize. If that financing is not available to us for the second phase of our exploration program we may be unable to continue.

### **Liquidity and Capital Resources**

To meet our need for cash we are attempting to raise money from this offering. We cannot guarantee that we will be able to sell all the shares required. If we are successful any money raised will be applied to the items set forth in the Use of Proceeds section of this prospectus. If the first two phases of our exploration program are successful in identifying mineral deposits we will attempt to raise the necessary funds to proceed with subsequent drilling and extraction. The sources of funding we may consider to fund this work include a second public offering, a private placement of our securities or loans from our director or others.

Our directors have agreed to advance funds as needed until the offering is completed or failed and has agreed to pay the cost of reclamation of the property should exploitable minerals not be found and we abandon the second phase of our exploration program and there are no remaining funds in the company. While they have agreed to advance the funds, the agreement is verbal and is unenforceable as a matter of law.

The one property in our portfolio, on which the net proceeds of the offering will be spent, is the Maple Mountain Mineral Claim, staked online as per British Columbia Regulations. The mineral claim has a total surface area of approximately 383 hectares (946 acres), included within 12 Mineral Title Cells. We have not carried out any exploration work on the claim and have incurred no exploration costs.

We received our initial funding of \$7,000 through the sale of common stock to Mr. Wosk, our officer and a director, who purchased 1,000,000 shares of our common stock at \$0.007 per share on March 14, 2006. From inception until the date of this filing we have had no operating activities. Our financial statements from inception (April 14, 2006) through the year ended April 30, 2006 report no revenues and a net loss of \$590.

### **Critical Accounting Policies**

#### **a. Basis of Accounting**

The Company's financial statements are prepared using the accrual method of accounting. The Company has elected an April 30, year-end.

#### **b. Basic Earnings per Share**

In February 1997, the FASB issued SFAS No. 128, "Earnings Per Share", which specifies the computation, presentation and disclosure requirements for earnings (loss) per share for entities with publicly held common stock. SFAS No. 128 supersedes the provisions of APB No. 15, and requires the presentation of basic earnings (loss) per share and diluted earnings (loss) per share. The Company has adopted the provisions of SFAS No. 128 effective April 14, 2006 (date of inception).

Basic net loss per share amounts is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted earnings per share are the same as basic earnings per share due to the lack of dilutive items in the Company.

#### **c. Cash Equivalents**

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

#### **d. Use of Estimates and Assumptions**

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. In accordance with FASB 16 all adjustments are normal and recurring.

**e. Income Taxes**

Income taxes are provided in accordance with Statement of Financial Accounting Standards No. 109 (SFAS 109), Accounting for Income Taxes. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carryforwards. Deferred tax expense (benefit) results from the net change during the year of deferred tax assets and liabilities.

Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion of all of the deferred tax assets will be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

**Description of Property**

We do not currently own any property. We lease shared office facilities at #507, 1313 East Maple Street, Bellingham, Washington, 98225 and currently pay approximately \$60 per month. The facilities include answering services, fax services, secretarial services, reception area and shared office and boardroom meeting facilities which are all available on a pay per use basis. Management believes the current premises are sufficient for its needs at this time.

We currently have no investment policies as they pertain to real estate, real estate interests or real estate mortgages.

**Certain Relationships and Related Transactions**

Mr. Wosk and Dr. Soonthornsawad will not be paid for any underwriting services that they perform on our behalf with respect to this offering. They will also not receive any interest on any funds that they may advance to us for expenses incurred prior to the offering being closed. Any funds loaned will be repaid from the proceeds of the offering.

On April 14, 2006, a total of 1,000,000 shares of Common Stock were issued to Mr. Wosk in exchange for \$7,000 US, or \$.007 per share. All of such shares are "restricted" securities, as that term is defined by the Securities Act of 1933, as amended, and are held by an officer and director of the Company. (See "Principal Stockholders".)

**Market for Common Equity and Related Stockholder Matters**

We plan to contact a market maker immediately following the completion of the offering and apply to have the shares quoted on the OTC Electronic Bulletin Board (OTCBB). The OTCBB is a regulated quotation service that displays real-time quotes, last sale prices and volume information in over-the-counter (OTC) securities. The OTCBB is not an issuer listing service, market or exchange. Although the OTCBB does not have any listing requirements per se, to be eligible for quotation on the OTCBB, issuers must remain current in their filings with the SEC or applicable regulatory authority. Market Makers are not permitted to begin quotation of a security whose issuer does not meet this filing requirement. Securities already

quoted on the OTCBB that become delinquent in their required filings will be removed following a 30 or 60 day grace period if they do not make their required filing during that time. We cannot guarantee that our application will be accepted or approved and our stock listed and quoted for sale. As of the date of this filing, there have been no discussions or understandings between Maple Mountain Explorations Inc., nor, anyone acting on our behalf with any market maker regarding participation in a future trading market for our securities.

As of the date of this filing, there is no public market for our securities. There has been no public trading of our securities, and, therefore, no high and low bid pricing. As of the date of this prospectus Maple Mountain Explorations Inc. had one shareholder of record. We have paid no cash dividends and have no outstanding options.

### **Penny Stock Rules**

The Securities and Exchange Commission has also adopted rules that regulate broker-dealer practices in connection with transactions in penny stocks. Penny stocks are generally equity securities with a price of less than \$5.00 (other than securities registered on certain national securities exchanges or quoted on the Nasdaq system, provided that current price and volume information with respect to transactions in such securities is provided by the exchange or system).

A purchaser is purchasing penny stock which limits the ability to sell the stock. The shares offered by this prospectus constitute penny stock under the Securities and Exchange Act. The shares will remain penny stocks for the foreseeable future. The classification of penny stock makes it more difficult for a broker-dealer to sell the stock into a secondary market, which makes it more difficult for a purchaser to liquidate his/her investment. Any broker-dealer engaged by the purchaser for the purpose of selling his or her shares in us will be subject to Rules 15g-1 through 15g-10 of the Securities and Exchange Act. Rather than creating a need to comply with those rules, some broker-dealers will refuse to attempt to sell penny stock.

The penny stock rules require a broker-dealer, prior to a transaction in a penny stock not otherwise exempt from those rules, to deliver a standardized risk disclosure document, which:

- contains a description of the nature and level of risk in the market for penny stock in both public offerings and secondary trading;
- contains a description of the broker's or dealer's duties to the customer and of the rights and remedies available to the customer with respect to a violation of such duties or other requirements of the Securities Act of 1934, as amended;
- contains a brief, clear, narrative description of a dealer market, including "bid" and "ask" price for the penny stock and the significance of the spread between the bid and ask price;

- contains a toll-free telephone number for inquiries on disciplinary actions;
- defines significant terms in the disclosure document or in the conduct of trading penny stocks; and
- contains such other information and is in such form (including language, type, size and format) as the Securities and Exchange Commission shall require by rule or regulation;

The broker-dealer also must provide, prior to effecting any transaction in a penny stock, to the customer:

- the bid and offer quotations for the penny stock;
- the compensation of the broker-dealer and its salesperson in the transaction;
- the number of shares to which such bid and ask prices apply, or other comparable information relating to the depth and liquidity of the market for such stock; and
- monthly account statements showing the market value of each penny stock held in the customer's account.

In addition, the penny stock rules require that prior to a transaction in a penny stock not otherwise exempt from those rules; the broker-dealer must make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser's written acknowledgment of the receipt of a risk disclosure statement, a written agreement to transactions involving penny stocks, and a signed and dated copy of a written suitability statement. These disclosure requirements will have the effect of reducing the trading activity in the secondary market for our stock because it will be subject to these penny stock rules. Therefore, stockholders may have difficulty selling their securities.

## **Regulation M**

Our officer and director, who will offer and sell the shares, is aware that he is required to comply with the provisions of Regulation M, promulgated under the Securities Exchange Act of 1934, as amended. With certain exceptions, Regulation M precludes the officer and director, sales agent, any broker-dealer or other person who participate in the distribution of shares in this offering from bidding for or purchasing, or attempting to induce any person to bid for or purchase any security which is the subject of the distribution until the entire distribution is complete.

## **Reports**

We will become subject to certain filing requirements and will furnish annual financial reports to our stockholders, certified by our independent accountant, and will furnish un-audited

quarterly financial reports in our quarterly reports filed electronically with the SEC. All reports and information filed by us can be found at the SEC website, [www.sec.gov](http://www.sec.gov).

### **Executive Compensation**

Our current officer receives no compensation. The current Board of Directors is comprised of Mr. Wosk and Dr. Soonthornsawad.

Summary Compensation Table

<b><u>Name &amp; principle position</u></b>	<b><u>Year</u></b>	<b><u>Salary(\$)</u></b>	<b><u>Bonus(\$)</u></b>	<b><u>Other annual compensation(\$)</u></b>	<b><u>Restricted stock awards(\$)</u></b>	<b><u>Options SARs (\$)</u></b>	<b><u>LTIP Payouts</u></b>	<b><u>All other compensation(\$)</u></b>
M Wosk President	2006	-0-	-0-	-0-	-0-	-0-	-0-	-0-
P Soonthornsawad Director	2006	-0-	-0-	-0-	-0-	-0-	-0-	-0-

There are no current employment agreements between the company and its executive officer.

On April 14, 2006, a total of 1,000,000 shares of common stock were issued to Mr. Wosk in exchange for cash in the amount of \$7,000 U.S., or \$.007 per share.

The terms of these stock issuances were as fair to the company, in the opinion of the board of directors, as could have been made with an unaffiliated third party.

Mr. Wosk currently devotes approximately 5-10 hours per week to manage the affairs of the company. Dr. Soonthornsawad currently devotes 1-2 hours per week to the company. Mr. Wosk has agreed to work with no remuneration until such time as the company receives sufficient revenues necessary to provide management salaries. At this time, we cannot accurately estimate when sufficient revenues will occur to implement this compensation, or what the amount of the compensation will be.

There are no annuity, pension or retirement benefits proposed to be paid to officers, directors or employees in the event of retirement at normal retirement date pursuant to any presently existing plan provided or contributed to by the company or any of its subsidiaries, if any.

## **Financial Statements**

The financial statements of Maple Mountain Explorations Inc. for the year ended April 30, 2006, and related notes, included in this prospectus have been audited by George Stewart, Certified Public Accountants, and have been so included in reliance upon the opinion of such accountants given upon their authority as an expert in auditing and accounting.

## **Changes in and Disagreements with Accountants on Financial Disclosure**

None.

# MAPLE MOUNTAIN EXPLORATIONS INC.

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(206) 328-8554 FAX(206) 328-0383

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Board of Directors  
Maple Mountain Explorations Inc.

I have audited the accompanying balance sheet of Maple Mountain Explorations Inc. (An Exploration Stage Company) as of April 30, 2006, and the related statement of operations, stockholders' equity and cash flows for the period from April 14, 2006 (inception), to April 30, 2006. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Maple Mountain Explorations Inc., (An Exploration Stage Company) as of April 30, 2006, and the results of its operations and cash flows from April 14, 2006 (inception), to April 30, 2006 in conformity with generally accepted accounting principles in the United States of America.

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note #3 to the financial statements, the Company has had no operations and has no established source of revenue. This raises substantial doubt about its ability to continue as a going concern. Management's plan in regard to these matters is also described in Note # 3. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ George Stewart, CPA

Bellingham, Washington  
May 15, 2006

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Balance Sheet**

---

**ASSETS**

	<b>As of April 30, 2006</b>
<b>Current Assets</b>	
Cash	\$ 7,000
<b>Total Current Assets</b>	7,000
	\$ 7,000

**LIABILITIES & STOCKHOLDERS' EQUITY**

<b>Current Liabilities</b>	
Accounts Payable	\$ 590
<b>Total Current Liabilities</b>	590
<b>Total Liabilities</b>	590
<b>Stockholders' Equity</b>	
Common stock, (\$0.001 par value, 75,000,000 shares authorized; 1,000,000 shares issued and outstanding as of April 30, 2006	1,000
Additional paid-in capital	6,000
Deficit accumulated during exploration stage	(590)
<b>Total Stockholders' Equity</b>	6,410
<b>TOTAL LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>	<b>\$ 7,000</b>

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Statement of Operations**

---

	<b>April 14, 2006 (inception) through April 30, 2006</b>
<b>Revenues</b>	
Revenues	\$ -
<b>Total Revenues</b>	<u>-</u>
<b>General &amp; Administrative Expenses</b>	<u>590</u>
<b>Total General &amp; Administrative Expenses</b>	<b>(590)</b>
<b>Net Income (Loss)</b>	<u>\$ (590)</u>
<b>Basic earnings per share</b>	<u>\$ (0.00)</u>
<b>Weighted average number of common shares outstanding</b>	<u>1,000,000</u>

**MAPLE MOUNTAIN EXPLORATIONS INC.**

(An Exploration Stage Company)

**Statement of Changes in Stockholders' Equity**

**From April 14, 2006 (Inception) through April 30, 2006**

	Common Stock	Common Stock Amount	Additional Paid-in Capital	Deficit Accumulated During Exploration Stage	Total
<b>Balance, April 14, 2006</b>	-	\$ -	\$ -	\$ -	\$ -
Stock issued for cash on April 14, 2006 @ \$0.007 per share	1,000,000	1,000	6,000		7,000
Net loss, April 30, 2006				(590)	(590)
<b>Balance, April 30, 2006</b>	<b>1,000,000</b>	<b>\$ 1,000</b>	<b>\$ 6,000</b>	<b>\$ (590)</b>	<b>\$ 6,410</b>

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Statement of Cash Flows**

---

		<b>April 14, 2006 (inception) through April 30, 2006</b>
<b><u>CASH FLOWS FROM OPERATING ACTIVITIES</u></b>		
Net income (loss)	\$	(590)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		-
Changes in operating assets and liabilities:		
Accounts Payable		590
		-
<i>Net cash provided by (used in) operating activities</i>		-
<b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>		
<i>Net cash provided by (used in) investing activities</i>		-
<b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>		
Issuance of common stock		1,000
Additional paid-in capital		6,000
		7,000
<i>Net cash provided by (used in) financing activities</i>		7,000
<i>Net increase (decrease) in cash</i>		7,000
<i>Cash at beginning of period</i>		-
<i>Cash at end of year</i>	\$	7,000

**SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION**

Cash paid during year for :

Interest	\$	-
		-
Income Taxes	\$	-
		-

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Notes to Financial Statements**  
**April 30, 2006**

**NOTE 1. ORGANIZATION AND DESCRIPTION OF BUSINESS**

Maple Mountain Explorations Inc. (the Company) was incorporated under the laws of the State of Nevada on April 14, 2006. The Company was formed to engage in the acquisition, exploration and development of natural resource properties.

The Company is in the exploration stage. Its activities to date have been limited to capital formation, organization and development of its business plan. The Company has not commenced operations.

**NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**a. Basis of Accounting**

The Company's financial statements are prepared using the accrual method of accounting. The Company has elected an April 30, year-end.

**b. Basic Earnings per Share**

In February 1997, the FASB issued SFAS No. 128, "Earnings Per Share", which specifies the computation, presentation and disclosure requirements for earnings (loss) per share for entities with publicly held common stock. SFAS No. 128 supersedes the provisions of APB No. 15, and requires the presentation of basic earnings (loss) per share and diluted earnings (loss) per share. The Company has adopted the provisions of SFAS No. 128 effective April 14, 2006 (date of inception).

Basic net loss per share amounts is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted earnings per share are the same as basic earnings per share due to the lack of dilutive items in the Company.

**c. Cash Equivalents**

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

**d. Use of Estimates and Assumptions**

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. In accordance with FASB 16 all adjustments are normal and recurring.

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Notes to Financial Statements**  
**April 30, 2006**

**NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

**e. Income Taxes**

Income taxes are provided in accordance with Statement of Financial Accounting Standards No. 109 (SFAS 109), Accounting for Income Taxes. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carryforwards. Deferred tax expense (benefit) results from the net change during the year of deferred tax assets and liabilities.

Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion of all of the deferred tax assets will be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

**NOTE 3. GOING CONCERN**

The accompanying financial statements are presented on a going concern basis. The Company had no operations during the period from April 14, 2006 (date of inception) to April 30, 2006 and generated a net loss of \$590. This condition raises substantial doubt about the Company's ability to continue as a going concern. Because the Company is currently in the exploration stage and has minimal expenses, management believes that the company's current cash of \$7,000 is sufficient to cover the expenses they will incur during the next twelve months in a limited operations scenario or until they raise additional funding.

Management plans to raise additional funds through debt or equity offerings. Management's current plan includes a SB-2 registration statement with the U.S. Securities and Exchange Commission of 2,500,000 shares for sale at \$.02 per share to raise capital of \$50,000 to implement their business plan. There is no guarantee that the Company will be able to raise any capital through this or any other offerings.

**NOTE 4. WARRANTS AND OPTIONS**

There are no warrants or options outstanding to acquire any additional shares of common.

**NOTE 5. RELATED PARTY TRANSACTIONS**

The sole officer and director of the Company may, in the future, become involved in other business opportunities as they become available, he may face a conflict in selecting between the Company and his other business opportunities. The Company has not

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Notes to Financial Statements**  
**April 30, 2006**

**NOTE 5. RELATED PARTY TRANSACTIONS (Continued)**

formulated a policy for the resolution of such conflicts.

Marvin Wosk, sole officer and director of the Company, will not be paid for any underwriting services that he performs on behalf of the Company with respect to the Company's upcoming SB-2 offering. He will also not receive any interest on any funds that he advances to the Company for offering expenses prior to the offering being closed which will be repaid from the proceeds of the offering.

**NOTE 6. INCOME TAXES**

	<b>As of April 30, 2006</b>
Deferred tax assets:	
Net operating tax carryforwards	\$ 590
Other	0
Gross deferred tax assets	590
Valuation allowance	(590)
Net deferred tax assets	\$ 0

Realization of deferred tax assets is dependent upon sufficient future taxable income during the period that deductible temporary differences and carryforwards are expected to be available to reduce taxable income. As the achievement of required future taxable income is uncertain, the Company recorded a valuation allowance.

**NOTE 7. NET OPERATING LOSSES**

As of April 30, 2006, the Company has a net operating loss carryforwards of approximately \$590. Net operating loss carryforward expires twenty years from the date the loss was incurred.

**NOTE 8. STOCK TRANSACTIONS**

Transactions, other than employees' stock issuance, are in accordance with paragraph 8 of SFAS 123. Thus issuances shall be accounted for based on the fair value of the consideration received. Transactions with employees' stock issuance are in accordance with paragraphs (16-44) of SFAS 123. These issuances shall be accounted for based on the fair value of the consideration received or the fair value of the equity instruments issued, or whichever is more readily determinable.

**MAPLE MOUNTAIN EXPLORATIONS INC.**  
**(An Exploration Stage Company)**  
**Notes to Financial Statements**  
**April 30, 2006**

**NOTE 8. STOCK TRANSACTIONS (Continued)**

On April 14, 2006 the Company issued a total of 1,000,000 shares of common stock to one director for cash in the amount of \$0.007 per share for a total of \$7,000.

As of April 30, 2006 the Company had 1,000,000 shares of common stock issued and outstanding.

**NOTE 9. STOCKHOLDERS' EQUITY**

The stockholders' equity section of the Company contains the following classes of capital stock as of April 30, 2006:

Common stock, \$ 0.001 par value: 75,000,000 shares authorized; 1,000,000 shares issued and outstanding.

## Dealer Prospectus Delivery Obligation

**“Until \_\_\_\_\_, all dealers that effect transactions in these securities, whether or not participating in this offering, may be required to deliver a prospectus. This is in addition to the dealers’ obligation to deliver a prospectus when acting as underwriters and with respect to their unsold allotments or subscriptions.”**

**PART II**  
**Information Not Required in the Prospectus**

**Indemnification of Directors and Officers**

Maple Mountain Exploration Inc.'s By-Laws allow for the indemnification of the officers and directors in regard to their carrying out the duties of their offices. The board of directors will make determination regarding the indemnification of the director, officer or employee as is proper under the circumstances if he/she has met the applicable standard of conduct set forth in the Nevada General Corporation Law.

Section 78.751 of the Nevada Business Corporation Act provides that each corporation shall have the following powers:

“1. A corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, except an action by or in the right of the corporation, by reason of any fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a pleas of nolo contendere or its equivalent, does not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and that, with respect to any criminal action or proceeding, he had a reasonable cause to believe that his conduct was unlawful.

2. A corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses, including amounts paid in settlement and attorneys fees actually and reasonably incurred by him in connection with the defense or settlement of the action or suit if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation. Indemnification may not be made for any claim, issue or matter as to which such a person has been adjudged by a court of competent jurisdiction, after exhaustion of all appeals therefrom, to be liable to the corporation or for amounts paid in settlement to the corporation, unless and only to the extent that the court in which the action or suit was brought or other court of competent jurisdiction,

determines upon application that in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnity for such expenses as the court deems proper.

3. To the extent that a director, officer, employee or agent of a corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in sections 1 and 2, or in defense of any claim, issue or matter therein, he must be indemnified by the corporation against expenses, including attorneys fees, actually and reasonably incurred by him in connection with the defense.

4. Any indemnification under sections 1 and 2, unless ordered by a court or advanced pursuant to section 5, must be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances. The determination must be made:

- a. By the stockholders;
- b. By the board of directors by majority vote of a quorum consisting of directors who were not parties to the act, suit or proceeding;
- c. If a majority vote of a quorum consisting of directors who were not parties to the act, suit or proceeding so orders, by independent legal counsel, in a written opinion; or
- d. If a quorum consisting of directors who were not parties to the act, suit or proceeding cannot be obtained, by independent legal counsel in a written opinion.

5. The certificate of articles of incorporation, the bylaws or an agreement made by the corporation may provide that the expenses of officers and directors incurred in defending a civil or criminal action, suit or proceeding must be paid by the corporation as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he is not entitled to be indemnified by the corporation. The provisions of this section do not affect any rights to advancement of expenses to which corporate personnel other than director or officers may be entitled under any contract or otherwise by law.

6. The indemnification and advancement of expenses authorized in or ordered by a court pursuant to this section:

- a. Does not include any other rights to which a person seeking indemnification or advancement of expenses may be entitled under the certificate or articles of incorporation or any bylaw, agreement, vote of stockholders or disinterested directors or otherwise, for either an action in his official capacity or an action in another capacity while holding his office, except that indemnification, unless ordered by a court pursuant to section 2 or for the advancement of

expenses made pursuant to section 5, may not be made to or on behalf of any director or officer if a final adjudication establishes that his acts or omission involved intentional misconduct, fraud or a knowing violation of the law and was material to the cause of action.

- b. Continues for a person who has ceased to be a director, officer, employee or agent and inures to the benefit of the heirs, executors and administrators of such a person.
- c. The Articles of Incorporation provides that “the Corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by the General Corporation Law of Nevada, as amended from time to time.”

As to indemnification for liabilities arising under the Securities Act of 1933 for directors, officers or persons controlling Oliver Creek Resources, we have been informed that in the opinion of the Securities and Exchange Commission such indemnification is against public policy and unenforceable.

### **Other Expenses of Issuance and Distribution**

The estimated costs of the offering are denoted below. Please note all amounts are estimates other than the Commission’s registration fee.

Securities and Exchange Commission registration fee	\$ 5
Accounting fees and expenses	\$ 2,400
Legal fees	\$ 1,500
Preparation and EDGAR conversion fees	\$ 900
Transfer Agent fees	\$ 600
Printing	\$ 95
Total	<u>\$ 5,500</u>

### **Recent Sales of Unregistered Securities**

Set forth below is information regarding the issuance and sales of securities without registration since inception. No such sales involved the use of an underwriter; no advertising or public solicitation was involved; the securities bear a restrictive legend; and no commissions were paid in connection with the sale of any securities.

On April 14, 2006, a total of 1,000,000 shares of common stock were issued in exchange for \$7,000 US, or \$.007 per share. These securities were issued to the officer and a director of the company.

## Exhibits

Exhibit 3.1	Articles of Incorporation
Exhibit 3.2	Bylaws
Exhibit 5	Opinion re: Legality
Exhibit 23.1	Consent of counsel (See Exhibit 5)
Exhibit 23.2	Consent of independent auditor
Exhibit 23.3	Consent of professional mining engineer
Exhibit 99.1	Subscription Agreement
Exhibit 99.2	Geology Report

## Undertakings

The undersigned registrant hereby undertakes:

1. To file, during any period in which offers of sales are being made, a post-effective amendment to this registration statement to:
  - (i) Include any prospectus required by Section 10(a)(3) of the Securities Act of 1933;
  - (ii) Reflect in the prospectus any facts or events which, individually or together, represent a fundamental change in the information in this registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low and high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than a 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective registration statement ; and
  - (iii) Include any additional or changed material information on the plan of distribution.
2. That, for the purpose of determining any liability under the Securities Act, treat each post-effective amendment as a new registration statement of the securities offered herein, and that the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.
3. To remove from registration by means of a post-effective amendment any of the securities being registered hereby which remain unsold at the termination of the offering.
4. Insofar as indemnification for liabilities arising under the Securities Act of 1933 (the "Act") may be permitted to directors, officers and controlling persons of the small business issuer pursuant to the By-Laws of the company, or otherwise, we have been

advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act, and is, therefore unenforceable.

In the event that a claim for indemnification against such liabilities (other than the payment of expenses incurred or paid by a director, officer or controlling person in the successful defense of any action, suit or proceeding) is asserted by such director, officer, or other control person in connection with the securities being registered, we will, unless in the opinion of our legal counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

5. For determining any liability under the Securities Act, we shall treat the information omitted from the form of prospectus filed as part of this registration statement in reliance upon Rule 430A and contained in a form of prospectus filed by us under Rule 424(b)(1), or (4), or 497(h) under the Securities Act as part of this registration statement as of the time the Commission declared it effective.
6. For determining any liability under the Securities Act, we shall treat each post-effective amendment that contains a form of prospectus as a new registration statement for the securities offered in the registration statement, and that the offering of the securities at that time as the initial bona fide offering of those securities.

### **Signatures**

In accordance with the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe it meets all of the requirements for filing Form SB-2 and authorized this registration statement to be signed on its behalf by the undersigned, in the city of Bellingham, WA, on May 30, 2006.

Maple Mountain Explorations Inc.

/s/ Marvin Wosk

By: Marvin Wosk  
(Principal Executive Officer)

In accordance with the requirements of the Securities Act of 1933, this registration statement was signed by the following person in the capacities and date stated.

/s/ Marvin Wosk  
Marvin Wosk, President  
(Principal Executive Officer, Principal Financial Officer,  
Principal Accounting Officer)

May 30, 2006  
Date