

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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 8, 2004

ABERDEEN MINING COMPANY  
(Exact Name of Registrant as Specified in its Charter)

Nevada  
(State or Other Jurisdiction  
of Incorporation)

000-50048  
(Commission  
File Number)

90-0139266  
(IRS Employer  
Identification No.)

2024 105<sup>th</sup> Pl. S.E., Everett, WA  
(Address of Principal Executive Offices)

98208  
(Zip Code)

Registrant's telephone number, including area code: (425) 337-7778

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Not Applicable  
(Former name or former address, if changed since last report.)

## **ITEM 1. CHANGE OF CONTROL**

### **Acquisition of C&M Transportation, Inc.**

On March 8, 2004, Aberdeen Mining Company (the “Company”) acquired substantially all of the assets and liabilities of C&M Transportation, Inc., a Kansas corporation (“C&M”). The transaction was completed pursuant to the terms of an Asset Purchase Agreement, dated February 26, 2004 (the “Agreement”), by and among the Company, C&M and Velocity Holdings, Inc., a Kansas corporation and the sole shareholder of C&M.

Pursuant to the terms of the Agreement, the Company issued 88,879,850 shares of its common stock (the “Shares”) to C&M as consideration for the transfer to the Company of substantially all of the assets and liabilities of C&M. The 88,879,850 shares issued to C&M will bear a restrictive legend, and represent ninety percent (90%) of the Company’s issued and outstanding shares at the close of the transaction. As a result of the transaction, C&M obtained control of the Company through its ownership of ninety percent (90%) of the Company’s outstanding stock. Velocity Holdings, Inc., as the sole shareholder of C&M, obtained indirect control of the Company through C&M’s ownership of the Shares. John H. Ohle, as the sole shareholder of Velocity Holdings, Inc., obtained indirect control of the Company through Velocity Holdings, Inc.’s ownership of all of the outstanding stock of C&M, which owns the Shares. The Company anticipates that it will amend its Articles of Incorporation to change its name to TransVentory, Inc. No funds, loans or pledges of any kind were involved in the transaction. This was a stock-for-asset transaction.

In evaluating C&M as a candidate for the proposed acquisition, the Company’s directors considered various factors such as the strength of C&M’s existing management, the anticipated potential for growth of the business of C&M, and the perception of how the proposed business of C&M will be viewed by the investment community and the Company’ shareholders. In evaluating the Company, it is believed that the director of C&M placed a primary emphasis on our status as a company without material liabilities, whose common stock was registered under Section 12(g) of the Securities Exchange Act of 1934, as amended.

Prior to the negotiation of the Agreement, there was no relationship between the Company and C&M, or their respective affiliates, directors or officers, or any associate of any such director or officer.

### **Resignation of Directors**

Upon the consummation of the acquisition, Arthur Richard Lefevre was appointed director of the Company. The former directors and officers of the Company resigned as of the acquisition date.

Mr. Lefevre is the President of Lefevre Consulting. Mr. Lefevre has served as senior project manager for firms such as TRW, Geodynamics and McDonnell Douglas. As senior project manager, Mr. Lefevre was instrumental in the development and management of critical government and defense contracts. Mr. Lefevre holds Bachelor and Master of Science degrees in

Electrical Engineering from Colorado State University as well as a Master of Business Administration in Management from the University of Hawaii.

The board intends to appoint Mark A. Absher, Esq. and V. Michael Keyes, III as interim directors to fill two of the vacant seats on the board.

Since 1997, Mr. Absher serves as Corporate Counsel for The National Community Foundation based in Brentwood, Tennessee. From 1990 to 1996, Mr. Absher served as Corporate Counsel for TTC Illinois which provided management support services to the transportation industry. Mr. Absher holds an undergraduate Bachelor of Arts degree and a Juris Doctorate Degree from The John Marshall Law School in Chicago. Mr. Absher is a former law clerk for the Illinois Appellate Court and for the 7th Circuit Federal bankruptcy court in Chicago.

V. Michael Keyes, III is the founder and president of The Keyes Company, a Tenant Real Estate Advisory Firm. As a tenant representative and consultant to corporations with facilities throughout North America for over 20 years, Mr. Keyes has completed over \$400 million in tenant transactions. Mr. Keyes is also Chairman of the Board of atFamilies.com, Inc. an enterprise dedicated to empowering companies worldwide to nourish the full development and growth of their employee families

Mr. Keyes is a licensed Real Estate Professional in the State of California. He holds a Bachelor of Arts degree from California State University at Fullerton. Mr. Keyes has been actively involved in many charities including - The Anthony Robbins Foundation, FCA-Fellowship of Christian Athletes and BBL-Beyond the Bottom Line.

### **Disclaimer Regarding Forward Looking Statements**

Certain statements contained in the following description of the business of C&M which are not statements of historical fact are what is known as "forward-looking statements," which are basically statements about the future, and which for that reason involve risk and uncertainty, since no one can accurately predict the future. Words such as "plans," "intends," "seeks," "anticipates," "expects," "goal," "hopes" and "objective" often identify such forward-looking statements, but are not the only indication that a statement is a forward-looking statement. Such forward-looking statements include statements of the plans and objectives of the Company's management with respect to its present and future operations, and statements which express or imply that such present and future operations will or may produce revenues, income or profits. Numerous factors and future events could cause the Company to change such plans and objectives, or to fail to successfully implement such plans or achieve such objectives, or to cause such present and future operations to fail to produce revenues, income or profits.

### **Description of Business**

Following completion of the stock-for-asset transaction, the Company will cease its prior business operations, but intends to continue, and to expand, the LTL (less than truck load) freight shipping business using the assets the Company acquired from C&M and will be renamed TransVentory.

## **ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS**

See Item 1.

## **ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS**

### **Financial Statements**

The Company will file financial statements of the business acquired, and any required pro forma financial information, by an amendment to this Report, which will be filed within six days after the date of this Report.

### **Exhibits**

The following exhibits are filed as part of this Current Report on Form 8K:

2.1 Asset Purchase Agreement, dated as of February 26, 2004, by and among the Company, C&M and Velocity Holdings, Inc.

