
**ISSUER INFORMATION and DISCLOSURE STATEMENT
PURSUANT to RULE 15c2-11(a)(5) of the
Securities and Exchange Commission**

October 1, 2006

**G & S Minerals, Inc.
Nevada**

**Corporate Address
723 Casino Center Blvd.
Las Vegas, Nevada 89101-6716
(704)-370-3430**

The number of shares outstanding of each of the Issuer's classes of preferred and common equity, as of the date of this Information and Disclosure Statement, are as follows:

Common Stock, \$.001 par value	150,000,000 shares authorized 59,039,795 shares outstanding
Preferred Stock, \$.001 par value	10,000,000 shares authorized 5,000,000 shares-outstanding

Transfer Agent:	Olde Monmouth Stock Transfer 200 Memorial Parkway Atlantic Highlands, NJ 07716 (732)-872-2727 Fax (732)-872-2728
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October____, 20006

Dear Reader:

The matters set forth in this Information and Disclosure Statement have been compiled in accordance with the requirements of Rule 15c2-11(a)(5) promulgated by the Securities and Exchange Commission ("SEC") under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), which sets forth information that must be made publicly available and kept current by broker-dealers effecting transactions of securities of publicly traded companies that do not file annual, quarterly and other reports with the SEC. NOTE THAT THIS STATEMENT DOES NOT CONTAIN CURRENT OR HISTORICAL FINANCIAL STATEMENTS, WHICH ARE IN THE PROCESS OF PREPARATION. It is not the purpose of this Information and Disclosure Statement, either directly or by implication, to offer securities for sale or to solicit any offer to buy this company's securities, and we are making no such offer or solicitation. The sole purpose of the Information and Disclosure Statement is to provide certain information concerning our company for the benefit of our shareholders, securities firms which may make a market in the common stock of our Company and other interested persons.

Persons seeking additional information are invited to write or call, and we will furnish the information to the extent available.

G&S Minerals, Inc.

By _____
Charles W. Brown
Chief Executive Officer

G & S Minerals, Inc.

INFORMATION AND DISCLOSURE STATEMENT

The following information is provided to assist securities brokerage firms with their due diligence compliance responsibilities and also to provide information to other persons interested in G & S Minerals, Inc. (the "Company"). NOTE THAT THIS STATEMENT DOES NOT CONTAIN CURRENT OR HISTORICAL FINANCIAL STATEMENTS, WHICH ARE IN THE PROCESS OF PREPARATION. The Company intends to supplement this disclosure statement with current financial statements as soon as possible. Set forth below is information described in Rule 15c2-11(a)(5) adopted by the SEC under the Exchange Act.

Item 1: Exact Name of Company

The Company is G & S Minerals, Inc., a Nevada corporation incorporated on March 10, 1987.

Item 2: Address of Its Principal Executive Offices.

723 Casino Center Blvd
Las Vegas, NV 89101-6716

Item 3: State of Incorporation.

Nevada

Item 4: Exact Title and Class of the Security.

Common Stock

Item 5: Par Value of the Security.

\$.001 par value per share

Item 6: Description of Securities.

The articles of incorporation authorize the Company to issue 150,000,000 shares of Common Stock, \$.001 par value (the "Common Stock"), and 10,000,000 shares of Preferred Stock, \$.001 par value (the "Preferred Stock"). A copy of the Company's current Articles of Incorporation is attached as Exhibit A.

Common Stock

The holders of Common Stock are entitled to one vote for each share held. The affirmative vote of a majority of the Common Stock is sufficient to effect any corporate action upon which shareholders may or must vote. The Common Stock does not carry cumulative voting rights. Holders of Common Stock are not entitled to preemptive rights, and the Common Stock is not subject to redemption. The Company's bylaws provide for a board of three directors, all of whom are elected for one-year terms at the annual meeting of shareholders, or until their successors are

elected and qualified. A special meeting of shareholders may be called by the Chairman of the Board, the President, a majority of the Board of Directors, or shareholders owning in the aggregate 10% or more of the Common Stock. Holders of Common Stock are entitled to receive, pro rata, dividends when and as declared by the board of directors out of funds legally available therefor. Upon liquidation, dissolution or winding up of the Company, holders of common stock are entitled to share ratably in its assets legally available for distribution to its shareholders after payment of liquidation preference and outstanding redemption rights (if any) on any Preferred Stock outstanding and are not subject to further calls or assessments.

Preferred Stock

The Board of Directors has the authority to issue Preferred Stock in one or more series and to fix the voting powers, conversion rights, other special rights and qualifications, limitations and restrictions of each series, without any further vote or action by the shareholders. The Company has one series of Preferred Stock, the rights of which are described below. It is not possible to state the actual effect of the authorization of any additional Preferred Stock upon the rights of holders of the Common Stock, until the Board of Directors determines the specific rights of the holders of the Preferred Stock. However, the Preferred Stock may have adverse effects upon the holders of the Common Stock, including (i) restrictions on dividends on the Common Stock if dividends on the Preferred Stock have not been paid, (ii) dilution of the voting power of the Common Stock to the extent that the Preferred Stock has voting rights, (iii) dilution of the equity interest of the Common Stock to the extent that the Preferred Stock is converted into Common Stock, or (iv) the Common Stock not being entitled to share in the Company's assets upon liquidation until satisfaction of any liquidation preference granted the holders of the Preferred Stock. It is possible that preferred shares may be issued to acquire a business or properties.

The Board of Directors has authorized the issuance of one series of Preferred Stock in the form of Series A Convertible Preferred Stock. The Series A Convertible Preferred Stock have 1000 to 1 voting rights over stock and converts 1 to 1 into common stock.

The Company will furnish to any shareholder upon request (addressed to the attention of the Company Secretary) and without charge a full statement of the designations, preferences, limitations and relative rights of the shares of each class authorized to be issued by the Company and of variations in the relative rights and preferences between the shares of each series of Preferred Stock of the Company, including Series A Convertible Preferred Stock, insofar as any such series has been fixed and determined, and a statement of the authority of the Board of Directors of the Company to fix and determine the relative rights and preferences of subsequent series of Preferred Stock.

Dividend Policy

The Company has not paid any cash or stock dividends to date, and no dividends will be declared or paid on the Common Shares in the foreseeable future. The Company intends to retain its earnings to meet the Company's capital needs. Payment of dividends is solely at the discretion of the Company's board of directors when, as and if declared.

Item 7: Name and Address of Transfer Agent.

Olde Monmouth Stock Transfer
200 Memorial Parkway
Atlantic Highlands, NJ 07716
Telephone (732) 872-2727

Item 8: History

May 3, 2006	Before the reverse merger with G & S Minerals, LLC, the Company effected a 600 for 1 reverse stock split of the company's Common Stock.
May 13, 2006	The Board of Directors of the Company approved an exchange of securities of the Company with the holders of interests in G & S Minerals, LLC.
June 9, 2006	The actual exchange of securities completed and Charles W. Brown became the Chairman of the Company's Board of Directors.
June 15, 2006	Edward Stanojev Jr. appointed to a vacant seat on the Company's Board of Directors.
July 27, 2006	The Company organizes its new management team, consisting of Mr. Charles W. Brown, President; Mr. Ryan Kutty, Chief Financial Officer and Mr. Tony Nagin, Controller and Secretary.
August 27, 2006	Board approved a letter of intent for a joint venture with Fallon Mining Co. on their property in Nevada and the Company has engaged a qualified geologist to review the proposed opportunity. The Board hired Kaiden-Daniel IR, a division of The Financial Globe.com., Inc. to perform the public relations services for the Company. The Board appointed Charles W. Brown as the Company's President and Chief Executive Officer. The Company officially changed its name to "G & S Minerals, Inc."
September 2, 2006	The Board approved a letter of intent with Tara Gold Resources Group ("Tara") to form a joint venture to develop a property known as the La Millionaria mine in the Municipality of Chinipas, State of Chihuahua, in the Sierra Madre Region of Mexico.
September 15, 2006	Edward Stanojev appointed Secretary of the Company, with Mr. Nagin remaining as Controller.
September 18, 2006	Mr. Brendan English appointed to fill a vacant seat on the Board.
September 21, 2006	Mr. Brown signs a letter of intent with Tara for the La Millionaria Mine joint venture.

Item 9: Nature of the Issuers Business

Gold & Silver Minerals, inc. is a exploratory mineral and mining company that focuses on growing assets and a revenue base in the area of production and exploration of minerals. Areas of interest include, but not limited to, Gold, Silver, Uranium, Coal, Oil and Gas. We believe that these sectors hold the most promise for market interest, asset, growth and near term cash flow, with

underlying fundamentals that provide an outlook for stable to growing product prices.

The Company intends to acquire, joint venture or contract with existing companies in the formative stages thru fully functional operational condition, depending on the relative benefit to the Company. The conditions for consideration will be based on vertical or horizontal integration in either mineral or mining operations, sales marketing or distribution.

Item 10: The Company's Facilities.

The Company leases its offices at 723 Casino Center Blvd. Las Vegas, NV 89101-6716 As of the time of this writing, the Company does not own any real estate properties. This space is leased on a yearly basis and the contract is paid in full through 12-31-07

Item 11: Names of Executive Officers and Members of the Board of Directors.

Directors are elected for two-year terms. Officers continue in office at the pleasure of the Board of Directors. The following table sets forth the name and position held of each director and officer.

<u>Name</u>	<u>Position Held</u>
Charles W. Brown	Director, Chairman of the Board, Chief Executive Officer, President
Edward C. Stanojev Jr.	Director, Secretary
Ryan Kutty	Chief Financial Officer, Director
Brendan English	Director
Tony Nagin Jr.	Controller

Charles W. Brown, 51, Chairman of the Board of Directors, President and Chief Executive Officer, brings 30 years of experience in the communications industry. Before joining Gold & Silver Minerals, Mr. Brown was President, BP Communications May 2005 to Present. CEO Global Conx July 2005 to April 2005, District Manager Verizon Wireless June 2002 to June 2004, Region Vice President TIC June 1999 to June 2001. Brown holds a Bachelors Degree in Marketing from Lehigh University and served on their Alumni Board for two years and their Trustee Board for nine years. Mr. Brown is married and is the father of three children.

Ryan Kutty 41 Chief Financial Officer, has over 11 years experience in the asset-backed securities (ABS) markets. Mr. Kutty has worked for, and more recently has been a consultant for leading companies that are involved in the ABS market, both in the U.S. and abroad. Besides his work with G&S, Inc., Ryan is the Founder and the Principal Consultant at Sitara Consulting, LLC (“Sitara”) (2004-present). Ryan has worked as a Manager in the Structured Finance Group of PricewaterhouseCoopers LLP (2000-2004) Prior to joining PwC he was an Assistant Vice President in the Asset-Backed Securities

Trust Services Group at ABN AMRO Bank/LaSalle Bank (1994-2000). He has a BS degree from the University of Delhi and an MBA in Finance from the University of Notre Dame.

Tony Nagin Jr. 53 Serving as the corporate Controller Mr. Nagin has 25 years of diverse experience in business accounting. He was President of Badger Tax & Accounting Services, Inc. from August 2004 until present. He previously served as controller of Latitude Corp., a Wisconsin based midsize company, directing all accounting functions and procedures, in addition to managing human resource and payroll functions for over 100 employees from February 1999 through July 2004. He was also controller and Chief Financial Officer of M.A.P.S., Inc. from May 1992 through February 2005. He holds a BS in Accounting and an MBA from the University of Illinois-Chicago. He passed the November 1979 Certified Public Accountancy Exam and is a member of the American Institute of Certified Public Accountants and the Wisconsin CPA Society.

Edward Stanojev Jr. 53 Secretary and Director brings 35 years of experience in both the public and private sectors. From 2001 thru 2004, Mr Stanojev held the position of VP of operations with a regional building products manufacturing and distribution company. The Company known as Northeast Building products Corporation has over 170 employees with Sales in excess of eighteen million dollars. Since that time, Mr. Stanojev has worked as an independent business consultant to various companies in the public and private sectors. He currently still consults for these operations and operates a small regional building contracting and serving company. Mr Stanojev was President/CEO and a founding partner in a large private regional building products manufacturing business. the sales of that company exceeded twenty million dollars and it employed over 300 people. Mr Stanojev has also held a position on the National Fenestration Ration Council and other regulatory and association positions responsible for establishing the guidelines and performance rating perimeters for energy star rated building products. He has also been president and a director of a mining holding company for several years and was responsible for the turn around of that operation and negotiating the first international contracts for that Company. the company focused on mining operations that involved industrial minerals. Mr. Stanojev holds a BS in Business Administration from Villanova University.

Brendan English 24 years experience in all aspects of software and systems design, implementation and development including data center management, systems optimization, solution design, product development, market analysis and go to market strategies. In addition, He has successfully managed the sales and marketing components of industry specific solutions for the banking, healthcare and insurance industries. From 1992 to present, Mr. English has been with Mobius Management Systems, inc. in Chicago, Illinois since 1992, a leading provider of Enterprise Content Management solutions that support e-business and streamline internal operations by providing solutions to store, index, render and verify the quality of data across platforms and data types. He has held the position of Vice President Compliance & Data Quality Solutions since 1999. His responsibilities include the management of two product lines encompassing product development, market analysis, sales strategies, go to market planning, management of both sales and marketing personnel as well as both in-house and overseas development personnel. He is currently responsible for the management of 150 people including two

directors and eight line managers. Some of the other responsibilities include the review and approval of all collateral materials, including technical and user documentation, training, and marketing literature. He is also directly responsible for interfacing with analysts groups such as Gartner, Meta, and Forrester. Developed Professional Services methodology, metrics and deliverables for the implementation of software solutions.

Item 12: The Company's Most Recent Balance Sheet and Profit and Loss and Retained Earnings Statement.

The financial statements of the Company are currently being reviewed by the Company auditors. These statements will be forwarded for posting immediately upon completion of that review.

Item 13: Whether the broker or dealer or any associated person is affiliated, directly or indirectly with the issuer.

None.

Item 14: Whether the quotation is being published or submitted on behalf of any other broker or dealer, and, if so, the name of such broker or dealer.

No

Item 15: Whether the quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, and, if so, the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person.

No.

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I HEREBY CERTIFY that the foregoing Information and Disclosure Statement is true and correct as of this date.

October ____, 2006

Charles W. Brown, President

