

American Lithium Minerals, Inc.  
Form 8-K  
July 22, 2009

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**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) **July 14, 2009**

**AMERICAN LITHIUM MINERALS INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

**333-132648**

**71-1049972**

(State or other jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**2850 W. Horizon Ridge Parkway, Suite 200**

**89052**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

**(702) 430.4789**

**1914 Cordova Road, Suite 116, Fort Lauderdale, FL 33316**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 3.02 Unregistered Sales of Equity Securities**

On July 14, 2009, we issued 1,250,000 units in a private placement, raising gross proceeds of \$450,000, or \$0.36 per unit. Each unit consists of one common share in the capital of our company and one common share purchase warrant. Each common share purchase warrant is non-transferable and shall entitle the holder thereof to purchase one share of common stock in the capital of our company, for a period of twenty four months commencing from closing, at a purchase price of \$0.50.

We issued all of the securities to one (1) non-U.S. persons (as that term is defined in Regulation S of the Securities Act of 1933), in an offshore transaction relying on Regulation S of the Securities Act of 1933.

**Item 5.02      Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

Effective July 15, 2009, Peter Sorel resigned as a director of our company.

Our board of directors now consists of Matthew Markin and Dave Clarke.

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**Item 9.01**                      **Financial Statements and Exhibits**  
10.1                              Form of Subscription Agreement

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMERICAN LITHIUM MINERALS INC.**

/s/ Matthew Markin

Matthew Markin  
President

Date: July 21, 2009

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