METALLINE MINING CO Form 144 June 01, 2007

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1(a) NAME OF ISSUER (Please type

or print) (b) IRS IDENT. NO. (c) SEC FILE NO.

Metalline

Mining Co 91-1766677 0-27667

 $1 (d) \ ADDRESS \ OF \ ISSUER \qquad STREET \qquad CITY \qquad STATE \quad ZIP \ CODE \qquad (e) \ TELEPHONE \ NUMBER$

(with area code)

1330 E. Margaret Coeur D

Ave. Alene ID 83815 208-665-2002

2(a) NAME OF (b) IRS IDENT. (c) (d) ADDRESS CITY STATE ZIP PERSON FOR NO. RELATIONSHIP STREET CODE

WHOSE ACCOUNT THE

SECURITIES ARE
TO BE SOLD

c/o Passport

Management, LLC

Passport Materials 30 Hotaling Place, San

TO ISSUER

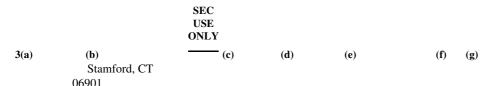
Master Fund, LP 98-0484269 N/A Ste 300 Francisco CA 94111

INSTRUCTION: The person filing this notice should contact the issuer to obtain the IRS Identification Number and the SEC File Number.

SEC USE ONLY

3(a) **(b)** (c) (e) **(f)** (g) Title Of The Name and Address Oxfroker-DeaNumber Of Aggregate Number of ApproximatName of Market ValueShares Class Of **Each Broker Through** File Shares Or Date of Each Securities Securities Whom The Securities NumberOther (See Instr. Or Other Units Sale Outstanding To Be Sold Are to Be Offered Or Units to be **3(d)**) (See Instr. Exchange Each Market Maker Sold (See Instr. 3(e)) (See Instr. 3(f)) Who Is Acquiring (See Instr. (Mo. Day 3(g)) The Securities Yr.) **3(c)**) **UBS** May **AMEX** Common 360,000 1,396,800 36,819,483 677 Washington 23, 2007 Blvd

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INSTRUCTIONS:

- 1. (a) Name of Issuer.
 - (b) Issuer s IRS Identification Number.
 - (c) Issuer s SEC file number, if any.
 - (d) Issuer s address, including zip code.
 - (e) Issuer s telephone number, including
- 2. (a) area code.
 - (b) Name of person for whose account the
 - (c) securities are to be sold. Such person s IRS identification
 - (d) number, if such person is an entity.

 Such person s relationship to the issuer,
 (e.g., officer, director, 10% stockholder,
 or member of immediate family of any
 of the foregoing.

Such person s address, including zip code.

- 3. (a) Title of the class of securities to be
 - (b) sold.
 - Name and address of each broker
 - (c) through whom the securities are intended to be sold.
 - (d) Number of shares or other units to be sold (if dept securities, give the
 - (e) aggregate face amount.Aggregate Market value of the securities to be sold as of a specified
 - (f) date within 10 days prior to the filing of
 - (g) this notice.

Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published bye the

report or statement published bye the issuer.

Approximate date on which the securities are to be sold.

Name of each securities exchange, if any, on which the securities are intended to be sold.

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefore:

Title Of The Class	Date You Acquired	Nature Of Acquisition Transaction	Name of Person From Whom Acquired (If Gift, Also Give Date Donor Acquired)	Amount Of Securities Acquired	Date Of Payment	Nature Of Payment
Common	March 1, 2006	Purchased from another account managed by the same investment manager. The prior account purchased the shares on February 16, 2006	Passport Master Fund, LP	375,000	March 1, 2006	Funds wire transferred from custodial account of buyer to seller.

Name of Person From Whom Acquired (If Gift, Also Give

Title Of **Date You** The Class Acquired

Nature Of Acquisition Transaction

Date Donor Acquired) Amount Of Securities Acquired

Date Of **Payment**

Nature Of **Payment**

through a private placement directly from the company.

and full payment therefor was not INSTRUCTIONS: 1. made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

If the securities were purchased

If within two years after the

2. acquisition of the

securities the person for whose account they

are to be sold had any short positions, put or

other option to dispose of securities referred to in paragraph (d) (3) of Rule 144, furnish full information with respect thereto.

TABLE II SECURITIES SOLD DURING THE PAST THREE MONTHS

Furnish the following information as to all securities of the issuer sold during the past three months by the person for whose account the securities are to be sold.

Name and Address of Title of Securities Seller

Sold

Date of Sale

Amount Of Securities Sold

Gross Proceeds

REMARKS:

INSTRUCTIONS:

See the definition of person in paragraph (a) of The person for whose account the securities to

Rule 144. Information is to be given not only as to the person for whose

account the securities

are to be sold but also as to all other persons included in that definition.

In addition, information shall be given as to sales by all persons whose

sales are required by paragraph (e) of Rule 144 to be aggregated with

sales for the account of the person filing this notice.

ATTENTION:

which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

PASSPORT MATERIALS MASTER FUND, LP By: PASSPORT HOLDINGS, LLC

As General Partner

May 30, 2007

(Date of Notice)

By: Passport CAPITAL, LLC As Managing Member

By: <u>/S/ John H. Burbank III</u> Managing Member

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: International misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)