

Applied Minerals, Inc.
Form 10-Q/A
December 17, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q /A
(AMENDMENT NO. 1)

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period March 31, 2010
ended

Transition report under section 13 or 15(d) of the Exchange Act

For the transition period to
from

Commission File 000-31380
Number

Applied Minerals, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or
organization)

82-0096527
(I.R.S. Employer Identification No.)

110 Greene Street – Suite 1101, New York, NY
(Address of principal executive offices)

10012
(Zip Code)

(800) 354-6463
(Issuer's Telephone Number, Including Area Code)

Former name, former address, and former fiscal year, if changed since last report: N/A

Indicate by check whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was

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required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO
X

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller-reporting company" in Rule 12b-2 of the Exchange Act.

| | | | |
|----------------------------|----------------------|--------------------------|------------------------------|
| Large Accelerated Filer | Accelerated Filer | Non-accelerated Filer | Smaller Reporting Company |
|----------------------------|----------------------|--------------------------|------------------------------|

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

YES NOX

The number of shares of the registrant's common stock, no par value per share, outstanding as of March 31, 2010 was 67,078,183.

DOCUMENTS INCORPORATED BY REFERENCE: None.

PREFATORY NOTE

Applied Minerals, Inc. (“the Company”) is filing this form 10-Q/A (Amendment No. 1) to include correct certifications required by Rule 13a-14(a)

ITEM 14

EXHIBITS

Exhibit
Number

Description of Exhibit

- | | |
|------|--|
| 31.3 | Amended certification pursuant to Rule 13a-14 of the Securities Exchange Act, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, of the Principal Executive Officer |
| 31.4 | Amended certification pursuant to Rule 13a-14 of the Securities Exchange Act, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, of the Principal Financial Officer |
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SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on this 14th day of December 2010.

Applied Minerals, Inc

By:

/s/ Andre Zeitoun
Chief Executive Officer

By:

/s/ Christopher T. Carney
Interim Chief Financial Officer

In accordance with the Exchange Act, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

| Signature | Title | Date |
|-------------------|----------|-------------------|
| /s/ John F. Levy | Director | December 14, 2010 |
| /s/ David Taft | Director | December 14, 2010 |
| /s/ Andre Zeitoun | Director | December 14, 2010 |
| /s/ Evan Stone | Director | December 14, 2010 |
