

Hahn Gregory A
 Form 4
 February 03, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hahn Gregory A

2. Issuer Name and Ticker or Trading Symbol
 METALLINE MINING CO [MMG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1330 E. MARGARET AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

COEUR D'ALENE, ID 83815
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock (2)	01/30/2009		A		10,800	A	\$ 0.33
					52,200	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8) of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5. Date Exercisable and Expiration Date (Month/Day/Year)	6. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P Der Sec (Ins
				Code V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares	
Stock Options <u>(1)</u>	\$ 2.85				10/01/2007 10/01/2017	Common Stock 250,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hahn Gregory A 1330 E. MARGARET AVENUE COEUR D'ALENE, ID 83815			X	

Signatures

/s/ Gregory Hahn 02/03/2009

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options granted pursuant to the Company's 2006 Stock Option Plan on October 1, 2007, and vest as follows: (A)(i) 50,000 shares immediately; (ii) 100,000 shares on October 1, 2008, and (iii) 100,000 shares on October 1, 2009; or (B) 100% vesting upon a Change in Control, as defined in Mr. Hahn's stock option agreement. This transaction is exempt from 16(b) pursuant to Rule 16b-3(d).
- (2) Shares granted pursuant to the Company's 2006 Stock Option Plan on January 30, 2009. This transaction is exempt from 16(b) pursuant to Rule 16b-3(d).
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.