

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076
Expires: June 30, 2012
Estimated Average burden hours per response: 4.0

	Washington, D.C.	per response: 4.0
1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001507605	Verve Ventures Inc.	✓ Corporation
Name of Issuer	VERVE VENTURES INC	
American Strategic Minerals Corp	VERVE VERVERED INC	Limited Partnership
Jurisdiction of		Limited Liability Company
Incorporation/Organization	1	General Partnership
NEVADA		Business Trust
Year of Incorporation/Organization	n	Other
□ Over Five Years Ago □ Within Last Five Years		
(Specify Year)	010	
☐ Yet to Be Formed		
2 Principal Place of Bu	usiness and Contact Info	ormation
Name of Issuer	domess and contact into	Jiiiauoii
American Strategic Minerals Corp		
Street Address 1	Street Address 2	
2331 MILL ROAD, SUITE 100		
City Sta	ate/Province/Country ZIP/Postal	Code Phone No. of Issuer
	VIRGINIA 22314	703-224-8836
3. Related Persons		
Last Name	First Name	Middle Name
Croxall	Doug	
Street Address 1	Street Address 2	
2331 Mill Road, Suite 100		
City	State/Province/Country	ZIP/Postal Code
ALEXANDRIA	VIRGINIA	22314
Relationship:	ive Officer Director	Promoter
Clarification of Response (if Nece	essary)	
Last Name	First Name	Middle Name
Stetson	John	
Street Address 1	Street Address 2	n T

ZIP/Postal Code

2331 Mill Road, Suite 100

Smith Street Address 1 Street Address 2  2331 Mill Road, Suite 100 City State/Province/Country ZIP/Postal Code ALEXANDRIA VIRGINIA 22314	ALEXANDRIA	VIRGINIA	22314
ALEXANDRIA  First Name  First Name  First Name  Middle Name  Middle Name  Street Address 1  Street Address 2  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  ZIP/Postal Code  Director  Promoter  Promoter  Middle Name  Middle Name  Middle Name  Middle Name  Bleak  Joshua  Street Address 2  Z331 Mill Road, Suite 100  Typy State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  ZIP/Postal Code	Relationship:	xecutive Officer	Director Promoter
Retor   David   Itreet Address 1   Street Address 2    2331 Mill Road, Suite 100    City   State/Province/Country   ZIP/Postal Code    ALEXANDRIA   VIRGINIA   22314    Relationship:   Executive Officer   Director   Promoter    Clarification of Response (if Necessary)    Alexandria   Joshua    Alexandria   Middle Name    Bleak   Joshua    Alexandria   Joshua    Alexandria   Street Address 2    2331 Mill Road, Suite 100    City   State/Province/Country   ZIP/Postal Code    ALEXANDRIA   VIRGINIA   22314    Relationship:   Executive Officer   Director   Promoter    Clarification of Response (if Necessary)    Clarification of Response	Clarification of Response (if	Necessary)	
treet Address 1  Street Address 2  2331 Mill Road, Suite 100  Tity State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA  Relationship:	ast Name	First Name	Middle Name
231 Mill Road, Suite 100  State/Province/Country  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Bleak  Joshua  Street Address 2  2331 Mill Road, Suite 100  Sity  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  22314  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Smith  Stuart  Street Address 2  2331 Mill Road, Suite 100  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Street Address 2  2331 Mill Road, Suite 100  Sity  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Executive Officer  Director  Promoter	Rector	David	
Relationship: Executive Officer Director Promoter  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  ast Name First Name Middle Name  Bleak Joshua  treet Address 1 Street Address 2  2331 Mill Road, Suite 100  ity State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA 22314  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  ast Name First Name Middle Name  Smith Stuart  treet Address 1 Street Address 2  2331 Mill Road, Suite 100  ast Name First Name Middle Name  Smith Stuart  treet Address 1 Street Address 2  2331 Mill Road, Suite 100  atty State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA 22314		Si	reet Address 2
Relationship:			
Relationship:			
Clarification of Response (if Necessary)	ALEXANDRIA	VIRGINIA	22314
Asst Name  Bleak  Joshua  Street Address 1  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Smith  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Smith  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Promoter  Promoter	Relationship:	xecutive Officer	Director Promoter
Ast Name  Bleak  Joshua  Street Address 1  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Promoter  Clarification of Response (if Necessary)  Last Name  First Name  Middle Name  Smith  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Last Name  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Last Name  Promoter  Promoter	Clarification of Response (if	Necessary)	
Bleak treet Address 1 Street Address 2  2331 Mill Road, Suite 100 Sity State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Relationship: Executive Officer Director Promoter  Smith Stuart treet Address 1 Street Address 2  2331 Mill Road, Suite 100 Sity State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Street Address 2  231 Mill Road, Suite 100 Sity State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Promoter			
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2331 Mill Road, Suite 100  City State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Smith Stuart  Street Address 1  Street Address 2  2331 Mill Road, Suite 100  City State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Executive Officer  Director  Promoter	Bleak	Joshua	
City State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA 22314  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Smith Stuart  City State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA 22314  Relationship: Executive Officer Director Promoter	Street Address 1	Si	reet Address 2
Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Smith Street Address 1 Street Address 2  2331 Mill Road, Suite 100  City State/Province/Country ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Relationship: Executive Officer  Director Promoter	2331 Mill Road, Suite 100		
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Smith  Street Address 1  Street Address 2  2331 Mill Road, Suite 100  City  State/Province/Country  ZIP/Postal Code  ALEXANDRIA  VIRGINIA  Executive Officer  Director  Promoter	or nesponse (ii	necessary)	
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City State/Province/Country ZIP/Postal Code  ALEXANDRIA VIRGINIA 22314  Relationship: Executive Officer Director Promoter	Street Address 1	Si	treet Address 2
ALEXANDRIA VIRGINIA 22314  Relationship: Executive Officer Director Promoter	2331 Mill Road, Suite 100		
Relationship: Executive Officer Director Promoter	City	State/Province/Countr	y ZIP/Postal Code
	ALEXANDRIA	VIRGINIA	22314
	Relationship:	xecutive Officer	Director Promoter
	4. Industry Group		
4. Industry Group	Agriculture	Health Care	Retailing
Agriculture Health Care Retailing	Banking & Financial Service	es	y
□ Agriculture	Commercial Banking		ance
Agriculture  Banking & Financial Services  Commercial Banking  Health Care Biotechnology Health Insurance Retailing Restaurants	☐ Insurance	_	reals —
Agriculture  Banking & Financial Services  Commercial Banking  Insurance  Health Care Biotechnology Retailing Restaurants  Health Insurance Pharmaceuticals	☐ Investing		Computers
Agriculture  Banking & Financial Services  Commercial Banking Insurance Investing  Health Insurance Health Insurance Hospitals & Physicians Computers  Computers	☐ Investment Banking		☐ Telecommunications

	■ Pooled Investment Fund				■ Other Technology
	Other Banking & Financial				Travel
	Services		Manufacturing		Airlines & Airports
	Business Services	_	Real Estate		■ Lodging & Conventions
	Energy		☐ Commercial		☐ Tourism & Travel Services
	Coal Mining		☐ Construction		Other Travel
	☐ Electric Utilities		REITS & Finance		
	☐ Energy Conservation		Residential	<u>V</u>	Other
	☐ Environmental Services ☐ Oil & Gas		Other Real Estate		
	Off & Gas  Other Energy				
	Unit Energy				
5.	Issuer Size				
	/enue Range		Aggreg	ate Net Asset	Value Range
V	No Revenues				Net Asset Value
	\$1 - \$1,000,000			\$1 - \$5,000,00	0
	\$1,000,001 - \$5,000,000			\$5,000,001 - \$	
	\$5,000,001 - \$25,000,000			\$25,000,001 -	
	\$25,000,001 - \$100,000,00	00		\$50,000,001 -	
	Over \$100,000,000			Over \$100,000	
	Decline to Disclose			Decline to Dis	
	Not Applicable			Not Applicable	
G	Fodoral Examplian	<u> </u>	and Evaluation	a) Claima	d (acleat all that
	Federal Exemption(apply)	S) (	and Exclusion(	s) Claime	a (select all that
	Rule 504(b)(1) (not (i), (ii)		Rule 505		
	or (iii)) Rule 504 (b)(1)(i)		☑ Bule 506		
	Rule 504 (b)(1)(ii)		Securities Act Se	action 4(6)	
_	Rule 504 (b)(1)(iii)		Investment Comp		on 2/a)
_	(4)(4)(44)		— investment comp	any Act Section	511 5(6)
7.	Type of Filing				
V	New Notice Date of First	Sale	2012-12-27	☐ ☐ Firs	t Sale Yet to Occur
	Amondmont				
	Amendment				
8.	Duration of Offering				
Doe	es the Issuer intend this offeri	ng t	o last more than one y	/ear?	Yes ☑ No
9.	Type(s) of Securities	s C	Offered (select a	ıll that app	ly)
	Pooled Investment Fund Interests	V	Equity		
	Tenant-in-Common Securities		Debt		
	Mineral Property Securities	V	Option, Warrant or O Acquire Another Sec	_	
~	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to	¥	Other (describe)		

Units consisting of shares of common stock and warrants.

10. Business Combination	Transaction
Is this offering being made in connection combination transaction, such as a me exchange offer?	
Clarification of Response (if Necessary	
11. Minimum Investment	
Minimum investment accepted from any outside investor	y \$ 25000 USD
12. Sales Compensation	
Recipient	Recipient CRD Number    None
Palladium Capital Advisors, LLC	129400
(Associated) Broker or Dealer 💟 🛚 N	None (Associated) Broker or Dealer  CRD Number None
Street Address 1	Street Address 2
230 PARK AVENUE, SUITE 539	
City	State/Province/Country ZIP/Postal Code
NEW YORK	NEW YORK 10169
State(s) of Solicitation   All States	s
13. Offering and Sales Amo	ounts
Total Offering \$ 8000000	USD Indefinite
Total Amount Sold \$ 871288	USD
Total Remaining to \$ 7128712	USD Indefinite
Clarification of Response (if Necessary	
14. Investors	
14. Investors	
Select if securities in the offeri persons who do not qualify as Number of such non-accredited invested in the offering	
Regardless of whether securiti may be sold to persons who do investors, enter the total number invested in the offering:	

### 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any	y. If the
amount of an expenditure is not known, provide an estimate and check the box next to the	e amount.

Sales Commissions \$	5000	USD	■ Estimate
Finders' Fees \$	0	USD	■ Estimate
Clarification of Response (if Neces	sary)		

## 16. Use of Proceeds

Clarification of Response (if

Necessary)

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0	USD	Estimate

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that the Issuer is not disqualified from relying on any Regulation D
  exemption it has identified in Item 6 above for one of the reasons stated in Rule
  505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
American Strategic Minerals Corp	/s/ Doug Croxall	Doug Croxall	Chief Executive Officer and Chairman	2013-01-04