

ECLIPS ENERGY TECHNOLOGIES, INC.  
Form 8-K  
April 30, 2010

**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): April 21, 2010**

**ECLIPS ENERGY TECHNOLOGIES, INC.**  
(Exact name of registrant as specified in its charter)

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| <b>Florida</b><br>(State or other Jurisdiction of<br>Incorporation) | <b>000-25097</b><br>(Commission File Number) | <b>65-0783722</b><br>(IRS Employer Identification No.) |
|---|--|--|

|   |                            |
|---|----------------------------|
| <b>110 Greene Street, Suite 403, New York, New York</b><br>(Address of Principal Executive Offices) | <b>10012</b><br>(Zip Code) |
|---|----------------------------|

Registrant's telephone number, including area code: **(212) 851-6425**

**3900A 31st Street N., St. Petersburg, Florida 33714**  
(Former name or former address if changed since last report.)

Copies to:  
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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 April 21, 2010, EClips Energy Technologies, Inc. (the Company ) issued an aggregate of 12,000,000 restricted shares of the Company s common stock to two persons for services.

The securities above were issued in reliance upon exemptions from registration under Section 4(2) of the Securities Act of 1933, as amended.

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**SIGNATURES**

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

**ECLIPS ENERGY TECHNOLOGIES, INC.**

Dated: April 29, 2010

By: /s/ Gregory D. Cohen

Gregory D. Cohen  
Chief Executive Officer