#### Edgar Filing: Mangiapane Joseph Jr. - Form 4

Mangiapane	e Joseph Jr.										
Form 4 October 06,	2009										
Check th if no lon subject to Section Form 4 Form 5 obligatio may cor <i>See</i> Insta 1(b).	<b>A 4</b> UNITED his box ager 50 16. or 51 51 51 51 51 51 51 51 51 51	<b>TENT OI</b> rsuant to S (a) of the I	Wa F CHAN Section 1 Public U	<b>ISHINGES IN</b> NGES IN SECUI 16(a) of tl Jtility Hol	h, D.C. 205   BENEFI RITIES he Securiti	549 CIAI es Ex pany	L OWN kchange	OMMISSION ERSHIP OF Act of 1934, 935 or Section	OMB Number: Expires: Estimated at burden hour response		
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Mangiapane Joseph Jr.								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 4100 NEW 630	(Month/ 100 NEWPORT PLACE, SUITE 07/15/2				Fransaction		_	_X_ DirectorX_ 10% Owner _X_ Officer (give title Other (specify below) CEO, President, Secretary			
NEWPOR	(Street) Г BEACH, CA 92	:660		endment, D onth/Day/Yea	Date Original ar)		A 	. Individual or Join Applicable Line) X_ Form filed by Or Form filed by Mo	ne Reporting Per	son	
(City)	(State)	(Zip)	Tah	le I - Non-	Derivative S	Securi		erson red, Disposed of,	or Beneficiall	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8)	4. Securitie pror Disposed (Instr. 3, 4 a	s Acq d of (I and 5) (A) or	uired (A) ))	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	07/15/2009			Code V A	Amount 2,500 (1)	(D) A	Price \$ 0.14 (2)	1,994,222	D		
Common Stock	09/30/2009			J <u>(3)</u>	680,000 (3)	А	\$ 0.1659	2,674,222	D		
Common Stock								1,774,222 <u>(4)</u>	D		
Common Stock								2,974,222 <u>(5)</u>	Ι	Held by children.	

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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
				~	(1) (5)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Mangiapane Joseph Jr. 4100 NEWPORT PLACE, SUITE 630 NEWPORT BEACH, CA 92660	Х	Х	CEO, President, Secretary		

## Signatures

Joseph	
Mangiapane, Jr.	10/05/2009
<u>**</u> Signature of Reporting Person	Date

# **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) Shares of common stock issued for fiscal 2009 director's fee.
- (2) Deemed fair market value pursuant to SFAS 123R.
- (3) Shares of common stock acquired in private transaction for repayment of promissory note, including accrued interest.
- (4) Includes 100,000 shares of common stock held by Mr. Mangiapane's wife.
- (5) Includes 200,000 shares held by Mr. Mangiapane's children.

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.