

Kesner Glenn
Form 4
May 20, 2010

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kesner Glenn

2. Issuer Name **and** Ticker or Trading
Symbol

ECLIPS MEDIA TECHNOLOGIES,
INC. [EEMT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

127 NORTH STREET

(Street)

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

04/21/2010

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

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

LEXINGTON, MA 02420

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount Number Shares
			Code	V	(A)	(D)			
Series A Preferred Stock, \$0.0001 par value (1)	\$ 0	04/21/2010	J <u>(2)(3)</u>		3,000,000	04/21/2010	<u>(4)</u>	Common Stock	3,000,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kesner Glenn 127 NORTH STREET LEXINGTON, MA 02420	X			
Auracana LLC 127 NORTH STREET LEXINGTON, MA 02420		X		

Signatures

/s/ Glenn Kesner 05/18/2010

****Signature of Reporting Person** _____ **Date** _____

/s/ Glenn Kesner,
Manager 05/18/2010

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) This Form 4 is being filed by Glenn Kesner and Auracana LLC ("Auracana"). Auracana is owned 100% by Glenn Kesner, a director of the Issuer.
- Auracana was the holder of 1,500,000 shares of the series D preferred stock, par value \$0.001 per share ("EEGT Preferred Stock") of EClips Energy Technologies, Inc., a Florida corporation and former parent of the Issuer ("EEGT"). Each share of EEGT Preferred Stock was entitled to five hundred (500) votes per share and was not convertible into shares of EEGT common stock. On April 21, 2010, EEGT
- (2) merged with and into the Issuer for the purpose of changing the state of incorporation of the Issuer to Delaware from Florida, with the Issuer continuing as the surviving corporation (the "Merger"). Upon consummation of the Merger, each issued and outstanding share of EEGT Preferred Stock converted into two (2) shares of the Issuer's series A preferred stock, par value \$0.0001 per share ("Preferred Stock").
- (3) Each share of Preferred Stock shall be convertible, at the option of the holder, into one share of the Issuer's common stock and shall have a stated value of \$0.0001 per share. Each share of Preferred Stock shall be entitled to vote on all matters submitted to shareholders of the Issuer and shall be entitled to two hundred fifty (250) votes for each share of Preferred Stock then outstanding. Upon consummation of

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the Merger, the Reporting Person received 3,000,000 shares of the Issuer's Preferred Stock.

(4) n/a

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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