TRULITE INC Form 3 March 02, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

Statement

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

 SIFONIS JOHN

(Last) (First) (Month/Day/Year) 02/21/2006

TRULITE INC [NONE]

(Middle)

4. Relationship of Reporting

5. If Amendment, Date Original

Person(s) to Issuer

X Director _X_ Officer

Filed(Month/Day/Year)

THREE RIVERWAY, SUITE 1700

(Street)

(Check all applicable)

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

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

President

Person Form filed by More than One

Reporting Person

HOUSTON, TXÂ 76056

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect

(I) (Instr. 5)

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of

Derivative Security

Security: Direct (D) or Indirect

(I)

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(Instr. 5)

Common

Stock, par 04/11/2006 04/11/2013 value

46,113 \$ 0.88

D

Â

\$.0001 per share

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SIFONIS JOHN

THREE RIVERWAY, SUITE 1700 Â X Â Â P A Â

HOUSTON, TXÂ 76056

Signatures

Option

/s/ John Sifonis 03/01/2006

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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.

President

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