



**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]  
**DAVID I. THOMPSON, ESQ. (602) 285-5000**

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Return acknowledgment to:  
 P.A.  
**Capitol Corporate Services, Inc.**  
 P.O. Box 3100 Carson City, NV 89702  
 800/899-0490

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THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME <b>CLEAR ENERGY SYSTEMS, INC.</b>						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS <b>2533 N. CARSON STREET</b>			CITY <b>CARSON CITY</b>	STATE <b>NV</b>	POSTAL CODE <b>89706</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>CORPORATION</b>	1f. JURISDICTION OF ORGANIZATION <b>NEVADA</b>	1g. ORGANIZATIONAL ID #, if any <b>C14880-2001</b> <input type="checkbox"/> NONE		

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE		

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME <b>ARIZONA COMMERCE AUTHORITY, AN AGENCY OF THE STATE OF ARIZONA</b>						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS <b>333 N. CENTRAL - SUITE 1900</b>			CITY <b>PHOENIX</b>	STATE <b>AZ</b>	POSTAL CODE <b>85004</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

All rights and interests of Debtor in and to the patents and patent rights of those patents described on Exhibit "A" attached hereto.

5. ALTERNATIVE DESIGNATION (if applicable):	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. THIS FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORT (S) on Debtor(S) (OPTIONAL) (ADDITIONAL FEE)	All Debtors	Debtor 1	Debtor 2		
8. OPTIONAL FILER REFERENCE DATA <b>#98846-1</b>						

**EXHIBIT "A"**  
**TO**  
**UCC FINANCING STATEMENT**

<b>Country Patent Application No.</b>	<b>Status</b>	<b>Filing Date</b>	<b>Publication Date</b>
United States 12/503,066	Published	July 14, 2009	March 25, 2010
International PCT/US2009/067770	Published	December 11, 2009	July 8, 2010