

Lazar Terry
Form 4
March 31, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lazar Terry

2. Issuer Name and Ticker or Trading Symbol
PureSafe Water Systems, Inc.
[PSWS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
25 FAIRCHILD AVE., SUITE 250
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/07/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Financial Officer

PLAINVIEW, NY 11803

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

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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.

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)
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	------------------------------------	--	---

Edgar Filing: Lazar Terry - Form 4

(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				
Note	\$ 0.139	02/07/2011	P	359,712		02/07/2011	02/07/2012	Common Stock	359,712
Warrant s	\$ 0.139	02/07/2011	P	71,942		02/07/2011	02/07/2016	Common Stock	71,942
Note	\$ 0.122	03/16/2011	P	696,721		03/16/2011	03/16/2012	Common Stock	696,721
Warrants	\$ 0.122	03/16/2011	P	139,344		03/16/2011	03/16/2016	Common Stock	139,344
Note	\$ 0.12	03/28/2011	P	333,333		03/28/2011	03/28/2012	Common Stock	333,333
Warrants	\$ 0.12	03/28/2011	P	66,667		03/28/2011	03/28/2016	Common Stock	66,667
Warrants	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Common Stock <u>(1)</u>	<u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lazar Terry 25 FAIRCHILD AVE. SUITE 250 PLAINVIEW, NY 11803	X		Chief Financial Officer	

Signatures

/s/ Terry Lazar 03/31/2011
 **Signature of Date
 Reporting Person

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) Mr. Lazar holds four convertible notes in the principal amounts of \$100,000; \$50,000; \$85,000; and \$40,000 each, due April 7, 2011, February 7, March 16, and March 28, 2011, respectively, convertible into an aggregate of 3,084,681 shares of common stock. Such notes were issued with five-year warrants to purchase aggregate of 708,987 shares of common stock.
- (2) Mr. Lazar owns beneficially warrants to purchase 95,238 shares of common stock by reason of his 1/3 ownership in LST Partners which owns such warrants directly.

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

Edgar Filing: Lazar Terry - Form 4

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.