

TRULITE INC

Form 4

February 21, 2007

**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BERGER WILLIAM JOHN**

(Last) (First) (Middle)

**5 HOUSTON CENTER, 1401  
MCKINNEY STREET, SUITE 900**

(Street)

**HOUSTON,, TX 77010-4035**

(City) (State) (Zip)

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

**TRULITE INC [NONE]**

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

**09/19/2006**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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	(A) or (D)	Price			
Common stock, Par Value \$.0001 per share	09/19/2006		J		5,331,622	A	<u>(1)</u> <u>(2)</u>	6,101,192	I	By Limited Partnership
Common stock, Par Value \$.0001 per share	09/19/2006		J		792	A	<u>(1)</u> <u>(2)</u>	6,101,192	I	By Limited Partnership

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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Options for purchase of Common Stock	\$ 0.88	04/03/2006		A		176,278		04/03/2006	04/03/2010	Common Stock, par value \$.0001 per share	176,278
Warrants for purchase of Common Stock	\$ 1.5	04/13/2006		A		592,500		04/13/2006	04/13/2007	Common Stock, par value \$.0001 per share	592,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERGER WILLIAM JOHN 5 HOUSTON CENTER 1401 MCKINNEY STREET, SUITE 900 HOUSTON,, TX 77010-4035	X	X		

## Signatures

/s/ William J. Berger  
02/20/2007

\*\*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).

William J. Berger is the Chairman of the Board of Directors of Trulite, Inc. (the "Company") and is the sole member and manager of Standard Renewable Energy Services, GP LLC, which is the sole General Partner of NewPoint Energy Solutions, LP ("NewPoint"). On

- (1) September 19, 2006, 17 holders of the Company's common stock contributed to NewPoint an aggregate of 5,331,622 shares of the Company's common stock in exchange for equity securities in NewPoint. As a result of such contribution, NewPoint beneficially owns 5,331,622 shares of the Company's common stock.

Additionally, as a manager of Contango Capital Partnership Management LLC ("CCPM"), the general partner of Contango Capital Partners, LP ("CCP"), Mr. Berger can be deemed to have shared dispositive power over warrants to purchase 592,500 shares of Common

- (2) Stock owned by CCP and options to purchase 176,278 shares of Common Stock owned by CCP, shared voting power over the 768,778 shares of Common Stock underlying those options and warrants, and shared voting and dispositive power over the 792 shares of Common Stock owned by CCPM.

- (3) Granted pursuant to the Company's 2006 Stock Option Plan.

On April 13, 2006, pursuant to Rule 504 of Regulation D promulgated under the Securities Act, the Company issued 1,000,000 shares of

- (4) Common Stock and 1,000,000 warrants to purchase Common Stock, at an exercise price of \$1.50 per share, to 12 accredited investors for an aggregate purchase price of \$1,000,000.

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.