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

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check one): O Form 10-K O Form 20-F O Form 11-K b Form 10-Q O Form 10-D O Form N-SAR O Form N-CSR

For Period Ended:

MARCH 31, 2006

• Transition Report on Form 10-K

o Transition Report on Form 20-F

- Transition Report on Form 11-K
- o Transition Report on Form 10-Q
- o Transition Report on Form N-SAR

For the Transition Period Ended:

Read Instruction (on back page) Before Preparing Form. Please Print or Type. Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I - REGISTRANT INFORMATION

Save the World Air, Inc.

Full Name of Registrant

Former Name if Applicable

5125 Lankershim Boulevard

Address of Principal Executive Office (Street and Number)

North Hollywood, CA 91601

City, State and Zip Code

PART II — RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
 - (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III — NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Company is awaiting a review by Weinberg & Co., P.A., its independent auditor, of the Company's financial statements for the threemonth period ended March 31, 2006, which review the Company has been advised will be completed not later than May 17, 2006.

SEC 1344 (03-05) 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 control number.

(Attach extra Sheets if Needed) PART IV — OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

Lance Jon Kimmel	310	557-3059
(Name)	(Area Code)	(Telephone Number)
(2) Have all other periodic reports required under Section 13 or Investment Company Act of 1940 during the preceding 12 n report(s) been filed? If answer is no, identify report(s).		
		Yes þ No o
(3) Is it anticipated that any significant change in results of oper by the earnings statements to be included in the subject repo	1 61	period for the last fiscal year will be reflected
	it of portion dieleor.	Yes þ No O

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

See Exhibit 99.1

Save the World Air, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date May 15, 2006

By /s/ Eugene E. Eichler

Eugene E. Eichler Chief Financial Officer

For the three-month period ended March 31, 2006, the Company had no revenue. The Company incurred higher expenses in the three-month period ended March 31, 2006, compared to the three-month period ended March 31, 2005, as a result of higher operating costs, partially offset by lower research and development costs. For the three-month period ended March 31, 2006, general and administrative expenses are anticipated to be approximately \$2,940,011 compared to \$661,595 for the three-month period ended March 31, 2005. This increase is primarily attributable to an increase in non-cash expenses in the amount of approximately \$2,007,888. For the three-month period ended March 31, 2006, research and development expenses are anticipated to be approximately \$57,294, compared to \$401,485 for the three-month period ended March 31, 2005. This decrease is primarily attributable to a decrease in research by RAND Corporation, offset in part by an increase in product research, testing and prototype expenses.

As a result of the foregoing, the Company's net loss for the three-month period ended March 31, 2006 will be approximately \$2,998,105, or \$.10 per share, compared to a net loss of \$1,065,056, or \$.03 per share, for the three-month period ended March 31, 2005.