

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: June 30, 2012
Estimated Average burden hours per response: 4.0

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	■ None	Entity Type
0001103795	Mandalay Capital		
Name of Issuer	Corporation		Limited Partnership
SAVE THE WORLD AIR INC			Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
NEVADA			Business Trust
Year of Incorporation/Organiza	ation		Other
<ul> <li>✓ Over Five Years Ago</li> <li>Within Last Five Years (Specify Year)</li> <li>Yet to Be Formed</li> </ul>			

2. Principal Place of Business and Contact Information								
Name of Issuer								
SAVE THE WORLD AIR INC								
Street Address 1	St	treet Address 2						
235 Tennant Avenue								
City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer					
Morgan Hill	CA	95037	408-778-0101					

3. Related Pers	sons		
_ast Name	First Name	N	/liddle Name
Kyte	Cecil		Bond
Street Address 1		Street Address 2	
235 Tennant Avenu	ie		
City	State/Province/0	country Z	ZIP/Postal Code
Morgan Hill	CA		95037
Relationship:	Executive Officer	Director	Promoter
Clarification of Respon	nse (if Necessary)		
_ast Name	First Name	IV	/liddle Name
Blum	Charles		R.
Street Address 1		Street Address 2	
235 Tennant Avenu	ie		

City		State/Pr	ovince	/Cou	ntry	ZIP/Po	stal (	Code
Morgan Hill		CA				95037		
Relationship:	V	Executive Office	er	V	Director			Promoter
Clarification of Respo	nse	(if Necessary)						
President								
Last Name		First Na				Middle	Nam	ne
Eichler		Eugene	!			E.		
Street Address 1				Si	reet Address	2		
235 Tennant Avenu	ıe			L				
City		State/Pr	ovince	/Cou	ntry	ZIP/Po		Code
Morgan Hill		CA				9503	7	
	_			_				
Relationship:	~	Executive Office	er		Director			Promoter
Clarification of Respon	nse	(if Necessary)						
Last Name		First Na	ne			Middle	Nam	ne
Bolio		Steven						
Street Address 1				Si	reet Address	2		
235 Tennant Avenu	ıe			L				
City		State/Pr	ovince	/Cou	ntry	ZIP/Po		Code
Morgan Hill		CA				9503	7	
			1				1	•
Relationship:		Executive Office	er	<b>v</b>	Director			Promoter
Clarification of Respon	nse	(if Necessary)						
Last Name		First Na	ne			Middle	Nam	ne
Price		John				F.		
Street Address 1				Si	reet Address	2		
235 Tennant Avenu	ıe			L				
City		State/Pr	ovince	/Cou	ntry	ZIP/Po		Code
Morgan Hill		CA				9503	7	
							1	•
Relationship:		Executive Office	er	Y	Director			Promoter
Clarification of Respon	nse	(if Necessary)						
Last Name		First Na	me			Middle	Nam	ie
Shelton		Nathan						
Otropat Address and						_		
Street Address 1				S	reet Address	2		
235 Tennant Avenu	ıe			S	reet Address	2		
	ie	State/Pr	ovince			ZIP/Po	stal (	Code
235 Tennant Avenu	ie	State/Pr	ovince					Code

Relationship:	Executive Officer	✓ Direct	tor	Promoter
arification of Respons	se (if Necessary)			
Industry Grou	n	_	_	_
. Industry Grou	Health Ca	re		
<ul><li>Agriculture</li><li>Banking &amp; Financial</li></ul>	Biotec	-	□ Re	tailing
☐ Commercial Bar	☐ Health	Insurance	□ Re	staurants
☐ Insurance		als & Physic	ians Te	chnology
Investing	_	aceuticals		Computers
Investment Bank	king Uther	Health Care		Telecommunications
Pooled Investment	ent Fund		✓	Other Technology
Other Banking &	k Financial		Tre	avel
Services	■ Manufactu	ıring		
Business Services	Real Esta	•	_	
Energy	☐ Comm	ercial		Tourism & Travel
<ul><li>☐ Coal Mining</li><li>☐ Electric Utilities</li></ul>	☐ Constr		_	Services Other Travel
■ Energy Conserv	REITS	& Finance		
☐ Environmental S	□ Reside Services =		□ Ot	ner
Oil & Gas	□ Other	Real Estate		
Other Energy				
i. Issuer Size				
			e Net Asset Val	ue Range
evenue Range  No Revenues		□ No	Aggregate Ne	-
evenue Range  No Revenues  \$1 - \$1,000,000		□ No	Aggregate Ne - \$5,000,000	t Asset Value
evenue Range  No Revenues  \$1 - \$1,000,000  \$1,000,001 - \$5,		□ No □ \$1 □ \$5	Aggregate Ne - \$5,000,000 5,000,001 - \$25	t Asset Value
No Revenues  \$1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25	5,000,000	No   \$1   \$5   \$2	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$5	t Asset Value 000,000 0,000,000
evenue Range  No Revenues  \$1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25,  \$25,000,001 - \$1	5,000,000 100,000,000	No   S1   S5   S5   S5   S5   S5   S5   S5	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$1	t Asset Value 000,000 0,000,000
evenue Range  No Revenues  \$1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25,  \$25,000,001 - \$1,  Over \$100,000,000,000,000,000,000,000,000,000	5,000,000 100,000,000 000	No   \$1   \$5   \$2   \$5   \$5   \$5	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$5, 50,000,001 - \$1,000,000,000	t Asset Value .000,000 .000,000 .000,000
**No Revenues	5,000,000 100,000,000 000	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$10 0,000,001 - \$10 ver \$100,000,00	t Asset Value .000,000 .000,000 .000,000
No Revenues   \$1 - \$1,000,000   \$1,000,001 - \$5, \$5,000,001 - \$1   \$25,000,001 - \$1   Over \$100,000,0   Decline to Disclar	5,000,000 100,000,000 000	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$5, 50,000,001 - \$1,000,000,000	t Asset Value .000,000 .000,000 .000,000
\$1 - \$1,000,000 \$1,000,001 - \$5, \$5,000,001 - \$25 \$25,000,001 - \$1 Over \$100,000,0	5,000,000 100,000,000 000	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 5,000,001 - \$25, 25,000,001 - \$10 0,000,001 - \$10 ver \$100,000,00	t Asset Value .000,000 .000,000 .000,000
evenue Range  No Revenues  \$1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25  \$25,000,001 - \$1  Over \$100,000,0  Decline to Discland Not Applicable	5,000,000 100,000,000 000	No   S1   S5   S2   S5   S6   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 ver \$100,000,00 ecline to Disclo	t Asset Value .000,000 .0,000,000 .00,000,000 .00
**No Revenues	5,000,000 100,000,000 000 ose	No   S1   S5   S2   S5   S6   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 ver \$100,000,00 ecline to Disclo	t Asset Value .000,000 .0,000,000 .00,000,000 .00
No Revenues   1 - \$1,000,000   \$1,000,001 - \$5, \$5,000,001 - \$25   \$25,000,001 - \$1   Over \$100,000,0   Decline to Disclet Not Applicable   Not Applicable   C. Federal Exemply)   Rule 504(b)(1) (not	5,000,000 100,000,000 100se mption(s) and Exc	No   \$1   \$5   \$5   \$5   \$5   \$6   \$7   \$7   \$7   \$7   \$7   \$7   \$7	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 ver \$100,000,00 ecline to Disclo	t Asset Value .000,000 .0,000,000 .00,000,000 .00
No Revenues   1 - \$1,000,000   \$1,000,001 - \$5,000,001 - \$1   \$25,000,001 - \$1   Over \$100,000,0   Decline to Disclet Not Applicable   Not Applicable   S. Federal Exemply)	5,000,000 100,000,000 000 ose mption(s) and Exc	No	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 ver \$100,000,00 ecline to Disclo	t Asset Value .000,000 .0,000,000 .00,000,000 .00
No Revenues  1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25,  \$25,000,001 - \$1  Over \$100,000,0  Decline to Discline to Di	5,000,000 100,000,000 000 ose mption(s) and Exc (i), (ii) Rule 50	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 6,000,001 - \$10 6,000,001 - \$10 6,000,000 6,000,001 - \$10 6,000,000 6,000,000 6,000,000 6,000,000	t Asset Value .000,000 .0,000,000 .00,000,000 .00
No Revenues  \$1 - \$1,000,000 \$1,000,001 - \$5, \$5,000,001 - \$25 \$25,000,001 - \$1 Over \$100,000,0 Decline to Disclar Not Applicable  S. Federal Exentance Apply)  Rule 504(b)(1) (not or (iii)) Rule 504 (b)(1)(i)	mption(s) and Exc	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 60 ecline to Discloot Applicable  Claimed (	t Asset Value  .000,000 .0,000,000 .00,000,000 .00 .se
No Revenues  1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25,  \$25,000,001 - \$1  Over \$100,000,0  Decline to Discleta Not Applicable  6. Federal Exentance  Apply)  Rule 504(b)(1) (not or (iii))  Rule 504 (b)(1)(ii)  Rule 504 (b)(1)(iii)	mption(s) and Exc	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 6,000,001 - \$10 6,000,001 - \$10 6,000,000 6,000,001 - \$10 6,000,000 6,000,000 6,000,000 6,000,000	t Asset Value  .000,000 .0,000,000 .00,000,000 .00 .se
No Revenues  1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25,  \$25,000,001 - \$1  Over \$100,000,0  Decline to Discleta Not Applicable  6. Federal Exentance  Apply)  Rule 504(b)(1) (not or (iii))  Rule 504 (b)(1)(ii)  Rule 504 (b)(1)(iii)	mption(s) and Exc	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 60 ecline to Discloot Applicable  Claimed (	t Asset Value  .000,000 .0,000,000 .00,000,000 .00 .se
No Revenues  1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25  \$25,000,001 - \$1  Over \$100,000,0  Decline to Discleta Not Applicable  S. Federal Exemply)  Rule 504(b)(1) (not or (iii))  Rule 504 (b)(1)(i)  Rule 504 (b)(1)(ii)	5,000,000 100,000,000 000 00se  mption(s) and Exc  (i), (ii)  Rule 50  Rule 50  Securit  Investr	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$10 60,000,001 - \$10 60 ecline to Discloot Applicable  Claimed (	t Asset Value  .000,000 .0,000,000 .00,000,000 .00 .se
No Revenues  1 - \$1,000,000  \$1,000,001 - \$5,  \$5,000,001 - \$25  \$25,000,001 - \$1  Over \$100,000,0  Decline to Disclete Not Applicable  6. Federal Exentaply)  Rule 504(b)(1) (not or (iii))  Rule 504 (b)(1)(ii)  Rule 504 (b)(1)(iii)  Rule 504 (b)(1)(iii)  Rule 504 (b)(1)(iiii)	5,000,000 100,000,000 000 00se  mption(s) and Exc  (i), (ii)  Rule 50  Rule 50  Securit  Investr	No   S1   S5   S5   S6   S6   S6   S6   S6   S6	Aggregate Ne - \$5,000,000 6,000,001 - \$25,000,001 - \$16,000,001 - \$16,000,000 ecline to Disclost Applicable  Claimed (  ion 4(6) by Act Section 3	t Asset Value  .000,000 .0,000,000 .00,000,000 .00 .se

8.	Duration of Offerin	g	
Doe	es the Issuer intend this offe	ring t	to last more than one year? ☐ Yes ☑ No
9.	Type(s) of Securiti	es C	Offered (select all that apply)
	Pooled Investment Fund Interests		Equity
	Tenant-in-Common Securities	~	Debt
	Mineral Property Securitie	s 🔽	Option, Warrant or Other Right to Acquire Another Security
V	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security		Other (describe)
	). Business Combin		
cor	his offering being made in on Inbination transaction, such Schange offer?		
Cla	rification of Response (if Ne	cessa	ary)
Mir	I. Minimum Investm  imum investment accepted  side investor		
12	. Sales Compensa	tion	
Re	cipient ————————————————————————————————————		Recipient CRD Number
(As	sociated) Broker or Dealer		None (Associated) Broker or Dealer None
		_	CRD Number
St	reet Address 1		Street Address 2
Cit	у		State/Province/Country ZIP/Postal Code
L			
Sta	te(s) of Solicitation		□ All States
<u></u>			
13	3. Offering and Sale	s A	mounts
	<del>-</del>		
	al Offering \$ 4675	00	USD Indefinite
Tot	al Amount Sold \$ 4675	00	USD
	al Remaining to \$		USD 🔲 Indefinite

Clarification of Response (if Necessary)
Statilication of response (if Necessary)
14. Investors
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors,  Number of such non-accredited investors who already have invested in the offering
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
15. Sales Commissions & Finders' Fees Expenses
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.  Sales Commissions \$ 0 USD Estimate  Finders' Fees \$ 0 USD Estimate  Clarification of Response (if Necessary)
16. Use of Proceeds
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used or payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check he box next to the amount.  \$ 50000 USD  Estimate
Clarification of Response (if
Necessary)
Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which

the issuer maintains its principal place of business or any State in which this notice is filed

Certifying that the Issuer is not disqualified from relying on any Regulation D
exemption it has identified in Item 6 above for one of the reasons stated in Rule
505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
SAVE THE WORLD AIR INC	/s/ Cecil Bond Kyte	Cecil Bond Kyte	CEO and Chairman	2009-10-09