

Simon Eric L
Form 4
December 09, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Simon Eric L

2. Issuer Name and Ticker or Trading Symbol
ECLIPS MEDIA TECHNOLOGIES, INC. [EEMT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
1 MONTVIEW ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2010

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

SUMMIT, NJ 07901
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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	(D) or (I)	Price
Common Stock, \$.0001 par value	12/07/2010		J ⁽¹⁾		10,000,000	D	(1) 0
Common Stock, \$.0001 par value	12/07/2010		J ⁽¹⁾		20,000,000	D	(1) 0
						I	See footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Simon Eric L 1 MONTVIEW ROAD SUMMIT, NJ 07901		X		

Signatures

/s/ Eric Simon 12/09/2010
 **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).
- These shares were retired to the Issuer pursuant to a Spinoff Agreement (the "Agreement") between the Issuer, Mr. Simon and Brand Interaction Group, LLC ("BIG"). Under the Agreement these shares are being retired to the Issuer in exchange for 100% of the issued and outstanding capital stock of SD Acquisition Corp., which owned and operated the Superdaft business, the cancellation of the asset purchase agreement and employment agreement entered into between the Issuer, Mr. Simon and BIG in June 2010 and certain payments to be made by BIG to some of the Issuer's noteholders.
- (1) Represents shares held by BIG of which Mr. Simon controls.
 - (2) Represents shares held by BIG of which Mr. Simon controls.

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.