## FORM D

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

# FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR** 

OMB APPR	OVAL
OMB Number:	3235-0076

Expires: Estimated average burden hours per response. . . . . . 16.00



UNIFORM LIMITED OFFERING EXEM	PHON
Name of Offering ( check if this is an amendment and name has changed, and indicate change.)	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	ADI
A. BASIC IDENTIFICATION DATA	2007
1. Enter the information requested about the issuer	
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.) ASI TECHNOLOGY CORPORATION	186 <u>section</u>
Address of Executive Offices (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014	Telephone Number/(Including Area Code) (702) 734-1999
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	
SPECIALITY FINANCE AND INVESTMENT COMPANY	PROCESSED
Type of Business Organization  corporation business trust  Iimited partnership, already formed other (p	please specify):  APR 1 8 2007
Month Year  Actual or Estimated Date of Incorporation or Organization: Old State  Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State  CN for Canada; FN for other foreign jurisdiction)	mated THOMSON

## **GENERAL INSTRUCTIONS**

### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

SEC 1972 (6-02)

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Faiture to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

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.

## A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Director General and/or Promoter Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) POLIS, JERRY E. Business or Residence Address (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) POLIS, ERIC M. Business or Residence Address (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014 Check Box(es) that Apply: Beneficial Owner Executive Officer Director General and/or Promoter Managing Partner Full Name (Last name first, if individual) JACOBS, DAWAYNE R. Business or Residence Address (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014 General and/or Executive Officer Director Beneficial Owner Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) EHRENS, GERALD L. Business or Residence Address (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014 General and/or Beneficial Owner Executive Officer Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) FAIT, RICHARD A. Business or Residence Address (Number and Street, City, State, Zip Code) 980 AMERICAN PACIFIC DRIVE, HENDERSON, NEVADA 89014 General and/or ☐ Beneficial Owner ☐ Executive Officer Director Check Box(es) that Apply: Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Director General and/or ☐ Beneficial Owner ☐ Executive Officer Promoter Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

					B. II	NFORMATI	ON ABOU	T OFFERI	NG				
			l, or does th	Ans	wer also in	Appendix,	Column 2	, if filing t	ınder ULO	E.		Yes	No <b>E</b> 000.00
2. Wha	2. What is the minimum investment that will be accepted from any individual?									<b>.</b>			
3. Doe	. Does the offering permit joint ownership of a single unit?									Yes	No <b>K</b>		
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.													
Full Nan	ne (La	ist name i	first, if indi	ividual)									
Business	s or R	esidence	Address (N	lumber and	l Street, Ci	ty, State, Z	ip Code)						
Name of	`Asso	ciated Br	oker or De	aler						·····			··· <del>·</del> ···
States in	Whic	h Person	Listed Has	Solicited	or Intends	to Solicit l	Purchasers						
(Ch	eck "	All States	or check	individual	States)				***************	*******	*************	□ Al	States
AL IL MT		AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	ME NY VT	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	HI MS OR WY	MO PA PR
Full Nan	ne (La	ast name	first, if indi	ividual)									
Business	s or R	Residence	Address (1	Number an	d Street, C	ity, State, 2	Zip Code)						
Name of	f Asso	ciated Br	oker or De	aler	-	<u>.</u>		<del></del> -		_			
			Listed Has										
(Ch	eck ".	All States	or check	individual	States)			,,	***************************************		***************************************	☐ AI	l States
AL IL MT		AK IN NE SC	IA NV SD	AR) KS NH TN	CA KY NJ TX	CO LA NM UT	ME NY VT	MD NC VA	MA ND WA	MI OH WV	GA MN OK WI	MS OR WY	MO PA PR
Full Nan	ne (La	ast name	first, if indi	ividual)				-			•		
Business	s or R	Residence	Address (1	Number an	d Street, C	City, State,	Zip Code)		<u> </u>		<u></u>		
Name of	f Asso	ciated Br	oker or De	aler						_	· · · • • • • • • • • • • • • • • • • •		
States in	Whic	ch Person	Listed Has	s Solicited	or Intends	to Solicit	Purchasers		<u> </u>	···			<u> </u>
(Ch	eck "	All States	or check	individual	States)		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		***************************************	*******		☐ Al	l States
TL	(Check "All States" or check individual States)  AL AK AZ AR CA CO CT DE DC FL GA  IL IN IA KS KY LA ME MD MA MI MN  MT NE NV NH NJ NM NY NC ND OH OK  RI SC SD TN TX UT VT VA WA WV WI									HI MS OR WY	ID MO PA PR		

## C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

I.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt		\$
	Equity	4,000,000.00	<u>\$_4,000,000.00</u>
	☐ Common ☐ Preferred		
	Convertible Securities (including warrants)	S	\$
	Partnership Interests	S	\$
	Other (Specify)	<u> </u>	\$
	Total	4,000,000.00	\$_4,000,000.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors	Aggregate Dollar Amount of Purchases
	Accredited Investors	54	\$_4,000,000.00
	Non-accredited Investors		\$_0.00
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
		Type of Security	Dollar Amount Sold
	Type of Offering	•	¢ Solu
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$ 0.00
	Total		\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$1,000.00
	Printing and Engraving Costs		\$ 800.00
	Legal Fees		\$ 6,000.00
	Accounting Fees		\$_1,000.00
	Engineering Fees		\$_0.00
	Sales Commissions (specify finders' fees separately)		§ 0.00
	Other Expenses (identify)		\$ 0.00
	Total		\$ 8,800.00

C. OFFERING PRICE, NUMB	ER OF INVESTORS, EXPENSES AND USE OF P	ROCEEDS	
and total expenses furnished in response to Part C - C	Question 4.a. This difference is the "adjusted gross		\$
each of the purposes shown. If the amount for any check the box to the left of the estimate. The total of	purpose is not known, furnish an estimate and the payments listed must equal the adjusted gross		
		Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees		] <b>\$</b> _	\$
Purchase of real estate		]\$	. 🗆 \$
Purchase, rental or leasing and installation of macland equipment	hinery [		. []\$
Construction or leasing of plant buildings and faci	lities	<b></b> \$	. 🗆 \$
offering that may be used in exchange for the asse	ts or securities of another	\$	. 🗆 \$
Repayment of indebtedness		- 	
Working capital	[	\$	\$_3,991,200.00
Other (specify):	[		
Column Totals	[	\$ 0.00	\$ 3,991,200.00
		_	991,200.00
	D. FEDERAL SIGNATURE		
ature constitutes an undertaking by the issuer to fur	nish to the U.S. Securities and Exchange Commis	sion, upon writte	ate 505, the following on request of its staff,
er (Print or Type)	Signatur	Date	
, , , , , , , , , , , , , , , , , , , ,	/ Jung & Ochs	April 6	, 2007
ne of Signer (Print or Type)	Title of Signer (Print or Type)		
RY E. POLIS	PRESIDENT 0		
3	b. Enter the difference between the aggregate offering and total expenses furnished in response to Part C — Coproceeds to the issuer."  Indicate below the amount of the adjusted gross proteach of the purposes shown. If the amount for any check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part  Salaries and fees  Purchase of real estate  Purchase, rental or leasing and installation of machand equipment  Construction or leasing of plant buildings and facil Acquisition of other businesses (including the valuation of the sase issuer pursuant to a merger)  Repayment of indebtedness  Working capital  Other (specify):  Column Totals  Total Payments Listed (column totals added)	b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."  Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the hox to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.  Salaries and fees  Purchase, rental or leasing and installation of machinery and equipment  Construction or leasing of plant buildings and facilities  Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)  Repayment of indebtedness  Working capital  Other (specify):  Column Totals  Total Payments Listed (column totals added)  D. FEDERAL SIGNATURE  Susuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice nature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commis information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of a later (Print or Type)  Signatur  Title of Signer (Print or Type)  Title of Signer (Print or Type)	and total expenses furnished in response to Part C — Question 4 a. This difference is the "adjusted gross proceeds to the issuer."  Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4 b above.  Payments to Officers, Sometectors, So

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STATE SIGNATURE							
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification	Yes	No				
	provisions of such rule?		X				

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) ASI TECHNOLOGY CORPORATION	Signature  Title (Wint or Type)	Date April	<b>6</b> , 2007
Name (Print or Type) JERRY E. POLIS	Title (Wint or Type) PRESIDENT		

### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				AF	PENDIX				
1	to non-ac	to sell ccredited s in State	Type of security and aggregate offering price offered in state (Part C-Item 1)		4  Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ		×	Cammon Stock \$0.45 per share	2	\$146,250.00		\$0.00		×
AR								_	
CA		×	Cannon Stock \$0.45 per share	4	\$157,500.00		\$0.00		×
со								(	
СТ	····								
DE									
DC								<u> </u>	
FL		x	Cannon Stock \$0.45 per share	1	\$75,000.00		\$0.00		× i
GA					-				
HI								<u> </u>	
ID				<u> </u>					
IL									
IN									
IA									
KS								-	 
KY									
LA							-	<u> </u>	
ME							_	 	
MD									
MA									
MI			1				ļ	;	
MN									
MS									

## **APPENDIX** l 2 3 4 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach offering price to non-accredited Type of investor and explanation of amount purchased in State waiver granted) investors in State offered in state (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Accredited Non-Accredited Yes Investors Yes No State No Investors Amount Amount MO MT NE Common Stock \$0.45 per share NV × 27 \$0.00 × \$3,662,500. NH NJ NM NY NC ND ОН OK OR PA RΙ SCSDTN TX UT VT V۸ WA WVWI

				APP	ENDIX											
1		2	3		4											
	to non-a	to sell accredited as in State 3-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)		amount pur		amount purchased in State					mount purchased in State			lification ate ULOE , attach ation of granted) -Item 1)
State	Yes	No		Number of Accredited Investors	Accredited Non-Accredited				No							
WY																
PR																

 $\mathbb{END}$