

PureSafe Water Systems, Inc.
Form SC 13G
December 05, 2014

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. n/a)*

PureSafe Water Systems, Inc..

(Name of Issuer)

Shares of Common Stock par value \$0.001

(Title of Class of Securities)

74624H103

(CUSIP Number)

November 24, 2014

(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. **74624H103**

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (ENTITIES ONLY)

1

Black Arch Opportunity Fund LP

46-1609537

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP (SEE
INSTRUCTIONS)

2

(a) ☐

(b) ☐

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

110,555,556

NUMBER OF SHARED VOTING POWER

SHARES

6

BENEFICIALLY 110,555,556

OWNED BY

EACH

SOLE DISPOSITIVE POWER

REPORTING

7

PERSON WITH: 110,555,556

SHARED DISPOSITIVE POWER

8

110,555,556

9

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

110,555,556

CHECK IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

10

o

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

11

7.44%¹ (based on 1,486,187,330 shares
of Common Stock outstanding)

TYPE OF REPORTING PERSON (SEE
INSTRUCTIONS)

12

PN

Reporting Person is the beneficial owner of 110,555,556 shares of common stock. In addition, Reporting Person holds Issuer's convertible notes in the aggregate principal amount of \$20,000.00. The Notes may not be converted into common stock such that the Reporting Person would beneficially own more than 9.99% of the Issuer's common stock at any given time. Reporting Person disclaims beneficial ownership of the Issuer's securities held by any other person or entity.

Item 1.

(a) Name of Issuer

PureSafe Water Systems, Inc.

(b) Address of Issuer's Principal Executive Offices

35 East Mall, Plainview, New York 11803

Item 2.

(a) Name of Person Filing

This report is filed by Black Arch Opportunity Fund LP.

(b) Address of Principal Business Office or, if none, Residence

The address of the principal business office of each reporting and filing person is:
1376 Carroll St. Brooklyn, NY 11213

(c) Citizenship

Delaware, USA

(d) Title of Class of Securities

Common Stock, Par Value \$0.001

(e) CUSIP Number

74624H103

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

(e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

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- (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) o A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J).
- (k) o A group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: 110,555,556

(b) Percent of class: 7.44%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 110,555,556

(ii) Shared power to vote or to direct the vote: 110,555,556

(iii) Sole power to dispose or to direct the disposition of: 110,555,556

(iv) Shared power to dispose or to direct the disposition of: 110,555,556

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o .

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

N/A

Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

Item
10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Black Arch
Opportunity Fund
LP**

Date: December 4, 2014 By: /s/ Scott Levin
Name: Scott Levin
Title: President