

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

Amendment No. 1

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

PASW, Inc

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

693153

(CUSIP Number)

Glenn P. Russell
811B Camarillo Springs Road
Camarillo, CA 93012
(805) 384-6974

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

July 29, 1999

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of section 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

1. Names of Reporting Persons. **Glenn P. Russell**

2. Check the Appropriate Box if a Member of a Group (a) (b)

3. SEC Use Only

4. Source of Funds **PF**

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned By Each Reporting Person With	7. Sole Voting Power	0
	8. Shared Voting Power	3,000,000 (1)
	9. Sole Dispositive Power	0
	10. Shared Dispositive Power	3,000,000 (1)

11. Aggregate Amount Beneficially Owned by Each Reporting Person **3,000,000**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

60% based upon total number of shares reported to be outstanding.

14. Type of Reporting Person **IN**

(1) Glenn P. Russell and Laura J. Russell as Trustees for the Russell Trust Dated June 23, 1999.

1. Names of Reporting Persons. **Russell Trust Dated June 23, 1999**

2. Check the Appropriate Box if a Member of a Group (a) (b)

3. SEC Use Only

4. Source of Funds **PF**

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States

Number of Shares Beneficially Owned By Each Reporting Person With	7.	Sole Voting Power	3,000,000
	8.	Shared Voting Power	0
	9.	Sole Dispositive Power	3,000,000
	10.	Shared Dispositive Power	0

11. Aggregate Amount Beneficially Owned by Each Reporting Person **3,000,000**

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)
60% based upon total number of shares reported to be outstanding.

14. Type of Reporting Person **OO**

Item 1. Name of Issuer.

This Schedule 13D/A relates to the common stock, no par value (the "Common Stock") of PASW, Inc., a California corporation (the "Company"). The Company's principal executive offices are located at 9453 Alcosta Boulevard, San Ramon, California 94583-3929.

Item 2. Identity and Background.

This Statement is filed on behalf of Glenn P. Russell and the Russell Trust Dated June 23, 1999 (the "Reporting Persons").

- (a) Glenn P. Russell
- (b) The address for Glenn P. Russell and the Russell Trust Dated June 23, 1999 is 9453 Alcosta Boulevard, San Ramon, California 94583-3929
- (c) Glenn P. Russell is the President, Chief Executive Officer and Chairman of Upsellit.com, 811B Camarillo Springs Road, Camarillo, CA 93012.
- (d) During the last five years, none of the Reporting Persons have been convicted in a criminal proceeding.
- (e) During the last five years, none of the Reporting Persons have been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) United States.

Item 3. Source and Amount of Funds or Other Consideration.

The Reporting Persons purchased the Common Stock in conjunction with the incorporation of the Company utilizing personal funds.

Item 4. Purpose of Transaction.

Personal investment

Item 5. Interest in Securities of the Issuer.

- (a) Aggregate number of shares beneficially owned by Glenn P. Russell and the Russell Trust Dated June 23, 1999: 3,000,000 (60 %).
- (b) Mr. Russell has shared voting and dispositive power over 3,000,000 shares. The Russell Trust Dated June 23, 1999 has sole voting and dispositive power over 3,000,000 shares.
- (c) Transactions effected during the past sixty days: None

Item 6. Contracts, Arrangements, Understandings or Relationships

None.

Item 7. Material to Be Filed as Exhibits

None.

Signatures

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.

Date: February 21, 2007

/s/ Glenn P. Russell

Glenn P. Russell

/s/ Glenn P. Russell

Glenn P. Russell as Trustee for the Russell Trust Dated June 23, 1999