

UNITED STATES OF AMERICA

Before the

SECURITIES AND EXCHANGE COMMISSION

3-19039

In the Matter of the Application of	§	
CAREX BLOCKCHAIN PLATFORM, INC.	§	APPLICATION FOR REVIEW
For Review of Action Taken by	§	AND NOTICE OF APPEARANCE
FINRA	§	

CareX Blockchain Platform, Inc. (previously Eyecity.com, Inc.) (the "Company"), by its attorneys Cutler Law Group, P.C., hereby submits the instant Application pursuant to SEC Rule of Procedure 420 (17 CFR § 201.420), for review of FINRA's denial under Rule 6490 of the Company's requested corporate actions of a change of corporate name, symbol request and a reverse stock exchange pursuant to a merger on a one for seventy-four thousand (1:74,000) basis (the "Corporate Actions").

FINRA initially declined to process the Company's Corporate Actions by letter dated June 21, 2019 by delivering a Notice of Deficiency Pursuant to FINRA Rule 6490. The Company has filed an appeal of the Notice of Deficiency to a subcommittee of FINRA's Uniform Practices Code Committee. Because of the potential for continuing irreparable harm to the Company through further delays, the Company is now filing this request for a stay of the denial of the Corporate Actions.

The Company hereby applies to the commission for review of FINRA's decision.

The Company argues that FINRA has misapplied its discretion under Rule 6490 and acted in a reckless, arbitrary and capricious manner by declining the Corporate Actions due to the Company's failure to file certain periodic reports prior to its filing of a Form 15 on June 10, 2008. While FINRA has given

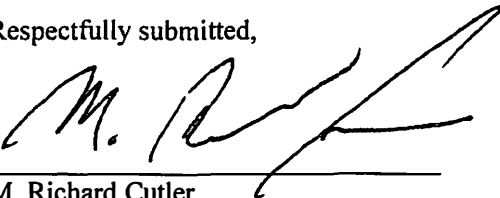
itself broad discretion under Rule 6490, the Company contends FINRA disregarded the facts and the best interests of the Company's shareholders and declined the Corporate Actions based on these ancient and no longer required filings which have absolutely no bearing on current and transparent disclosure to shareholders and investors. Further, as set forth in the brief attached, the entity as to which FINRA alleges incomplete ancient filings is no longer required to complete any such filings as it completed a holding company merger structure which obviates that entity and eliminates reporting deficiencies. The Notice of Deficiency penalizes the Company's shareholders for the economic inability of the Company almost 11 years ago to complete filings while its business no longer was viable.

Further, this application also calls for an SEC review of the FINRA process for the review of corporate actions pursuant to Rule 6490. While we support the role of FINRA in eliminating malfeasance and fraud in public securities markets, we believe that the process which now requires many many months to be an unreasonable burden on Companies requiring funding for their operations and business, thus harming shareholders. In the instant case, a "second level" review by FINRA required approximately six months after receipt of the extensive information requested by FINRA.

The applicant may be served upon its attorneys, whose address is below.

June 27, 2019

Respectfully submitted,



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- A. Certificate of Amendment changing the name from Eyecity.com to CareX Blockchain Platform, Inc., and Articles of Merger of CareX Blockchain Platform, Inc. with and into CareX Merger Subsidiary
- B. Issuer Company Related Action Form dated January 18, 2019
- C. Letter to FINRA holding company structure
- D. Correspondence to and from FINRA related to the Issuer Company-Related Action Notification Form
- E. FINRA Deficiency Notice dated June 21, 2019
- F. Correspondence to FINRA dated June 25, 2019 and FINRA letter dated June 26, 2019

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INTRODUCTION

This matter involves an appeal from a determination by the Financial Industry Regulatory Authority ("FINRA"). On January 4, 2019, Applicant, CareX Blockchain Platform, Inc. (previously Eyecity.com, Inc.) ("ICTY"), submitted an application to FINRA to complete a name change, obtain a new symbol, and conduct a reverse stock exchange pursuant to a merger, pursuant to FINRA Rule 6490. FINRA determined the application was deficient on June 21, 2019. Applicant filed an appeal to a subcommittee of FINRA on June 27, 2019, but because of continued irreparable harm to the Company through further delays it is now filing an application for reversal of FINRA's deficiency determination.

First established in 2010, FINRA Rule 6490 establishes procedures for the submission, review, and approval of requests, by issuers to FINRA, to process certain corporate actions, including dividends, distributions, and stock splits. Rule 6490 is an extension of Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and SEC Rule 10b-17, promulgated thereunder, and it grants FINRA the authority to deny an issuer's request if the request is incomplete. Additionally, FINRA may deny an issuer's request if there are other "indicators of potential fraud," such as actual knowledge of the issuer previously found liable of securities fraud, or settled a securities fraud investigation, or failure to file *current* reports with the SEC or other regulatory body. Here, FINRA has acknowledged that ICTY has disclosed and provided all material information requested by the application. FINRA denied the application because ICTY did not file periodic reports during a period preceding filing a Form 15 on June 10, 2008, more than eleven years ago. FINRA's denial is therefore punishment and harm to current shareholders for ancient, immaterial and far from "current" disclosure to ICTY's shareholders, and should be reversed. Further, as set forth in more detail below, this issuer completed a merger pursuant to which it

now is structured with a holding company structure, such that even under applicable securities laws it would NOT be responsible for any past filing deficiencies.

STATEMENT OF FACTS

I. Procedural Posture

A. Respondent's Application and FINRA's Initial Denial

Respondent CareX Blockchain Platform, Inc. is a Delaware corporation that intends to complete a share exchange with a private company to undertake a health care payment system known as “carepay”. ICTY is publicly traded on the OTC Markets “pink market” under ticker symbol ICTY.¹

On January 4, 2018 ICTY first submitted a notice to FINRA's Department of Operations (“DOP”) requesting that DOP process documentation which would allow ICTY to change its name to CareX Blockchain Platform, Inc., and conduct a reverse stock exchange pursuant to a merger. All of the foregoing had and has already occurred with the Delaware Secretary of State prior to filing with FINRA. *See Exhibit A* Certificate of Amendment changing the name from Eyecity.com to CareX Blockchain Platform, Inc., and Agreement and Plan of Merger of CareX Blockchain Platform, Inc. with and into CareX Merger Subsidiary. ICTY’s notice was made pursuant to FINRA Rule 6490. *See Exhibit B* Issuer Company Related Action Form dated January 4, 2019. Subsequently, ICTY through its counsel presented correspondence to FINRA detailing the holding company structure utilized by ICTY, which had been the basis for many previous such filings. *See Exhibit C* Letter to FINRA regarding holding company structure February 9, 2019. In filing its notice and in during subsequent correspondence with FINRA, ICTY complied with all of Rule 6490's requirements and submitted all required documentation. *See Exhibit D* Correspondence to and from FINRA related to the Issuer Company-Related Action Notification Form. In

¹ ICTY currently has approximately 8.5 billion shares outstanding (dating from years ago), which because it was cumbersome to new potential investors was the rationale behind the initial reverse stock exchange.

point of fact, FINRA's analyst requested information on eleven separate occasions, each time seeking to elicit more documentation or other information. In each instance ICTY fully cooperated and provided such information exceptionally promptly.

The DOP made no finding that the documentation ICTY submitted was in any way deficient. *See Exhibit E* FINRA Deficiency Notice dated June 21, 2019. Yet on June 21, 2019, DOP refused ICTY's application by providing ICTY with a deficiency notice. (*Id.*) In refusing to grant ICTY's application, DOP stated its denial was based on a finding that ICTY had not completed certain periodic filings prior to filing its Form 15 on June 10, 2008 (eleven years ago).

Respondent's Appeal

On June 27, 2019, ICTY filed an appeal of DOP's deficiency determination. (Notice of Appeal of Deficiency Notice). That appeal remains pending while this administrative action proceeds because of the irreparable harm to ICTY and its shareholders from further FINRA delays. This matter has already resulted in tens of thousands of wasted dollars from investors and shareholders while they seek relief from FINRA's injurious actions.

FINRA Rule 6490 states that its guiding principles are to prevent fraudulent activities in connection with the securities markets and to protect investors and the public interest. Yet nowhere in the Deficiency Notice or subsequent correspondence does DOP state or explain how filings from eleven years ago have any bearing whatsoever to either transparent current reporting requirements or with any fraudulent activities in connection with the securities markets. In fact, FINRA refused counsel's request for the basis of its determination relative to the holding company structure. *See Exhibit F* Correspondence to FINRA requesting clarification dated June 25, 2019 and FINRA letter dated June 26, 2019. Nor does

the Deficiency Letter or further correspondence set forth an explanation as to how its decision in any possible fashion protects investors and the public interest.

Let there be no doubt that there is a strong public policy in favor of capital formation for small businesses

There can be no doubt that current political fiscal policy favors long term economic growth through increased capital formation. Both the Trump administration and previous incumbents have frequently taken steps to reduce barriers to investment of capital, particularly in emerging growth and smaller businesses. Without a doubt reduction of regulatory barriers has been a mandate of the current administration with a view to improving the US economy. Similarly recent reductions in tax rates and capital gains are intended to stimulate growth. Economic theory is clear that countries that have increased investment have higher long-run rates of economic growth. Unreasonable regulatory burdens harm the economy. FINRA's interpretation in this matter simply presents an obstacle to the formation of capital unrelated in any way to its objectives under Rule 6490.

Corporations such as ICTY require the ability to access public funds in order to grow their business. Investors have already contributed significant funds to the success of the health care payment system venture which would be destroyed if FINRA's action is permitted to continue. *See www.carepay.care*. The Company launched its operations in early June 2019 and requires further investment to achieve its objectives – which include providing an alternative, transparent health care

payment system which helps solve significant healthcare cost issues for all. A vast improvement over current insurance and other healthcare related structures.

Investors investing real money into a company desire the exit strategy and liquidity afforded by public securities markets. Few investors desire to invest in private businesses because of the potential long-term requirement for the investment. As a consequence, companies such as this issuer seek the ability to privately offer securities to investors, all the while providing a potential exit for profitable operations which is not in the far too distant future. Quite frankly, that is the principle reason that companies go public in the first place.

Consequently, I would strongly state that significant FINRA delays in processing corporate actions strongly violates the public policy of providing worthy public companies of access to investment and growth capital.

SUMMARY OF ARGUMENT

FINRA Rule 6490 is a ministerial rule. Enacted in September 2010, it sets forth procedures for the submission, review, and determination of the sufficiency of requests made to FINRA by issuers to process certain corporate actions, including dividends, distributions, and stock splits. Rule 6490 is an extension of Section 10(b) of the Exchange Act and Rule 10b-17, promulgated thereunder, and gives FINRA authority to deny an issuer's request if that request is incomplete or if there are other "indicators of potential fraud." *See* Proposal Release, at 39604. The plain language of the Rule and the Rule's history demonstrate that these latter two occurrences that trigger FINRA's ability to deny requests are interrelated.

Specifically, FINRA can deny a request if the issuer fails to include information that is "material," and *current* under the federal securities laws or finds that principles of the Company have adjudicated or settled securities act violations. In other words, all Rule 6490 gives to FINRA is the power to detect and ferret out fraud in the application.

Simply put, because ICTY disclosed all other necessary information and provides *current* information to shareholders, FINRA's denial exceeded the scope of its authority under Rule 6490 and was improper. Moreover, FINRA's denial - and the SEC's affirmation of that denial - would amount to punishment of past conduct in failing to make filings more than eleven years ago that neither FINRA nor the SEC have the power or ability to seek now. Affirming FINRA's denial would improperly expand FINRA's powers, and it would allow the Commission a backdoor to a remedy it chose not to seek more than eleven years ago. Accordingly, FINRA's denial of Respondent's application to change its name, obtain a new symbol, and conduct a reverse stock exchange pursuant to a merger should be reversed.

Furthermore, FINRA's denial flies in the face of current securities laws for a company that has completed a detailed holding company structure. In point of fact, the entity allegedly with incomplete filings does not exist because it was merged out of existence. Because the former entity ICTY alleged to have missing filings was merged out of existence, under current rulings and securities laws it no longer even had a requirement to make such filings. FINRA's denial must and should be reversed.

ARGUMENT

I. FINRA's Denial of Respondent's Application Should Be Reversed Because The Denial Exceeded the Authority Granted To FINRA Under Exchange Act Section 10(b), SEC Rule 10b-17, and FINRA Rule 6490.

As noted in the proposal to adopt Rule 6490, FINRA has no jurisdiction over issuers and does not impose listing standards. *See* Proposal Release, at 39604. Therefore, it may not make substantive

judgments about matters of corporate governance for a corporation, such as whether filings from eleven years ago constitute “current” reporting obligations. Further FINRA may not make its own interpretation of a holding company structure which has been used in many previous filings approved for corporate actions by FINRA (*See, e.g.* NUGL, Inc. {symbol NUGL}, Joey New York, Inc. {symbol JOEY}, and Petlife Pharmaceuticals, Inc. {symbol PTLF}). Rather, the only power granted to FINRA under Rule 6490 by Section 10(b) of the Exchange Act and SEC Rule 10b-17 - the enabling statute and SEC Rule - is to require the filing of an appropriate notice, which it may refuse to file if the notice is deficient in some way. Here there was no deficiency in Respondent's notice because ICTY provided all information required or requested.

Accordingly, FINRA's denial of ICTY's application based on the filings from eleven years ago exceeded the authority granted to FINRA under Rule 6490 and should be reversed.

Two provisions of the Exchange Act define FINRA's quasi-governmental authority to adjudicate actions against members who are accused of unethical or illegal securities practices and the Commission's oversight of that authority: *See* Sections 15A and 19 of the Exchange Act. *National Association of Securities Dealers, Inc. v. SEC*, 431 F.3d 803, 804 (D.C. Cir. 2005), *rehearing en banc denied* (2006) ("*NASD v. SEC*"). Section 15A of the Exchange Act, 15 U.S.C. § 78o-3, lays out FINRA's specific duties, including disciplinary functions. Further, Section 19, 15 U.S.C. § 78s, sets out the SEC's supervisory duties over FINRA. A close look at Section 19 shows that FINRA's rule-making authority should be strictly limited by parameters set forth by the Commission and, by extension, Congress. *See* 15 U.S.C. § 78s (b)(1) ("Each self-regulatory organization shall file with the Commission, *in accordance with such rules as the Commission may prescribe*, copies of any proposed rule or any proposed change ... No proposed rule change shall take effect *unless approved by the Commission*) (emphasis added); *see also*

Fiero v. FINRA, 600 F.3d 569, 574-79 (2d Cir. 2011) (analyzing whether FINRA's actions in that case conformed to the authority granted under the Exchange Act and any corresponding SEC and/or SRO rule). Here, FINRA has attempted to subvert the clear intention of Rule 6490, as approved by the SEC, by providing their own interpretation of a provision clearly contradictory to the intentions of the Rule and intended to punish companies for filings not made many many years ago.

Here, the statute guiding the Commission's supervision over FINRA is Section 10(b) of the Exchange Act, which was written by Congress to prohibit conduct involving fraud or manipulation in connection with the purchase or sale of securities. *See Santa Fe v. Green*, 430 U.S. 462, 473, 97 S.Ct. 1292 (1977); *see also SEC v. Zandford*, 535 U.S. 813, 819, 122 S.Ct. 1899 (2002) (discussing how Section 10(b) and the Exchange Act, in general, were written to promote a philosophy of full disclosure surrounding the purchase or sale of securities on national exchanges). To further the goals of Section 10(b), the Commission promulgated, *inter alia*, Rule 10b-17, entitled "Untimely Announcements of Record Dates." 17 C.F.R. § 240.10b-17.

According to its plain text, Rule 10b-17 was enacted to prevent the failure to give notice by an issuer with respect to certain corporate actions, such as payment to shareholders of dividends, distributions, stock splits, or rights offerings. *Id.* Accordingly, the Commission requires that issuers give notice to FINRA not later than ten days prior to the record date of such corporate action². *Id.* This is a ministerial function. Indeed, FINRA has limited jurisdictional reach over public companies. FINRA does not impose listing standards for securities and maintains no formal relationship with, or direct jurisdiction over, issuers. *See* Proposal Release, at 39604.

² This brief does not address the clear conflict between FINRA's ministerial role in reviewing corporate actions and with state law for actions which by their nature must already be legally completed. FINRA requires that a company provide a file-stamped copy of any corporate actions filed with a state corporate secretary prior to undertaking a review. I leave it to the SEC to correct this serious deficiency in the review process.

Thus, the overarching purpose of the Rule is to ensure that the investing public is not misled by the failure of issuers to disclose information that would be considered material under the federal securities laws. For example, subsection (d)(3) of Rule 6490 itself recognizes in that subsection's title - "Deficiency Determination" - that FINRA's *sole* function in the application process is ministerial. That subsection states that:

[W]here an SEA Rule 10b-17 Action or Other Company-Related Action is deemed deficient, the Department may determine ... that documentation ... will not be processed ... [W]here the Department makes such a deficiency determination, the request to process documentation ... will be closed ... The Department shall make such deficiency determinations *solely* on the basis of one or more of the following factors: (1) FINRA staff reasonably believes the forms and all supporting documentation, in whole or in part, may not be complete, accurate or with proper authority; (2) the issuer is not *current* in its reporting requirements, if applicable, to the SEC or other regulatory authority; (3) FINRA has *actual knowledge* that the issuer ... officers, [or] directors ... are the subject of a pending, adjudicated or settled regulatory action or investigation by a federal, state or foreign regulatory agency, or a self-regulatory organization; or a civil or criminal action related to fraud or securities laws violations; [and] (4) a state, federal or foreign authority or self-regulatory organization has provided information to FINRA, or FINRA *otherwise has actual knowledge* indicating that the issuer ... officers, [or] directors... may be potentially involved in fraudulent activities related to the securities markets and/or pose a threat to public investors...

See FINRA Rule 6490(d)(3) (emphasis added); *see also* Proposal Release, at 39606 ("Accordingly, the Commission believes that the proposal is designed to encourage issuers and their agents to provide complete, accurate and timely information to FINRA concerning Company-Related Actions involving OTC Securities, *and thereby* to prevent fraudulent and manipulative acts and practices with respect to these securities") (emphasis added).

Thus, under the plain text of subsections (d)(1) and (d)(2) of Rule 6490, FINRA can deny a request if the issuer fails to include information that is *material* under the federal securities laws. Information

relative to a failing company from eleven years ago is hardly material to an investment in a company today or even anything current shareholders would find relevant.

Here, subsections (d)(1), (d)(3), and (d)(4) are clearly inapposite. The only subsection that could apply is (d)(2). The record, however, shows that ICTY provides and will continue to provide transparent, current information to its shareholders with respect to its actions, business and operations. In fact, ICTY has prepared and intends to file a Registration Statement on Form S-1 when it has cleared this obstacle in place arbitrarily from FINRA. Therefore, there can be no "deficiency determination." This is the only logical reading of Rule 6490(d)(2). That is why the rule refers to "current" in its reporting requirements.

As a final note, subsection (d)(5) of Rule 6490 also allows FINRA to determine that an application is deficient if there is "significant uncertainty" in the settlement and clearance process for the issuer's securities. *See* FINRA Rule 6490(d)(5). This is a technical exception that makes sense when one considers the object of Rule 6490 is to perform actions that will impact trading in the issuer's securities. In addition, as the Proposal Release makes clear, this exception was the *main* reason Rule 6490 increased FINRA's role in the application process - namely, there was concern that fraudsters were taking advantage of FINRA's limited powers vis-a-vis corporate actions to assist in certain and specific schemes, such as usurping the corporate identity of publicly traded entities by either reinstating an entity with no authority or creating new entities with the same name as the public entity. *See* Proposal Release, at 39604 & n.9 (*citing* Commission Order and cases). In other words, the only additional power that Rule 6490 gives to FINRA is the power to detect and ferret out *this* type of fraud in the application.

Yet not only does the DOP's Deficiency letter fail to state how eleven year old filings are material or could result in fraudulent activity, the Deficiency letter makes absolutely no attempt whatsoever to base its decision on the actual language of the rule, in context, or this important history. Thus, any argument by

FINRA *now* that its decision is supported by Rule 6490 is a semantic argument that relies on certain broad language from subsection (d)(2), taken out of context. In sum, FINRA's denial exceeded the scope of its authority under Rule 6490 and was improper. Accordingly, FINRA's denial of Respondent's application to change its name, obtain a new symbol and conduct a reverse stock exchange pursuant to a merger should be reversed.

II. Even If FINRA's Interpretation Of The Rule Is Correct, FINRA's Denial of Respondent's Application Was Based On Improper Application of Existing Law for holding company structures.

Assuming *arguendo* that the Commission finds that FINRA did not exceed the authority granted to it under Exchange Act Section 10(b) and SEC Rule 10b-17, which ICTY does not concede, the Commission should nevertheless find that FINRA improperly applied applicable law.

ICTY was well aware that Eyecity.com had not filed every required SEC filing at the time it filed a Form 15 in 2008. However, the structure of the transaction between ICTY (then renamed CareX Blockchain Technology, Inc.), a Delaware corporation (“CareX”), and CareX Merger Subsidiary, Inc., a Delaware corporation and a wholly-owned subsidiary of CareX reflected a subsidiary merger pursuant to which CareX Merger Subsidiary survived and changed its name back to CareX Blockchain Technology Group, Inc.

This transaction was structured identically to other entities after significant discussions with Larry Spigel, Assistant Director of the U.S. Securities and Exchange Commission regarding succession-related issues under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), arising from circumstances identical to the hereinafter described reorganization of CareX into a holding

company structure (the “Reorganization”). *See, e.g.* NUGL, Inc. (symbol “NUGL”), Joey New York, Inc. (symbol “JOEY”) and Petlife Pharmaceuticals, Inc. (symbol “PTLF”). Please see the following, to-wit:

To effect the Reorganization, CareX Merger Sub was formed by CareX as its direct and wholly owned subsidiary. The holding company organizational structure was implemented pursuant to Section 251(g) of the General Corporation Law of the State of Delaware, by the merger of CareX with and into CareX Merger Sub. CareX Merger Sub survived the merger. The Commission has long recognized the holding company structure through numerous no action letters relating to Section 251(g) of the General Corporation Law of the State of Delaware, as well as a similar section Section 92A of the Nevada General Corporation Laws. At the time of the Reorganization, CareX Merger Sub is the successor issuer and had less than 300 shareholders.

Upon consummation of the Reorganization, each issued and outstanding common stock share of the former CareX was transmuted into and exchanged for an identical equity structure of CareX Merger Sub (on a one share for 74,000 share exchange basis) having the same designations, rights, powers and preferences, and qualifications, limitations and restrictions. Upon consummation, CareX Merger Sub was the issuer since the former equity structure was transmuted pursuant to Section 251(g) into current issued and outstanding equities of CareX Merger Sub. The Reorganization was exempt from the registration requirements of the Securities Act of 1933 (“Act”) as there was no “offer” or “sale” as defined in Section 2(3) of the Act so as to invoke the requirements of Rule 145 also under the Act. Under the terms of the Agreement the shareholders and equity holders of the former CareX had no appraisal rights or rights to a shareholder vote and consequently no investment decision was made by the shareholders. Further, the transaction complied with the provisions of Rule 144(D)(3)(x) titled “Holding Company Formation.”

The Commission has long recognized the form of Reorganization executed here under comparable circumstances, including similar holding company reorganizations. *See e.g.*, The Dress Barn, Inc., available August 13, 2010, GulfMark Offshore, Inc., available January 11, 2010, Tim Hortons Inc., available September 9, 2009, Weatherford International Ltd., available January 14, 2009, Willbros Group, Inc., available February 27, 2009, Pediatrix Medical Group, Inc., available December 22, 2008, Otter Tail Corporation, available December 2008, Mentor Corporation, available September 26, 2008, Dollar Tree Stores, Inc., available February 20, 2008, InterDigital Communications Corporation, available June 25, 2007, Hecla Mining Company, available October 31, 2006, Mercer International, Inc., available December 12, 2005, Matria Healthcare, Inc., available February 10, 2005, Adolph Coors Company, available August 25, 2003, Bon-Ton Stores (July 14, 1995), INDESCO, Inc. (October 31, 1995), Toys R Us, Inc. (December 31, 1995), ABX Air, Inc. (June 13, 2007), Brandywine Raceway Association (June 27, 1977), BMC West Corp. (April 16, 1997), Roper Industries, Inc. (July 19, 2007), Lamalie Assoc., Inc. (December 16, 1998), IPC Information Systems, Inc. (May 20, 1999), Kerr-McGee Holdco, Inc., (July 31, 2001), Hecia Mining Co. (October 31, 2006), Equitable Resources, Inc. (April 25, 2007), and Halliburton Co. (December 11, 1996).

It abundantly clear that CareX Merger Sub is not the surviving or resulting corporation but that of a newly created parent holding company under Section 251(a) of the Delaware Act. As stated, the parent holding company formation was done in compliance with the Delaware Act and the parent, CareX (ICTY), is not a successor or survivor. The Statute is very clear and exacting as to the procedure and results, whereby CareX Merger Sub was newly formed under Section 251(g) and only become the Parent and not a successor under Section 251(g). There is no administrative ruling, case law, no action letter, or

other opinion that is in contradiction to the propriety of the action taken in this Reorganization or the results of the parent/holding company formation.

As to whether or not the new parent/holding company, CareX Merger Sub (now named CareX Blockchain Technology, Inc.), has any reporting or filing responsibility with the SEC, the answer is clear that no such obligation remains under Federal law. We direct your attention to 17 C.F.R. § 240.12g-3, specifically Rule 12g-3(a) which provides as follows, to wit:

“Where in connection with a succession by merger, consolidation, exchange of securities, acquisition of assets or otherwise, securities of an issuer that are not already registered pursuant to Section 12 of the Act (15 U.S.C. 78 l) are issued to the holders of any class of securities of another issuer that is registered pursuant to either Section 12 (b) or (g) of the Act (15 U.S.C. 78 l (b) or (g)), the class of securities so issued shall be deemed to be registered under the same paragraph of Section 12 of the Act unless upon consummation of the succession:

- (1) Such class is exempt from such registration other than by § 240.12g3- 2;
- (2) All securities of such class are held of record by fewer than 300 persons, or 1,200 persons in the case of a bank; a savings and loan holding company, as such term is defined in Section 10 of the Home Owners' Loan Act (12 U.S.C. 1461); or a bank holding company, as such term is defined in section 2 of the Bank Holding Company Act of 1956 (12 U.S.C. 1841);
- (3) The securities issued in connection with the succession were registered on Form F-8 or Form F-80 (§ 239.38 or § 239.41 of this chapter) and following succession the successor would not be required to register such class of securities under Section 12 of the Act (15 U.S.C. 78 l) but for this section.”

It is important to note that CareX Merger Sub is a brand new company, is not the successor in interest, is the new parent with the same shareholder structure and is a company with less than 300 shareholders of record on the date of the Reorganization. The Reorganization did not allow for any reporting responsibility to transfer for purposes of applicability Rule 12g-3(a) under the Exchange Act. Thus Rule 12g-3(a) blocked the transfer to Merger Sub of any nexus or connection to past reporting

responsibilities, the former file number, tax id number, or otherwise. CareX Merger Sub is a successor issuer, but not under Rules 12g-3(a) and 12b-c of the Exchange Act.

We believe that there can be no other conclusion. CareX Merger Sub (now renamed CareX Blockchain Platform, Inc.) has no obligation to file any delinquent filings with the Commission under Rules 12g-3 and 12b-2 in light of the fact of the parent/holding company formation, namely the Reorganization, and in light of the fact that there were less than 300 shareholders.

III. The SEC's Enforcement of FINRA's Denial Would Be Improper Because It Would Amount To A De Facto Interpretation of a Reporting Obligation that the SEC Is Estopped From Seeking Now.

As demonstrated above, FINRA's decision went beyond detecting incomplete information or fraud in the application and is essentially a punishment for past conduct from a long ago failing business entity. If the Commission affirms FINRA's deficiency determination, the Commission will effectively terminate any ability of ICTY to operate a business and punish any and all investors and shareholders which in point of fact would be an outcome that the Commission is collaterally estopped from seeking.

Corporate actions, such as dividends, distributions, and stock splits are necessary in the life cycle of all corporate entities. By preventing ICTY from engaging in these actions now, simply because a Company no longer in existence did not file all periodic reports prior to filing a Form 15 eleven years ago, FINRA has effectively determined the life cycle of this corporate entity. Furthermore, given FINRA's exceptionally sparse analysis in its deficiency determination, bolstered by FINRA's refusal to provide the basis for their action (*See Exhibit F*), fails to comply with the requirements and intention of Rule 6490 to provide a clear legal analysis of their interpretation. Therefore, the Commission's enforcement of the instant deficiency determination would amount to a death sentence for ICTY or any

other public company similarly situated. The Commission, however, should be collaterally estopped from affecting such requirement against ICTY now.

The doctrine of collateral estoppel is appropriate in any proceeding where the same facts and issues that were previously adjudicated are being used against the same party to impose a new punishment or new liability. *See Montana v. United States*, 440 U.S. 147, 153-54, 99 S.Ct. 970 (1979); *see also* RESTATEMENT (SECOND) OF JUDGMENTS § 27, comment c. ("[I]f the party against whom preclusion is sought did in fact litigate an issue of ultimate fact and suffered an adverse determination, new evidentiary facts may not be brought forward to obtain a different determination of that ultimate fact.... similarly if the issue was one of law, new arguments may not be presented to obtain a different determination of that issue"). Here the Commission took no action against ICTY in 2008 when it did not file its periodic reports prior to filing a Form 15.

Thus, the Commission is now precluded from seeking to make such requirements pursuant to the doctrine of estoppel set forth above, and by extension FINRA must similarly be barred. In any event, as demonstrated above, the Commission's enforcement of FINRA's denial would amount to a de facto death sentence to ICTY. The Commission, and by extension FINRA, however, should be collaterally estopped from imposing such a requirement on ICTY now.

As a final note, yet more to the point, if the Commission were to enforce FINRA's deficiency finding, not only would it violate the well-established principals of collateral estoppel, but it would do so in a way that is void of the procedural requirements dictated by the federal securities laws. For example, even if the Commission were able to pursue a follow-on action under any of the aforementioned provisions, a jury, a district court judge, or administrative law judge would be required to engage in an

extensive balancing and weighing of facts in order to determine whether ICTY was required to complete reporting obligations from eleven years ago.

In sum, given the reasons set forth by the FINRA and the DOP in their determinations - which were sparse at best - the Commission's enforcement of FINRA's denial would effectively terminate the ability of ICTY to operate its business.

IV. The SEC's Enforcement of FINRA's Denial Would Be Improper Because It Violates The Five Year Statute Of Limitations.

Lastly, as demonstrated above, FINRA's deficiency determination and the Commission's affirmation of FINRA's deficiency determination would amount to punishing ICTY for the past conduct of its management. Accordingly, the FINRA actions as well as this appeal should constitute "an action, suit or proceeding" for the enforcement of a "penalty," and the Commission should be time-barred from affirming FINRA's denial by the general statute of limitations contained in 28 U.S.C. § 2462.

As an initial matter, the five year limitations period has clearly passed. In the Supreme Court's recent decision in *Gabelli v. SEC*, 133 U.S. 1216 (2013), the Supreme Court held that the five-year statute of limitations period in Section 2462 begins to run at the time the actions at issue are "complete" rather than when they are discovered. The Court rejected the SEC's arguments that the discovery rule should apply to Section 2462. Here, the conduct at issue occurred at the latest March 2013. Under the rule in *Gabelli*, the statute began to run no later than 2013. Even under the "discovery rule", however, the clock began to tick when ICTY publicly filed its Form 15.

Second, preventing ICTY from conducting its name change and a reverse stock exchange for the past conduct of management, is a "penalty" within the meaning of section 2462. In *Johnson v. SEC*, the D.C. Circuit Court of Appeals ruled that a sanction rendered by the Commission is a "penalty" within

the meaning of section 2462 if it (1) has "collateral consequences" beyond merely remedying the instant misconduct, and (2) is based mostly on a person's past misconduct. 87 F.3d 484, 488 (D.C. Cir. 1996). Here, the failures to file took place from in 2002 through 2008. However, FINRA's deficiency determination and the Commission's affirmation of FINRA's deficiency determination would have the collateral consequence of preventing ICTY from *ever* conducting future corporate actions. The determination and affirmation would have the additional collateral consequence of terminating the corporate viability of ICTY.

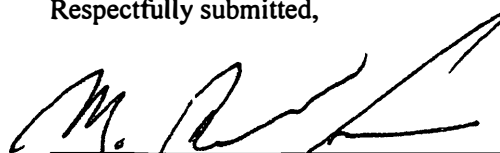
Lastly, the Commission should recognize that FINRA's deficiency determination and the Commission's affirmation of FINRA's deficiency determination constitute an "action, suit or proceeding." Section 2462's five year limitation applies to the entire federal government in all civil penalty cases, unless Congress specifically provides otherwise. *3M Co. v. Browner*, 17 F.3d 1453, 1461 (D.C. Cir. 1994). It is well-established that this statute applies to the SEC. *See Johnson*, 87 F.3d at 488; *SEC v. Jones*, 476 F. Supp. 2d 374, 381 (S.D.N.Y. 2007).

CONCLUSION

For all of the foregoing reasons, we respectfully request that the Commission reverse the decision of the DOP and FINRA in favor of Respondents.

Respectfully submitted,

June 27, 2019



M. Richard Cutler
Attorney for Petitioner
Texas Bar No. 05298500
6575 West Loop South, Suite 500
Bellaire, TX 77401
713-888-0040
rcutler@cutlerlaw.com

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (the "Merger Agreement"), is entered into effective as of January 9, 2019, by and among CareX Blockchain Platform, Inc., a Delaware corporation ("CareX"), and CareX Merger Subsidiary, Inc., a Delaware corporation and a wholly-owned subsidiary of CareX ("Merger Sub").

WHEREAS, the respective Boards of Directors of CareX and Merger Sub have determined that it is advisable and in the best interests of each of such corporations that CareX be merged with and into Merger Sub pursuant to §253 of the Delaware General Corporation Law, under which Merger Sub would survive, and with each holder of shares of CareX Stock receiving one share of Merger Sub Stock (rounded up to the nearest whole share) in exchange for 74,000 shares of CareX Stock;

WHEREAS, the Boards of Directors and Shareholders of CareX and Merger Sub have approved this Merger Agreement;

WHEREAS, the parties hereto intend that the reorganization contemplated by this Merger Agreement shall constitute a tax-free reorganization pursuant to Section 368(a)(1) of the Internal Revenue Code;

NOW, THEREFORE, in consideration of the mutual agreements and covenants herein contained, Merger Sub and CareX hereby agree as follows:

- (1) **Merger.** CareX shall be merged with and into Merger Sub (the "Merger"), and Merger Sub shall be the surviving corporation (hereinafter sometimes referred to as the "Surviving Corporation"). The Merger shall become effective at 5:00 o'clock p.m. on January 10, 2019 (the "Effective Time").
- (2) **Succession.** At the Effective Time, the separate corporate existence of CareX shall cease, and Merger Sub shall succeed to all of the assets and property (whether real, personal or mixed), rights, privileges, franchises, immunities and powers of CareX, and Merger Sub shall assume and be subject to all of the duties, liabilities, obligations and restrictions of every kind and description of CareX, including, without limitation, all outstanding indebtedness of CareX.
- (3) **Corporate Name.** At the Effective Time, the name of Merger Sub shall be changed to CareX Blockchain Technologies, Inc.
- (4) **Directors.** The Directors of CareX immediately preceding the Effective Time shall be the Directors of the Surviving Corporation at and after the Effective Time until their successors are duly elected and qualified.
- (5) **Officers.** The officers of CareX immediately preceding the Effective Time shall be the officers of the Surviving Corporation at and after the Effective Time, to serve at the pleasure of the Board of Directors of Merger Sub.
- (6) **Conversion of Securities.** At the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, each 74,000 shares of CareX Stock issued and outstanding immediately prior to the Effective Time shall be changed and converted into and shall be one fully paid and non-assessable share of Merger Sub Stock, rounded up to the nearest whole share;
- (6) **Other Agreements.** At the Effective Time, Merger Sub shall assume any obligation of CareX to deliver or make available shares of CareX Stock under any agreement or employee benefit plan not referred to in Paragraph 5 herein to which CareX is a party. Any reference to CareX Stock under any such agreement or employee benefit plan shall be deemed to be a reference to Merger Sub Stock and one share of Merger Sub Stock shall be issuable in lieu of each 74,000

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- (2) Succession. At the Effective Time, the separate corporate existence of CareX shall cease, and Merger Sub shall succeed to all of the assets and property (whether real, personal or mixed), rights, privileges, franchises, immunities and powers of CareX, and Merger Sub shall assume and be subject to all of the duties, liabilities, obligations and restrictions of every kind and description of CareX, including, without limitation, all outstanding indebtedness of CareX.
- (3) Corporate Name. At the Effective Time, the name of Merger Sub shall be changed to CareX Blockchain Technologies, Inc.
- (4) Directors. The Directors of CareX immediately preceding the Effective Time shall be the Directors of the Surviving Corporation at and after the Effective Time until their successors are duly elected and qualified.
- (5) Officers. The officers of CareX immediately preceding the Effective Time shall be the officers of the Surviving Corporation at and after the Effective Time, to serve at the pleasure of the Board of Directors of Merger Sub.
- (6) Conversion of Securities. At the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, each 74,000 shares of CareX Stock issued and outstanding immediately prior to the Effective Time shall be changed and converted into and shall be one fully paid and non-assessable share of Merger Sub Stock, rounded up to the nearest whole share;
- (6) Other Agreements. At the Effective Time, Merger Sub shall assume any obligation of CareX to deliver or make available shares of CareX Stock under any agreement or employee benefit plan not referred to in Paragraph 5 herein to which CareX is a party. Any reference to CareX Stock under any such agreement or employee benefit plan shall be deemed to be a reference to Merger Sub Stock and one share of Merger Sub Stock shall be issuable in lieu of each 74,000

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF
EYECITY.COM, INC.

(a Delaware Corporation)

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST. That at a meeting of the Board of Directors of EyeCity.Com, Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling for the vote of the stockholders of said corporation for consideration thereof. The resolution setting for the proposed amendment is as follows:

NOW THEREFORE BE IT RESOLVED, the following amendment shall be submitted to the shareholders of the Corporation, and upon approval by the Shareholders, the proper officers of the Corporation be and they hereby are authorized and directed to effectuate the following Amendment to the Articles of Incorporation of the Corporation:

Article **FIRST** of the Certificate of Incorporation filed with the Office of the Secretary of State of Delaware is hereby amended to read as follows:

" **FIRST.** The name of the Corporation is CareX Blockchain Platform, Inc.

Article **SIXTH** of the Certificate of Incorporation filed with the Office of the Secretary of State of Delaware is hereby amended to read as follows:

" **FOURTH. Capital Stock**

A. *Number and Designation.* The total number of common shares that the corporation may authorize to issue is 500,000,000 shares of common stock having par value of \$.0001; 50,000,000 shares of Preferred Stock, par value \$.0001; of which 10,000,000 shares shall be Preferred B Shares having 1000-1 voting rights and par value \$.0001; and 2,000,000 shall be Preferred A shares with par value \$.0001, having 25-1 voting rights and conversion rights into common stock of 50-1. The Board of Directors shall have the right to issue the Preferred Stock in different Classes and Different Rights as determined by the board. Effective as of November 5, 2018, the shares of common stock issued and outstanding shall be subject to a 1 for 74,000 reverse stock split.

B. *Common Stock.* Except as otherwise required by law, the holders of Common Stock will be entitled to one vote per share on all matters to be voted on by the Corporation's shareholders.

C. *Preferred Stock.* The shares of Preferred Stock may be issued from time to time in one or more series. The Board of Directors of the Corporation (the "Board of Directors") is expressly authorized to provide for the issue of all or any of the shares of the Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative, participating, optional, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares (a "Preferred Stock Designation") and as may be permitted by the General Corporation Law of the State of Delaware. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a written consent without a meeting pursuant to Section 228 of the Delaware General Corporation Law of the stockholders of said corporation was obtained pursuant to which the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 5th day of November, 2018.

By: 
Bradley Wilson, CEO/Director

shares of CareX Stock required to be issued by any such agreement or employee benefit plan, subject to subsequent adjustment as provided in any such agreement or employee benefit plan.

- (7) **Further Assurances.** From time to time, as and when required by the Surviving Corporation, Merger Sub, or by its successors or assigns, there shall be executed and delivered on behalf of CareX such deeds and other instruments, and there shall be taken or caused to be taken by it all such further and other action, as shall be appropriate, advisable or necessary in order to vest, perfect or conform, of record or otherwise, in the Surviving Corporation, the title to and possession of all property, interests, assets, rights, privileges, immunities, powers, franchises and authority of CareX, and otherwise to carry out the purposes of this Merger Agreement, and the officers and directors of the Surviving Corporation are fully authorized, in the name and on behalf of CareX or otherwise, to take any and all such action and to execute and deliver any and all such deeds and other instruments.
- (8) **Certificates.** At and after the Effective Time, all of the outstanding certificates which immediately prior thereto represented shares of CareX Stock shall be deemed for all purposes to evidence ownership of and to represent the shares of Merger Sub Stock, as the case may be, into which the shares of CareX Stock represented by such certificates have been converted as herein provided and shall be so registered on the books and records of Merger Sub and its transfer agent. The registered owner of any such outstanding certificate shall, until such certificate shall have been surrendered for transfer or otherwise accounted for to Merger Sub or its transfer agent, have and be entitled to exercise any voting and other rights with respect to, and to receive any dividends and other distributions upon, the shares of Merger Sub Stock, as the case may be, evidenced by such outstanding certificate, as above provided.
- (9) **Amendment.** The parties hereto, by mutual consent of their respective boards of directors, may amend, modify or supplement this Merger Agreement prior to the Effective Time.
- (10) **The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of Merger Sub.**
- (11) **Termination.** This Merger Agreement may be terminated, and the Merger and the other transactions provided for herein may be abandoned, at any time prior to the Effective Time, whether before or after approval of this Merger Agreement by the board of directors of CareX and Merger Sub, by action of the board of directors of CareX if it determines for any reason, in its sole judgment and discretion, that the consummation of the Merger would be inadvisable or not in the best interests of CareX and its stockholders.
- (12) **Counterparts.** This Merger Agreement may be executed in one or more counterparts, and each such counterpart hereof shall be deemed to be an original instrument, but all such counterparts together shall constitute but one agreement.
- (13) **Descriptive Headings.** The descriptive headings herein are inserted for convenience of reference only and are not intended to be part of or to affect the meaning or interpretation of this Merger Agreement.
- (14) **Governing Law.** This Merger Agreement shall be governed by and construed in accordance with the laws of the State of Delaware.

IN WITNESS WHEREOF, CareX and Merger Sub have caused this Merger Agreement to be executed and delivered as of the date first above.

CAREX BLOCKCHAIN TECHNOLOGIERS, INC.

By: 
Venkat Garikapati, President

CAREX MERGER SUBSIDIARY, INC.

By: 
Venkat Garikapati, President

CERTIFICATE OF SECRETARY OF CAREX BLOCKCHAIN TECHNOLOGIES, INC.

January 9, 2019

The undersigned, being the Secretary of CareX Blockchain Technologies, Inc., a Delaware corporation ("Parent"), hereby certifies that the foregoing Agreement of Merger has been validly adopted on behalf of Parent pursuant to Section 253 of the General Corporation Law of the State of Delaware.

CAREX BLOCKCHAIN TECHNOLOGIES, INC.

By: 
Venkat Garikapati, Secretary

CERTIFICATE OF SECRETARY OF CAREX MERGER SUBSIDIARY, INC.

January 9, 2019

The undersigned, being the Secretary of CareX Merger Subsidiary, Inc., a Delaware corporation ("Subsidiary"), hereby certifies that the foregoing Agreement of Merger has been validly adopted on behalf of Subsidiary pursuant to Section 253 of the General Corporation Law of the State of Delaware.

CAREX MERGER SUBSIDIARY, INC.

By: 
Venkat Garikapati, Secretary

EXHIBIT B



This form has NOT yet been submitted to FINRA. Please review the answers you provided. You must return to the editable version of the form and press the Submit button to send this information to FINRA.

[Back to Filing Cabinet](#) [Logout rcutter1](#)

Company Information

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Company Information

Review the [Form Instructions](#) prior to completing the form.

Company Name *

Company Address

Street 1 *	<input type="text" value="6575 West Loop South"/>	Country *	<input type="text" value="United States"/>
Street 2	<input type="text" value="Suite 140"/>	State *	<input type="text" value="Texas"/>
Street 3	<input type="text"/>	City *	<input type="text" value="Bellaire"/>
Website	<input type="text"/>	Zip/Postal Code *	<input type="text" value="77401"/>
Telephone *	<input type="text" value="https://carex.tech"/>	Facsimile	<input type="text"/>

Is Company required to file reports pursuant Section 13 or 15(d) of the Exchange Act? *

Yes No

Is the Company a bank or savings association that files periodic reports with its appropriate Federal banking agency or State bank supervisor (as defined in U.S.C. 1813)? *

Yes No

Country of Incorporation *	State of Incorporation *	Date of Incorporation *
<input type="text" value="United States"/>	<input type="text" value="Delaware"/>	<input type="text" value="04/11/1997"/>

Is the Company in 'Good Standing' in its state of Incorporation? *

Yes No

Contact Information

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Contact Information

Review the Form Instructions prior to completing the form.

First Name *	M Richard	Last Name *	Cutler
Title *	Legal Counsel		
Contact Firm Name *	Cutler Law Group P.C.	<input type="checkbox"/> Same as Company	
Affiliation with Company *	Attorney		
Address	<input type="checkbox"/> Same as Company		
Street 1 *	6575 West Loop South	Country *	United States
Street 2	Suite 500	State *	Texas
Street 3		City *	Bellaire
		Zip/Postal Code *	77401-3406
Telephone *	7138880040	Email Address *	rcutler@cutlerlaw.com
		Facsimile	7135837150

Company Officers and Directors

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Company Officers and Directors

Review the Form Instructions prior to completing the form.

Click a row to edit it.

- 1. 1. Company Officers and Directors

First Name *	Bradley
Last Name *	Wilson
Title *	CEO
Email Address *	bradleywilson1801@gmail.com
Date of Appointment *	03/12/2009

Are any of the Officers, Directors, or parties related to the company and/or company-related action the subject of pending, adjudicated or settled regulatory action or investigation by a federal, state or foreign regulatory agency or self-regulatory organization; or a civil or criminal action related to fraud or securities laws violations? *

Yes No

Transfer Agency

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Transfer Agency

Review the Form Instructions prior to completing the form.

Transfer Agency Name *	Manhattan Transfer Registrar Company	Date of Appointment *	04/11/1997
------------------------	--------------------------------------	-----------------------	------------

Agency Representative First Name * Agency Representative Last Name * Agency Representative Email *

Desiree Carlo dcarlo@mtrco.com

Address

Street 1 * 13 Sheep Pasture Road Country * United States
 Street 2 State * New York
 Street 3 City * Port Jefferson
 Zip/Postal Code * 11777
 Telephone * 631-928-7655 Website www.mtrco.com Facsimile 631-209-8143

Does the transfer agency have a Co Agent relationship with another Transfer Agency? *

Yes No

Is the transfer agency the same transfer agency that will process this corporate action? *

Yes No

Security Information

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Security Information

Review the [Form Instructions](#) prior to completing the form.

Current Issue Symbol	Current Cusip	<i>Cusip and Symbol Valid</i>
ICTY	30231H100	
Security Type *	New Cusip	
Common Shares	141746107	
	Security Description *	
	common shares	

Does this issue trade on a foreign exchange? *

Yes No

Are you aware of any current trading or clearing restriction by any exchange, government agency, self-regulatory organization of clearing organization imposed on the company's shares/ADR? *

Yes No

Transactions

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Transactions

Please check all corporate actions that apply. Additionally please see [FINRA Rule 6490 Fee Schedule](#) for application fees.

Stock Split

Forward Split Reverse Split Reverse Split followed by a Forward Stock Split with a Mandatory Cash out

Stock Split ratio: *

1 For 74000

Effective Date *

01/18/2019

Declaration Date

11/05/2018

Record Date

11/02/2018

Payment/Distribution Date

Date Available For Delivery *

11/05/2018

Total Shares outstanding prior to split: *

8506410891

As of Date *

11/27/2018

Number of shares being cancelled: *

8506295939

Total shares outstanding after reverse split: *

114952

Method of setting fractional shares: *

Please include detail regarding whether shares held in "street name" through a broker, bank or other nominee will be treated differently than shares held by registered holders.

Not applicable

Does the Transfer Agency have certificates for Distribution? *

Yes No

Percentage Available for Distribution: *

100

Merger / Acquisition

Name Change

Company Name *

CareX Blockchain Platform, inc.

Is name change the result of merger, reverse merger or acquisition? *

Yes No

Legal Effective date of name change

11/05/2018

OTC Voluntary Symbol Change Request

All submissions of OTC voluntary symbol results must be accompanied by \$500, non-refundable fee.

Preference #1 * CARX

Preference #2

Preference #3

FINRA will make its best attempt to honor the requests above; however, granting of a symbol is subject to availability. FINRA can give no guarantee that any of the request above will be granted.

Spin Off

Domicile Change

Rights Offering

Liquidation

Dividend/Distribution Redemption Bankruptcy Other**Documentation****Issuer Company Related Action Notification**

All fields marked with * are mandatory.

Documentation

Please attach the following documentation. If the Company is an SEC report company and has filed the required documents with the SEC, the Company can provide, in lieu of the required documents listed below, the SEC filing type (i.e., 8k, 10k, etc.) and the date of the filing of each document.

Executed and notarized copy of the Board of Directors Resolutions or notarized officer's certificate authorizing the requested corporate action.

[Presidents Certificate Director and Shareholder Resolutions.pdf 453583 bytes](#)

Notarized and executed shareholder approval authorizing the requested corporate action or notarized officer's certificate indicating shareholder approval of requested corporate action. If issuer's state of domicile does not require shareholder approval for requested corporate action, please provide specific state law that states the item is not required.

[Presidents Certificate Director and Shareholder Resolutions.pdf 453583 bytes](#)

File stamped Articles of Incorporation from the time the company began using its current name.

[ICTY Articles and DE State Filings \(2\).pdf 2613812 bytes](#)

File stamped Articles of Amendment citing the split. If no amendment is required, please provide specific state law that states the item is not required.

[Certificate of Amendment November 5 2018.pdf 94756 bytes](#)

Letter providing a full corporate history beginning at the original date of incorporation including all corporate changes, but not limited to, changes of control, reverse mergers, name changes, share exchanges, purchase agreements, etc. that have occurred until present day.

[Letter to FINRA corporate history December 28. 2018.pdf 153555 bytes](#)

CUSIP confirmation from the CUSIP Service Bureau (212-438-6565 or www.cusip.com) indicating the current status of the CUSIP for the issue(s). Please note: current CUSIP should not be suspended until shortly before requested corporate action is announced. New CUSIP is not required for forward split mailed directly to shareholders.

[CUSIP Confirmation CAREX BLOCKCHAIN PLATFORM INC.pdf 136399 bytes](#)

Executed appointments of the current corporate officers and directors of the issuer. The appointments may be submitted as executed resolutions by the former officers appointing the new officers; filings made to the SEC; filings with the Secretary of State showing the appointment of the new officers and the resignations of the prior officers; or appointments reaffirming the officer's position within the company executed and notarized.

[President's Certificate resignation and appointment.pdf 191836 bytes](#)

Executed resignation from the prior corporate officers and directors of the issuer. The resignations may be submitted as executed resignation letters; filings made to the SEC; certifications from the secretary of the company certifying that the former officers of the company departed on their own accord and the departure was not followed by a change of control/corporate shell transaction; legal opinion letter, from outside counsel, certifying that the former officers of the company departed on their own accord and the departure was not followed by a change of control/corporate shell transaction which should include the details surrounding the resignations and the control was obtained in accordance with the corporation's by-laws and State and Federal securities law; or filings with the Secretary of State showing the appointment of the new officers and the resignations of the prior officers

[President's Certificate resignation and appointment.pdf 191836 bytes](#)

CUSIP confirmation from the CUSIP Service Bureau (212-438-6565 or www.cusip.com) indicating the current status of the CUSIP for the Issue(s), if applicable. **Please note:** current CUSIP should not be suspended until shortly before requested corporate action is announced.

CUSIP Confirmation CAREX BLOCKCHAIN PLATFORM INC.pdf 136399 bytes

File stamped Articles of Amendment amending the company from its current name to the new name.

Certificate of Amendment November 5 2018.pdf 94756 bytes

File-stamped articles of merger if name change is as a result of a merger.

Plan of merger if name change is as a result of a merger

For companies that are not current in their SEC filings, executed and notarized documents relating to the appointment of the current corporate officers and directors. If appointment is less than 6 months, attach documents relating to the resignation of prior corporate officers and directors.

Please attach any other relevant documentation if applicable.

Certification

Issuer Company Related Action Notification

All fields marked with * are mandatory.

Fees Owed

Please note that the actual amount due for the corporate actions may change after review of the information submitted to FINRA. Please see [FINRA Rule 6490 Fee Schedule](#) for applicable fees.

Transaction Option	Fee Name	Fee
Stock Split	Timely SEA Rule 10b-17 Notification Fee	\$200.00
Spin-off		\$0.00
Dividend/Distribution		\$0.00
Merger/Acquisition		\$0.00
Redemption		\$0.00
Rights Offering		\$0.00
Bankruptcy		\$0.00
OTC Voluntary Symbol Change Request	Voluntary Symbol Change Request	\$500.00
Liquidation		\$0.00
Total Fees Due		\$700.00

I hereby certify that the information disclosed in this Issuer Company-Related Action Notification Form is accurate and true to the best of my information, knowledge and belief, and that I have all necessary authority to submit this form on behalf of the named issuer and to respond to communications related to this form. *

Printed Name *

Date *

To submit form, click 'make payment' button. Please note that you have the option to submit payment or decline to a later date, and clicking 'I Decline' will return you to a read-only version of your submitted form.

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[Sitemap](#) | [Privacy](#) | [Legal](#)

From: [OTC Corporate Actions](#)
To: dcarlo@mtco.com; rcutler@cutlerlaw.com
Cc: [OTC Corporate Actions](#)
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Monday, January 07, 2019 10:41:50 AM

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.

9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.
TA verification form can be accessed here: [Transfer Agent Verification Form](#)
10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

11. Please provide the following with respect to the convertible debt outstanding:

- - Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest
 - Number of shares debt holder has converted since issuance of the note
 - Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
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- h. 10-K for the period ending 12/31/2003
- i. 10-Q for the period ending 3/31/2004
- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006

- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490](#)

The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions

Transparency Services

9509 Key West Ave. | Rockville, Md 20850

otccorpactions@finra.org | www.finra.org

Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

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From: [OTC Corporate Actions](#)
To: [M. Richard Cutler: dcarlo@mtrco.com](mailto:dcarlo@mtrco.com)
Cc: [OTC Corporate Actions](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Monday, February 11, 2019 11:16:47 AM

Mr. Cutler,

The following remains outstanding:

-
- 1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
- 2. File-stamped articles of merger from the state of Delaware for this transaction.
- 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.
TA verification form can be accessed here: [Transfer Agent Verification Form](#)
- 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares dated as of November 5, 2018 and a recent copy for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
- 5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).
-
- 6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core
-
- 7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.
-
- 8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
- 9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-
- 10. It was stated in your letter that "The Commission has long recognized the form of Reorganization executed here under comparable circumstances" Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.

11. Please provide the following with respect to the convertible debt outstanding:

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

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Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Friday, February 08, 2019 10:30 AM

To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell

(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.

5. Please provide the executed appointment of Anthony Baker by Mark Levin.
 6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
 7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
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- TA verification form can be accessed here: [Transfer Agent Verification Form](#)
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 11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
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 - Full name(s) of the control person(s) of debt holder.
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 - Interest Rate
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 - Remaining number of eligible shares debt holder may convert as of today.
12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

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- j. 10-Q for the period ending 6/30/2004
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- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

z.

From: [OTC Corporate Actions](#)
To: M. Richard Cutler; dcarlo@mtrco.com
Cc: [OTC Corporate Actions](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--1st lapse notice
Date: Tuesday, February 12, 2019 10:57:06 AM

Mr. Cutler,

I also forgot to mention that this corporate action has been outstanding for over 30 days. This corporate action will remain open for 90 days since the original email sent on 1/7/2019. Thus, if all documentation that is outstanding is not received by 4/7/2019 this corporate action will lapse and be closed.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, February 11, 2019 12:17 PM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
 2. File-stamped articles of merger from the state of Delaware for this transaction.
 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.
TA verification form can be accessed here: [Transfer Agent Verification Form](#)
 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number,

percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).
-
6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core
-
7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.
-
8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-
10. It was stated in your letter that "The Commission has long recognized the form of Reorganization executed here under comparable circumstances" Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:
 -
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 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest
 - Number of shares debt holder has converted since issuance of the note
 - Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

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otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

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lapsed and the file will be closed with no further action.

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1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
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4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
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- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
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- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005

- n. 10-Q for the period ending 6/30/2005
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- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

10-10-08

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

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The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490](#) [finra.complinet.com]
The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit

payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

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Transparency Services

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From: [OTC Corporate Actions](#)
To: [M. Richard Cutler; dcarlo@mtrco.com](#)
Cc: [OTC Corporate Actions](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Tuesday, March 05, 2019 11:25:45 AM

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpaactions@finra.org>
Sent: Monday, February 11, 2019 11:17 AM
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Cc: OTC Corporate Actions <otccorpaactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

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The following remains outstanding:

-
- 1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
- 2. File-stamped articles of merger from the state of Delaware for this transaction.
- 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)
- 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
- 5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).

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6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core
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7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.
-
8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-
10. It was stated in your letter that "The Commission has long recognized the form of Reorganization executed here under comparable circumstances" Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:
-
- Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest
 - Number of shares debt holder has converted since issuance of the note
 - Remaining number of eligible shares debt holder may convert as of today.

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendars days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.
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11. Please provide the following with respect to the convertible debt outstanding:

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12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
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- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

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If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

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From: M. Richard Cutler
To: "~~OTC Corporate Actions~~"; "dcarlo@mtrco.com"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Tuesday, March 05, 2019 5:58:00 PM

I reviewed and they both contain errors. We will file a certificate of correction eliminating the reverse split in the name change amendment (so that the only reverse occurs in the merger). Further we will file a corrected Certificate of Merger and Plan of Merger in which the correct corporate name is CareX Blockchain Platform, Inc.

I will forward file stamped copies of the corrections upon receipt.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
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From: OTC Corporate Actions <otccorpactions@finra.org>
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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, January 07, 2019 10:42 AM

To: dcarlo@mtrco.com; rcutler@cutlerlaw.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

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-
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-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony

Baker.

5. Please provide the executed appointment of Anthony Baker by Mark Levin.
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Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

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From: M. Richard Cutler
To: "~~OTC Corporate Actions~~"; "dcarlo@mtrco.com"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Wednesday, March 13, 2019 11:53:00 AM
Attachments: Certificates of Correction (file stamped) March 2019.pdf

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

Thank you for your consideration.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
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Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, February 11, 2019 11:17 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
- 1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
- 2. File-stamped articles of merger from the state of Delaware for this transaction.
- 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)
- 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
- 5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).
-
- 6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core
-
- 7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.
-
- 8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
- 9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-

10. It was stated in your letter that "The Commission has long recognized the form of Reorganization executed here under comparable circumstances" Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.

11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

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Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Friday, February 08, 2019 10:30 AM

To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.

4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.
9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

3

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003
- i. 10-Q for the period ending 3/31/2004
- j. 10-Q for the period ending 6/30/2004
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- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006
- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490](#) [finra.complinet.com]. The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, February 11, 2019 11:17 AM
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Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
1. Please provide the executed copy of the Board of Directors resolution authorizing the

creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).

2. File-stamped articles of merger from the state of Delaware for this transaction.
3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

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5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).
-
6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core
-
7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.
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8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
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10. It was stated in your letter that “The Commission has long recognized the form of Reorganization executed here under comparable circumstances” Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:
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 - Status of note (current, in default, etc)

Name of debt holder

- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
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Thank you,

LUIS CANTILLO

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, January 07, 2019 10:42 AM

To: dcarlo@mtrco.com; rcutler@cutlerlaw.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.

7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.
9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002

- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003
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- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006
- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490](#) [finra.complinet.com]. The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

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From: [OTC Corporate Actions](#)
To: [M. Richard Cutler; dcarlo@mtrco.com](#)
Cc: [OTC Corporate Actions](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Friday, March 15, 2019 4:45:53 PM

Mr. Cutler,

The following remain outstanding:

1. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.
TA verification form can be accessed here: [Transfer Agent Verification Form](#)
2. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares dated as of November 5, 2018 and a recent copy for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
3. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Please note that this corporate action has been outstanding since 1/7/2019. It has been over 60 days with documentation remaining outstanding. If documentation is not received by 4/7/2019, this corporate action will lapse.

Thank you,

LUIS CANTILLO

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9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, March 13, 2019 12:53 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

From: [OTC Corporate Actions](#)
To: [M. Richard Cutler; OTC Corporate Actions; dcarlo@mtrco.com](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Tuesday, March 26, 2019 8:51:47 AM

Mr. Cutler,

Please provide the full name(s) of the control person(s) for:

- Rim Corporation
- POP Holdings Ltd
- HE Capital SA

The following remains outstanding:

1. Please provide a copy of the shareholders list of the **Series A and B preferred shares** in descending order of shares dated as of November 5, 2018 and March 25, 2019 for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
2. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Thank you,

LUIS CANTILLO

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Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, March 25, 2019 1:46 PM
To: OTC Corporate Actions <otccorpaactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

I understand that today Ms. DiCarlo from the transfer agent has forwarded the requested Transfer Agent Verification Form and the Stockholder List.

Attached is the resolution approving the creation of additional shares of Series B Preferred Stock and issuance to Bradley Wilson of the Series B Preferred Stock. If you review it, you will note that it

From: M. Richard Cutler
To: "~~OTC Corporate Actions~~"; "dcarlo@mtrco.com"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Monday, March 25, 2019 12:45:00 PM
Attachments: Board Resolution issue Series B Preferred Stock Mrach 24, 2009.pdf
7 ICTY BD Issue Lanham 2mm Preferred A.pdf
Shareholders resolution amendment Series B Preferred.pdf
Stock Power Levin to Baker June 5, 2008.pdf
1 - Agreement between Brola and Wilson.pdf

Mr. Cantillo:

I understand that today Ms. DiCarlo from the transfer agent has forwarded the requested Transfer Agent Verification Form and the Stockholder List.

Attached is the resolution approving the creation of additional shares of Series B Preferred Stock and issuance to Bradley Wilson of the Series B Preferred Stock. If you review it, you will note that it reflects that Mr. Wilson is not only majority stockholder approving, but also approving it as sole director. Also attached is the resolution approving the issuance to Randall Lanham of the Series A Preferred Stock (he does not hold the Series B). I believe your reference to Mr. Dasilva and Mr. Dame are references to signatures needed as stockholders on a stockholder resolution (they did not hold the preferred shares). Please see attached shareholder resolution with their signatures included.

No board resolution would be required for a transfer of shares, however none have occurred with respect to the Series A held by Randall Lanham, and we provided stock powers for the transfer of the Series B Preferred Stock from Mr. Levin to Mr. Brola, and the agreement subsequently from Mr. Brola to Mr. Wilson of those shares. Please see attached.

I believe this concludes the items you have requested for this matter.

As I previously advised, the Company has requested "CPAY" as the symbol if available.

Please advise when you are able to process this corporate action.

Thank you

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Friday, March 15, 2019 4:46 PM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

The following remain outstanding:

1. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.
TA verification form can be accessed here: [Transfer Agent Verification Form](#)
2. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
3. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Please note that this corporate action has been outstanding since 1/7/2019. It has been over 60 days with documentation **remaining** outstanding. If documentation is not received by 4/7/2019, this corporate action will lapse.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, March 13, 2019 12:53 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

Thank you for your consideration.

M. Richard Cutler
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 05, 2019 11:26 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, February 11, 2019 11:17 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

some form of documentation noting the Commissions approval.

11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
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- Maturity Date
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Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Friday, February 08, 2019 10:30 AM

To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040

reflects that Mr. Wilson is not only majority stockholder approving, but also approving it as sole director. Also attached is the resolution approving the issuance to Randall Lanham of the Series A Preferred Stock (he does not hold the Series B). I believe your reference to Mr. Dasilva and Mr. Dame are references to signatures needed as stockholders on a stockholder resolution (they did not hold the preferred shares). Please see attached shareholder resolution with their signatures included.

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Thank you for your consideration.

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Cc: 'Randall Lanham' <rjlanham@mac.com>

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

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Sent: Monday, February 11, 2019 11:17 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
2. File-stamped articles of merger from the state of Delaware for this transaction.
3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares dated as of November 5, 2018 and a recent copy for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

-
5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).

-
6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core

-
7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.

-
8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.

-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)

-
10. It was stated in your letter that “The Commission has long recognized the form of Reorganization executed here under comparable circumstances” Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:

-

 - Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest

- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendars days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.

9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
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- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003

- i. 10-Q for the period ending 3/31/2004
- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006
- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

12/2007

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_fiver.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved

by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490 \[finra.complinet.com\]](#)
The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

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From: M. Richard Cutler
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Monday, April 01, 2019 1:11:00 PM

Mr. Cantillo:

After some research we have determined that the control persons as requested are:

Rim Corporation – Clifford Wilkins
POP Holdings Ltd. – Christopher Smith
HE Capital SA - Anthony Ghitter

I would note that none of such persons is either known to or affiliated in any way with the current company, and would be the subject of significant reduction in holdings with the reverse stock exchange.

With respect to your other request relative to the preferred stock, as previously indicated none of Mr. Lanham, Mr. Dasilva or Mr. Dame ever held the Series B preferred stock. Mr. Lanham holds the Series A preferred stock, copies of resolutions for approval of which were previously provided. Neither Mr. Fred Dasilva nor Mr. Mark Dame have ever held preferred stock of the issuer.

Please advise when you can move forward with this corporate action. The issuer's new business has developed a comprehensive healthcare distribution company which reflects new technology for the location of and payment for healthcare. It is now Alexa enabled and is awaiting listing in order to obtain proper financing. Please see <https://carex.tech>.

Best regards

M. Richard Cutler
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www.cutlerlaw.com

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 26, 2019 8:52 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

Please provide the full name(s) of the control person(s) for:

- Rim Corporation
- POP Holdings Ltd
- HE Capital SA

The following remains outstanding:

1. Please provide a copy of the shareholders list of the **Series A and B preferred shares** in descending order of shares dated as of November 5, 2018 and March 25, 2019 for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
2. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Monday, March 25, 2019 1:46 PM

To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

I understand that today Ms. DiCarlo from the transfer agent has forwarded the requested Transfer Agent Verification Form and the Stockholder List.

Attached is the resolution approving the creation of additional shares of Series B Preferred Stock and issuance to Bradley Wilson of the Series B Preferred Stock. If you review it, you will note that it

reflects that Mr. Wilson is not only majority stockholder approving, but also approving it as sole director. Also attached is the resolution approving the issuance to Randall Lanham of the Series A Preferred Stock (he does not hold the Series B). I believe your reference to Mr. Dasilva and Mr. Dame are references to signatures needed as stockholders on a stockholder resolution (they did not hold the preferred shares). Please see attached shareholder resolution with their signatures included.

No board resolution would be required for a transfer of shares, however none have occurred with respect to the Series A held by Randall Lanham, and we provided stock powers for the transfer of the Series B Preferred Stock from Mr. Levin to Mr. Brola, and the agreement subsequently from Mr. Brola to Mr. Wilson of those shares. Please see attached.

I believe this concludes the items you have requested for this matter.

As I previously advised, the Company has requested "CPAY" as the symbol if available.

Please advise when you are able to process this corporate action.

Thank you

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Friday, March 15, 2019 4:46 PM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

The following remain outstanding:

1. Transfer Agent Verification Form (see link below). This document should be filled out,

executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

2. Please provide a copy of the shareholders list of the *common, Series A and B preferred shares* in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
3. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Please note that this corporate action has been outstanding since 1/7/2019. It has been over 60 days with documentation remaining outstanding. If documentation is not received by 4/7/2019, this corporate action will lapse.

Thank you,

LUIS CANTILLO

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Ph. (866) 776-0800 (option 1) | Ex. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, March 13, 2019 12:53 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

Thank you for your consideration.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 05, 2019 11:26 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

LUIS CANTILLO

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otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Cc: 'Randall Lanham' <rjlanham@mac.com>

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler

Cutler Law Group, P.C.

6575 West Loop South, Suite 500

Bellaire, Texas 77401

(713) 888-0040

cell

(713) 583-7150

rcutler@cutlerlaw.com

www.cutlerlaw.com [cutlerlaw.com]

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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, February 11, 2019 11:17 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
 2. File-stamped articles of merger from the state of Delaware for this transaction.
 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

-
5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).

-
6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core

-
7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.

-
8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.

-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)

-
10. It was stated in your letter that “The Commission has long recognized the form of Reorganization executed here under comparable circumstances” Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:

-
 - Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest

- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

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Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [www.cutlerlaw.com]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendars days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.

9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003
- i. 10-Q for the period ending 3/31/2004

- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006
- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

.....

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see

Regulatory Notice 10-38.

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490 \[finra.complinet.com\]](http://finra.complinet.com)

The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions

Transparency Services

9509 Key West Ave. | Rockville, Md 20850

otccorpactions@finra.org | www.finra.org

Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

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From: OTC Corporate Actions
To: M. Richard Cutler: OTC Corporate Actions
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Tuesday, April 02, 2019 1:55:27 PM

Mr. Cutler,

Please confirm if this is the same Clifford Watkins and HE capital as the shareholders for Eyecity.com. Also there is Chris Smith mentioned as one of the defendants. Please confirm if it the same Christ Smith of POP Holdings currently. If it is either of them, please provide the original complaint and final order for this case.

http://securities.stanford.edu/filings-documents/1036/IMGVPK_01/200713_r01c_063707.pdf

Also, please confirm if this is the same Christopher Smith as the control person for POP Holdings

<https://www.carrollcountytimes.com/news/crime/ph-cc-smith-christopher-arrest-102414-20141023-story.html>

thank you,

LUIS CANTILLO

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9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, April 01, 2019 2:12 PM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

After some research we have determined that the control persons as requested are:

Rim Corporation – Clifford Wilkins
POP Holdings Ltd. – Christopher Smith
HE Capital SA - Anthony Ghitter

I would note that none of such persons is either known to or affiliated in any way with the current company, and would be the subject of significant reduction in holdings with the reverse stock exchange.

With respect to your other request relative to the preferred stock, as previously indicated none of Mr. Lanham, Mr. Dasilva or Mr. Dame ever held the Series B preferred stock. Mr. Lanham holds the Series A preferred stock, copies of resolutions for approval of which were previously provided. Neither Mr. Fred Dasilva nor Mr. Mark Dame have ever held preferred stock of the issuer.

Please advise when you can move forward with this corporate action. The issuer's new business has developed a comprehensive healthcare distribution company which reflects new technology for the location of and payment for healthcare. It is now Alexa enabled and is awaiting listing in order to obtain proper financing. Please see <https://carex.tech> [carex.tech].

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 26, 2019 8:52 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

Please provide the full name(s) of the control person(s) for:

- Rim Corporation
- POP Holdings Ltd
- HE Capital SA

The following remains outstanding:

1. Please provide a copy of the shareholders list of the *Series A and B preferred shares* in descending order of shares dated as of November 5, 2018 and March 25, 2019 for the

requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

2. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Thank you,

LUIS CANTILLO

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, March 25, 2019 1:46 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

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No board resolution would be required for a transfer of shares, however none have occurred with respect to the Series A held by Randall Lanham, and we provided stock powers for the transfer of the Series B Preferred Stock from Mr. Levin to Mr. Brola, and the agreement subsequently from Mr. Brola to Mr. Wilson of those shares. Please see attached.

I believe this concludes the items you have requested for this matter.

As I previously advised, the Company has requested "CPAY" as the symbol if available.

Please advise when you are able to process this corporate action.

Thank you

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
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www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Friday, March 15, 2019 4:46 PM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

The following remain outstanding:

1. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

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3. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Please note that this corporate action has been outstanding since 1/7/2019. It has been over 60 days with documentation remaining outstanding. If documentation is not received by 4/7/2019, this corporate action will lapse.

Thank you,

LUIS CANTILLO

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otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, March 13, 2019 12:53 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

Thank you for your consideration.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
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(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 05, 2019 11:26 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150

rcutler@cutlerlaw.com
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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, February 11, 2019 11:17 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
- 1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
- 2. File-stamped articles of merger from the state of Delaware for this transaction.
- 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)
- 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
- 5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).

-
- 6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core

-
- 7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.

-
8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-
10. It was stated in your letter that “The Commission has long recognized the form of Reorganization executed here under comparable circumstances” Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:
-
- Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest
 - Number of shares debt holder has converted since issuance of the note
 - Remaining number of eligible shares debt holder may convert as of today.

}

Thank you,

LUIS CANTILLO

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9509 Key West Ave. | Rockville, Md 20850
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Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Friday, February 08, 2019 10:30 AM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley Wilson evidencing the sale of the Series A preferred shares.
-
2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.
-
3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.
9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)
10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
11. Please provide the following with respect to the convertible debt outstanding:
-
 - **Status of note (current, in default, etc)**
 - **Name of debt holder**
 - **Full name(s) of the control person(s) of debt holder.**

- Issuance Date
- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003
- i. 10-Q for the period ending 3/31/2004
- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006

- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006
- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

1

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490 \[finra.complinet.com\]](http://finra.complinet.com)
The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpaactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

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From: [M. Richard Cutler](#)
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, April 03, 2019 9:37:00 AM
Attachments: [Katz v Image Innovations et al Settlement 2011 \(2\).pdf](#)

Mr Cantillo

Several notes from your most recent email regarding two very old shareholders of the Issuer.

1. From our review we believe that HE Capital and Chris Smith were indeed defendants in the litigation you referenced. The amended complaint which you provided were the allegations of the Plaintiff. This was not a criminal action and never became the basis of any such allegations. From our review of the filings, after extensive motions and litigation the lawsuit was settled between the parties. Please see attached.
2. The Christopher Smith referenced in the check matter is not the same Christopher Smith (a much older person).
3. Please note that the HE Capital matter with Ms. Katz was filed in January 2007, more than 12 years ago, and settled in 2011.
4. NONE of the persons referenced in that litigation have any affiliation whatsoever with the Issuer today. They were minority shareholders of the company years ago.
5. Subsequent to the reverse stock exchange in the corporate action, POP Holdings will hold approximately 8,918 shares and HE Capital will hold approximately 8,918 shares. Pursuant to the agreement with CareX Blockchain Platform the Company will have approximately 70,000,000 shares outstanding, which makes those shareholdings insignificant.

Please advise when you can complete the process of the corporate action so that CareX Blockchain Platform may proceed with its proposed healthcare payment system business.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com

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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Tuesday, April 02, 2019 1:55 PM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

Please confirm if this is the same Clifford Watkins and HE capital as the shareholders for Eyecity.com. Also there is Chris Smith mentioned as one of the defendants. Please confirm if it the same Christ Smith of POP Holdings currently. If it is either of them, please provide the original complaint and final order for this case.

http://securities.stanford.edu/filings-documents/1036/IMGVPK_01/200713_r01c_063707.pdf

Also, please confirm if this is the same Christopher Smith as the control person for POP Holdings

<https://www.carrollcountytimes.com/news/crime/ph-cc-smith-christopher-arrest-102414-20141023-story.html>

thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, April 01, 2019 2:12 PM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

After some research we have determined that the control persons as requested are:

Rim Corporation – Clifford Wilkins
POP Holdings Ltd. – Christopher Smith
HE Capital SA - Anthony Ghitler

I would note that none of such persons is either known to or affiliated in any way with the current company, and would be the subject of significant reduction in holdings with the reverse stock exchange.

With respect to your other request relative to the preferred stock, as previously indicated none of Mr. Lanham, Mr. Dasilva or Mr. Dame ever held the Series B preferred stock. Mr. Lanham holds the

Series A preferred stock, copies of resolutions for approval of which were previously provided. Neither Mr. Fred Dasilva nor Mr. Mark Dame have ever held preferred stock of the issuer.

Please advise when you can move forward with this corporate action. The issuer's new business has developed a comprehensive healthcare distribution company which reflects new technology for the location of and payment for healthcare. It is now Alexa enabled and is awaiting listing in order to obtain proper financing. Please see <https://carex.tech> [carex.tech].

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 26, 2019 8:52 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

Please provide the full name(s) of the control person(s) for:

- Rim Corporation
- POP Holdings Ltd
- HE Capital SA

The following remains outstanding:

1. Please provide a copy of the shareholders list of the *Series A and B preferred shares* in descending order of shares *dated as of November 5, 2018 and March 25, 2019* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

2. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Thank you,

LUIS CANTILLO

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9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, March 25, 2019 1:46 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

I understand that today Ms. DiCarlo from the transfer agent has forwarded the requested Transfer Agent Verification Form and the Stockholder List.

Attached is the resolution approving the creation of additional shares of Series B Preferred Stock and issuance to Bradley Wilson of the Series B Preferred Stock. If you review it, you will note that it reflects that Mr. Wilson is not only majority stockholder approving, but also approving it as sole director. Also attached is the resolution approving the issuance to Randall Lanham of the Series A Preferred Stock (he does not hold the Series B). I believe your reference to Mr. Dasilva and Mr. Dame are references to signatures needed as stockholders on a stockholder resolution (they did not hold the preferred shares). Please see attached shareholder resolution with their signatures included.

No board resolution would be required for a transfer of shares, however none have occurred with respect to the Series A held by Randall Lanham, and we provided stock powers for the transfer of the Series B Preferred Stock from Mr. Levin to Mr. Brola, and the agreement subsequently from Mr. Brola to Mr. Wilson of those shares. Please see attached.

I believe this concludes the items you have requested for this matter.

As I previously advised, the Company has requested "CPAY" as the symbol if available.

Please advise when you are able to process this corporate action.

Thank you

M. Richard Cutler

Cutler Law Group, P.C.

6575 West Loop South, Suite 500

Bellaire, Texas 77401

(713) 888-0040

(281) 787-7081 cell

(713) 583-7150

rcutler@cutlerlaw.com

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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Friday, March 15, 2019 4:46 PM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cutler,

The following remain outstanding:

1. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

2. Please provide a copy of the shareholders list of the *common, Series A and B preferred shares* in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
3. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the Randall Lanham, Fred Dasilva, Marc Dame.

Please note that this corporate action has been outstanding since 1/7/2019. It has been over 60 days with documentation remaining outstanding. If documentation is not received by 4/7/2019, this corporate action will lapse.

Thank you,

LUIS CANTILLO

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9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, March 13, 2019 12:53 PM
To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

In accordance with my previous email relative to this question, attached please find file-stamped certificates of correction revising the referenced documents.

I understand you have or will receive the transfer agent verification today.

Thank you for your consideration.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
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From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Tuesday, March 05, 2019 11:26 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com
Cc: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

In the document entitled certificate of amendment name change to CareX Blockchain Platform dated

November 7, 2018, it appears the company not only changed its name to CareX Blockchain Platform, but it also stated that it is effecting a 1 for 74,000 reverse split.

Then, in the document file-stamped by Delaware on 1/10/2019, the agreement and plan of merger states that the new name between the merger of CareX Blockchain Platform, Inc. and CareX merger sub will result in the name of CareX Blockchain Technologies, Inc. (This is not the name that was requested according to the Issuer Notification form submitted to FINRA. Additionally, there is another 1 for 74,000 reverse split of the security.

Thus it appears that the company is undergoing two separate reverse splits of 1 for 74,000 on two separate occasions. Also, the plan of merger dated 1/10/2019 appears to have a different name that was requested.

Please provide an explanation for these discrepancies.

Thank you,

LUIS CANTILLO

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From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Monday, February 18, 2019 5:52 PM
To: OTC Corporate Actions <otccorpaactions@finra.org>; dcarlo@mtrco.com
Cc: 'Randall Lanham' <rjlanham@mac.com>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo

Please see attached

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Monday, February 11, 2019 11:17 AM

To: M. Richard Cutler <rcutler@cutlerlaw.com>; dcarlo@mtrco.com

Cc: OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

The following remains outstanding:

-
- 1. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred B stock to the current holder(s).
- 2. File-stamped articles of merger from the state of Delaware for this transaction.
- 3. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)
- 4. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).
- 5. Please provide the executed plan of merger among CoreX Blockchain Platform (De) and CareX Merger sub (De).

-
- 6. Please provide the executed plan of merge with Eyecity.com, Inc. and Core

-
- 7. Please confirm that the 1 for 74,000 split was in connection with the plan of merger as part of the stock exchange.

-

8. Please confirm if DTCC has been notified of this corporate action and please provide the contact at DTCC who is handling this corporate action.
-
9. Please provide the file-stamped articles of incorporation for CoreX Blockchain Platform (De), CareX Merger sub (De), and CareX Blockchain Platform (Tx)
-
10. It was stated in your letter that "The Commission has long recognized the form of Reorganization executed here under comparable circumstances" Please provide written confirmation from the Commission that the Reorganizations that were provided were given a written approval by the SEC. If written approval by the SEC is not available, please provide some form of documentation noting the Commissions approval.
11. Please provide the following with respect to the convertible debt outstanding:
-
 - Status of note (current, in default, etc)
 - Name of debt holder
 - Full name(s) of the control person(s) of debt holder.
 - Issuance Date
 - Maturity Date
 - Interest Rate
 - Original amount
 - Current balance with accrued interest
 - Number of shares debt holder has converted since issuance of the note
 - Remaining number of eligible shares debt holder may convert as of today.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Friday, February 08, 2019 10:30 AM

To: OTC Corporate Actions <otccorpactions@finra.org>; dcarlo@mtrco.com

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cantillo:

Please see attached in response to your request.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: OTC Corporate Actions <otccorpaactions@finra.org>
Sent: Monday, January 07, 2019 10:42 AM
To: dcarlo@mtrco.com; rcutler@cutlerlaw.com
Cc: OTC Corporate Actions <otccorpaactions@finra.org>
Subject: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

FINRA has received your form submitted on behalf of the above mentioned company for a 1 for 74,000 reverse split, name and symbol change request.

Please respond to this email with the requested information outlined below. The omission of material information or failure to provide the required documentation will cause certain delay in completing the corporate action in the market place. If the requested information is not submitted within 90 calendar days from the date of this request, your firm's submission will be considered lapsed and the file will be closed with no further action.

If the corporate action request involves a distribution, please do not distribute any shares to shareholders until the company and the transfer agent receive FINRA notification that the corporate action has been processed.

At this time, the following items are required to move forward with the requested action:

1. Please provide the executed share purchase agreement between James Brola and Bradley

Wilson evidencing the sale of the Series A preferred shares.

-

2. File-stamped copy of the certificate of amendment that contains the certificate of designation for the Series B preferred shares from the state of incorporation.

-

3. Please provide the executed appointment of James Brola by Anthony Baker.
4. Please provide the executed share purchase agreement between James Brola and Anthony Baker.
5. Please provide the executed appointment of Anthony Baker by Mark Levin.
6. Please provide the executed share purchase agreement between Anthony Baker and Mark Levin.
7. Please provide the executed copy of the Board of Directors resolution authorizing the creation, issuance, and subsequent transfer(s) or sale(s) of the preferred A and B stock to the current holder(s).
8. File-stamped articles of amendment from the state of incorporation for this transaction. If an amendment is not required, please provide written confirmation citing the applicable law or corporate by-law.
9. Transfer Agent Verification Form (see link below). This document should be filled out, executed, and submitted by your Transfer Agent.

TA verification form can be accessed here: [Transfer Agent Verification Form](#)

10. Please provide a copy of the shareholders list of the **common, Series A and B preferred shares** in descending order of shares *dated as of November 5, 2018 and a recent copy* for the requested corporate action which includes a legend that details the number, percentage, and type of capital stock owned (i.e., free trading and/or restricted shares).

11. Please provide the following with respect to the convertible debt outstanding:

-

- Status of note (current, in default, etc)
- Name of debt holder
- Full name(s) of the control person(s) of debt holder.
- Issuance Date

- Maturity Date
- Interest Rate
- Original amount
- Current balance with accrued interest
- Number of shares debt holder has converted since issuance of the note
- Remaining number of eligible shares debt holder may convert as of today.

12. The issuer has filed a form 10SB-12GA on 10/6/1999 registering its common stock pursuant to section 12(g). Thus the issuer is required to file periodic SEC filings. While the issuer filed a form 15-12G on 6/10/2008, it suspended its requirement from that moment forward. However, it was not current at the time of the form 15 filing, having failed to file the following reports with the SEC:

- a. 10-Q for the period ending 3/31/2002
- b. 10-Q for the period ending 6/30/2002
- c. 10-Q for the period ending 9/30/2002
- d. 10-K for the period ending 12/31/2002
- e. 10-Q for the period ending 3/31/2003
- f. 10-Q for the period ending 6/30/2003
- g. 10-Q for the period ending 9/30/2003
- h. 10-K for the period ending 12/31/2003
- i. 10-Q for the period ending 3/31/2004
- j. 10-Q for the period ending 6/30/2004
- k. 10-Q for the period ending 9/30/2004
- l. 10-K for the period ending 12/31/2004
- m. 10-Q for the period ending 3/31/2005
- n. 10-Q for the period ending 6/30/2005
- o. 10-Q for the period ending 9/30/2005
- p. 10-K for the period ending 12/31/2005
- q. 10-Q for the period ending 3/31/2006
- r. 10-Q for the period ending 6/30/2006
- s. 10-Q for the period ending 9/30/2006
- t. 10-K for the period ending 12/31/2006

- u. 10-Q for the period ending 3/31/2007
- v. 10-Q for the period ending 6/30/2007
- w. 10-Q for the period ending 9/30/2007
- x. 10-K for the period ending 12/31/2007
- y. 10-Q for the period ending 3/31/2008

Please advise if and when the issuer intends to file the missing required reports with the SEC. Please note that pursuant to FINRA Rule 6490(d)(3)(2), an issuer who is not current in its filing obligations may be cause for FINRA to determine not to process the corporate action

DTCC Eligibility requirement: If the company intends for the security's current or new CUSIP to remain or become DTC eligible, click the following link for more information: http://www.stai.org/pdfs/issuer-agent_corp_action_flyer.pdf [stai.org]. If you are not seeking DTCC eligibility for the current or new CUSIP, submit a copy of the letter provided to DTCC confirming the non-eligibility. Please be advised that the current or new CUSIP may not be available for trading to some financial institutions, and by extension to shareholders, if this corporate action is announced prior to the effectiveness of DTCC eligibility of the current or new CUSIP.

Please be advised that FINRA Rule 6490 (Processing of Company-Related Actions) has been approved by the Securities and Exchange Commission. The Rule clarifies FINRA's scope of authority when processing documents related to Announcements for Company-Related Actions for Non-Exchange Listed Securities and to implement fees for such services. For additional information, please see [Regulatory Notice 10-38](#).

The complete text of FINRA Rule 6490 can be found here: [FINRA Rule 6490](#) [finra.complinet.com]. The company's request may go through a lengthy review process. We ask for your patience and understanding during this time. If there is a balance due for this corporate action, please submit payment as soon as possible.

If you have any questions regarding this submission, please feel free to contact me via email at the address listed below.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

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From: M. Richard Cutler
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Tuesday, April 16, 2019 9:41:00 AM

Mr. Cantillo:

Please advise if you require anything further or if you now have all the information required to process the corporate action. My clients are very anxious to move forward with their general health care payment system business as previously mentioned. With the public policy of assisting small businesses in capital formation I'm sure you are anxious to get this off of your desk and help them move forward.

I remind you that they have requested the symbol "CPAY" if it is available.

Please let me know if you need anything else.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com

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From: OTC Corporate Actions
To: "M. Richard Cutler"; OTC Corporate Actions
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, May 01, 2019 12:35:15 PM

Regarding the announcement of this corporate action, the Issuer had originally submitted notice to FINRA requesting a Name Change and 1:74,000 Reverse Split. However, during the course of the review it was pointed out that the November 2018 amendment references a 1:74,000 Reverse Split and the subsequent merger referenced a 1:74,000 share exchange.

As a result, you filed a certificate of correction cancelling the "erroneous" reference to the 1:74,000 Reverse Split in the November 2018 filing.

It would then seem that instead of requesting that FINRA announce a 1:74,000 **Reverse Split**, the notice to FINRA should be revised requesting a 1:74,000 **share exchange**. Although mechanically similar, the merger agreement language references an exchange of shares on a 1:74,000 basis between two different entities and therefore a reference to a reverse split may not be appropriate.

Please confirm if the Issuer approves of a share exchange announcement in place of a reverse split announcement.

Thank you,

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Tuesday, April 16, 2019 10:42 AM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

Please advise if you require anything further or if you now have all the information required to process the corporate action. My clients are very anxious to move forward with their general health care payment system business as previously mentioned. With the public policy of assisting small businesses in capital formation I'm sure you are anxious to get this off of your desk and help them move forward.

I remind you that they have requested the symbol "CPAY" if it is available.

Please let me know if you need anything else.

Best regards

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From: [OTC Corporate Actions](#)
To: [OTC Corporate Actions](#); "M. Richard Cutler"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, May 01, 2019 12:56:12 PM

In addition to my inquiry below, please also clarify why the opinion letter furnished by Randhall Landham references CareX **Texas**.

Was this a typo? If not, please clarify the connection between the Texas and Delaware entities. The merger agreement makes no reference to a Texas entity.

Thank you,

From: OTC Corporate Actions <otccorpactions@finra.org>
Sent: Wednesday, May 01, 2019 1:35 PM
To: 'M. Richard Cutler' <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Regarding the announcement of this corporate action, the Issuer had originally submitted notice to FINRA requesting a Name Change and 1:74,000 Reverse Split. However, during the course of the review it was pointed out that the November 2018 amendment references a 1:74,000 Reverse Split and the subsequent merger referenced a 1:74,000 share exchange.

As a result, you filed a certificate of correction cancelling the "erroneous" reference to the 1:74,000 Reverse Split in the November 2018 filing.

It would then seem that instead of requesting that FINRA announce a 1:74,000 **Reverse Split**, the notice to FINRA should be revised requesting a 1:74,000 **share exchange**. Although mechanically similar, the merger agreement language references an exchange of shares on a 1:74,000 basis between two different entities and therefore a reference to a reverse split may not be appropriate.

Please confirm if the Issuer approves of a share exchange announcement in place of a reverse split announcement.

Thank you,

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Tuesday, April 16, 2019 10:42 AM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

Please advise if you require anything further or if you now have all the information required to

process the corporate action. My clients are very anxious to move forward with their general health care payment system business as previously mentioned. With the public policy of assisting small businesses in capital formation I'm sure you are anxious to get this off of your desk and help them move forward.

I remind you that they have requested the symbol "CPAY" if it is available.

Please let me know if you need anything else.

Best regards

M. Richard Cutler
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(713) 583-7150
rcutler@cutlerlaw.com
www.cutlerlaw.com [[cutlerlaw.com](http://www.cutlerlaw.com)]

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From: M. Richard Cutler
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, May 01, 2019 1:35:00 PM

Mr. Cantillo:

First, I completely agree with you that this is more of a "stock exchange" with a ratio that mimics a reverse split, and is more properly referenced as a "share exchange." Please complete the announcement as such.

The reference in the opinion appears to be a typo as "CareX Texas" was indeed not a party to the merger transaction. That was done as a subsidiary merger per the documents. What we have referred to as CareX Texas is actually an operating subsidiary named "CareX Blockchain Platform, Inc." which was incorporated in Texas, and which will be a wholly-owned subsidiary of CareX Blockchain Platform, Inc., the Delaware corporation which is the subject of the corporate action. The healthcare system which I discussed with you previously was formed in "CareX Texas" and will be the key business component of the corporation.

Your consideration is appreciated.

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
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(713) 583-7150
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From: OTC Corporate Actions <otccorpaactions@finra.org>
Sent: Wednesday, May 01, 2019 12:56 PM
To: OTC Corporate Actions <otccorpaactions@finra.org>; 'M. Richard Cutler' <rcutler@cutlerlaw.com>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

In addition to my inquiry below, please also clarify why the opinion letter furnished by Randall Landham references CareX **Texas**.
Was this a typo? If not, please clarify the connection between the Texas and Delaware entities. The

merger agreement makes no reference to a Texas entity.
Thank you,

From: OTC Corporate Actions <otccorpactions@finra.org>

Sent: Wednesday, May 01, 2019 1:35 PM

To: 'M. Richard Cutler' <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>

Subject: RE: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Regarding the announcement of this corporate action, the Issuer had originally submitted notice to FINRA requesting a Name Change and 1:74,000 Reverse Split. However, during the course of the review it was pointed out that the November 2018 amendment references a 1:74,000 Reverse Split and the subsequent merger referenced a 1:74,000 share exchange. As a result, you filed a certificate of correction cancelling the "erroneous" reference to the 1:74,000 Reverse Split in the November 2018 filing.

It would then seem that instead of requesting that FINRA announce a 1:74,000 **Reverse Split**, the notice to FINRA should be revised requesting a 1:74,000 **share exchange**. Although mechanically similar, the merger agreement language references an exchange of shares on a 1:74,000 basis between two different entities and therefore a reference to a reverse split may not be appropriate.

Please confirm if the Issuer approves of a share exchange announcement in place of a reverse split announcement.

Thank you,

From: M. Richard Cutler <rcutler@cutlerlaw.com>

Sent: Tuesday, April 16, 2019 10:42 AM

To: OTC Corporate Actions <otccorpactions@finra.org>

Subject: [EXTERNAL] RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

Mr. Cantillo:

Please advise if you require anything further or if you now have all the information required to process the corporate action. My clients are very anxious to move forward with their general health care payment system business as previously mentioned. With the public policy of assisting small businesses in capital formation I'm sure you are anxious to get this off of your desk and help them move forward.

I remind you that they have requested the symbol "CPAY" if it is available.

Please let me know if you need anything else.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
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Bellaire, Texas 77401
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From: M. Richard Cutler
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, May 15, 2019 10:38:00 AM

Mr. Cantillo

Can you please give me an update on the above captioned request? My client is anxious to close and move forward with its healthcare payment system business.

Thank you

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
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From: OTC Corporate Actions
To: "M. Richard Cutler"; OTC Corporate Actions
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice
Date: Wednesday, May 15, 2019 11:23:26 AM

Mr. Cutler,

Please provide a full list of all subsidiaries and affiliated entities.

A preliminary search for CareX Blockchain yields results for corporations in Delaware, Texas, and Nevada. Some of which have different names associated. Please explain the connections.

Further, it appears there was an ICO last year for this company or one of its affiliates. Please explain the connection between the ICO entity and the OTC Issuer which will be trading upon processing of the name change. Please explain the affiliation between the CEO and other officers listed on this site and the OTC Issuer. Please see;

<https://www.trackico.io/ico/carex/>

<https://carex.tech/docs/whitepaper.pdf>

Thank you,

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, May 15, 2019 11:38 AM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)--2nd lapse notice

EXTERNAL: Verify sender before opening attachments or links.

Mr. Cantillo

Can you please give me an update on the above captioned request? My client is anxious to close and move forward with its healthcare payment system business.

Thank you

M. Richard Cutler
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CUTLER LAW GROUP

M. Richard Cutler, Esq.
Admitted in California & Texas

Corporate Securities Law

May 15, 2019

FINRA
OTC Corporate Actions
9509 Key West Avenue
Rockville, MD 20850
Attn: Luis Cantillo

**Re: Eyecity.com, Inc. (CareX Blockchain Platform, Inc.)
Request for reverse split, merger, name change and symbol change**

Mr. Cantillo:

This letter is responsive to your request for information sent on May 15, 2019. This correspondence is being provided to provide supplemental information and confirm the Company's request to proceed under its submission of the Issuer Company-Related Action Notification Form.

1. Please provide a full list of all subsidiaries and affiliated entities. A preliminary search for CareX Blockchain yields results for corporations in Delaware, Texas, and Nevada. Some of which have different names associated.

RESPONSE: The three entities are either affiliated or the same entity as follows:

- a. CareX Blockchain Platform, Inc. the DELAWARE corporation, is the new name filed for Eyecity.com, the subject of this corporate action. They are seeking the symbol CPAY. The current officers and directors of CareX DELAWARE are on the Corporate Action request.
 - b. CareX Blockchain Platform, Inc., the NEVADA corporation, is the private company that is undertaking the healthcare payment solution. Upon completion of the corporate action through FINRA, CareX NEVADA will become a wholly-owned operating subsidiary of CareX DELAWARE. The officers and directors of CareX NEVADA will become the officers and directors of CareX DELAWARE.
 - c. The CareX Blockchain Platform, Inc. which you see in Texas is merely the qualification to do business in Texas of CareX Nevada. The principal officer is Venkat Garikapati, Director and CEO. He is the founder of the care pay system.
 - d. CareX's corporate officers are located in Bellaire, Texas. They are actually in the same building but a different office than my law firm.
2. Further, it appears there was an ICO last year for this company or one of its affiliates. Please explain the connection between the ICO entity and the OTC Issuer which will be trading upon processing of the name change. Please explain the affiliation between the CEO and other

officers listed on this site and the OTC Issuer. Please see; <https://www.trackico.io/ico/carex/>.
<https://carex.tech/docs/whitepaper.pdf>.

RESPONSE: The referenced proposed ICO is on “trackico”, a site which is not affiliated with the Company. More than a year ago the Company contemplated running an ICO for its healthcare payment system, with many of the parties listed on the website you referenced as potential participants in the development and operations of the Company. As you can see, no members interacted with the site to verify their participation. Most of those parties are no longer affiliated with the Company. Mike Bishop has performed the role of an advisor, but never formally took on an officer position of the OTC Issuer entity.

The ICO itself was abandoned and the payment system was restructured as more fully set forth in the whitepaper which you also reference. In point of fact, the whitepaper you reference is an excellent description of the payment system which the Company has begun to implement. In brief, any connection between the abandoned ICO and the OTC issuing entity is in name and not practice, and it is not technically possible for any ICO entity to purchase services or otherwise interact with the Company.

That is to say, the Company is not using any form of publicly available cryptocurrency “token” or “coin” as described on the trackico site. Instead, the Company uses blockchain as an accounting system for patients purchasing healthcare services from healthcare providers. The Company acts as an escrow agent in that transaction, utilizing blockchain-based smart contracts to facilitate purchases. The blockchain creates a ledger for those transactions and the public/private key cryptography provides an additional layer of security, but it serves no additional purpose. Actual transactions occur via the banking and payments system.

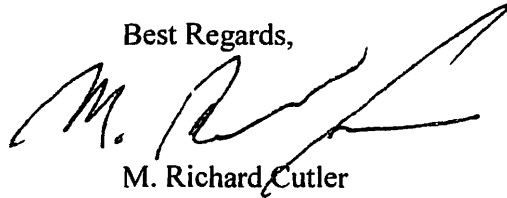
Simply described, the Company has developed and will continue to develop a platform of healthcare providers (doctors, facilities, etc.), who will be paid through the system. Patients find healthcare services with up front prices through the Company’s platform. Appointments can be booked either directly with healthcare providers on the system or through both internet access and directories, or quite uniquely through Amazon Alexa and Google Home. Those platforms are already up and operational. The cost of services is transparent to the user, which is an enormous advantage over current systems. When an appointment is booked, the CarePay system through a smart contract places the patient’s payment for the service into a sort of electronic escrow so that the healthcare provider is assured payment. Upon delivery of the services, the payment is transferred to the provider. CareX takes a small fee (2-3%) for performing the escrow service, which is its revenue and compensation. This system enables patients and businesses to bypass traditional insurance and healthcare costs at a time when they are sky rocketing and increasingly unavailable to the uninsured and underinsured. Healthcare providers are assured payment for their services, and as such can charge a much more reasonable rate. As you may be aware, more than 50% of healthcare costs are effectively written off by healthcare providers nationwide which has the impact of increasing everyone else’s cost.

I know you are busy, but the foregoing is much better described in the whitepaper from September 2018 you reference. The Company has made significant advancements since that white paper including the Alexa and Google integrations.

Please advise if you need anything further and when the Company may expect that the record date, etc. will be effective for the corporate action requested.

Thank you for your time and for your assistance with this matter. Please do not hesitate to contact us at the numbers or emails reflected on this email.

Best Regards,

A handwritten signature in black ink, appearing to read 'M. Richard Cutler', with a large, sweeping flourish extending to the right.

M. Richard Cutler

Enclosures

Cc: Randall Lanham

From: M. Richard Cutler
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Wednesday, May 29, 2019 9:42:00 AM

Mr. Cantillo:

Can you advise on the status of this corporate action? The Company will be launching their health care payment system to the public next week.

Best regards

M. Richard Cutler
Cutler Law Group, P.C.
6575 West Loop South, Suite 500
Bellaire, Texas 77401
(713) 888-0040
[REDACTED] cell
(713) 583-7150
rcutler@cutlerlaw.com
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From: [OTC Corporate Actions](#)
To: [M. Richard Cutler; OTC Corporate Actions](#)
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Wednesday, May 29, 2019 9:47:22 AM

Mr. Cutler,

I am expecting word of this soon. I cannot give an exact date but a response is imminent.

Thank you,

LUIS CANTILLO

FINRA | Corporate Actions
Transparency Services
9509 Key West Ave. | Rockville, Md 20850
otccorpactions@finra.org | www.finra.org
Ph. (866) 776-0800 (option 1) | Fx. (202) 689-3533

From: M. Richard Cutler <rcutler@cutlerlaw.com>
Sent: Wednesday, May 29, 2019 10:42 AM
To: OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

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From: [M. Richard Cutler](#)
To: "[OTC Corporate Actions](#)"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Wednesday, May 29, 2019 9:50:00 AM

Thank you for the update. I will advise my clients.

M. Richard Cutler
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Sent: Wednesday, May 29, 2019 9:47 AM
To: M. Richard Cutler <rcutler@cutlerlaw.com>; OTC Corporate Actions <otccorpactions@finra.org>
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)

Mr. Cutler,

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LUIS CANTILLO

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From: [M. Richard Cutler](#)
To: "OTC Corporate Actions"
Subject: RE: [CAS-65546] FINRA preliminary review -- 1:74,000 reverse split, name and symbol change for Eyecity.com (ICTY)
Date: Monday, June 10, 2019 11:17:00 AM

Mr. Cantillo:

This corporate action has now been pending over six months without resolution. I'm sure you can imagine that the client is anxious to move forward with their health care payment system business. Can you advise status?

Thank you

M. Richard Cutler
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Sent: Wednesday, May 29, 2019 9:47 AM
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Sent: Wednesday, May 29, 2019 10:42 AM
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Mr. Cantillo:

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Best regards

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CUTLER LAW GROUP

M. Richard Cutler, Esq.
Admitted in California & Texas

Corporate Securities Law

June 18, 2019

FINRA
OTC Corporate Actions
9509 Key West Avenue
Rockville, MD 20850
Attn: Kwame Baah-Gyimh
Mike Kurkjian

**Re: Good Vibrations Shoes, Inc.
Request for reverse split, merger, name change and symbol change**

Mr. Baah-Gyimh and Mr. Kurkjian:

As you are aware, we represent Landmark Technology Corporation, Inc. (formerly Good Vibration Shoes, Inc.). This proposed corporate action has now been pending since early March 19, 2019. We are repeatedly advised that the matter is in “second tier” review and that a response is imminent. The issuer had previously submitted a corporate action with respect to a previous transaction which required almost eight months of “review” prior to FINRA determination. As this exceptional delay is not significantly different than other recent corporate action requests pending at FINRA, I am concerned that this process has become unreasonably burdensome to the ongoing public company action process and that this violates not only your SEC mandates, but also public policy concerns.

I recognize that under Rule 6490 FINRA has been tasked by the Securities and Exchange Commission to undertake a review of corporate actions, with the objective of ferreting out and minimizing to the extent possible corporate fraud and providing public confidence in capital markets. I applaud you for those efforts when there is indeed actionable or even potential malfeasance. Those who subvert the securities laws make my task as a securities attorney significantly more difficult because of the hurdles they create.

Nevertheless, FINRA Rule 6490 only has very specific matters as to which delay and/or denial can be based. In those corporate actions which we have presented to you including the corporate action for this Issuer matter there are simply no indicators of issues indicative of any such basis.

There is a Strong Public Policy in Favor of Capital Formation for Small Businesses

There can be no doubt that current political fiscal policy favors long term economic growth through increased capital formation. Both the Trump administration and previous incumbents have frequently taken steps to reduce barriers to investment of capital, particularly in emerging growth and smaller businesses. Without a doubt reduction of regulatory barriers has been a mandate of the current administration with a view to improving the US economy.

Similarly recent reductions in tax rates and capital gains are intended to stimulate growth. Economic theory is clear that countries that have increased investment have higher long-run rates of economic growth. Unreasonable regulatory burdens harm the economy.

Corporations such as this Issuer require the ability to access public funds in order to grow their business. Investors investing real money into a company desire the exit strategy and liquidity afforded by public securities markets. Few investors desire to invest in private businesses because of the potential long term requirement for the investment. As a consequence, companies such as this issuer seek the ability to privately offer securities to investors, all the while providing a potential exit for profitable operations which is not in the far too distant future. Quite frankly, that is the principle reason that companies go public in the first place.

As an aside, the traditional public offering process is often simply not economically feasible from both a timing and cost perspective for emerging growth companies. Such offerings take months and months to get to market and cost funds which could otherwise be used for operations. Further, the actions of FINRA even in public offerings has become a significant burden. I recently just obtained FINRA clearance for a 211 filing for a Registration Statement which went effective on February 12, 2019. It should NOT take four months to clear a public offering Form 211. I can assure you our responses were all made within 24 hours.

Consequently, I would strongly state that significant FINRA delays in processing corporate actions strongly violates the public policy of providing worthy public companies of access to investment and growth capital.

Rule 6490 Limits the Grounds on which an action can be delayed or denied

FINRA Rule 6490 was approved September 27, 2010 pursuant to Regulatory Notice 10-38. Pursuant to that Rule, the Issuer submitted its Company Related Action Notification and responded to further inquiries from you during the substantial four month period thereafter. You have advised that you have all required information necessary to verify the accuracy of the information submitted.

Rule 6490 is *explicitly limited* to the following grounds on which an action can be declared deficient:

1. FINRA staff reasonably believes the forms and all supporting documentation, in whole or in part, may not be complete, accurate or with proper authority;
2. the issuer is not current in its reporting obligations, if applicable, to the SEC or other regulatory authority;
3. FINRA has actual knowledge that parties related to the Company-Related Action are the subject of pending, adjudicated or settled regulatory action or investigation by a regulatory body, or civil or criminal action related to fraud or securities laws violations;
4. a government authority or regulator has provided information to FINRA, or FINRA has actual knowledge, indicating that persons related to the Company-Related Action

- may be potentially involved in fraudulent activities related to the securities market and/or pose a threat to public investors; and/or
5. there is significant uncertainty in the settlement and clearance process for the security.

That's it. That is all of the grounds for denial. Denial through delay is not consistent with the rule. In the instant case, I will address each of these seriatim:

We have provided all required information

You have already advised that we have provided any and all documentation required and/or requested in complete form, accurate and with proper authority. As you are aware, that documentation has been extensive.

The issuer is current in its reporting obligations

First and foremost, there is no doubt that the intention of this provision is that an issuer have *current* information available to its shareholders NOW, such that there is transparency with respect to the issuer, its operations and financial condition. In order for existing shareholders and/or investors to make informed decisions, an issuer needs to have appropriate information available to its shareholders. That intention in the rule is very clear. I agree completely with that intention and believe current information is needed to assure appropriate review and action.

Instead, the meaning of this provision has been subverted by FINRA in this instance (as well as others recently) to mean that the issuer must have been current in its filings AT ALL TIMES in its history. In this case, FINRA argues that when the issuer filed its Form 15 on July 15, 2013, it must have had all required filings current at the time it filed the Form 15 in order for FINRA to process a corporate action in 2019. What possible relevance could filings six or seven years ago have to shareholders today in making decisions? Further, in virtually all of these cases, the reason a company filed a Form 15 in the first place was that their existing business and operations was struggling financially (or failing), and they were simply unable economically to keep the filings current. Years later (again in this case and others), the Company seeks to find an alternative business to benefit its shareholders who would otherwise have nothing from the unsuccessful prior business. This interpretation is contrary to public policy of benefitting shareholders and is inconsistent with the intention of the Rule itself.

Further, and more importantly in this case, as we advised in our initial correspondence related to this matter, we were indeed aware that Good Vibration Shoes did not file every required SEC filing at the time it filed a Form 15 (and that FINRA had the unfortunate policy of requiring currency years ago). As previously advised, however, the structure of the transaction between this issuer (then named Landmark Technology Group, Inc.), a Nevada corporation ("Landmark"), and Landmark Merger Subsidiary, Inc., a Nevada corporation and a wholly-owned subsidiary of Landmark reflected a subsidiary merger pursuant to which Merger Subsidiary survived and changed its name back to Landmark Technology Group, Inc. The Company subsequently filed a certificate of amendment to change the name to Allied Corp.

As you are aware from other transactions there have been previous discussions with Larry Spigel, Assistant Director of the U.S. Securities and Exchange Commission regarding succession-related issues under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), arising from circumstances identical to the hereinafter described reorganization of Landmark into a holding company structure (the "Reorganization"). Please see the following, to-wit:

To effect the Reorganization, Merger Sub was formed by Landmark as its direct and wholly owned subsidiary. The holding company organizational structure was implemented pursuant to Section 92A of the Nevada General Corporation Laws, by the merger of Landmark with and into Merger Sub. Merger Sub survived the merger. As you are aware, the Commission has recognized the holding company structure through numerous no action letters relating to Nevada Section 92A as well as a similar section (Section 251(g)) of the General Corporation Law of the State of Delaware. At the time of the Reorganization, Merger Sub is the successor issuer and had less than 300 shareholders.

Upon consummation of the Reorganization, each issued and outstanding common stock share of the former Landmark was transmuted into and exchanged for an identical equity structure of Merger Sub (on a one share for 20,000 share basis) having the same designations, rights, powers and preferences, and qualifications, limitations and restrictions. Upon consummation, Merger Sub was the issuer since the former equity structure was transmuted pursuant to Section 92A into current issued and outstanding equities of Merger Sub. The Reorganization was exempt from the registration requirements of the Securities Act of 1933 ("Act") as there was no "offer" or "sale" as defined in Section 2(3) of the Act so as to invoke the requirements of Rule 145 also under the Act. Under the terms of the Agreement the shareholders and equity holders of the former Landmark had no appraisal rights or rights to a shareholder vote and consequently no investment decision was made by the shareholders. Further, the transaction complied with the provisions of Rule 144(D)(3)(x) titled "Holding Company Formation."

The Commission has long recognized the form of Reorganization executed here under comparable circumstances, including similar holding company reorganizations. See e.g., *The Dress Barn, Inc.*, available August 13, 2010, *GulfMark Offshore, Inc.*, available January 11, 2010, *Tim Hortons Inc.*, available September 9, 2009, *Weatherford International Ltd.*, available January 14, 2009, *Willbros Group, Inc.*, available February 27, 2009, *Pediatrix Medical Group, Inc.*, available December 22, 2008, *Otter Tail Corporation*, available December 2008, *Mentor Corporation*, available September 26, 2008, *Dollar Tree Stores, Inc.*, available February 20, 2008, *InterDigital Communications Corporation*, available June 25, 2007, *Hecla Mining Company*, available October 31, 2006, *Mercer International, Inc.*, available December 12, 2005, *Matria Healthcare, Inc.*, available February 10, 2005, *Adolph Coors Company*, available August 25, 2003, *Bon-Ton Stores* (July 14, 1995), *INDESCO, Inc.* (October 31, 1995), *Toys R Us, Inc.* (December 31, 1995), *ABX Air, Inc.* (June 13, 2007), *Brandywine Raceway Association* (June 27, 1977), *BMC West Corp.* (April 16, 1997), *Roper Industries, Inc.* (July 19, 2007), *Lamalie Assoc., Inc.* (December 16, 1998), *IPC Information Systems, Inc.* (May 20, 1999), *Kerr-McGee Holdco*,

Inc., (July 31, 2001), *Hecia Mining Co.* (October 31, 2006), *Equitable Resources, Inc.* (April 25, 2007), and *Halliburton Co.* (December 11, 1996).

It abundantly clear that Merger Sub is not the surviving or resulting corporation but that of a newly created parent holding company under Section 92A of the Nevada Act. As stated, the parent holding company formation was done in compliance with the Nevada Act and the parent, Landmark (GVSI), is not a successor or survivor. The Statute is very clear and exacting as to the procedure and results, whereby Merger Sub was newly formed under Section 92A and only become the Parent and not a successor under Section 92A. There is no administrative ruling, case law, no action letter, or other opinion that is in contradiction to the propriety of the action taken in this Reorganization or the results of the parent/holding company formation.

As to whether or not the new parent/holding company, Merger Sub (now named Allied Corp.), has any reporting or filing responsibility with the SEC, the answer is clear that no such obligation remains under Federal law. We direct your attention to 17 C.F.R. § 240.12g-3, specifically Rule 12g-3(a) which provides as follows, to wit:

“Where in connection with a succession by merger, consolidation, exchange of securities, acquisition of assets or otherwise, securities of an issuer that are not already registered pursuant to Section 12 of the Act (15 U.S.C. 78 l) are issued to the holders of any class of securities of another issuer that is registered pursuant to either Section 12 (b) or (g) of the Act (15 U.S.C. 78 l (b) or (g)), the class of securities so issued shall be deemed to be registered under the same paragraph of Section 12 of the Act unless upon consummation of the succession:

- (1) Such class is exempt from such registration other than by § 240.12g3- 2;
- (2) All securities of such class are held of record by fewer than 300 persons, or 1,200 persons in the case of a bank; a savings and loan holding company, as such term is defined in Section 10 of the Home Owners' Loan Act (12 U.S.C. 1461); or a bank holding company, as such term is defined in section 2 of the Bank Holding Company Act of 1956 (12 U.S.C. 1841);
- (3) The securities issued in connection with the succession were registered on Form F-8 or Form F-80 (§ 239.38 or § 239.41 of this chapter) and following succession the successor would not be required to register such class of securities under Section 12 of the Act (15 U.S.C. 78 l) but for this section.”

It is important to note that Merger Sub is a brand new company, is not the successor in interest, is the new parent with the same shareholder structure and is a company with less than 300 shareholders of record on the date of the Reorganization. The Reorganization did not allow for any reporting responsibility to transfer for purposes of applicability Rule 12g-3(a) under the Exchange Act. Thus Rule 12g-3(a) blocked the transfer to Merger Sub of any nexus or connection to past reporting responsibilities, the former file number, tax id number, or otherwise. Merger Sub is a successor issuer, but not under Rules 12g-3(a) and 12b-c of the Exchange Act.

We believe that there can be no other conclusion. Merger Sub (now renamed Allied Corp.) has no obligation to file any delinquent filings with the Commission under Rules 12g-3 and 12b-2 in light of the fact of the parent/holding company formation, namely the Reorganization, and in light of the fact that there were less than 300 shareholders.

No one related to the Company Related Action is the subject of pending, adjudicated or settled regulatory action or investigation by a regulatory body, or civil or criminal action related to fraud or securities law violations

I note as part of this discussion that the SEC has supported FINRA's denial of corporate actions in administrative actions when the basis was that persons affiliated with the transaction were subject to actual adjudicated regulatory action for fraud or securities law violations. *See In the matter of the application of MPhase Technologies, Inc.* (Securities Exchange Act of 1934 Release No. 74187) (February 2, 2015); *In the matter of the application of Positron Corporation* (Admin Proc File No. 3-15837) (February 5, 2015). We applaud those actions, and concur that FINRA should be diligent in protecting investors from those who harm public markets through self-dealing or fraud. We note, however, that the *sole ground* in both of those matters for upholding the FINRA denial was that there was actual settled regulatory actions involving securities law violations.

That simply is not the case here. After your extensive review, and after our significant due diligence, there is no one in any way associated with the current company that is the subject of a pending, adjudicated or settled regulatory action or investigation by any regulatory body.

A government authority or regulator has provided information to FINRA, or FINRA has actual knowledge, indicating that persons related to the Company-Related Action may be potentially involved in fraudulent activities related to the securities market and/or pose a threat to public investors;

Again, that simply is not the case here. You have completed extensive review of the transaction and there is no fraud or potential fraud here.

There is significant uncertainty in the settlement and clearance process for the security.

This Company has had very limited trading over many years. There are no grounds for uncertainty in settlement or clearing.

Conclusion

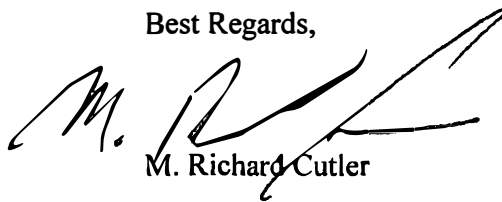
The only conclusion which we can reach in this matter is that the current policy of FINRA through unreasonable and extensive delays is contrary to both the intention of Rule 6490 and the public policies of (i) protecting the investing public, while (2) encouraging investment capital in small and emerging businesses. The process adds considerable and unreasonable expense to companies seeking to grow their business and provide profitability to shareholders and other investors. I can only conclude that the intention is to delay an action to the point where

it no longer is economically possible for the issuer to proceed. That already happened one time with this issuer because of FINRA delays.

Consequently, I strongly encourage you to complete this process and permit this issuer to undertake the corporate action. We believe that the Securities and Exchange Commission would find that these delays and other interpretations referenced above are contrary to the purpose of Rule 6490 and significantly damaging to the issuer, the market in general, and the objective of protecting investors.

Thank you for your time and for your assistance with this matter. Please do not hesitate to contact us at the numbers or emails reflected on this email.

Best Regards,

A handwritten signature in black ink, appearing to read 'M. Richard Cutler', is written over a horizontal line. The signature is stylized and cursive.

M. Richard Cutler

Cc: Randall J. Lanham



June 21, 2019

Via Electronic Mail

Mr. Richard Cutler, Attorney
Cutler Law Group PC
6575 West Loop South, Suite 140
Bellaire, TX 77401
Email: rcutler@cutlerlaw.com

c/o Mr. Bradley Wilson CEO
Eyecity.com, Inc.
6575 West Loop South, Suite 140
Bellaire, TX 77401
Email: bradleywilson1801@gmail.com

**Re: Deficiency Notice Pursuant to FINRA Rule 6490
Eyecity.com, Inc. – CAS-65546-L4Z7Y8
Company-Related Notification Relating to Proposed 1-74,000 Share Exchange, Name
Change, and Symbol Change**

Dear Mr. Cutler:

Pursuant to FINRA Rule 6490, FINRA's Department of Market Operations (Department) received your request to process documentation related to the above-referenced Company-Related Action for Eyecity.com, Inc. (ICTY). This letter hereby notifies you that pursuant to FINRA Rule 6490(d), the Department has *determined that such request is deficient and it is necessary for the protection of investors, the public interest, and to maintain fair and orderly markets that documentation related to the above-referenced Company-Related Action will not be processed.*

Specifically, the Department's deficiency determination is based on the following factor:

1. As set forth in FINRA Rule 6490(d)(3)(2), FINRA has actual knowledge that the Issuer is not current in its reporting requirements, if applicable, to the Securities and Exchange Commission (SEC) or other regulatory authority. Specifically:
 - FINRA has reviewed the periodic reports filed by ICTY with the SEC as required under Section 13 or 15(d) of the Securities Exchange Act of 1934. To date, ICTY is *delinquent in its periodic filings with the SEC, having failed to file the following mandatory reports:*
 1. Form 10-Q for the fiscal quarter ending 3/31/2002;
 2. Form 10-Q for the fiscal quarter ending 6/30/2002;
 3. Form 10-Q for the fiscal quarter ending 9/30/2002;

4. Form 10-K for the fiscal year ending 12/31/2002;
5. Form 10-Q for the fiscal quarter ending 3/31/2003;
6. Form 10-Q for the fiscal quarter ending 6/30/2003;
7. Form 10-Q for the fiscal quarter ending 9/30/2003;
8. Form 10-K for the fiscal year ending 12/31/2003;
9. Form 10-Q for the fiscal quarter ending 3/31/2004;
10. Form 10-Q for the fiscal quarter ending 6/30/2004;
11. Form 10-Q for the fiscal quarter ending 9/30/2004;
12. Form 10-K for the fiscal year ending 12/31/2004;
13. Form 10-Q for the fiscal quarter ending 3/31/2005;
14. Form 10-Q for the fiscal quarter ending 6/30/2005;
15. Form 10-Q for the fiscal quarter ending 9/30/2005;
16. Form 10-K for the fiscal year ending 12/31/2005;
17. Form 10-Q for the fiscal quarter ending 3/31/2006;
18. Form 10-Q for the fiscal quarter ending 6/30/2006;
19. Form 10-Q for the fiscal quarter ending 9/30/2006;
20. Form 10-K for the fiscal year ending 12/31/2006;
21. Form 10-Q for the fiscal quarter ending 3/31/2007;
22. Form 10-Q for the fiscal quarter ending 6/30/2007;
23. Form 10-Q for the fiscal quarter ending 9/30/2007;
24. Form 10-K for the fiscal year ending 12/31/2007; and
25. Form 10-Q for the fiscal quarter ending 3/31/2008.

The failure to file complete and timely periodic reports as required under the Securities Exchange Act of 1934 has raised concerns for FINRA regarding the protection of investors and the transparency to the marketplace as it relates to the proposed corporate action request. As such, the Department has deemed ICTY's corporate action submission to be deficient under FINRA Rule 6490.

Your Right to Appeal the Determination

As a result, the Department will cease processing documentation related to such Company-Related Action and will make no announcement on the Daily List. **Unless you request an appeal of the Department's determination in writing within seven (7) calendar days after service of this notice, your request will be closed.**

In accordance with the procedures set forth in FINRA Rule 6490, you have the right to appeal the Department's determination by submitting a written Notice of Appeal via facsimile or electronic mail, within seven (7) calendar days after service of this notice. Appeals are considered by a three-member subcommittee (Subcommittee) comprised of current or former industry members of FINRA's Uniform Practice Code Committee. Please include your Case No. on all submissions. **The hearing request must be received by 5:00 pm Eastern Standard Time on 08/28/19.** The Notice of Appeal must be sent to:

Mr. Richard Cutler, Attorney
Eyecity.com, Inc.
CAS-65546-L4Z7Y8
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FINRA
Market Operations, 2nd Floor
9509 Key West Avenue
Rockville, MD 20850
Fax: 202-303-3938
E-mail: UPChearings@finra.org and upcc.casefilings@finra.org

Your written Notice of Appeal must be accompanied by proof of payment of the non-refundable Action Determination Appeal Fee of \$4,000.00 made payable to FINRA. Payment must be submitted in the following manner within seven (7) calendar days of this notice:

Bank Name: Bank of America
Bank Address: 100 West 33rd St. New York, NY 10001
ABA Number: [REDACTED]
Account Name: FINRA Cash Concentration
Account Number: [REDACTED]
RFB or OBE as follows: CASE CAS-65546-L4Z7Y8-Appeal
Swift: [REDACTED]

Your Notice of Appeal must set forth with specificity any and all defenses to the Department's deficiency determination. An appeal to the Subcommittee will operate to stay the processing of the Company-Related Action (i.e., the requested company-related action will not be processed during the period that the Requesting Party's appeal is pending). You may submit any additional supporting written documentation, via facsimile, electronic mail or otherwise, up until the time the appeal is considered by the Subcommittee. The Subcommittee will consider the appeal based solely on the written documents submitted by you and FINRA.

The submission of new facts that addresses the concerns in the deficiency letter will not serve as a basis to reverse the Department's decision. If there are new facts that FINRA is requested to consider in reviewing this corporate action request, please submit that information to FINRA Market Operations as a new request.

You will be notified of the date scheduled for the appeal. The Subcommittee will render a determination within three (3) business days following the day the appeal is considered by the Subcommittee. The Subcommittee's determination will constitute final action by FINRA.

If you fail to file a written request for an appeal within seven (7) calendar days after service of this notice by the Department, along with the required fees, the Department's determination shall constitute final action by FINRA.

Mr. Richard Cutler, Attorney
Eyecity.com, Inc.
CAS-65546-L4Z7Y8
Page 4 of 4

If you have any questions, please contact FINRA Market Operations Department at 1-866-776-0800.

Very truly yours,

A handwritten signature in black ink that reads "Patricia Casimates". The signature is written in a cursive, flowing style.

Patricia Casimates
Vice President, FINRA Market Operations

CUTLER LAW GROUP

M. Richard Cutler, Esq
Admitted in California & Texas

Corporate Securities Law

June 25, 2019

FINRA

OTC Corporate Actions

9509 Key West Avenue

Rockville, MD 20850

Attn: Patricia Casimates

Millicent Banks

Kwame Baah-Gyimh

Mike Kurkjian

Re: Eyecity.com, Inc.

Request for reverse split, merger, name change and symbol change

Gentlemen and Ladies:

As you are aware, we represent CareX Blockchain Platform, Inc. (formerly Eyecity.com, Inc.). We are in receipt of your cursory correspondence dated June 21, 2019 pursuant to which you have determined not to process the above-referenced corporate action under prong 2 of Rule 6490.

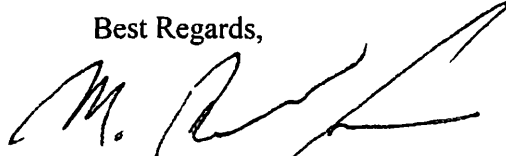
Further you advise of our right to appeal this action. However you have not provided the basis for your determination. As you are aware, the issuer that is currently the subject of this action no longer exists. How such an issuer has any obligation with respect to filings beginning 2008 is not stated in your correspondence. As you are aware, that issuer was merged out of existence pursuant to a holding company structure that has repeatedly been approved for other entities by FINRA over the past few years.

In order to understand your reasoning and to formulate our basis for an appeal, as well as file an Administration Proceeding with the Securities and Exchange Commission, we require that you provide us the basis for your determination. As the "second level" review for this matter took many months, and as we are advised that this was reviewed by a team of personnel in making this determination, there is little question that you have discussed this and can provide this basis. While we struggle to see how filings not made from 11 years ago prior to filing a Form 15 to terminate SEC reporting status has any bearing relative to "protection of investors and the transparency to the marketplace" as it relates to a proposed corporate action in 2019, we must understand your actual consideration of the holding company structure.

I am attaching to this correspondence a copy of our letter dated June 18, 2019 which has significant caselaw and precedent for this structure. It appears that this has not been given proper consideration.

Please advise your basis as soon as possible as our statutory time for filing the appeal fast approaches.

Best Regards,

A handwritten signature in black ink, appearing to read 'M. Richard Cutler', with a long, sweeping horizontal stroke extending to the right.

M. Richard Cutler

Cc: Randall J. Lanham
Larry Spirgel, Assistant Director, U.S. Securities and Exchange Commission



June 26, 2019

Via Electronic Mail

Mr. Richard Cutler, Attorney
Cutler Law Group PC
6575 West Loop South, Suite 140
Bellaire, TX 77401
Email: rcutler@cutlerlaw.com

**Re: Deficiency Notice Pursuant to FINRA Rule 6490
Eyecity.com, Inc. – CAS-65546-L4Z7Y8
Company-Related Notification Relating to Proposed 1-74,000 Share Exchange, Name
Change, and Symbol Change**

Dear Mr. Cutler:

I am writing in response to your letter dated June 25, 2019. The notice sent to Eyecity.com, Inc. (ICTY) on June 21, 2019, complies with the requirements of FINRA Rule 6490. FINRA declines to provide any further explanation.

Very truly yours,

Patricia Casimates
Vice President, FINRA Market Operations