

GTX CORP  
Form SC 13G  
April 08, 2015

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_)

GTX Corp

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

362408106

(CUSIP Number)

March 31, 2015

(Date of Event Which Requires Filing of this Statement)

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

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

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

CUSIP No. 362408106

1 NAME OF REPORTING PERSONS  
 Atlantic Footcare, Inc.  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)  
 (a)   
 (b)   
 3 SEC USE ONLY  
 4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Rhode Island  
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:  
 5 SOLE VOTING POWER  
 22,523,226  
 6 SHARED VOTING POWER  
 0  
 7 SOLE DISPOSITIVE POWER  
 22,523,226  
 8 SHARED DISPOSITIVE POWER  
 0  
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 22,523,226

CHECK BOX IF  
THE  
AGGREGATE  
AMOUNT IN  
10 ROW (9)   
EXCLUDES  
CERTAIN  
SHARES (see  
instructions)  
PERCENT OF CLASS  
11 REPRESENTED BY  
AMOUNT IN ROW (9)  
  
10.7% (1)  
12 TYPE OF REPORTING  
PERSON (See instructions)  
  
CO

(1) Based upon: (i)  
188,620,555 shares of common  
stock issued and outstanding of  
the Issuer as of November 19,  
2014, as reported on the  
Issuer's most recent Quarterly  
Report on Form 10-Q for the  
quarterly period ended  
September 30, 2014, filed  
November 19, 2014; and (ii)  
the subsequent issuance by the  
Issuer of 22,523,226 shares of  
common stock to the Reporting  
Person.

**Item 1(a). Name of Issuer:**

GTX Corp, a Nevada corporation

**Item 1(b). Address of Issuer's Principal Executive Offices:**

7 W. 9th Street, Suite 1214

Los Angeles, CA, 90015

**Item 2(a). Name of Person Filing:**

Atlantic Footcare, Inc.

**Item 2(b). Address of Principal Business Office or, if none, Residence:**

229 Quaker Highway

North Smithfield, RI 02896

**Item 2(c). Citizenship:**

Rhode Island

**Item 2(d). Title of Class of Securities:**

Common Stock, par value \$0.001 per share

**Item 2(e). CUSIP No.:**

362408106

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

- (a)  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
  - (e)  An investment adviser in accordance with §240.13(d)-1(b)(1)(ii)(E).
  - (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
  - (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
  - (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
  - (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
  - (j)  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J).
  - (k)  Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_.

**Item 4. Ownership:**

(a) Amount beneficially owned: 22,523,226 shares of common stock

(b) Percent of class: 10.7%.

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

(i) Sole power to vote or to direct the vote: 22,523,226.

(ii) Shared power to vote or to direct the vote: 0.

(iii) Sole power to dispose or to direct the disposition of: 22,523,226.

(iv) Shared power to dispose or to direct the disposition of: 0.

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o.

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

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:**

Not applicable.

**Item 8. Identification and Classification of Members of the Group:**

Not applicable.

**Item 9. Notice of Dissolution of Group:**

Not applicable.

**Item 10. Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.



**SIGNATURE**

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

Dated: April 7, 2015 **ATLANTIC FOOTCARE, INC.**

By: /s/ Charles Geoge Sipes, Jr.  
Name: Charles George Sipes, Jr.  
Title: President