

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

IIOT-OXYS, Inc.

Form: D

Date Filed: 2019-03-13

Corporate Issuer CIK: 1290658

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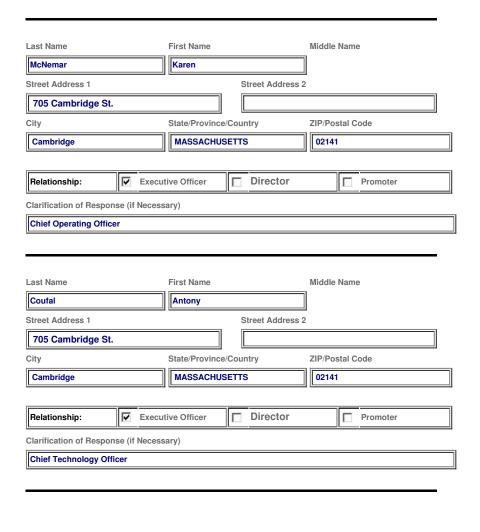
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076
Estimated Average burden hours per response: 4.0

1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001290658	Gotham Capital	© Corporation
Name of Issuer	Holdings, Inc.	C Limited Partnership
IIOT-OXYS, Inc.	Creative Beauty Supply of New Jersey CORP	C Limited Liability Company
Jurisdiction of Incorporation/Organization		C General Partnership
NEVADA		C Business Trust
Year of Incorporation/Organiz	eation	C Other
Over Five Years Ago		
Within Last Five Years (Specify Year)		
Yet to Be Formed		



3. Related Persons					
Last Name	First Name	Middle Name			
Emmons	Clifford				
Street Address 1	Street Address 2	<u>u</u> 2			
705 Cambridge St.					
City	State/Province/Country	ZIP/Postal Code			
Cambridge	MASSACHUSETTS	02141			
Relationship: Execu	tive Officer Director	Promoter			
Clarification of Response (if Necess	sary)				
CEO					
Last Name	First Name	Middle Name			
Mitta	Vidhyadhar				
Street Address 1	Street Address 2	2			
705 Cambridge St.					
City	State/Province/Country	ZIP/Postal Code			
Cambridge	MASSACHUSETTS	02141			
Relationship: Execu	tive Officer Director	Promoter			
Clarification of Response (if Necess	eary)				





5. Issuer Size Revenue Range Aggregate Net Asset Value Range No Revenues 0 No Aggregate Net Asset Value 0 \$1 - \$1,000,000 O \$1 - \$5,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 \$25,000,001 - \$100,000,000 \$50,000,001 - \$100,000,000 Over \$100,000,000 Over \$100,000,000 Decline to Disclose Decline to Disclose 0 Not Applicable C Not Applicable

6. Federal Exemptio apply)	n(s) and Exclusion(s) Claimed (select all that
Rule 504(b)(1) (not (i), (ii)	Rule 505
or (iii)) Rule 504 (b)(1)(i)	Rule 506(b)
Rule 504 (b)(1)(ii)	
Rule 504 (b)(1)(iii)	Rule 506(c) Securities Act Section 4(a)(5)
	I Investment Company Act Section 3(c)
7. Type of Filing	
New Notice Date of First	t Sale 2019-03-07 First Sale Yet to Occur
Amendment	
0 D ::: '	
8. Duration of Offering	6
Does the Issuer intend this offering	ng to last more than one year? Yes . No
9. Type(s) of Securit	ies Offered (select all that apply)
Pooled Investment Fund	
Interests Tenant-in-Common	☑ Equity
Securities	Debt
Mineral Property Securities	Option, Warrant or Other Right to Acquire Another Security
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to	Other (describe)
Acquire Security	
10. Business Combi	nation Transaction
Is this offering being made in con	
combination transaction, such as exchange offer?	
Clarification of Response (if Nece	ssary)
11. Minimum Investr	ment
	am only
Minimum investment accepted fro outside investor	om any \$ 0
12. Sales Compensa	tion
Recipient	Recipient CRD Number None
(Associated) Broker or Dealer	None (Associated) Broker or Dealer None CRD Number
Street Address 1	Street Address 2
City	State/Province/Country ZIP/Postal Code

All States

State(s) of Solicitation

13. Offering and Sales Amounts
Total Offering Amount \$ 7800 USD Indefinite
Total Amount Sold \$ 7800 USD
Total Remaining to be \$ 0 USD Indefinite
Clarification of Response (if Necessary)
Shares issued pursuant to Settlement Agreement.
3
14. Investors
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
15. Sales Commissions & Finders' Fees Expenses
13. Sales Commissions & Finders Tees Expenses
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.
Sales Commissions \$ 0 USD Estimate
Finders' Fees \$ USD Estimate
Clarification of Response (if Necessary)
16. Use of Proceeds
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.
\$ USD Estimate
Clarification of Response (if
Necessary)
Signature and Submission
Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.
Terms of Submission
In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offeree.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b) (2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
IIOT-OXYS, Inc.	II	Clifford L. Emmons	CEO	2019-03-12



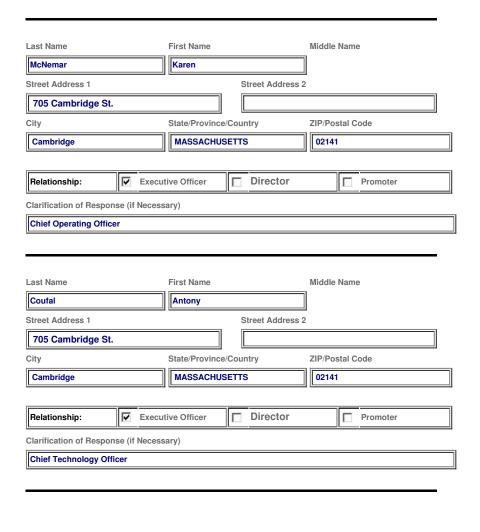
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- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
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