

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

OMB APPROVAL					
OMB Number: 3235-0076					
Expires: August 31, 2015					
Estimated Average burden hours per response: 4.0					

		vv asning	ion, D.C.	per response: 4.0
1. Issuer's Ider	ntity	-	_	_
CIK (Filer ID Number)		revious Name(s	) Vone	Entity Type
0001463972			Pana,	© Corporation
Name of Issuer				_
Vuzix Corp				- Emilieu Furureisinp
Jurisdiction of				Similar Elability Company
Incorporation/Organiza	ntion			General Farmership
DELAWARE	/O : 1:			C Business Trust
Year of Incorporation  Over Five Years Age	_			Other
C Within Last Five Yo (Specify Year)				
2. Principal Pla	ace of Bus	iness and	l Contact In	ıformation
Name of Issuer				
Vuzix Corp				
Street Address 1			Street Address	2
2166 BRIGHTON HE	ENRIETTA TOV	VNLINE ROAL		
City	State/	Province/Coun	try ZIP/Posta	al Code Phone No. of Issuer
ROCHESTER	NEV	W YORK	14623	585-359-5900
<ol><li>Related Per</li></ol>	sons			
Last Name	Fi	irst Name		Middle Name
Travers	P	Paul		
Street Address 1			Street Address	2
2166 BRIGHTON H ROAD	ENRIETTA TO	OWNLINE		
City	St	tate/Province/Co	ountry	ZIP/Postal Code
ROCHESTER		NEW YORK		14623
Relationship:	Executive	Officer	✓ Director	Promoter
Clarification of Respons	se (if Necessary)	,		
Last Name	Fi	irst Name		Middle Name
Russell		Grant		
Street Address 1			Street Address	2

2166 BRIGHTON HENRIETTA TOWNLINE

Relationship:	ROAD					
Relationship:	City		State/Province	/Country	ZIP/Postal Code	
Tarification of Response (if Necessary)	ROCHESTER		NEW YORK		14623	
	Relationship:	Execut	tive Officer	<b>☑</b> Director	Promoter	
McCracken  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Relationship:	Clarification of Respon	nse (if Necessar	y)		I	
McCracken  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Asset Name  Lee William Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 3  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 3  Street Address 3  Street Address 4  Street Address 5  Street Address 6  Relationship:  Executive Officer  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Street Address 1  Street Address 3  Middle Name  Street Address 1  Street Address 2  Street Address 2  Street Address 2  Street Address 3  Street Address 3  Street Address 3  Street Address 4  Street Address 4  Street Address 5  Street Address 5  Street Address 2						
Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  ROCHESTER  Relationship:  Executive Officer  Road  Relationship:  Executive Officer  Road  Rochessary)  Relationship:  Executive Officer  Road  Rochessary  Relationship:  Executive Officer  Road  Rochessary  Rochesser  Road  Rochesser  Road  Rochesser  Road  Rochesser  Road  Rochesser  Rochesser	Last Name		First Name		Middle Name	
2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK  Relationship:	McCracken		Michael			
ROAD  State/Province/Country ZIP/Postal Code  ROCHESTER   NEW YORK   14623  Relationship:	Street Address 1			Street Address 2	,	
ROCHESTER   NEW YORK   14623    Relationship:		HENRIETTA	TOWNLINE			
Relationship:	City		State/Province	/Country	ZIP/Postal Code	
Clarification of Response (if Necessary)  Last Name	ROCHESTER		NEW YORK	(	14623	
Clarification of Response (if Necessary) ast Name						
Clarification of Response (if Necessary)  Last Name	Relationship:	Execut	tive Officer	Director	Promoter	
Asst Name  Lee  William  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROAD  Sity State/Province/Country  ROCHESTER  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Middle Name  Middle Name  Middle Name  Alexander  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROAD  Sity State/Province/Country  ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Alexander  Street Address 2  2167 BRIGHTON HENRIETTA TOWNLINE  ROAD  Sity State/Province/Country  ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Scott  Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE		0.000				
Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  Relationship: Executive Officer  Clarification of Response (if Necessary)  Asst Name  First Name Middle Name  Ruchdaeschel Alexander  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country  RIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship: Executive Officer  Director  Promoter  Carification of Response (if Necessary)  Asst Name  First Name  Middle Name  Street Address 2  Street Address 2  Street Address 2  Street Address 3  Street Address 3  Street Address 4  Street Address 5  Street Address 2  Street Address 5  Street Address 6  Street Address 1  Street Address 2	Clarification of Respon	nse (if Necessar	y)			
Active Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  Relationship: Executive Officer  Clarification of Response (if Necessary)  Asst Name  First Name  Ruchdaeschel  Alexander  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROCHESTER  NEW YORK  Alexander  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROCHESTER  NEW YORK  Relationship: Executive Officer  Director  Promoter  Tarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Active Officer  Director  Promoter  Tarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Scott  Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE						
Lee treet Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  Relationship:  Executive Officer  Promoter  Clarification of Response (if Necessary)  Alexander  treet Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship:  Executive Officer  Director  Promoter  Tarification of Response (if Necessary)  Asst Name First Name Niddle Name  Rochester  New YORK  14623  Relationship:  Executive Officer  Director  Promoter  Tarification of Response (if Necessary)  Asst Name First Name Middle Name  Scott  Michael  Treet Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  Street Address 2						
Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Ruchdaeschel Alexander  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Scott Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  Street Address 1 Street Address 2	ast Name		First Name		Middle Name	
2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Alexander Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Asst Name First Name Middle Name  Clarification of Response (if Necessary)  Street Address 2	Lee		William			
ROAD  Sity State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship:	treet Address 1			Street Address 2	,	
Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Ruchdaeschel Alexander  Circet Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROCHESTER NEW YORK I4623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Ruchdaeschel Alexander  Circet Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROCHESTER NEW YORK I4623  Relationship: Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Litreet Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE		HENRIETTA	TOWNLINE			
Relationship:	ROAD					
Relationship:	City		State/Province	/Country	ZIP/Postal Code	
Clarification of Response (if Necessary)  Asst Name First Name Middle Name  Ruchdaeschel Alexander  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  City State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Asst Name First Name Middle Name  Scott Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	ROCHESTER		NEW YORK	<u> </u>	14623	
Clarification of Response (if Necessary)  .ast Name						
Ast Name  Ruchdaeschel  Alexander  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROAD  City  State/Province/Country  ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  ast Name  First Name  Middle Name  Scott  Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	Relationship:	Execut	tive Officer	✓ Director	Promoter	
Ast Name  Ruchdaeschel  Alexander  Street Address 1  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE  ROAD  City  State/Province/Country  ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  ast Name  First Name  Middle Name  Scott  Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	Clarification of Respon	nse (if Necessar	v)			
Ruchdaeschel Street Address 1  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE		1100 (11 1 100000001)	,,			
Ruchdaeschel Street Address 1  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE						
Ruchdaeschel Street Address 1  2166 BRIGHTON HENRIETTA TOWNLINE ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER  NEW YORK  14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	act Nama		First Nama		Middle Nome	
2166 BRIGHTON HENRIETTA TOWNLINE ROAD City State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE						
2166 BRIGHTON HENRIETTA TOWNLINE ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE			Alexander			
ROAD  City State/Province/Country ZIP/Postal Code  ROCHESTER NEW YORK 14623  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE				Street Address 2		
Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE		HENRIETTA	TOWNLINE			
Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE			State/Province	  Country	ZIP/Postal Code	
Relationship:				•		
Clarification of Response (if Necessary)  Last Name First Name Middle Name  Scott  Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	LOCIEDIER		LIZW TORK	-		
.ast Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	Relationship:	☐ Execu	tive Officer	<b>☑</b> Director	Promoter	
Last Name First Name Middle Name  Scott Michael  Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	Clarification of Respon	nse (if Necessar	v)			
Scott Michael Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE		(	, ,			
Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE						
Scott Michael Street Address 1 Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE	ast Name		First Name		Middle Name	
Street Address 2  2166 BRIGHTON HENRIETTA TOWNLINE						
2166 BRIGHTON HENRIETTA TOWNLINE			wiichaei	G4	_	
				Street Address 2	· 	
PILATE II	2166 BRIGHTON I ROAD	HENRIETTA	TOWNLINE			

City	State/Province/Country	ZIP/Postal Code
ROCHESTER	NEW YORK	14623
Relationship: Exec	utive Officer Director	Promoter
Clarification of Response (if Necessa	nry)	•
4. Industry Group		
- Agriculture	Health Care	C Retailing
Banking & Financial Services	C Health Insurance	C Restaurants
C Commercial Banking	C Hospitals & Physicians	Technology
C Insurance	C Pharmaceuticals	Computers
C Investing	Other Health Care	C Telecommunications
C Investment Banking		• Other Technology
Pooled Investment Fund		
Other Banking & Financial		Travel
Services	Manufacturing  Deal Feature	C Airlines & Airports C Lodging & Conventions
Business Services	Real Estate  C Commercial	C Lodging & Conventions C Tourism & Travel Services
Energy	C Construction	Other Travel
C Coal Mining C Electric Utilities	C REITS & Finance	
		C Other
Fnergy Conservation	C Residential	
C Energy Conservation C Environmental Services	C Residential C Other Real Estate	
C Energy Conservation C Environmental Services C Oil & Gas	140	
C Environmental Services	140	
C Environmental Services C Oil & Gas	140	
C Environmental Services C Oil & Gas C Other Energy	140	
C Environmental Services C Oil & Gas C Other Energy  5. Issuer Size	C Other Real Estate	
C Environmental Services C Oil & Gas C Other Energy	Other Real Estate  Aggregate Net	Asset Value Range
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size evenue Range No Revenues	C Other Real Estate  Aggregate Net C No Ag	gregate Net Asset Value
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues Strategy 1 - \$1,000,000	Aggregate Net C No Ag C \$1 - \$5	gregate Net Asset Value
C Environmental Services C Oil & Gas C Other Energy  C ISSUET Size  Revenue Range No Revenues Significant Signific	Aggregate Net .  C No Ag  C \$1 - \$5  C \$5,000	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000
C Environmental Services C Oil & Gas C Other Energy  C ISSUET Size  Revenue Range No Revenues Significant Signific	Aggregate Net A C No Ag C \$1 - \$5 C \$5,000 C \$25,000	gregate Net Asset Value
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Evenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000	Aggregate Net A C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C Over \$	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 C Over \$100,000,000	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose	Aggregate Net A C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$ C Declin	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000
C Environmental Services C Oil & Gas C Other Energy  5. Issuer Size Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose	Aggregate Net A C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$ C Declin	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range C No Revenues C \$1 - \$1,000,000 C \$1,000,001 - \$5,000,000 C \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose C Not Applicable	Aggregate Net  C No Ag  C \$1 - \$5  C \$5,000  C \$25,000  C \$25,000  C Over \$  C Declin  C Not Ap	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose Not Applicable  6. Federal Exemption	Aggregate Net A C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$ C Declin	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. Issuer Size Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose Not Applicable  6. Federal Exemption apply)	Aggregate Net  C No Ag  C \$1 - \$5  C \$5,000  C \$25,000  C \$25,000  C Over \$  C Declin  C Not Ap	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$5,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose Not Applicable  6. Federal Exemption apply)  Rule 504(b)(1) (not (i), (ii)	Aggregate Net  C No Ag  C \$1 - \$5  C \$5,000  C \$25,000  C \$25,000  C Over \$  C Declin  C Not Ap	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUER SIZE  Revenue Range C No Revenues C \$1 - \$1,000,000 C \$1,000,001 - \$5,000,000 C \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose C Not Applicable  6. Federal Exemption apply)  Rule 504(b)(1) (not (i), (ii) or (iii))	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$ C Declin C Not Ap  (s) and Exclusion(s) C	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose Not Applicable  6. Federal Exemption apply)  Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i)	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$25,000 C \$50,000 C Over \$ C Declin C Not Ap  (s) and Exclusion(s) C	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET SIZE  Revenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 Decline to Disclose Not Applicable  6. Federal Exemption apply)  Rule 504(b)(1) (not (i), (ii) or (iii))	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$50,000 C Over \$ C Declin C Not Ap  (s) and Exclusion(s) C	gregate Net Asset Value 5,000,000 ,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose
C Environmental Services C Oil & Gas C Other Energy  5. ISSUET Size  Evenue Range No Revenues 1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 C \$25,000,001 - \$100,000,000 C Over \$100,000,000 Decline to Disclose Not Applicable  6. Federal Exemption apply)  Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i)	Aggregate Net C No Ag C \$1 - \$5 C \$5,000 C \$25,000 C \$25,000 C \$50,000 C Over \$ C Declin C Not Ap  (s) and Exclusion(s) C	gregate Net Asset Value 5,000,000 5,001 - \$25,000,000 0,001 - \$50,000,000 0,001 - \$100,000,000 6100,000,000 e to Disclose oplicable  laimed (select all that

7. Type of Filing
New Notice Date of First Sale 2013-03-27 First Sale Yet to Occur
Amendment
8. Duration of Offering
Does the Issuer intend this offering to last more than one year?  Yes  No
9. Type(s) of Securities Offered (select all that apply)
Pooled Investment Fund
Interests  ☐ Tenant-in-Common Securities  ☐ Debt
Mineral Property Securities Option, Warrant or Other Right to
Security to be Acquired Upon  Acquire Another Security
Exercise of Option, Warrant or Other (describe) Other Right to Acquire Security
Convertible Debenture and Warrant to Purchase Common Stock
Tutchase Common Stock
10. Business Combination Transaction
Is this offsuing being made in connection with a husiness combination
transaction, such as a merger, acquisition or exchange offer?
Clarification of Response (if Necessary)
11 Minimum Investment
Minimum in a description of the second of th
investor  William investment accepted from any outside   0   USD
12. Sales Compensation
Recipient CRD Number None
Gentry Securities LLC 155142
(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD None
Number
Street Address 1 Street Address 2
5 PENN PLAZA
City State/Province/Country ZIP/Postal Code
NEW YORK NEW YORK 10001
State(s) of Solicitation
CALIFORNIA

13.	Offering an	d Sales A	Amounts					
Total	Offering Amount	\$ 800000		USD	☐ Indef	nite		
Total	Amount Sold	\$ 800000		USD				
Total Sold	Remaining to be	\$ 0		USD	☐ Indef	nite		
Clari	fication of Response	e (if Necessary)						
14.	Investors							
	Select if securiti do not qualify a Number of such offering	as accredited in	nvestors,					
	Regardless of w to persons who number of inve	do not qualify	as accredited	investors,	enter the		1	
15.	Sales Com	missions	& Finde	rs' Fe	es Ex	penses		
Provi	de separately the an	nounts of sales	commissions	and finde	rs' fees ex	nenses, if a	ny. If the amo	ount of an
	diture is not know						-	
	Sales Co	ommissions \$	0		USI	)	<b>Estimate</b>	
	Fi	nders' Fees \$	50000		USI	)	<b>Estimate</b>	
Clari	fication of Response	e (if Necessary)						
Also	issued Warrants	to purchase 2	0,000 shares o	f commo	n stock			
16.	Use of Prod	ceeds						
any o above	de the amount of the fithe persons require. If the amount is unfication of Response	red to be name inknown, prov	ed as executive	officers, d	irectors o	r promoters	in response t e amount.	
any o above	f the persons required. If the amount is understanding the second of Response.	red to be name unknown, prov e (if Necessary)	ed as executive vide an estimat	officers, d	irectors o	r promoters x next to th	in response t e amount.	o Item 3
any o above	f the persons require. If the amount is u	red to be name unknown, prov e (if Necessary)	ed as executive vide an estimat	officers, d	irectors o	r promoters x next to th	in response t e amount.	o Item 3

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
  offerees.
- 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
Vuzix Corp	/s/ Paul Travers	Paul Travers	Chief Executive Officer	2013-04-01