The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

1. Issuer's Identity Previous Entity Type 0.001417380 COMMERCETEL CORP Entity Type 0.001417180 ARES VENTORES CORP. ARES VENTORES CORP. 0.0014171 MICLINOS CORP. ARES VENTORES CORP. Imitel Patienthip 0.0014171 MICLINOS CORP. Imitel Patienthip Imitel Patienthip 0.001471 MICLINOS CORP. Street Address 2 Imitel Patienthip 313 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215 Street Address 2 Imitel Patienthip 133 Wort Type Road, State 215		F	ES AND EXCHANG gton, D.C. 20549 FORM D ot Offering of Secu		OMB APPROVAL OMB Number: 3235-0 Estimated average burden hours per response: 4
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	3133 West Frye Road, Suite 215				
Chandler ARIZONA 85226	•		intry		
Relationship: Executive Officer Director Promoter	Chandler	ARIZONA		85226	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
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Street Address 1	Street Address 2	
3133 West Frye Road, Suite 215		
City	State/Province/Country	ZIP/PostalCode
Chandler	ARIZONA	85226
Relationship: Executive Officer X Director	or Promoter	
Clarification of Response (if Necessary):		
L act Nama	First Name	Middle Name
Last Name	First Name	
Schneider	Doug Street Address 2	
Street Address 1	Street Address 2	
3133 West Frye Road, Suite 215	State/Browings/Country	ZID/DestalCade
City	State/Province/Country	ZIP/PostalCode 85226
Chandler	ARIZONA	83220
Relationship: Executive Officer X Director	or Promoter	
Clarification of Response (if Necessary):		
4. Industry Group		
	Health Care	
Agriculture		Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	
		Technology
	Hospitals & Physicians	Computers
	Pharmaceuticals	Telecommunications
Investment Banking		
Pooled Investment Fund	Other Health Care	X Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
Yes		
Other Banking & Financial Services		☐ Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
	, , <u>, , , , , , , , , , , , , , , , , </u>	

R	evenue Range	OR A	Aggregate Net Asset Value Range
	No Revenues		No Aggregate Net Asset Value
	\$1 - \$1,000,000		\$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
x	Decline to Disclose		Decline to Disclose
	Not Applicable	Γ	Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (sele	ct all that apply)	
	Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)	
Rule 504 (b)(1)(i)	Section 3(c)(2)	
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)	
Rule 504 (b)(1)(iii)	Section 3(c)(4)	
X Rule 506(b) Rule 506(c)	Section 3(c)(5)	
Securities Act Section 4(a)(5)		
	Section 3(c)(6)	
	Section 3(c)(7)	
7. Type of Filing		
X New Notice Date of First Sale 2022-01-31 First Sale	Yet to Occur	
L		
8. Duration of Offering		
Does the Issuer intend this offering to last more than one ye	ear? Yes X No	
9. Type(s) of Securities Offered (select all that apply)		
X Equity	Pooled Investment Fund Interests	
Debt	Tenant-in-Common Securities	
Option, Warrant or Other Right to Acquire Another Secu	rity Mineral Property Securities	
Security to be Acquired Upon Exercise of Option, Warran Acquire Security	nt or Other Right to Other (describe)	
10. Business Combination Transaction		
Is this offering being made in connection with a business co or exchange offer?	ombination transaction, such as a merger, acquisition	
Clarification of Response (if Necessary):		
11. Minimum Investment		
Minimum investment accepted from any outside investor \$	0 USD	
12. Sales Compensation		
Recipient	Recipient CRD Number $\overline{\mathrm{X}}$ None	
(Associated) Broker or Dealer $\overline{\mathrm{X}}$ None	(Associated) Broker or Dealer CRD Number 🔀 None	
Street Address 1 City	Street Address 2 State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	Foreign/non-US	
13. Offering and Sales Amounts		
Total Offering Amount \$674,452 USD or Indefinite		
Total Amount Sold \$674,452 USD		
Total Remaining to be Sold \$0 USD or Indefinite		
Clarification of Response (if Necessary):		
These amounts represent the settlement of RSUs to a former direct	tor of the Company	
rese ansuns represent the settlement of RSOS to a former direct	tor or me company.	

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the 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:

1

15. Sales Commissions & Finder's Fees 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

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.

\$0 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, in the accordance with applicable law, 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 the issuer 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 Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) 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
MOBIVITY HOLDINGS CORP.	/s/ Lisa Brennan	Lisa Brennan	Chief Financial Officer	2023-02-15

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.