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.

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

## Notice of Exempt Offering of Securities

OMB APPROVAL				
OMB Number:	3235- 0076			
Estimated average burden				
hours per response:	4.00			

1. Issuer's Identity

CIK (Filer ID Number	r) Previous Names	None	Entity Type
<u>0001566826</u>		rnmental Systems, Inc.	X Corporation
Name of Issuer		,	Limited Partnership
Nxt-ID, Inc.			Limited Liability Company
Jurisdiction of			General Partnership
Incorporation/Organiza	tion		Business Trust
DELAWARE			Other (Specify)
Year of Incorporation	/Organization		
Over Five Years Ago			
X Within Last Five Years (Spec	ify Year) 2012		
Yet to Be Formed			
2. Principal Place of Business an	d Contact Information		
Name of Is	suer		
Nxt-ID, Inc.			
Street Add	ress 1	Stre	eet Address 2
288 CHRISTIAN STREET			
City S	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
OXFORD CC	<b>NNECTICUT</b>	06478	(203) 266-2103
3. Related Persons			
Last Name	Firs	t Name	Middle Name
Pereira	Gino	М.	
Street Address 1	Street .	Address 2	
51 Tram Drive			
City	State/Prov	ince/Country	ZIP/PostalCode
Oxford	CONNECTICUT	0647	8
<b>Relationship:</b> X Executive Officient	cer X Director Promote	er	
Clarification of Response (if Nec	essary):		
Chief Executive Officer, Chairma	an of the Board		
Last Name	Firs	t Name	Middle Name
Miceli	Vincent	S.	
	Street	Address 2	
Street Address 1	Sueer		
<b>Street Address 1</b> 61 Southview Drive	Sueer		
		ince/Country	ZIP/PostalCode
61 Southview Drive			

Clarification of Response (if Necessary):

Chief Financial Officer, Vice President

Last Name	First Name		Middle Name
Tunnell	Charles	David	
Street Address 1	Street Address 2		
1721 Winding Circle SE			
City	State/Province/Country		ZIP/PostalCode
Palm Bay	FLORIDA	32909	
<b>Relationship:</b> X Executive Office	er Director Promoter		
Clarification of Response (if Nece	ssary):		
Chief Technology Officer			
Last Name	First Name		Middle Name
Gust	David	Richard	
Street Address 1	Street Address 2		
4141 Bayshore Blvd.	Apt. 1602		
City	State/Province/Country		ZIP/PostalCode
Tampa <b>Relationship:</b> Executive Office	FLORIDA	33611	
Clarification of Response (if Nece Last Name	First Name		Middle Name
D'Almada-Remedios	Michael	J.	
Street Address 1	Street Address 2		
5610 Troon Ct.			
City	State/Province/Country		ZIP/PostalCode
Discovery Bay	CALIFORNIA	94505	
<b>Relationship:</b> Executive Office	r X Director Promoter		
Clarification of Response (if Nece	ssary):		
	First Name		Middle Name
Last Name			
Last Name Sharkey	Daniel	Р.	
Sharkey Street Address 1	Daniel Street Address 2	Р.	
Sharkey <b>Street Address 1</b> 75 Hunters Ridge Road	Street Address 2	Р.	
Sharkey Street Address 1 75 Hunters Ridge Road City	Street Address 2 State/Province/Country		ZIP/PostalCode
Sharkey Street Address 1 75 Hunters Ridge Road City Southbury	Street Address 2 State/Province/Country CONNECTICUT	P. 06488	ZIP/PostalCode
Sharkey Street Address 1 75 Hunters Ridge Road City	Street Address 2 State/Province/Country CONNECTICUT		ZIP/PostalCode
Sharkey Street Address 1 75 Hunters Ridge Road City Southbury	Street Address 2 State/Province/Country CONNECTICUT r X Director Promoter		ZIP/PostalCode
Sharkey Street Address 1 75 Hunters Ridge Road City Southbury Relationship: Executive Office	Street Address 2 State/Province/Country CONNECTICUT r X Director Promoter		ZIP/PostalCode

Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance Investing	Hospitals & Physicians	Computers
Investment Banking	Pharmaceuticals	Telecommunications
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 Co Act of 1940? Yes Other Banking &	ompany No Financial Services	Commercial Construction REITS & Finance	Lodging & Conventions Tourism & Travel Services Other Travel
Business Services		Residential	Other
Energy		Other Real Estate	
Coal Mining			
Electric Utilities			
Energy Conservat	ion		
Environmental Se	ervices		
Oil & Gas			
Other Energy			

### 5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
X \$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
Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

# 6. Federal Exemption(s) and Exclusion(s) Claimed (select 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) Rule 504 (b)(1)(ii)	Section 3(c)(2)	Section 3(c)(10)	
Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)	
Rule 505	Section 3(c)(4)	Section 3(c)(12)	
X Rule 506(b) Rule 506(c)	Section 3(c)(5)	Section 3(c)(13)	
Securities Act Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)	
	Section 3(c)(7)		

### 7. Type of Filing

- X New Notice Date of First Sale 2015-04-24 First Sale Yet to Occur Amendment
- 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

- 9. Type(s) of Securities Offered (select all that apply)
- X Equity
- X Debt
- X Option, Warrant or Other Right to Acquire Another Security X Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security

**Pooled Investment Fund Interests** Tenant-in-Common Securities **Mineral Property Securities** 

Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as Yes X No a merger, acquisition or exchange offer? Clarification of Response (if Necessary): 11. Minimum Investment Minimum investment accepted from any outside investor \$1,575,000 USD 12. Sales Compensation Recipient Recipient CRD Number X None (Associated) Broker or Dealer CRD Number X None (Associated) Broker or Dealer X None Street Address 1 Street Address 2 City State/Province/Country **ZIP/Postal** Code State(s) of Solicitation (select all that apply) All States Foreign/non-US Check "All States" or check individual States 13. Offering and Sales Amounts **Total Offering Amount** \$1,575,000 USD or Indefinite Total Amount Sold \$1.575.000 USD Total Remaining to be Sold \$0 USD or Indefinite Clarification of Response (if Necessary): 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:

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
Finders' Fees	\$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 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
Nxt-ID, Inc.	/s/ Gino M. Pereira	Gino M. Pereira	Chief Executive Officer	2015-05-08

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.