

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

In the Matter of:  
ARtelligence Holdings, Inc.  
File No. 3-22231

**MOTION FOR EXTENSION OF TIME TO FILE REQUIRED REPORTS AND IN  
OPPOSITION TO THE ENFORCEMENT DIVISION’S MOTION FOR SUMMARY  
DISPOSITION**

To:  
The Honorable Administrative Law Judge  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549

Comes now ARtelligence Holdings, Inc. (“the Company”), by and through its undersigned representative, and respectfully moves for an extension of time to file its delinquent periodic reports and in opposition to the Enforcement Division’s motion for summary disposition seeking revocation of the Company’s securities registration under Section 12(j) of the Securities Exchange Act of 1934 (the “Exchange Act”). In support thereof, the Company states as follows:

**I. Background and Current Status**

- The Company acknowledges historical deficiencies in timely filing required SEC quarterly and annual reports as a result of its former management and prior business structure.
- Since a change of control and rebranding in Spring 2023, ARtelligence Holdings, Inc. has undergone a material transformation, including:
- Growth in assets to over \$5.7 billion (as of March 31, 2025), with total debt of only \$6.1 million.
- Expansion to over 7,000 beneficial shareholders, including 585 shareholders of record, with the vast majority being non-accredited Australian nationals.

- Implementation of a strategic business plan in Artificial Intelligence, with independently appraised intellectual property exceeding \$5.23 billion in value.
- Completion of a 1-for-50 reverse stock split, resulting in a book value per share of \$32.30 as of year-end 2024.

## **II. Remediation and Compliance Efforts**

- All required periodic reports (Forms 10-K and 10-Q) have been prepared. Several months ago, we engaged the Company's longtime PCAOB-registered auditors, M&K CPAs, LLC., a firm that primarily serves micro-cap companies. However, the audit director, Cecil Garrick III, has not been responsive to our requests and ignores the changes in the Company's intellectual properties. The Company has repeated sent emails and made telephone calls to the audit firm with no satisfactory responses.
- The Company is actively transitioning to a new auditor appropriate for its current scale and complexity.
- The audit and review process is expected to be completed, and all delinquent and current reports filed, no later than September 30, 2025.
- The Company is committed to timely filing of all future reports in accordance with SEC regulations.

## **III. Investor Protection and Market Integrity**

- The Company's transformation and remediation efforts serve the public interest and align with the Exchange Act's investor-protection objectives.
- As the Enforcement Division's Motion Exhibit 2 details, since the transformation of the Company beginning in 2023, there have been 24 timely 8K filings. Some of these 8K filings provide information about the Company's substantial increase in assets and shareholders' equity, as well as changes in the Company's business model and management. Additionally, there have been two "Open Letter to Shareholders" posted on the Company's website. These efforts have provided transparency and have kept investors informed.
- The Company has not raised funds from shareholders since the change of control and has announced in an 8K filing that it has no intention of public offerings or shareholder solicitations. Management believes its efforts in the Artificial Intelligence industry will soon result in sales that will generate massive profits this year.
- Revocation at this juncture is not the most appropriate remedy available. In fact, revocation would irreparably harm over 7,000 beneficial shareholders, many of whom have endured years of losses and who now stand to benefit from the Company's transformation.

#### **IV. Legal and Policy Grounds**

- The Company's violations are curable, and the SEC and courts have recognized that revocation is not mandatory where credible remediation is underway.
- The Enforcement Division's insistence on revocation, even if all filings are brought current, is inconsistent with the principle of proportionality and procedural fairness.
- Temporary restrictions or conditional relief, rather than revocation, would better serve the interests of both investors and the market.

#### **V. Request for Relief**

WHEREFORE, for the foregoing reasons, ARtelligence Holdings, Inc. respectfully requests that the Administrative Law Judge and the Commission:

1. Grant an extension of time until September 30, 2025, for the Company to file all delinquent periodic reports and complete the audit process;
2. Deny the Enforcement Division's motion for summary disposition and request for revocation of the Company's securities registration;
3. Permit the Company to maintain its registration under Section 12(g) of the Exchange Act during the extension period;
4. Grant such other and further relief as may be just and proper.

Respectfully submitted,

Dated: July 28, 2025



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