SEC Form 3

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				1) of the investment Company Act of 194						
1. Name and Address of Reporting Person* Hexagon Partners, Ltd.			2. Date of Event Requiring Statement (Month/Day/Year) 04/11/2023		3. Issuer Name and Ticker or Trading Symbol AiAdvertising, Inc. [ AIAD ]					
(Last) (First) (Middle)			04/11/2023		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
18 DESTA DR.					X Director X Officer (give title below)	Officer (give title Other (specif			Group Filing (Check One Reporting Person	
(Street) MIDLAND TX 79705								X Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct ( Indirect (I) (Ins	D) or 5)		eneficial Ownership (Instr.	
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Convers or Exerc		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares	Price of Derivativ Security	Indirect (I) ve (Instr. 5)		
Series I Preferre	d Stock		04/11/2023 <sup>(1)</sup>	(1)	Common Stock	909,090,800	(1)	<b>D</b> <sup>(2)</sup>		
Hexagon Par (Last) 18 DESTA DR (Street)	(First)	(Middle)		_						
MIDLAND (City)	(State)	79705 (Zip)		-						
1. Name and Addre	. ,			-						
Texas Star Management Company, LLC										
(Last) (First) (Middle) 18 DESTA DR.				_						
(Street) MIDLAND	TX	79705		_						
(City)	(State)	(Zip)								
1. Name and Address of Reporting Person • <u>Dunn Timothy M.</u>				_						
(Last) 18 DESTA DR	(First)	(Middle)		_						
(Street) MIDLAND	TX	79705		_						
(City)	(State)	(Zip)								
Explanation of Res	sponses:									

1. Each share of Series I Preferred Stock ("Preferred Stock") is convertible at the option of the holder into 400 shares of common stock of the Issuer ("Common Stock"), subject to adjustments. The Preferred Stock may be converted at any time and has no expiration date. Each share of Preferred Stock entiles its holder to east the number of votes equal to the number of whole shares of Common Stock into which the shares of Preferred Stock held by such holder are then convertible as of the record date for determining stockholders entilted to vote on all matters presented to the holders of Common Stock for approval, voting together with the holders of Common Stock are as set forth in the Certificate of Designation of Preferences, Rights and Limitations of Preferred Stock filed by the Issuer with the SEC on April 11, 2023.

2. Shares reported herein are held by Hexagon Partners, Ltd. ("Hexagon"). Texas Star Management Company, LLC ("TSMC") is the general partner of Hexagon. Timothy M. Dunn is the managing member of TSMC. Accordingly, TSMC and Mr. Dunn may be deemed to share the right to direct the voting or disposition of the securities held directly by Hexagon and therefore may be deemed to beneficially own such securities. Each of TSMC and Mr. Dunn disclaim beneficial ownership of the securities held by Hexagon except to the extent of their pecuniary interest therein, if any.

 Hexagon Partners, Ltd. By: Texas

 Star Management Company, LLC,

 its general partner By: Timothy M, 04/20/2023

 Dunn, its managing member /s/

 Timothy Dunn

 Texas Star Management

 Company, LLC By: Timothy M, 04/20/2023

 Dunn, its managing member /s/

 Timothy Dunn

 By: Timothy M, Dunn, is managing member /s/

 individually /s/ Timothy Dunn

 \*\* Signature of Reporting Person

 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.