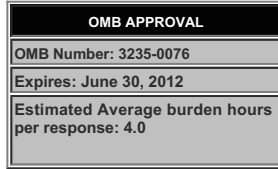


UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.



1. Issuer's Identity

CIK (Filer ID Number) 0000849636 Previous Name(s) X-Age, Inc. Entity Type Corporation Name of Issuer CORTEX PHARMACEUTICALS INC/DE/ Jurisdiction of Incorporation/Organization DELAWARE Year of Incorporation/Organization Over Five Years Ago

2. Principal Place of Business and Contact Information

Name of Issuer CORTEX PHARMACEUTICALS INC/DE/ Street Address 1 7700 Irvine Center Drive Street Address 2 Suite 750 City Irvine State/Province/Country CALIFORNIA ZIP/Postal Code 92618 Phone No. of Issuer 949 727 3157

3. Related Persons

Last Name Varney First Name Mark Middle Name A. Street Address 1 7700 Irvine Center Drive Street Address 2 Suite 750 City Irvine State/Province/Country CALIFORNIA ZIP/Postal Code 92618 Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name Casamento First Name Charles Middle Name J. Street Address 1 7700 Irvine Center Drive Street Address 2 Suite 750 City Irvine State/Province/Country CALIFORNIA ZIP/Postal Code 92618

Irvine CALIFORNIA 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name: Benedik First Name: John Middle Name: F.

Street Address 1: 7700 Irvine Center Drive Street Address 2: Suite 750

City: Irvine State/Province/Country: CALIFORNIA ZIP/Postal Code: 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name: Carley First Name: David Middle Name: W.

Street Address 1: 7700 Irvine Center Drive Street Address 2: Suite 750

City: Irvine State/Province/Country: CALIFORNIA ZIP/Postal Code: 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name: Hwang First Name: Moogak Middle Name:

Street Address 1: 7700 Irvine Center Drive Street Address 2: Suite 750

City: Irvine State/Province/Country: CALIFORNIA ZIP/Postal Code: 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name: Hyer First Name: Kathryn Middle Name:

Street Address 1: c/o Illinois Ventures LLC Street Address 2: 20 North Wacker, Suite 1201

City: State/Province/Country: ZIP/Postal Code:

Chicago ILLINOIS 60606

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name First Name Middle Name
Johnson M. Ross

Street Address 1 Street Address 2
7700 Irvine Center Drive Suite 750

City State/Province/Country ZIP/Postal Code
Irvine CALIFORNIA 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name First Name Middle Name
Letendre Peter W.

Street Address 1 Street Address 2
7700 Irvine Center Drive Suite 750

City State/Province/Country ZIP/Postal Code
Irvine CALIFORNIA 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name First Name Middle Name
Messinger Maria

Street Address 1 Street Address 2
7700 Irvine Center Drive Suite 750

City State/Province/Country ZIP/Postal Code
Irvine CALIFORNIA 92618

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary)

Last Name First Name Middle Name
Johnson Steven A.

Street Address 1 Street Address 2
7700 Irvine Center Drive Suite 750

City State/Province/Country ZIP/Postal Code

Relationship:



Executive Officer



Director



Promoter

Clarification of Response (if Necessary)

4. Industry Group Agriculture**Banking & Financial Services** Commercial Banking Insurance Investing Investment Banking Pooled Investment Fund Other Banking & Financial Services Business Services**Energy** Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy**Health Care** Biotechnology Health Insurance Hospitals & Physicians Pharmaceuticals Other Health Care Manufacturing**Real Estate** Commercial Construction REITS & Finance Residential Other Real Estate Retailing Restaurants**Technology** Computers Telecommunications Other Technology**Travel** Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel Other**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 Not Applicable**Aggregate Net Asset Value Range** No Aggregate Net Asset Value \$1 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 \$50,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose Not Applicable**6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)** Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 505 Rule 504 (b)(1)(i) Rule 506 Rule 504 (b)(1)(ii) Securities Act Section 4(6) Rule 504 (b)(1)(iii) Investment Company Act Section 3(c)**7. Type of Filing** New Notice

Date of First Sale

 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 Equity
- Tenant-in-Common Securities Debt
- Mineral Property Securities Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?

Yes No

Clarification of Response (if Necessary)

Merger transaction

11. Minimum Investment

Minimum investment accepted from any outside investor

\$ 0 USD

12. Sales Compensation

Recipient

Recipient CRD Number

None

(Associated) Broker or Dealer

None

(Associated) Broker or Dealer CRD Number

None

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation

All States

13. Offering and Sales Amounts

Total Offering Amount \$ 3832214 USD Indefinite

Total Amount Sold \$ 3832214 USD

Total Remaining to be Sold \$ 0 USD 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, 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

13

total number of investors who already have invested in the offering:

15. Sales Commissions & Finders' 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 \$ USD Estimate

Finders' Fees \$ 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.

\$ 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, 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 the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

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.

All Issuers	Signature	Name of Signer	Title	Date
CORTEX PHARMACEUTICALS INC/DE/	Maria Messinger	Maria Messinger	VP and CFO	2012-08-21