

iTalk Inc.
Form SC 13G
June 13, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2**

Italk Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

465353100

(CUSIP Number)

October 18, 2013

(Date of Event Which Requires Filing of the Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

<input type="checkbox"/>	Rule 13d-1(b)
<input checked="" type="checkbox"/>	Rule 13d-1(c)
<input type="checkbox"/>	Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the

disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see the Notes*).

CUSIP NO. 465353100 **13G** Page 2 of 7 Pages

NAME OF REPORTING PERSONS

1. **IBC Funds LLC**

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(see instructions)

2. (a)
- (b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF
ORGANIZATION

4.

Nevada

SOLE VOTING POWER

NUMBER OF 5.

SHARES **0**

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

EACH

REPORTING (1)

PERSON

SOLE DISPOSITIVE POWER

WITH

7.

0

8. SHARED DISPOSITIVE POWER

(1)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9.

(1)

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES

10.

CERTAIN SHARES x (1)

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

11.

9.99% (1)

TYPE OF REPORTING PERSON (See
Instructions)

12.

CO

(1) Bryan Collins and Samuel Oshana are Managing Members of IBC Funds LLC (“IBC”) and may be deemed to hold shared voting and dispositive power over shares held by IBC. On October 18, 2013, the Circuit Court in the 12th Judicial Circuit in and for Sarasota County, Florida, entered Orders Granting Approval of a Settlement Agreement (the “Settlement Agreement”) between the Issuer and IBC whereby the Issuer, in lieu of cash payment, agreed to issue, in one or more tranches, that number of shares of Common Stock equal to \$418,000.00 upon conversion into Common Stock at a conversion rate equal to 65% of the lowest closing price of the Common Stock

during the fifteen trading days prior to and inclusive of any share request of IBC. However, pursuant to the Settlement Agreement, the Issuer may not issue shares of Common Stock that would result in more than an aggregate 9.99% beneficial ownership of the Issuer's issued and outstanding Common Stock by IBC and its affiliates.

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NAME OF REPORTING PERSONS

1. **Bryan Collins**

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(see instructions)

2. (a) ..
(b) ..

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF
ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.

SHARES **0**

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

EACH

REPORTING (1)

PERSON

SOLE DISPOSITIVE POWER

WITH

7.

0

8. SHARED DISPOSITIVE POWER

(1)

9. AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

(1)

10. CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES x (1)

11. PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

9.99% (1)

12. TYPE OF REPORTING PERSON (See
Instructions)

IN

(1) Bryan Collins and Samuel Oshana are Managing Members of IBC Funds LLC (“IBC”) and may be deemed to hold shared voting and dispositive power over shares held by IBC. On October 18, 2013, the Circuit Court in the 12th Judicial Circuit in and for Sarasota County, Florida, entered Orders Granting Approval of a Settlement Agreement (the “Settlement Agreement”) between the Issuer and IBC whereby the Issuer, in lieu of cash payment, agreed to issue, in one or more tranches, that number of shares of Common Stock equal to \$418,000.00 upon conversion into Common Stock at a conversion rate equal to 65% of the lowest closing price of the Common Stock

during the fifteen trading days prior to and inclusive of any share request of IBC. However, pursuant to the Settlement Agreement, the Issuer may not issue shares of Common Stock that would result in more than an aggregate 9.99% beneficial ownership of the Issuer's issued and outstanding Common Stock by IBC and its affiliates.

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NAME OF REPORTING PERSONS

1. **Samuel Oshana**

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

(see instructions)

2. (a) ..
(b) ..

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF
ORGANIZATION

4.

USA

SOLE VOTING POWER

NUMBER OF 5.

SHARES **0**

BENEFICIALLY

6. SHARED VOTING POWER

OWNED BY

EACH

REPORTING (1)(2)

PERSON

SOLE DISPOSITIVE POWER

WITH

7.

0

8. SHARED DISPOSITIVE POWER

(1)(2)

9. AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

(1)(2)

10. CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES

CERTAIN SHARES x (1)(2)

11. PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

9.99% (1)(2)

12. TYPE OF REPORTING PERSON (See
Instructions)

IN

(1) Bryan Collins and Samuel Oshana are Managing Members of IBC Funds LLC (“IBC”) and may be deemed to hold shared voting and dispositive power over shares held by IBC. On October 18, 2013, the Circuit Court in the 12th Judicial Circuit in and for Sarasota County, Florida, entered Orders Granting Approval of a Settlement Agreement (the “Settlement Agreement”) between the Issuer and IBC whereby the Issuer, in lieu of cash payment, agreed to issue, in one or more tranches, that number of shares of Common Stock equal to \$418,000.00 upon conversion into Common Stock at a conversion rate equal to 65% of the lowest closing price of the Common Stock

during the fifteen trading days prior to and inclusive of any share request of IBC. However, pursuant to the Settlement Agreement, the Issuer may not issue shares of Common Stock that would result in more than an aggregate 9.99% beneficial ownership of the Issuer's issued and outstanding Common Stock by IBC and its affiliates.

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Item 1(a). Name of Issuer:

Italk Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

2400 W. Cypress Creek Road, #111, Fort Lauderdale, Florida 33309

Item 2(a). Name of Person Filing:

This statement is filed by: (i) IBC Funds LLC; (ii) Bryan Collins; and (iii) Samuel Oshana with respect to shares beneficially owned by IBC Funds LLC.

IBC Funds LLC, Bryan Collins and Samuel Oshana have entered into an Joint Filing Agreement, a copy of which is filed with this Schedule 13G as Exhibit 99.1, pursuant to which they have agreed to file this Schedule 13G jointly in accordance with the provisions of Rule 13d-1(k) of the Act.

Item 2(b). Address of Principal Business Office or, if none, Residence:

1170 Kane Concourse, Suite 404

Bay Harbour, Florida 33154

Item 2(c). Citizenship:

IBC Funds LLC is a Nevada limited liability corporation. Mr. Collins is a United States citizen. Mr. Oshana is a United States citizen.

Item 2(d). Title of Class of Securities:

COMMON STOCK

Item 2(e). CUSIP Number:

465353100

Item 3. Type of Person:

Not applicable

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Item 4.

Ownership:

Provide the following information regarding the aggregate number and percentage of class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

(1)

(b) Percent of Class:

9.99% (1)

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

(1)

(ii) shared power to vote or to direct the vote:

(1)

(iii) sole power to dispose or to direct the disposition of:

(1)

(iv) shared power to dispose or to direct the disposition of:

(1)

Bryan Collins and Samuel Oshana are Managing Members of IBC Funds LLC (“IBC”) and may be deemed to hold shared voting and dispositive power over shares held by IBC. On October 18, 2013, the Circuit Court in the 12th Judicial Circuit in and for Sarasota County, Florida, entered Orders Granting Approval of a Settlement Agreement (the “Settlement Agreement”) between the Issuer and IBC whereby the Issuer, in lieu of cash payment, agreed to (1) issue, in one or more tranches, that number of shares of Common Stock equal to \$418,000.00 upon conversion into Common Stock at a conversion rate equal to 65% of the lowest closing price of the Common Stock during the fifteen trading days prior to and inclusive of any share request of IBC. However, pursuant to the Settlement Agreement, the Issuer may not issue shares of Common Stock that would result in more than an aggregate 9.99% beneficial ownership of the Issuer’s issued and outstanding Common Stock by IBC and its affiliates.

Item 5.

Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following " .

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

NOT APPLICABLE

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

NOT APPLICABLE

Item 8. Identification and Classification of Members of the Group:

NOT APPLICABLE

Item 9. Notice of Dissolution of Group:

NOT APPLICABLE

Item 10. Certifications:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, I certify (the undersigned certifies) that the information set forth in this statement is true, complete and correct.

IBC Funds LLC

Date: June 13, 2014 By: /s/ Bryan Collins
Bryan Collins

Date: June 13, 2014 By: /s/ Bryan Collins
Bryan Collins

Date: June 13, 2014 By: /s/ Samuel Oshana
Samuel Oshana

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (*see* 18 U.S.C. 1001).

ce="Times New Roman" style="font-size:1.0pt;font-weight:bold;">

Hewitt

Benefits Administration Integration Leadership

Kathryn Hayley

Kristi Savacool

Arvind Ramakrishnan

Matt Mann

Workstream Leaders

Aon

Hewitt

Strategy

Arvind Ramakrishnan

Todd Babbitz

U.S. Large Market Businesses

Ken Haderer, Lisa Caldwell

Maureen Scholl, Regina Brab

U.S. Mid Market Businesses

Ken Haderer, Lisa Caldwell

Craig Maloney

Canada Operations

Eric Laberge

Shauna Cooper

UK Operations

Stuart Heatley

Derek Morgan

LATAM Operations

Mary Jimenez Olariago

Cheryl Fitch

India Operations

James White

Troy Mills, Arjun Singh

Domain Leadership

Shaka Maharajh

Brad Anderson

Implementations

Kevin Kornoelje

Greg Haecker

Customer Service

Kevin Kornoelje

Brad Anderson

Operations & Quality

James White

Blythe Kazmierczak

Point Solutions

Ken Haderer

Mike Rogalski

HR Business Process Outsourcing (HR BPO) Working Teams

	Business Leaders		Working Team Leaders	
	Aon	Hewitt	Aon	Hewitt
HR BPO Integration Leadership	Kathryn Hayley	Jim Konieczny	Bob Lopes	Brad Nunemaker

	Workstream Leaders	
	Aon	Hewitt
Recruitment Process Outsourcing	Kathryn Hayley	Jim Konieczny

Functional Area Working Teams

	Working Team Leaders	
	Aon	Hewitt
Sales & Accounts	Kathryn Hayley, Baljit Dail,	Mike Wright, Richele Soja,
	Chris Michalak	Eric Watkins
Marketing & Comms	Lisa Kaplan	Julie Macdonald
Tax	TBD/ Scott Ordway	Gene McCluskey
HR	Neela Seenandan	Tracy Keogh
Finance	Scott Ordway	Joe Tautges
IT	Ash Patel	David Baruch
Real Estate	Roy Keller	Betsy Hagan
Legal	Peter Lieb	Mark Sproat
Security Risk Management	Greg Besio	Brian Ivie
Global Sourcing	Lewis Love	Arjun Singh
Third Party Vendors	Lewis Love	Mark Power
Integration Communications	Todd Connor	Julie Macdonald

Safe Harbor Statement

This communication contains certain statements related to future results, or states our intentions, beliefs and expectations or predictions for the future which are forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from either historical or anticipated results depending on a variety of factors. Potential factors that could impact results include: the possibility that the expected efficiencies and cost savings from the proposed transaction will not be realized, or will not be realized within the expected time period; the ability to obtain governmental approvals of the merger on the proposed terms and schedule contemplated by the parties; the failure of stockholders of Hewitt Associates, Inc. (Hewitt) to approve the proposal to adopt the merger agreement; the failure of the stockholders of Aon Corporation (Aon) to approve the proposal to approve the issuance of shares of Aon common stock to Hewitt stockholders in the merger; the loss of key Aon or Hewitt employees following the merger; the risk that the Aon and Hewitt businesses will not be integrated successfully; disruption from the proposed transaction making it more difficult to maintain business and operational relationships with customers, partners and others; the possibility that the proposed transaction does not close, including, but not limited to, due to the failure to satisfy the closing conditions; general economic conditions in different countries in which Aon and Hewitt do business around the world; changes in global equity and fixed income markets that could affect the return on invested assets; fluctuations in exchange and interest rates that could impact revenue and expense; rating agency actions that could affect Aon's ability to borrow funds; changes in the funding status of Aon's various defined benefit pension plans and the impact of any increased pension funding resulting from those changes; Aon's ability to implement restructuring initiatives and other initiatives intended to yield cost savings, and the ability to achieve those cost savings; the impact on risk and insurance services commission revenues of changes in the availability of, and the premium insurance carriers charge for, insurance and reinsurance products, including the impact on premium rates and market capacity attributable to catastrophic events; the outcome of inquiries from regulators and investigations related to compliance with the U.S. Foreign Corrupt Practices Act and non-U.S. anti-corruption laws; the impact of investigations brought by U.S. state attorneys general, U.S. state insurance regulators, U.S. federal prosecutors, U.S. federal regulators, and regulatory authorities in the U.K. and other countries; the impact of class actions and individual lawsuits including client class actions, securities class actions, derivative actions and ERISA class actions; the cost of resolution of other contingent liabilities and loss contingencies, including potential liabilities arising from error and omissions claims against Aon or Hewitt; the extent to which Aon and Hewitt retain existing clients and attract new businesses; the extent to which Aon and Hewitt manage certain risks created in connection with the various services, including fiduciary and advisory services, among others, that Aon and Hewitt currently provide, or will provide in the future, to clients; the impact of, and potential challenges in complying with, legislation and regulation in the jurisdictions in which Aon and Hewitt operate, particularly given the global scope of Aon's and Hewitt's businesses and the possibility of conflicting regulatory requirements across jurisdictions in which Aon and Hewitt do business; and the ability to realize the anticipated benefits to Aon of the Benfield merger. Further information concerning Aon, Hewitt, and their business, including factors that potentially could materially affect Aon's and Hewitt's financial results, is contained in Aon's and Hewitt's filings with the Securities and Exchange Commission (the SEC). See Aon's and Hewitt's Annual Reports on Form 10-K and Annual Reports to Stockholders for the fiscal years ended December 31, 2009 and September 30, 2009, respectively, and other public filings with the SEC for a further discussion of these and other risks and uncertainties applicable to our businesses. Neither Aon nor Hewitt undertakes, and each of them expressly disclaims, any duty to update any forward-looking statement whether as a result of new information, future events or changes in their respective expectations, except as required by law.

Additional Information

This communication does not constitute an offer to sell or the solicitation of an offer to buy our securities or the solicitation of any vote or approval. This communication is being made in respect of the proposed transaction involving Aon and Hewitt. In connection with the proposed merger, Aon filed with the SEC a

registration statement on Form S-4 that included a preliminary joint proxy statement of Aon and Hewitt that also constitutes a preliminary prospectus of Aon, and each of the companies may be filing with the SEC other documents regarding the proposed transaction. At the appropriate time, Aon and Hewitt will mail the definitive joint proxy statement/prospectus regarding the proposed merger to their respective stockholders. Before making any voting or investment decision, investors and stockholders are urged to read carefully in their entirety the definitive joint proxy statement/prospectus regarding the proposed transaction and any other relevant documents filed by either Aon or Hewitt with the SEC when they become available because they will contain important information about the proposed transaction. You may obtain copies of all documents filed with the SEC regarding this transaction, free of charge, at the SEC's website (www.sec.gov), by accessing Aon's website at www.aon.com under the heading "Investor Relations" and then under the link "SEC Filings" and from Aon by directing a request to Aon at Aon Corporation, 200 E. Randolph Street, Chicago, Illinois 60601, Attention: Investor Relations, and by accessing Hewitt's website at www.hewitt.com under the heading "Investor Relations" and then under the link "Reports & SEC Filings" and from Hewitt by directing a request to Hewitt at Hewitt Associates, Inc., 100 Half Day Road, Lincolnshire, Illinois 60069, Attention: Investor Relations.

Aon and Hewitt and their respective directors and executive officers and certain other members of management and employees may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. You can find information about Aon's directors and executive officers in its definitive proxy statement filed with the SEC on April 7, 2010. You can find information about Hewitt's directors and executive officers in its definitive proxy statement filed with the SEC on December 16, 2009. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, will be contained in the joint proxy statement/prospectus and other relevant materials to be filed with the SEC when they become available. You can obtain free copies of these documents from Aon and Hewitt using the contact information above.
