

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

### Part A General Company Information

#### **Item I The exact name of the issuer and its predecessor (if any).**

1. Envit Capital Group, Inc.
2. Fortel, Inc. (predecessor)
3. Zitel, Inc. (predecessor)

#### **Item II The address of the issuer's principal executive offices.**

Envit Capital Headquarters  
99 Summer Street  
Suite 1700 – 17<sup>th</sup> Floor  
Boston, MA 02110  
P: 617-542-3333  
F: 617-542-3339  
Email: admin@envitcapital.com  
Website: www.envitcapital.com

#### **Item III The jurisdiction(s) and date of the issuer's incorporation or organization.**

Incorporated in the State of Delaware

#### **Item IV The name and address of the transfer agent\*.**

Island Stock Transfer  
100 Second Avenue South  
Suite 705S  
St. Petersburg, FL 33701  
Telephone: 727-289-0010  
Fax: 727-289-0069  
Note: Island Stock Transfer, the transfer agent is registered under the Exchange Act.

#### **Item V The nature of the issuer's business.**

##### Business Development.

1. The form of organization of the issuer: corporation.
2. The year that the issuer (or any predecessor) was organized; 1979
3. The issuer's fiscal year end date; December 31

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

4. Whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding; Note=3-03 Fortel, Inc Company filed petition under Chapter 7 of the Federal Bankruptcy Code in the U.S. Bankruptcy Court for the Northern District of California. Chapter 7 case closed, effective 3-17-06

5. Any material reclassification, merger, consolidation, purchase or sale, of a significant amount of assets: Yes, 30 for 1 reverse stock split and name change approved by FINRA on August 22, 2008.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments: None.

7. Any change of control: Control was transferred to Edward M. Laborio from Michael Anthony in July 2008.

8. Any increase of 10% or more of the same class of outstanding equity securities None.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization: Past 30-1 reverse stock split on August 22, 2008.

10. Any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board: None.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved: None.

B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:

1. SIC Code: 6799

2. We are currently conducting operations.

3. The Company is not considered a shell company pursuant to Securities Act Rule 405.

4. Parent & Subsidiaries: (all 100% owned by the Parent ECGP)

1. Envit Capital Group, Inc
2. Envit Capital, LLC
3. Envit Capital Private Wealth Management
4. Envit Capital Asset Management

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

5. The effect of existing or probable governmental regulations on the business: None

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers:

***IMPORTANT:*** *The following information is UN-audited. We are in the process of preparing our audited financials. The following figures cannot be relied on as exact numbers, as they may be subject to change by our Accountant/Auditor, post the completion of our audited financials.*

Operations of Envit Capital, LLC initiated in the last quarter of 2006. Envit's development cost approximately equaled \$12,659.10 in 2006 and \$143,003.62 in 2007. The majority of costs the Company incurred were associated with Legal Fees, which entailed the development of our Funds and establishing subsidiary entities. Management believes that the industry standards for establishing organizations like Envit have been much higher in the past and that the Company did a successful job of adhering to the goals that Management had in place to cut costs in the first two years, to conserve assets.

7. Costs and effects of compliance with environmental laws (federal, state and local): None.

8. The number of total employees and number of full-time employees. 15 full time employees.

### **Item VI The nature of products or services offered.**

The Envit Capital Group, Inc is a Holding Company for financial entities, investor partnerships and asset management subsidiaries.

### **Item VII The nature and extent of the issuer's facilities.**

Envit does not currently own any Real Estate. Envit leases space that has been fully paid for until December 2008 in Boston, MA. Envit Capital also leases space in Boca Raton, FL and has an agreement with eleven (11) months remaining at \$3,700 a month.

Envit intends to have an office in Atlanta, Dallas, NYC, Philadelphia, Los Angeles and other metro areas in the United States. As Envit continues to grow, we anticipate our rental expenses to rise dramatically. Management believes that these expenses will be paid for by revenues generated by the offices in the geographical location that the leased space exists.

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

### Part B Share Structure and Issuance History

#### **Item VIII The exact title and class of securities outstanding.**

##### Common Stock

Authorized: 40,000,000

Outstanding: 1,015,087

##### Preferred Stock (Class C)

Authorized: 1,000,000

Outstanding: 600,000 (100-1 voting right, owned solely by Edward M. Laborio)

#### **Item IX Description of the security.**

##### *Common or Preferred Stock.*

1. For common equity, describe any dividend, voting and preemption rights: None
2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions. No dividend, voting 100-1, convertible into common.
3. Describe any other material rights of common or preferred stockholders: None
4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer: None

#### **Item X The number of shares or total amount of the securities outstanding for each class of securities authorized.**

##### a. Common Stock

Authorized: 40,000,000

Outstanding: 1,015,087

##### b. Preferred Stock (Class C)

Authorized: 1,000,000

Outstanding: 600,000 (100-1 voting right, owned solely by Edward M. Laborio)

c. Freely tradable shares (public float): 1,015,087

d. Total number of shareholders of record: Approximately 850

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

### **Item XI List of securities offerings and shares issued for services in the past two years.**

(iv) The number of shares sold: None.

(v) The price at which the shares were offered, and the amount actually paid to the issuer:  
None

(vi) The trading status of the shares: None.

### Part C Management and Control Structure

#### **Item XII The name of the chief executive officer, members of the board of directors, as well as control persons.**

##### A. Officers and Directors.

1. Full name: Edward M. Laborio; CEO & Chairman.

2. Business address: 99 Summer Street; 1700 Boston, MA 02110.

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates).

4. Board memberships and other affiliations: None other than The Envit Capital Group, Inc. and its subsidiaries.

5. Compensation by the issuer: As of August 25, 2008, compensation is \$500.00 a week.

6. Number and class of the issuer's securities beneficially owned by each such person:  
600,000 Preferred Class C Stock.

##### B. Legal/Disciplinary History

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses): None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities: None

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated: None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities: None

C. Disclosure of Certain Relationships. Describe any relationships existing among and between the issuer's officers, directors and shareholders. To the extent not otherwise disclosed, describe all relationships and affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders: None

D. Disclosure of Conflicts of Interest. Describe any related party transactions or conflicts of interests. Provide a description of the circumstances, parties involved and mitigating factors for any related party transactions or executive officer or director with competing professional or personal interests: None

### **Item XIII Beneficial Owners.**

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities. To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

1. Edward M. Laborio owns 600,000 Class C preferred shares. These shares were transferred by Michael Anthony to Mr. Laborio in order to gain control of Fortel, Inc. Mr. Laborio's intention is to surrender and retire the shares.

### **Item XIV The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:**

1. Investment Banker: None

2. Promoters: None

3. Counsel: None

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

4. Accountant or Auditor  
 ACSB & Co., LLP  
 517 Route One South  
 Suite 1002  
 Islin, NJ 08830 P: 732 855 9600

ACSB & Co., LLP is our outside accountant that provides audit and review services, they are currently preparing our taxes and audited financials. ACSB & Co., LLP as accountants have the required licensing and qualifications to perform such duties on behalf of the Company.

5. Public Relations Consultant: None

6. Investor Relations Consultant: None

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement: None

### Part D Financial Information

#### **Item XV Financial information for the issuer's most recent fiscal period.**

***IMPORTANT:*** The following information is UN-audited. We are in the process of preparing our audited financials. The following figures cannot be relied on as exact numbers, as they may be subject to change by our Accountant/Auditor, post the completion of our audited financials.

The following figures reflect unaudited financials for Envit Capital for 2006 and 2007. Envit started conducting business in the final quarter of 2006. Between late 2006 and 2007 Envit's management focused on building a self sufficient infrastructure of the Company rather than rushing into generating a revenue stream. Beginning 2008 the main focus of Envit's Management has been to acquire existing revenue generating financial firms across the United States. Management estimates that that revenues generated for 2008 will be approximately above \$4,000,000. Management is intending to increase revenues by 3 to 4 times in 2009.

<u>Balance Sheet</u> <b>2006</b> Total Assets: 32,905 Total Liabilities: 54,910 Total Equity: (22,005) Total: 32,905	<u>Balance Sheet</u> <b>2007</b> Total Assets: 240,345 Total Liabilities: 0 Total Equity: 210,680 Total: 270,028
<u>Income Statement</u> <b>2006</b> Total Income: (26,483) Total Expenses: 12,659 Net Ordinary Income: (39,142) Net Income (39,142)	<u>Income Statement</u> <b>2007:</b> Total Income: 33,688 Total Expenses: 143,003 Net Ordinary Income: (109,314) Net Income (109,314)

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

### Item XVII Management’s Discussion and Analysis or Plan of Operation.

#### A. Plan of Operation.

Envit Capital Group, Inc (“Envit”) will derive revenues from the several subsidiaries. The majority of revenues will consist of Fees from Funds that some subsidiaries generate. Envit’s plan of growth is to continue on acquiring existing financial firms to increase our assets under management, in turn increasing our revenues.

Envit has been established to offer a solution for institutional and high net worth accredited investors seeking superior returns in public and private investments thru such investment vehicles as hedge funds, private equity funds, and real estate funds. The General Partner’s for these Funds will receive fees for assets under management, as well as performance fees.

Envit acts as a boutique independent management firm based in Boston, Massachusetts. Envit plans to expand to several key cities in order to establish new relationships with institutions and high net worth individuals in such places like New York City, Dallas, West Palm Beach, LA, Toronto, London, Rome, Frankfurt and Sydney.

#### **Businesses**

**Hedge Funds** — a business that proposes to manage assets, which make highly diversified investments globally in undervalued assets, including: corporate securities, real estate, private equity, loans, fixed income, currency, equity, commodity markets and related derivatives to capitalize on imbalances in the financial markets.

**Private Equity Funds** — a business that will manage assets that primarily makes significant, control-oriented investments in North America, UK and Europe, focusing on acquiring and building asset-based businesses with significant cash flows.

#### **Growth Strategy**

Our focus is to create long term value for our shareholders. We will raise capital and correspondingly increase our assets under management only when we believe appropriate investment opportunities are available. Accordingly, we intend to pursue the following initiatives: Generate strong investment performance in our managed assets and selectively expand our investment products.

#### **Competitive Strengths**

By taking advantage of what we perceive as our competitive strengths, we expect to grow our asset management business and consistently deliver superior returns for our investors. These strengths include the following attributes:

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

- **Alignment with Our Investors.** In keeping with our fundamental philosophy premised on an alignment of interest with our investors, we will invest capital in each of our businesses.
- **People.** We will assemble a team of more than 100 Investment Professionals to attract investors to our managed assets.
- **Dividend Policy.** We intend to pay out quarterly dividends in amounts that reflect management's view of our financial performance. However, no assurance can be given that any dividends, whether quarterly or otherwise, will or can be paid. We believe that the payment of dividends, and our intent to increase our dividends on a basis commensurate with improvements in the company's financial performance, will provide transparency to our shareholders and will impose upon us an investment discipline with respect to new products, businesses and strategies.
- **Long-Standing Relationships.** Our staff has established close relationships with key financing sources and capital market intermediaries that have recognized our ability to execute transactions in various businesses.

### B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

As of August 25, 2008 Envit does not have any debt and has adequate liquidity for operations. Envit will only pursue an injection of capital if the use of proceeds is directed for the acquisition of a revenue generating business.

### Part E Exhibits

#### **Item XVIII Material Contracts.**

The Company does not have any current material Contracts.

#### **Item XIX Articles of Incorporation and Bylaws.**

Envit Capital Group, Inc. will be posting the Articles shortly. Due to the recent reverse merger and timely share exchange with Envit Capital, LLC., Envit Capital Group, Inc.'s council are currently updating the Articles of Incorporation to represent all of the vast recent changes to the Company.

# Initial Company Information and Disclosure Statement

## Envit Capital Group, Inc

### Item XX Issuer's Certifications.

Edward M. Laborio  
CEO & Chairman

Date:8/28/2008 [Signature] /s/ Edward M. Laborio

### Forward-looking Statements

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: This press release contains or may contain forward-looking statements such as statements regarding the Company's growth and profitability, growth strategy, liquidity and access to public markets, operating expense reduction, and trends in the industry in which the Company operates. The forward-looking statements contained in this press release are also subject to other risks and uncertainties. The Company assumes no obligation to update these forward-looking statements to reflect actual results, changes in risks, uncertainties or assumptions underlying or affecting such statements, or for prospective events that may have a retroactive effect.