

Relationship:

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hour per response: 4.0

### State Province Country ### Andy    California Brands International, Inc.   Califor				
Previous Name(s)   None   Entity Type				
### PACIFIC ENTERTAINMENT CORP    Comport	1. Issuer's Identity			
Same of Issuer    Corporation   Corporation	CIK (Filer ID Number)	Previous Name(s)	None	Entity Type
Consist Stands International, Inc.  Within Last Five Years Ago  Within Last Five Years Ago  Cyet To Be Formed  Cyet to	0001355848		INT	• Corporation
urisdiction of acceptoration/Organization NEVADA  (rear of Incorporation/Organization  © Over Five Years Ago  Within Last Five Years (Specify Year) C Yet to Be Formed  2. Principal Place of Business and Contact Information  Name of Issuer  Genus Brands International, Inc.  Street Address 1 Street Address 2  196 N. CANON  ATH FLOOR  City State/Province/Country ZIP/Postal Code  Beverly Hills  CALIFORNIA  Beverly Hills  CALIFORNIA  Middle Name  Relationship:  Executive Officer  Director  Promoter  Larification of Response (if Necessary)  State/Province/Country  JIP/Postal Code  Promoter  And Middle Name  Middle Name  Middle Name  Middle Name  Pirst Name  Middle Name	Name of Issuer			0
Access of Incorporation/Organization  NEVADA  Cear of Incorporation/Organization  © Over Five Years Ago  Within Last Five Years Ago  Within Last Five Years Ago  Cyct to Be Formed  Ceans Brands International, Inc.  Street Address 2  190 N. CANON  ATH FLOOR  City State/Province/Country ZIP/Postal Code  Beverly Hills  CALIFORNIA  Beverly Hills  CALIFORNIA  Middle Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code  Beverly Hills  CALIFORNIA  Middle Name  Heyward  Andy  California  California  Relationship:  Executive Officer  Director  Promoter  Calification of Response (if Necessary)  Assert Name  First Name  Middle Name  Middle Name  Middle Name  Middle Name  Middle Name  Street Address 2  190 N. Canon, 4th Floor  Calification of Response (if Necessary)  Calification of Response (if Necessary)  Street Address 2  Director  Promoter  Calification of Response (if Necessary)  Street Address 2  Director  Promoter  Calification of Response (if Necessary)	Genius Brands International,	Inc.		C
NEVADA   Cear of Incorporation/Organization   Gover Five Years Ago   Within Last Five Years (Specify Year)   Gother	Jurisdiction of Incorporation/Organization			
Tear of Incorporation/Organization  © Over Five Years Ago  Within Last Five Years (Specify Year)  C Yet to Be Formed  2. Principal Place of Business and Contact Information  Arme of Issuer  Genius Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  4TH FLOOR  City  State/Province/Country  ZIP/Postal Code  Phone No. of Issuer  BEVERLY HILLS  CALIFORNIA  Middle Name  Heyward  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Promoter  Carification of Response (if Necessary)  Asset Name  First Name  Middle Name  Cahill  Bernard  Grivet Address 1  Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)	NEVADA			_
Cover Five Years Ago  Within Last Five Years (Specify Years (Specify Years C Yet to Be Formed  Comis Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  ATH FLOOR  City  State/Province/Country  EVERLY HILLS  CALIFORNIA  Company	Vear of Incorporation/Organ	ization		
C Yet to Be Formed  2. Principal Place of Business and Contact Information  (Anne of Issuer  Genius Brands International, Inc.  (Active Address 1  Street Address 2  190 N. CANON  (BY  State/Province/Country  State/Province/Country  Andy  (Andy  Street Address 1  Street Address 2  (Alifornia  (Andy  Street Address 1  Street Address 2  (Andy  Street Address 3  (Andy  Street Address 4  (Andy  Street Address 4  (Andy  Street Address 5  (Alifornia  (Andy  Street Address 6  (Alifornia  (Aliforn	Over Five Years Ago			Other
2. Principal Place of Business and Contact Information    Contact   Contact   Contact	Within Last Five Years			
2. Principal Place of Business and Contact Information  Same of Issuer  Genius Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  ATH FLOOR  City  State/Province/Country  ZIP/Postal Code  Phone No. of Issuer  BEVERLY HILLS  CALIFORNIA  BEVERLY HILLS  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  First Name  Cahill  Bernard  Street Address 2  190 N. Canon, 4th Floor  Cariffication of Response (if Necessary)  State/Province/Country  ZIP/Postal Code  With California  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  Cariffication of Response (if Necessary)				
Genius Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  State/Province/Country  BEVERLY HILLS  CALIFORNIA  Street Address 2  190 N. CANON  Andy  Street Address 2  100 N. Canon, 4th Floor  Caty  State/Province/Country  State/Province/Country  ZIP/Postal Code  Widdle Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Pozio  Promoter  Carification of Response (if Necessary)  And Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)  State/Province/Country  ZIP/Postal Code  Phomoter  Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)				
Genius Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  State/Province/Country  BEVERLY HILLS  CALIFORNIA  Street Address 2  190 N. CANON  Andy  Street Address 2  100 N. Canon, 4th Floor  Caty  State/Province/Country  State/Province/Country  ZIP/Postal Code  Widdle Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Pozio  Promoter  Carification of Response (if Necessary)  And Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)  State/Province/Country  ZIP/Postal Code  Phomoter  Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)				
Genius Brands International, Inc.  Street Address 1  Street Address 2  190 N. CANON  State/Province/Country  BEVERLY HILLS  CALIFORNIA  Street Address 2  190 N. CANON  Andy  Street Address 2  100 N. Canon, 4th Floor  Caty  State/Province/Country  State/Province/Country  ZIP/Postal Code  Widdle Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Pozio  Promoter  Carification of Response (if Necessary)  And Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)  State/Province/Country  ZIP/Postal Code  Phomoter  Street Address 2  190 N. Canon, 4th Floor  Carification of Response (if Necessary)				
Genius Brands International, Inc.  Street Address 2  190 N. CANON  State/Province/Country  EVERLY HILLS  GALIFORNIA  First Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  State/Province/Country  Everly Hills  GALIFORNIA  First Name  Middle Name  Heyward  Street Address 2  190 N. Canon, 4th Floor  State/Province/Country  Everly Hills  GALIFORNIA  Director  Promoter  Carification of Response (if Necessary)  Andy  Street Address 2  190 N. Canon, 4th Floor  Street Address 3  Everty Hills  First Name  Middle Name  Street Address 4  Street Address 5  Street Address 5  Street Address 6  Street Address 7  Street Address 8  Street Address 8  Street Address 9  Street Address 9  Street Address 1  Street Address 2	2. Principal Place o	of Business and	Contact In	formation
Street Address 2  190 N. CANON  State/Province/Country  BEVERLY HILLS  CALIFORNIA  Pool 10  310-273-4222  32  33. Related Persons  Last Name  First Name  Middle Name  Heyward  Andy  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  CALIFORNIA  Director  Promoter  Charification of Response (if Necessary)  Last Name  First Name  Middle Name  Middle Name  Middle Name  Street Address 2  190 N. Canon, 4th Floor  Charification of Response (if Necessary)	Name of Issuer			
Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  California  California  California  Street Address 2  Street Address 3  California  Street Address 4  Street Address 5  California  Street Address 6  California  Street Address 6  Street Address 7  Street Address 7  Street Address 7  Street Address 8  Street Address 8  California  Street Address 9  California  Street Address 9  Street Address 9  Street Address 9  Street Address 9  Street Address 1  Street Address 2  Street Address 9  Street Address 2	Genius Brands International,	Inc.		
Ety State/Province/Country ZIP/Postal Code Phone No. of Issuer  BEVERLY HILLS  CALIFORNIA  90210  310-273-4222  3. Related Persons	Street Address 1		Street Address 2	
BEVERLY HILLS  CALIFORNIA  90210  310-273-4222  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-422  310-273-42  310-273-422  310-273-42  310-273-42  310-273-42  310-273-42  310-273-42	190 N. CANON		4TH FLOOR	
Asst Name  Heyward  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  California  Relationship:  Executive Officer  Director  Promoter  Carification of Response (if Necessary)  Asst Name  First Name  First Name  Middle Name  Cahill  Bernard  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	City	State/Province/Country	y ZIP/Postal	Code Phone No. of Issuer
B. Related Persons	BEVERLY HILLS	CALIFORNIA	90210	310-273-4222
Ast Name  Heyward  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Promoter  Clarification of Response (if Necessary)  Ast Name  First Name  Middle Name  Middle Name  Middle Name  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code				
Ast Name  Heyward  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Promoter  Clarification of Response (if Necessary)  Ast Name  First Name  Middle Name  Middle Name  Middle Name  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code				
Ast Name  Heyward  Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  Promoter  Clarification of Response (if Necessary)  Ast Name  First Name  Middle Name  Middle Name  Middle Name  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code				
Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  90210  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  ast Name  First Name  Middle Name  Cahill  Bernard  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	3. Related Persons	5		
Andy  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code  Beverly Hills  CALIFORNIA  90210  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  ast Name  First Name  Middle Name  Cahill  Bernard  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	act Namo	First Namo		Middle Name
Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code  Beverly Hills Qualiformia				
Tity State/Province/Country ZIP/Postal Code  Beverly Hills CALIFORNIA 90210  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code	-	Alluy	St 4 4 1 1 2	
City State/Province/Country ZIP/Postal Code  Beverly Hills CALIFORNIA 90210  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code			Street Address 2	
Beverly Hills  CALIFORNIA  90210  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  ast Name  First Name  Middle Name  Cahill  Bernard  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	190 N. Canon, 4th Floor			
Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Cahill  Bernard  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	City		ntry	-11
Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code	Beverly Hills	CALIFORNIA		90210
Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code				
ast Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code				
ast Name First Name Middle Name  Cahill Bernard  Street Address 1 Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code	Relationship:	Executive Officer	Director	Promoter
Cahill  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code			Director	Promoter Promoter
Cahill  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	- 0		Director	Promoter
Cahill  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code	- 0		Director	Promoter
Cahill  Street Address 1  Street Address 2  190 N. Canon, 4th Floor  City  State/Province/Country  ZIP/Postal Code			Director	Promoter
Street Address 2  190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code	Clarification of Response (if Nec	cessary)	Director	No.
190 N. Canon, 4th Floor  City State/Province/Country ZIP/Postal Code	Clarification of Response (if Neo	rirst Name	Director	No.
City State/Province/Country ZIP/Postal Code	Clarification of Response (if Nec	rirst Name		Middle Name
	Clarification of Response (if Nec	rirst Name		Middle Name
Beverly Hills CALIFORNIA 90210	Last Name  Cahill  Street Address 1  190 N. Canon, 4th Floor	First Name  Bernard	Street Address 2	Middle Name
	Clarification of Response (if Nec	First Name  Bernard	Street Address 2	Middle Name

□ Director

Promoter

Executive Officer

Clarification of Resp	onse (if Necessary)			
Last Name	First N	ame	Middle Name	
Davis	Josep	h		
Street Address 1		Street Addr	ress 2	
190 N. Canon, 4th	Floor			
City	State/I	Province/Country	ZIP/Postal Code	
Beverly Hills	CAL	IFORNIA	90210	
Relationship:	Executive Offi	cer Directo	Promoter	
Clarification of Resp	onse (if Necessary)			
Last Name	First N		Middle Name	
Hallren	Patri			
Street Address 1		Street Addr	ress 2	
190 N. Canon, 4th				
City		Province/Country	ZIP/Postal Code	
Beverly Hills	CAL	IFORNIA	90210	
	The second		100,000	
Relationship:	Executive Offi	cer Directo	Promoter Promoter	
Clarification of Resp	onse (if Necessary)			
Last Name	First N	ame	Middle Name	
Loesch	Marg	aret		
Street Address 1		Street Addr	ress 2	
190 N. Canon, 4th	Floor			
City	State/I	Province/Country	ZIP/Postal Code	
Beverly Hills	CAL	IFORNIA	90210	
Relationship:	Executive Offi	cer Directo	Promoter Promoter	
Clarification of Resp	onse (if Necessary)			
Last Name	First N	Jame	Middle Name	
Segall	Lynn	<u> </u>		
Street Address 1		Street Addr	ress 2	
190 N. Canon, 4th	Floor			
City		Province/Country	ZIP/Postal Code	
Beverly Hills		IFORNIA	90210	
20.013 11115				
Relationship:	Executive Offi	cer Directo	or Promoter	
r		(A.C.)	A	
Clarification of Resp	onse (if Necessary)			
1				

	First Name	Middle Name
Thomopoulos	Anthony	
Street Address 1	Street Address 2	
190 N. Canon, 4th Floor		
City	State/Province/Country	ZIP/Postal Code
Beverly Hills	CALIFORNIA	90210
	-	
Relationship: Execut	ive Officer Director	Promoter
Clarification of Response (if Necessary	7)	
		_
Last Name	First Name	Middle Name
Klein	Michael	
Street Address 1	Street Address 2	
190 N. Canon, 4th Floor		
City	State/Province/Country	ZIP/Postal Code
Beverly Hills	CALIFORNIA	90210
		70.55
Relationship: Execut	ive Officer Director	Promoter
Clarification of Response (if Necessary	7)	
Last Name	First Name	Middle Name
Denton	Robert	
Street Address 1	Street Address 2	
190 N. Canon, 4th Floor		
City	State/Province/Country	ZIP/Postal Code
	State/Province/Country  CALIFORNIA	ZIP/Postal Code
City  Beverly Hills	CALIFORNIA	90210
City  Beverly Hills	1	
City  Beverly Hills	ive Officer Director	90210
City  Beverly Hills  Relationship: Execut	ive Officer Director	90210
City  Beverly Hills  Relationship: Execut	ive Officer Director	90210
City    Beverly Hills     Execut   Clarification of Response (if Necessary	ive Officer Director	Promoter Promoter
City    Beverly Hills	ive Officer Director  First Name	90210
City    Beverly Hills	ive Officer Director  First Name  Michael	Promoter Promoter
City    Beverly Hills   Factor     Clarification of Response (if Necessary     Last Name     Jaffa     Street Address 1	ive Officer Director  First Name	Promoter Promoter
City    Beverly Hills	ive Officer Director  Director  First Name  Michael  Street Address 2	Promoter  Middle Name
City    Beverly Hills	CALIFORNIA  ive Officer Director  Director  Street Address 2  State/Province/Country	Middle Name  ZIP/Postal Code
City    Beverly Hills	ive Officer Director  Director  First Name  Michael  Street Address 2	Promoter  Middle Name
City    Beverly Hills	First Name  Michael  Street Address 2  State/Province/Country  CALIFORNIA	Middle Name  ZIP/Postal Code
City    Beverly Hills	CALIFORNIA  ive Officer Director  Director  Street Address 2  State/Province/Country	Middle Name  ZIP/Postal Code
City    Beverly Hills	First Name  Michael  Street Address 2  State/Province/Country  CALIFORNIA  Director	Middle Name  ZIP/Postal Code

4. I	ndustry Group					
C A	griculture		0.220	lth Care	O	Retailing
	Sanking & Financial Services		0	Biotechnology Health Insurance		Restaurants
(	Commercial Banking		O	Hospitals & Physicians		Technology
	O Insurance		O	Pharmaceuticals		0=0
	O Investing		O	Other Health Care		Computers
	Investment Banking					C Telecommunications
3	Pooled Investment Fund					C Other Technology
(	Other Banking & Financial  Services	0	Mar	nufacturing		Travel
Ов	Business Services	*u/		I Estate		C Airlines & Airports C Lodging & Conventions
	nergy		O	Commercial		C Lodging & Conventions
	Coal Mining		O	Construction		C Tourism & Travel Services C Other Travel
	Electric Utilities		0	REITS & Finance	e	Other Travel
	Energy Conservation  Environmental Services		0	Residential Other Real Estate	3.5	Guiei
	Oil & Gas		*/	Senti Real Estate		
(	Other Energy					
E I	loouer Cine					
	SSUER SIZE			Aggregate Net Asset	t Vol	lue Range
O	No Revenues			n		et Asset Value
C	\$1 - \$1,000,000			\$1 - \$5,000,0		
C	\$1,000,001 - \$5,000,000			C \$5,000,001 -		,000,000
О	\$5,000,001 - \$25,000,000			\$25,000,001		
O	\$25,000,001 - \$100,000,000			\$50,000,001		
O	Over \$100,000,000			Over \$100,0		
•	Decline to Disclose			C Decline to D		
C	Not Applicable			C Not Applica	ıble	
6 1	Federal Exemption(	e) a:	nd.	Evolusion(s) Clair	me	ad (select all that
	oly)	o, ai	ıu	Exclusion(s) Grain	1110	ou (solost all that
П	Rule 504(b)(1) (not (i), (ii)		Г	Rule 505		
	or (iii))		V			
	Rule 504 (b)(1)(i)		Y	Rule 506(b)		
	Rule 504 (b)(1)(ii)		1	Rule 506(c)		
	Rule 504 (b)(1)(iii)	<u> </u>	Г	Securities Act Section 4(a)(5)	)	
L			Г	Investment Company Act Se	ection	n 3(c)
7.	Type of Filing					
	New Notice Date of First Sa	ıle	20	19-10-29	Fire	st Sale Yet to Occur
-		-10			_ 11 3	The second Coolin
	Amendment					
8. 1	Duration of Offering					
					0	•
Does	the Issuer intend this offering to l	ast mo	re th	an one year?	1.7	Yes No
9 .	Type(s) of Securities	s Of	fer	ed (select all that	ar	oply)
	Pooled Investment Fund	0.02		•	uμ	( C. A.
	Interests		quity			
	Tenant-in-Common Securities	De	ebt			

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?
Clarification of Response (if Necessary)
11. Minimum Investment
Minimum investment accepted from any outside S USD
investor
12. Sales Compensation
Recipient CRD Number None
Bradley Woods & Co. Ltd.
(Associated) Broker or Dealer
Street Address 1 Street Address 2
805 Third Avenue, 18th Floor
City State/Province/Country ZIP/Postal Code
New York NEW YORK 10022
State(s) of Solicitation All States Foreign/Non-US
13. Offering and Sales Amounts
10. One mig and dates / meanle
Total Offering Amount \$ USD ▼ Indefinite
Total Amount Sold \$ 0 USD
Total Remaining to be Sold USD Indefinite
Clarification of Response (if Necessary)
Warrants to purchase common stock were issued pursuant to a Stock Purchase Agreement between the Corporation and
purchaser, entitling purchaser to the number of shares issued or issuable to the purchaser for \$0.76 per share.
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 total number of investors who already have invested in the offering:

# 15. Sales Commissions & Finders' Fees Expenses

expenditure is not known, provide an estimate and check the box next to the amount.					
Sales Commissions	\$ 35280	USD	<b>Estimate</b>		
Finders' Fees	\$ 0	USD	<b>Estimate</b>		
Clarification of Response (if Necessary	y)				

Provide separately the amounts of sales commissions and finders' fees expenses, if any, If the amount of an

#### 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.

\$ 0	USD	Estimate

## Signature and Submission

Clarification of Response (if Necessary)

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, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

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.

Issuer	Signature	Name of Signer	Title	Date
Genius Brands International, Inc.	/s/ Andy Hewyard	II	Chairman and Chief Executive Officer	2019-11-04