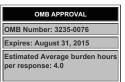
FORM D

Notice of Exempt Offering of Securities

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



1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001355848	PACIFIC	Corporation
Name of Issuer	CORP	C Limited Partnership
Genius Brands International, Inc.		C Limited Liability Company
Jurisdiction of Incorporation/Organization	_	C General Partnership
NEVADA]	C Business Trust
Year of Incorporation/Organization	DN	C Other
Over Five Years Ago		
C Within Last Five Years (Specify Year)		

- Yet to Be Formed

	General Partnership
1 Other	C Other
V Other	C Other

2. Principal Place of Business and Contact Information

Name of Issuer			
Genius Brands International, I	nc.		
Street Address 1		Street Address 2	
190 N. CANON		4TH FLOOR	
City	State/Province/Country	y ZIP/Postal Code	Phone No. of Issuer
BEVERLY HILLS	CALIFORNIA	90210	310-273-4222

3. Related Persons

Last Name		First Name		Middle Name
Heyward		Andy		
Street Address 1			Street Address 2	
190 N. Canon Drive			4th Floor	
City		State/Province/	Country	ZIP/Postal Code
Beverly Hills		CALIFORNI	A	90210
Relationship:	Execu	tive Officer	Director	Promoter
Last Name		First Name		Middle Name
Denton		Robert		٦
Street Address 1			Street Address 2	
City		State/Province/	Country	ZIP/Postal Code
Beverly Hills		CALIFORNI	A	90210
Relationship:	Execu	tive Officer	Director	Promoter

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Last Name		First Name		Middle Name
Davis		Joseph		
Street Address 1		Joseph	Street Address 2	
190 N. Canon, 4th Flo	or]	Silver Autress 2]
<u></u>	01	State/Drovince/	Country	ZIP/Postal Code
City Beverly Hills		State/Province/		21P/Postal Code
Beveriy Hills		CALIFORNI	A	90210
Relationship:	Execu	tive Officer	Director	Promoter
Clarification of Response	(if Necessar	·y)		
Last Name		First Name		Middle Name
Hallren		P.		Clark
Street Address 1			Street Address 2	
190 N. Canon, 4th Flo	or]]
City		State/Province/	Country	ZIP/Postal Code
				90210
Beverly Hills		CALIFORNI	A	90210
Relationship:	Execu	tive Officer	Director	Promoter
Clarification of Response	(if Necessar	.v)		
		J /		
<u></u>				
Last Name		First Name		Middle Name
Thomopoulos		Anthony		
Street Address 1		1	Street Address 2	
190 N. Canon, 4th Flo	or			
City		State/Province/	Country	ZIP/Postal Code
Beverly Hills		CALIFORNI	Α	90210
Relationship:	Execu	tive Officer	Director	Promoter
Clasification of Decompose	(if Necostar)		lu
Clarification of Response	(II Necessar	(y)		
Last Name		First Name		Middle Name
Loesch		Margaret		
Street Address 1			Street Address 2	
190 N. Canon, 4th Flo	or			
City		State/Province/	Country	ZIP/Postal Code
Beverly Hills		CALIFORNI	A	90210
Relationship:	Execu	tive Officer	Director	Promoter Promoter
·			*****	
Clarification of Response	(if Necessar	·y)		

Last Name		First Name		Middle Name	
Klein		Michael]	
Street Address 1			Street Address 2	-	
190 N. Canon, 4th Flo	or				
City		State/Province/0	Country	ZIP/Postal Code	
Beverly Hills		CALIFORNIA	A	90210	
Relationship:	Executi	ive Officer	Director	Promoter	
Clarification of Response	(if Necessary)			
Last Name]	First Name		Middle Name	
McTier		Karen			
Street Address 1			Street Address 2		a
190 N. Canon, 4th Floo	or				
City		State/Province/O	Country	ZIP/Postal Code	
Beverly Hills		CALIFORNIA	4	90210	
Relationship:	Executi	ive Officer	Director	Promoter	
Clarification of Response	(if Necessary)			
	(/			
<u></u>					
					•
Last Name		First Name		Middle Name	•
Last Name]	-		Middle Name	
-		First Name	Street Address 2	Middle Name	
Segall Street Address 1]	-	Street Address 2	Middle Name]
Segall Street Address 1 190 N. Canon, 4th Flore	or	Lynne]
Segall Street Address 1 90 N. Canon, 4th Flor City	or	Lynne State/Province/0	Country	 ZIP/Postal Code]
Segall Street Address 1 190 N. Canon, 4th Flore		Lynne	Country		
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills]	Lynne State/Province/C CALIFORNI/	Country A	ZIP/Postal Code] 90210]
Segall Street Address 1 90 N. Canon, 4th Flor City		Lynne State/Province/C	Country	 ZIP/Postal Code	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills	Executi	Lynne State/Province/C CALIFORNI	Country A	ZIP/Postal Code] 90210	
Segall Street Address 1 190 N. Canon, 4th Flor City Beverly Hills Relationship:	Executi	Lynne State/Province/C CALIFORNI	Country A	ZIP/Postal Code] 90210	
Segall Street Address 1 190 N. Canon, 4th Flor City Beverly Hills Relationship:	Executi	Lynne State/Province/C CALIFORNI	Country A	ZIP/Postal Code] 90210	
Segall Street Address 1 I90 N. Canon, 4th Floe City Beverly Hills Relationship: Clarification of Response	Executi	Lynne State/Province/C CALIFORNI/ ive Officer	Country A	ZIP/Postal Code 90210 Promoter	
Segall Street Address 1 I90 N. Canon, 4th Floe City Beverly Hills Clarification of Response Last Name	Executi	Lynne State/Province/C CALIFORNI/ ive Officer) First Name	Country A	ZIP/Postal Code] 90210	
Segall Street Address 1 190 N. Canon, 4th Flor City Beverly Hills Relationship: Clarification of Response Last Name Jaffa	Executi	Lynne State/Province/C CALIFORNI/ ive Officer	Country	ZIP/Postal Code 90210 Promoter	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Relationship: Clarification of Response Last Name Jaffa Street Address 1	(if Necessary	Lynne State/Province/C CALIFORNI/ ive Officer) First Name	Country A	ZIP/Postal Code 90210 Promoter	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Relationship: Clarification of Response Last Name Jaffa Street Address 1 190 N. Canon, 4th Floo	(if Necessary	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael	Country	ZIP/Postal Code 90210 Promoter Middle Name	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Relationship: Clarification of Response Last Name Jaffa Street Address 1 190 N. Canon, 4th Floo City	(if Necessary	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael State/Province/C	Country	ZIP/Postal Code 90210 Promoter Middle Name ZIP/Postal Code	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Relationship: Clarification of Response Last Name Jaffa Street Address 1 190 N. Canon, 4th Floo	(if Necessary	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael	Country	ZIP/Postal Code 90210 Promoter Middle Name	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Relationship: Clarification of Response Last Name Jaffa Street Address 1 190 N. Canon, 4th Floo City	(if Necessary	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael State/Province/C	Country Country Street Address 2 Country A	ZIP/Postal Code 90210 Promoter Middle Name ZIP/Postal Code	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Clarification of Response		Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael State/Province/C	Country	ZIP/Postal Code 90210 Promoter Middle Name ZIP/Postal Code	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Clarification of Response	Executi Executi Or Execut	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael State/Province/C CALIFORNI/ ive Officer	Country	ZIP/Postal Code 90210 Promoter Middle Name Middle Name ZIP/Postal Code 90210	
Segall Street Address 1 190 N. Canon, 4th Floo City Beverly Hills Clarification of Response	Executi Executi Or Execut	Lynne State/Province/C CALIFORNI/ ive Officer) First Name Michael State/Province/C CALIFORNI/ ive Officer	Country	ZIP/Postal Code 90210 Promoter Middle Name Middle Name ZIP/Postal Code 90210	

4. Industry Group

C Agriculture

Banking & Financial Services

- C Commercial Banking
- C Insurance
- C Investing
- C Investment Banking
- C Pooled Investment Fund
- Other Banking & Financial C Services

C Business Services

Energy

- C Coal Mining C Electric Utilities
- C Energy Conservation
- C Environmental Services
- C Oil & Gas
- C Other Energy

5. Issuer Size

Revenue Range

C No Revenues

- C \$1 - \$1,000,000
- C \$1,000,001 - \$5,000,000
- C \$5,000,001 - \$25,000,000
- C \$25,000,001 - \$100,000,000
- C Over \$100,000,000
- . **Decline to Disclose**
- C Not Applicable

- C Retailing
 - C Restaurants
- Hospitals & Physicians

Health Care

0

0

0

C Manufacturing

Real Estate

C

C

C Commercial

C Construction

Residential

O Other Real Estate

REITS & Finance

0

C

C

C Biotechnology

C Health Insurance

Pharmaceuticals

- Technology
- C Computers Other Health Care
 - **C** Telecommunications
 - C Other Technology

Travel

- C Airlines & Airports
- C Lodging & Conventions
- C Tourism & Travel Services
- Other Travel
- Other
- Aggregate Net Asset Value Range
 - No Aggregate Net Asset Value
- \$1 \$5,000,000 C
 - \$5,000,001 \$25,000,000
- 0 \$25,000,001 - \$50,000,000
 - \$50,000,001 \$100,000,000
- 0 Over \$100,000,000
- C Decline to Disclose
- 0 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(b)
Rule 504 (b)(1)(ii)	Rule 506(c)
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
	Investment Company Act Section 3(c)

2021-01-28

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?

O Yes O No

9. Type(s) of Securities Offered (select all that apply)

- Pooled Investment Fund Equity Г Interests
- Tenant-in-Common Securities 🔲 Debt

Γ	Mineral Property Securities	•	Option, Warrant or Other Right to Acquire Another Security
v	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security		Other (describe)

10. Business Combination Transac	lion
Is this offering being made in connection with a business con transaction, such as a merger, acquisition or exchange offer?	Vos No
Clarification of Response (if Necessary)	
11. Minimum Investment	
Minimum investment accepted from any outside \$	USD
12. Sales Compensation	
Recipient F	tecipient CRD Number 🔲 None
Bradley Woods & Co. Ltd.	13660
(Associated) Broker or Dealer 🔽 None	(Associated) Broker or Dealer CRD None
Street Address 1	Street Address 2
805 Third Avenue, 18th Floor	
City State/F	Province/Country ZIP/Postal Code
New York	V YORK 10022
State(s) of Solicitation 🔲 All States 🔲 Fore	ign/Non-US
CALIFORNIA	
CONNECTICUT	
FLORIDA	
NEW YORK	
PENNSYLVANIA	

13. 0	offering and Sales Amounts
	·
Total Of	ering Amount \$ 94184985 USD 🗖 Indefinite
Total Ar	ount Sold \$ 94184985 USD
Total Re Sold	naining to be \$ 0 USD [Indefinite
Clarifica	tion of Response (if Necessary)
14. l	nvestors
	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

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	\$	4300000	USD	Γ	Estimate
Finders' Fees	\$	0	USD	Г	Estimate
ation of Response (if Necessary	2)				

Represents commission on gross proceeds from investors' exercise of registered warrants.

16. Use of Proceeds

Clarific

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
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 the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the state in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains is principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place of business or any State in which the issuer maintains its principal place o
- 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/ Michael Jaffa	Michael Jaffa	Chief Operating Officer	2021-02-09