

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Administrative Proceedings Rulings
Release No. 6303 / November 7, 2018

Administrative Proceeding
File No. 3-18480

In the Matter of

**Grey Fox Holdings Corp. (f/k/a
Gray Fox Petroleum Corp.),
Green Innovations Ltd., and
Red Giant Entertainment, Inc.**

**Order Finding Service and
Scheduling Prehearing
Conference**

The Securities and Exchange Commission initiated this proceeding with an order instituting proceedings (OIP) on May 14, 2018, alleging that Respondents have violated Section 13(a) of the Securities Exchange Act of 1934 and Rules 13a-1 and 13a-13 by having securities registered with the Commission and not filing required periodic reports. OIP at 2. The proceeding was assigned to me on September 12, 2018, following a Commission order that directed a new hearing and that no previous orders or decisions should be given weight or presumed to be correct. *Pending Admin. Proc.*, Admin. Proc. Rulings Release No. 5955, 2018 SEC LEXIS 2264, at *2, *4 (ALJ); *see Pending Admin. Proc.*, Securities Act of 1933 Release No. 10536, 2018 SEC LEXIS 2058 (Aug. 22, 2018).

On September 25, 2018, I requested that the parties confer and submit a joint proposal, if possible, on how we should proceed to resolve the allegations set out in the OIP. *Grey Fox Holdings Corp.*, Admin. Proc. Rulings Release No. 6081, 2018 SEC LEXIS 2592 (ALJ). I did not hear directly from any respondent. The Division of Enforcement made a filing on October 12, 2018, representing that it had: (1) engaged in settlement discussions with Grey Fox Holdings Corp.'s attorney; (2) left a voicemail message on October 10, 2018, with the CEO of Green Innovations Ltd. that had not been returned; and (3) attempted to call Red Giant Entertainment, Inc., at the phone number on its last EDGAR filing but the number was "not available from the Division's calling area."

On October 16, 2018, the law firm of Schoeppel Law, P.A., filed a motion to intervene on behalf of TCA Global Master Fund L.P. (represented to be senior

preferred creditor of Green Innovations) and TCA Fund Management Group Corp., pursuant to Commission Rules of Practice 102 and 210(b). 17 C.F.R. §§ 201.102, .210(b).

The Division's service declaration filed on May 18, 2018, shows that service was accomplished on May 17, 2018, by sending a copy of the OIP to each Respondent by U.S. Postal Service at the address on what was at that time their most recent filing with the Commission. 17 C.F.R. § 201.141(a)(2)(ii).¹ Their answers were due by May 30, 2018. OIP at 3; 17 C.F.R. §§ 201.160(b), .220(b). No respondent filed an answer.

I ORDER a telephonic prehearing conference on Tuesday, November 20, 2018, at 10:00 a.m. EST. A respondent that does not participate in the prehearing conference will be subject to default for not answering the OIP, not appearing at a prehearing conference, and not otherwise defending the proceeding. 17 C.F.R. §§ 201.155(a), 220(f), .221(f); *see also Pending Admin. Proc.*, 2018 SEC LEXIS 2058, at*4.

I am not ruling on the motion to intervene at this time. I note, however, that Rule 210 does not permit intervention in "an enforcement proceeding." 17 C.F.R. § 201.210(b), (c). Mr. Schoeppl is welcome to participate in the prehearing conference—which is part of this public proceeding—however the single issue as to Green Innovations is whether it has securities registered with the Commission and has not filed any periodic reports since it filed a Form 10-K for the period ended December 31, 2014.

Brenda P. Murray
Chief Administrative Law Judge

¹ Grey Fox Holdings Corp. has since changed its address, and this order will be served on the company at the new address.