

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-19638

<p>In the Matter of</p> <p>Franklin Scientific, Inc., <i>et al.</i></p> <p>Respondents.</p>
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DIVISION OF ENFORCEMENT’S MOTION FOR
DEFAULT AND BRIEF IN SUPPORT

The Division of Enforcement (“Division”), by counsel, pursuant to Commission Rules of Practice Rules 154(a) and 155(a)(2) respectfully moves the Securities and Exchange Commission (“Commission”) for an order entering a default against Franklin Scientific, Inc. (“Franklin Scientific”) (CIK No. 1094735) and against Goodwell, Inc. (“Goodwell”) (CIK No. 1419839) (collectively “Respondents”) in this proceeding and ordering the revocation of the registration of each class of Respondents’ securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 (“Exchange Act”).

Argument

On January 9, 2020, the Commission issued an Order Instituting Proceedings (“OIP”) against Respondents which have securities registered with the Commission under Section 12(g) of the Exchange Act. The OIP alleges the Respondents are delinquent in filing their mandated periodic reports. Because the Respondents failed to answer or otherwise respond to

the OIP, the Division now seeks entry of an order finding respondents Franklin Scientific, Inc. and Goodwell, Inc. to be in default in this proceeding.

Commission Rule of Practice 220(b) states that where an answer is required to be filed by rule or order, the respondent “shall do so within 20 days after service upon the respondent of the order instituting proceedings” unless a different period is provided by rule or order. Here, the OIP requires “an Answer [to be filed] to the allegations contained in this Order within ten (10) days after service of this Order.” OIP at IV. Commission Rule of Practice 160(a) provides that Saturdays, Sundays and Federal legal holidays are to be counted as part of the 10 day period, and Commission Rule of Practice 160(b) extends that time by three days if service is made by mail.

The Declaration of Gina Joyce to Assist Secretary with Record of Service (attached hereto as Exhibit A) (“Joyce Declaration”) establishes that on January 13, 2020, service upon Franklin Scientific of the OIP, along with a letter from the Commission’s Secretary, and a letter from the Division offering discovery pursuant to Rule of Practice 230 (collectively the “Service Documents”), was attempted by Express Mail delivery at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). Franklin Scientific’s answer to the OIP was due by Monday, January 27, 2020. However, Franklin Scientific has neither filed an answer nor made any other response to the OIP in this proceeding.

The Joyce Declaration also establishes that on January 27, 2020, service upon Goodwell of the Service Documents was attempted by Registered Mail at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). Goodwell’s answer to the OIP was due by Monday, February 10, 2020.

However, Goodwell has neither filed an answer nor made any other response to the OIP in this proceeding.

The Respondents at issue are delinquent in their filings with the Commission and have been delinquent for over two years. In addition, the Respondents' failure to answer supports revocation of the registration of each class of the Respondents' securities. Accordingly, the Division moves for an order, pursuant to Rule 155(a)(2), finding these Respondents to be in default in this proceeding and ordering that the registration of each class of their securities registered pursuant to Exchange Act Section 12 be revoked.

Conclusion

For the reasons set forth above, the Division respectfully requests that the Commission: 1) grant the Division's Motion; 2) enter an order of default against Franklin Scientific, Inc. and Goodwell, Inc.; and 3) revoke the registration of each class of their securities registered pursuant to Section 12 of the Exchange Act.

Dated: December 17, 2020

Respectfully submitted,

Gina Joyce

David Misler (202) 551-2210
Gina Joyce (202) 551-4850
Securities and Exchange Commission
100 F Street, N.E., Room 5120
Washington, D.C. 20549-5010

COUNSEL FOR
DIVISION OF ENFORCEMENT

CERTIFICATE OF SERVICE

I hereby certify that true copies of the Division of Enforcement's Motion for Default and Brief in Support were served on the following on this 17th day of December, 2020, in the manner indicated below:

By Email:

Office of the Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-2557

By UPS

Franklin Scientific, Inc.
1010 University Avenue
Suite 40
San Diego, CA 92103

By UPS:

Goodwell, Inc.
93 Riga Feraiou Street
Patrus
GREECE

Gina Joyce
Gina Joyce

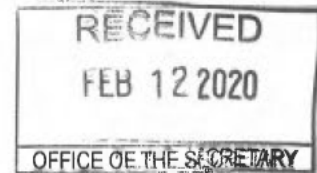
UNITED STATES OF AMERICA
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SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-19638

In the Matter of

Franklin Scientific, Inc., *et al.*,

Respondents.



**DECLARATION OF GINA JOYCE
TO ASSIST SECRETARY WITH RECORD OF SERVICE**

GINA JOYCE, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Senior Counsel with the Division of Enforcement (“Division”) of the Securities and Exchange Commission, and co-counsel for the Division in the captioned administrative proceeding. I am submitting this Declaration to assist the Secretary in maintaining a record of service on the respondents in the captioned proceedings pursuant to Rule 141(a)(3).

2. Among other means, Securities and Exchange Commission (“Commission”) Rule of Practice 141(a)(2)(ii) permits service on a corporation or entity by delivering a copy of an Order Instituting Administrative Proceedings (“OIP”) to an agent authorized by appointment or law to receive such service or, in the case of an issuer with a class of securities registered with the Commission, by sending the OIP via U.S. Postal Service certified, registered, or Express Mail and obtaining a confirmation of attempted delivery on the most recent address shown on the entity’s most recent filing with the Commission.

Further, the OIP in this matter authorizes service of the OIP “by any means permitted by the Commission’s Rules of Practice.”

3. The Office of the Secretary provided me with the tracking numbers for the copies of the Order Instituting Proceedings (“OIP”)¹ that were mailed by the Secretary to the respondents in these proceedings. I input each of the tracking numbers into the U.S. Postal Service’s (“USPS’s”) package tracking system on its Internet website located at www.usps.com, and printed out the tracking confirmations in order to obtain confirmation of the delivery or attempted delivery of the OIP on each respondent. A true copy of the tracking confirmations for all of the respondents for whom mail service was attempted is attached as Exhibit 1, hereto.

4. The Secretary mailed the OIP to respondent Franklin Scientific, Inc., CIK 1094735 (“Franklin Scientific”), via Certified Mail, Tracking No. 7017 1450 0002 3895 5575, to the address shown on its most recent EDGAR filing at 1010 University Avenue, Suite 40, San Diego, CA 92103. This address is taken from Franklin Scientific’s last filing with the Commission, which was a Form 8-K filed with the Commission on June 7, 2004. The USPS tracking system confirms that delivery was attempted on January 13, 2020. It was determined that the address was insufficient. The package was returned to the SEC. *See Exhibit 1 at pp. 1 - 2.*

5. Respondent Goodwell, Inc., CIK 1419839 (“Goodwell”) is located in Greece. In order to determine if mail service is an acceptable means of service in Greece, I determined that both Greece and the United States are signatories to the Hague Convention on the Service Abroad of Judicial and Extrajudicial Documents in Civil or

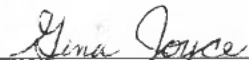
¹Each service package included the OIP, a letter from the Commission’s Secretary, and a letter from the Division offering discovery pursuant to Rule of Practice 230.

Commercial Matters (“The Hague Convention”), 20 U.S.T. 361, T.I.A.S. 6638, 658 U.N.T.A. 163 (1964). Article 10(a) of the Hague Convention provides that, unless the country of destination objects, parties may send judicial documents directly to persons abroad through postal channels. Greece does not object to such service. *Ortega Dominguez v. Pyrgia Shipping Corp.*, 1998 WL 310777 (E.D.La. June 11, 1998); see also *Water Splash, Inc. v. Menon*, 137 S.Ct. 1504, 1513 (2017).

6. The Secretary mailed the OIP to respondent Goodwell via Registered Mail, Tracking No. RA 253 388 295 US, to the address shown on its most recent EDGAR filing at 93 Riga Feraiou Street, Patrus, Greece. This address is taken from Goodwell’s last filing with the Commission, which was a Form 10-Q filed with the Commission on April 17, 2009. The USPS tracking system confirms that delivery was attempted on January 27, 2020. *See* Exhibit 1 at pp. 3 - 5.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 12, 2020.


Gina Joyce

Track Another Package +

Tracking Number: 70171450000238955575

Remove X

Your item has been delivered to the original sender at 8:56 am on January 28, 2020 in WASHINGTON, DC 20585.

Delivered

January 28, 2020 at 8:56 am
Delivered, To Original Sender
WASHINGTON, DC 20585

Get Updates v

Feedback

Text & Email Updates



Tracking History



January 28, 2020, 8:56 am

Delivered, To Original Sender
WASHINGTON, DC 20585

Your item has been delivered to the original sender at 8:56 am on January 28, 2020 in WASHINGTON, DC 20585.

January 28, 2020, 6:18 am

Arrived at Unit

WASHINGTON, DC 20018

January 27, 2020

In Transit to Next Facility

January 23, 2020, 5:31 pm

Arrived at USPS Regional Facility

LOS ANGELES CA DISTRIBUTION CENTER

January 13, 2020, 9:14 am

Insufficient Address

SAN DIEGO, CA 92103

January 12, 2020, 2:58 pm

Departed USPS Regional Facility

SAN DIEGO CA DISTRIBUTION CENTER

January 12, 2020, 10:15 am

Arrived at USPS Regional Facility

SAN DIEGO CA DISTRIBUTION CENTER

January 10, 2020, 10:26 pm

Arrived at USPS Regional Facility

GAITHERSBURG MD DISTRIBUTION CENTER

Feedback

Product Information



See Less

Track Another Package +

Tracking Number: RA253388295US

Remove X

Your item could not be delivered on January 27, 2020 at 12:47 pm in GREECE due to the addressee not available at time of delivery. It is being held while the addressee is notified.

In-Transit

January 27, 2020 at 12:47 pm
Attempted Delivery - Item being held, addressee being notified
GREECE

Get Updates ✓

Feedback

Text & Email Updates



Tracking History



January 27, 2020, 12:47 pm

Attempted Delivery - Item being held, addressee being notified
GREECE

Your item could not be delivered on January 27, 2020 at 12:47 pm in GREECE due to the addressee not available at time of delivery. It is being held while the addressee is notified.

January 24, 2020, 11:47 am

Processed Through Facility
GREECE

January 24, 2020, 2:24 am

Departed

ATHENS, GREECE

January 23, 2020, 7:24 pm

Departed

LONDON, UNITED KINGDOM

January 22, 2020, 8:24 pm

Departed

NEW YORK, UNITED STATES

January 22, 2020, 6:38 pm

Departed

NEW YORK, UNITED STATES

January 22, 2020, 9:23 am

Arrived

NEW YORK, UNITED STATES

January 21, 2020, 10:22 am

Processed Through Regional Facility

JAMAICA NY INTERNATIONAL DISTRIBUTION CENTER

January 21, 2020, 10:17 am

Arrived at Regional Facility

JAMAICA NY INTERNATIONAL DISTRIBUTION CENTER

January 17, 2020, 9:50 pm

Arrived at USPS Facility

DULLES, VA 20101

January 17, 2020, 6:17 pm

Arrived at Unit

DULLES, VA 20101

Feedback

January 16, 2020, 10:25 pm

Arrived at USPS Facility
WASHINGTON, DC 20066

January 14, 2020

In Transit to Next Facility

January 10, 2020, 5:10 pm

Departed Post Office
WASHINGTON, DC 20002

January 10, 2020, 3:25 pm

USPS in possession of item
WASHINGTON, DC 20002

Product Information



Feedback

See Less

Can't find what you're looking for?

Go to our FAQs section to find answers to your tracking questions.

FAQs