

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-20053**

<p><b>In the Matter of</b></p> <p><b>HS3 Technologies, Inc.,</b></p> <p><b>Respondent.</b></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 154(a) and 155(a)(2) respectfully moves the Securities and Exchange Commission (“Commission”) for an order entering a default against HS3 Technologies, Inc. (“HSTH”) (CIK No. 1297203) in this proceeding and ordering the revocation of the registration of each class of HSTH’s securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 (“Exchange Act”).

**Argument**

On September 24, 2020, the Commission issued an Order Instituting Proceedings (“OIP”) against HSTH, which has securities registered with the Commission under Section 12(g) of the Exchange Act. The OIP alleges that HSTH is delinquent in filing its mandated periodic reports. Because HSTH failed to answer or otherwise respond to the OIP, the Division now seeks entry of an order finding HSTH to be in default in this proceeding.

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 Julie Russo to Assist Secretary with Record of Service (attached hereto as Exhibit A) establishes that between September 26, 2020 and October 1, 2020, HSTH was served by attempted delivery via Priority Mail Express, at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). HSTH's answer to the OIP was due by, at the latest, October 14, 2020. However, HSTH has neither filed an answer nor made any other response to the OIP in this proceeding.

HSTH is delinquent in its filings with the Commission and has been delinquent for over nine years. In addition, HSTH's failure to answer supports revocation of the registration of each class of HSTH's securities. Accordingly, the Division moves for an order, pursuant to Rule 155(a)(2), finding HSTH to be in default in this proceeding and ordering that the registration of each class of its 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 HSTH; and 3) revoke the registration of each class of its securities registered pursuant to Section 12 of the Exchange Act.

Dated: February 2, 2021

Respectfully submitted,

/s/ Andrew O. Schiff, Esq.

Andrew O. Schiff

Regional Trial Counsel

Direct Line: (305) 982-6390

schiffa@sec.gov

DIVISION OF ENFORCEMENT  
SECURITIES AND EXCHANGE COMMISSION  
801 Brickell Avenue, Suite 1950

Miami, FL 33131  
Phone: (305) 982-6300  
Fax: (305) 536-4154

**CERTIFICATE OF SERVICE**

I hereby certify that an original and three copies of the foregoing were filed with the Securities and Exchange Commission, Office of the Secretary, 100 F Street, N.E., Washington, D.C. 20549-9303, and that a true and correct copy of the foregoing has been served on this 2<sup>nd</sup> day of February 2021, on the following persons entitled to notice:

**VIA USPS CERTIFIED MAIL**

HS3 Technologies, Inc.,  
1800 Boulder Street  
Suite 600  
Denver, CO 80211

/s/ Andrew O. Schiff, Esq.  
Andrew O. Schiff  
Regional Trial Counsel

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**DECLARATION OF JULIE RUSSO**  
**TO ASSIST SECRETARY WITH RECORD OF SERVICE**

JULIE RUSSO, 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 above-captioned administrative proceeding. I am submitting this Declaration to assist the Secretary in maintaining a record of service on the respondent in the above-captioned proceeding pursuant to Rule 141(a)(3).

2. The Office of the Secretary provided me with the U.S. Priority Mail tracking number for the copy of the Order Instituting Proceedings (“OIP”) that was mailed by the Secretary to the respondent in this proceeding. I inputted the tracking number into the U.S. Postal Service’s (“USPS’s”) package tracking system on its Internet website located at [www.usps.com](http://www.usps.com), and printed out the tracking confirmation in order to obtain confirmation of the delivery or attempted delivery of the OIP on the respondent. A true copy of the tracking confirmation of the respondent for whom priority mail service was attempted is attached as Exhibit 1, hereto. Rule 141(a)(2)(ii) provides that service on a corporation or

entity may be obtained by confirmation of attempted delivery on the address shown on the entity's most recent filing with the Commission.

3. The Secretary mailed the OIP to respondent HS3 Technologies, Inc. ("HSTH") via Priority Mail Express, Tracking No. EJ 435 623 143 US, to the address shown on its most recent EDGAR filing at 1800 Boulder Street, Suite 600, Denver, CO 80211. This address was taken from HSTH's last filing with the Commission, which was a Form 12b-25 filed with the Commission on May 16, 2012. The last information on the USPS tracking system is that the package containing the OIP was "out for delivery" in Denver on September 26, 2020. *See* Exhibit 1.

4. The Postal Service was unable to deliver the OIP, and it was returned to the Office of the Secretary. *See* Exhibit 2.

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

Executed on February 1, 2021.

*Julie Russo*

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Julie Russo

**ALERT: USPS IS EXPERIENCING UNPRECEDENTED VOLUME INCREASES AND LIMITED EMPL...**



[FAQs >](#)

**Track Another Package +**

**Tracking Number:** EJ435623143US

[Remove X](#)

The delivery status of your item has not been updated as of September 27, 2020, 3:22 am. We apologize that it may arrive later than expected.

### Alert

September 27, 2020 at 3:22 am  
Awaiting Delivery Scan

**Get Updates** ✓

Feedback

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**Text & Email Updates**



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**Proof of Delivery**



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**Tracking History**



**September 27, 2020, 3:22 am**

Awaiting Delivery Scan

The delivery status of your item has not been updated as of September 27, 2020, 3:22 am. We apologize that it may arrive later than expected.

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**September 26, 2020, 9:22 am**

Out for Delivery

DENVER, CO 80211

**September 26, 2020, 9:11 am**

Arrived at Post Office

DENVER, CO 80211

**September 26, 2020, 8:44 am**

Departed USPS Regional Facility

DENVER CO DISTRIBUTION CENTER

**September 26, 2020, 7:39 am**

Arrived at USPS Regional Facility

DENVER CO DISTRIBUTION CENTER

**September 25, 2020, 10:27 pm**

Departed USPS Regional Facility

LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

**September 25, 2020, 8:07 pm**

Arrived at USPS Regional Facility

LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

Feedback

**Product Information**



**See Less** ^

## Can't find what you're looking for?

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

**FAQs**

PRESS FIRMLY TO SEAL

PRESS FIRMLY TO SEAL

**EXHIBIT**  
1

UNITE  
02 1P \$0  
0000930937 SI  
MAILED FROM ZIP C



**PRIORITY MAIL EXPRESS®**



**PRIORITY MAIL EXPRESS**

**ANK**

**CUSTOMER USE ONLY**

FROM: (PLEASE PRINT) \_\_\_\_\_ PHONE ( ) \_\_\_\_\_

**US SECURITIES & EXCHANGE COMMISSION**  
100 F Street NE  
Washington DC 20549-1090

PAYMENT BY ACCOUNT (if applicable)  
-R-T-S- 80211-RFS-1N 10/01/20

RETURN TO SENDER  
NO SUCH NUMBER  
UNABLE TO FORWARD  
RETURN TO SENDER

**DELIVERY OPTIONS (Customer Use Only)**

SIGNATURE REQUIRED Note: The mailer must check the "Signature Required" box if the addressee's signature; OR 2) Purchases additional insurance; OR 3) Purchases COD serv. Purchases Return Receipt service. If the box is not checked, the Postal Service will leave the item in the addressee's mail receptacle or other secure location without attempting to obtain the addressee's signature on delivery.

**Delivery Options**

No Saturday Delivery (delivered next business day)

Sunday/Holiday Delivery Required (additional fee, where available\*)

10:30 AM Delivery Required (additional fee, where available\*)  
\*Refer to USPS.com or local Post Office for availability.

TO: (PLEASE PRINT) \_\_\_\_\_ PHONE ( ) \_\_\_\_\_

3-20053/34-89978/OIP-2457 [GR]

Date Accepted (MM/DD/YY)	<input type="checkbox"/> 10:30 AM <input type="checkbox"/> 3:00 PM <input type="checkbox"/> 12 NOON	\$	\$
Time Accepted <input type="checkbox"/> AM <input type="checkbox"/> PM	10:30 AM Delivery Fee	Return Receipt Fee	Live Animal Transportation Fee
\$	\$	\$	\$
Special Handling/Fragile	Sunday/Holiday Premium Fee	Total Postage & Fees	
\$	\$	\$	
Weight <input type="checkbox"/> Flat Rate	Acceptance Employee Initials		
lbs. ozs.		\$	
<b>DELIVERY (POSTAL SERVICE USE ONLY)</b>			
Delivery Attempt (MM/DD/YY)	Time <input type="checkbox"/> AM <input type="checkbox"/> PM	Employee Signature	
Delivery Attempt (MM/DD/YY)	Time <input type="checkbox"/> AM <input type="checkbox"/> PM	Employee Signature	

To schedule free Package Pickup, scan the QR code.



USPS.COM/PICKUP

**By Priority Mail Express**  
HS3 Technologies, Inc.  
1800 Boulder Street, Suite 600  
Denver, CO 80211  
80211

For pickup or USPS Tracking™, visit USPS.com or call 800-222-1811.  
\$100.00 insurance included.

**PEEL FROM THIS CORNER**



PS 1000 1000006

EP13F Oct 2018  
OD: 12 1/2 x 9 1/2

RECEIVED  
OCT 15 2018  
OFFICE OF THE SECRETARY



This envelope is made from post-consumer waste. Please recycle - again.