

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-21888

<p>In the Matter of</p> <p>Fearless Films, Inc.,</p> <p>Respondent.</p>
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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 Respondent 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.” Therefore, the Division asked the Commission’s Secretary to first attempt service on the Respondent via Registered Mail.

3. The Office of the Secretary provided me with the Registered Mail tracking number for the copy of the Order Instituting Proceedings (“OIP”)¹ that was mailed by the Secretary to the Respondent in these proceedings. I input the tracking number into the package tracking system of the U.S. Postal Service (“USPS”) on its Internet website located at 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 for the Respondent on which Registered Mail service was attempted is attached as Exhibit 1, hereto.

4. The Secretary mailed the OIP to Respondent Fearless Films, Inc., CIK 1122742 (“FERL”), via Registered Mail, Tracking No. RF 592 996 676 US, to the address shown on its most recent EDGAR filing at 467 Edgeley Blvd., Unit 2, Concord, Ontario L4K 4E9, Canada. This address is taken from FERL’s last filing with the Commission, which was a Form 10-Q filed with the Commission on May 23, 2022.

5. Canada and the United States are signatories to the Hague Convention on the Service Abroad of Judicial and Extrajudicial Documents in Civil or Commercial Matters (“The Hague Convention”), 20 U.S.T. 361, T.I.A.S. 6638, 658 U.N.T.A. 163 (1964). Canada does not object to service by postal channels. *See Water Splash, Inc. v. Menon*,

¹ Each service package included the OIP and a letter from the Commission’s Secretary.

137 S. Ct. 1504, 1507 (2017). The USPS tracking system confirms that delivery of the OIP package was attempted on March 19, 2024. *See* Exhibit 1.

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

Executed on April 2, 2024.

/s/ Gina Joyce
Gina Joyce

CERTIFICATE OF SERVICE

I hereby certify that I caused true copies of the Division of Enforcement's Declaration of Gina Joyce to Assist Secretary with Record of Service, and Exhibit thereto, to be served on the following on April 2, 2024, in the manner indicated below:

Via eFap:

Office of the Secretary

By Registered Mail:

Fearless Films, Inc.
467 Edgeley Blvd.
Unit 2
Concord, Ontario L4K 4E9
CANADA

/s/ Gina Joyce
Gina Joyce