

Genius Brands International, Inc.  
Form 8-K  
October 17, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-K**

**Current Report**

**Pursuant To Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): October 16, 2013

**GENIUS BRANDS INTERNATIONAL, INC.**

*(Name of registrant as specified in its charter)*

**Nevada**

*(State or other jurisdiction of*

*Incorporation or organization)*

**20-4118216**

*(I.R.S. Employer*

*Identification Number)*

**000-54389**

*(Commission File Number)*

**3111 Camino Del Rio North, Suite 400**

**San Diego, CA**

*(Address of principal executive offices)*

**92108**

*(Zip Code)*

Edgar Filing: Genius Brands International, Inc. - Form 8-K

Registrant's telephone number, including area code: (858) 450-2900

*(Former name or former address, if changed since last report)*

Copies to:

Harvey J. Kesner, Esq.

Sichenzia Ross Friedman Ference LLP

61 Broadway, 32<sup>nd</sup> Floor

New York, New York 10006

Phone: (212) 930-9700

Fax: (212) 930-9725

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 16, 2013, Genius Brands International, Inc. (the “Company”) filed a certificate of amendment to its Articles of Incorporation with the Secretary of State of the State of Nevada to increase the number of shares of authorized common stock, \$0.001 par value per share, to Seven Hundred Million (700,000,000) shares from Two Hundred and Fifty Million (250,000,000) shares.

**Item 9.01 Financial Statements and Exhibits.**

(d) The following exhibits are filed with this report.

Exhibit

Number Description

3.1 Certificate of Amendment to Articles of Incorporation

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**GENIUS BRANDS INTERNATIONAL, INC.**

Date: October 17, 2013 By: /s/ Klaus Moeller

Name: Klaus Moeller

Title: Chief Executive Officer