The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete. The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D
Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number) Previous Names Entity Type
0000791770 None Corporation
Name of Issuer
SEQUENTIAL BRANDS GROUP, INC.
PEOPLES LIBERATION INC
CENTURY PACIFIC FINANCIAL CORP
Jurisdiction of Incorporation/Organization
DELaware
Year of Incorporation/Organization
Over Five Years Ago

2. Principal Place of Business and Contact Information

Name of Issuer
SEQUENTIAL BRANDS GROUP, INC.
Street Address 1 Street Address 2
17383 SUNSET BLVD. SUITE A 310
City State/Province/Country ZIP/PostalCode Phone Number of Issuer
PACIFIC PALISADES CALIFORNIA 90272 213-745-2123

3. Related Persons

Last Name First Name Middle Name
Shmidman Yehuda
Street Address 1 Street Address 2
17383 Sunset Blvd. Suite A 310
City State/Province/Country ZIP/PostalCode
Pacific Palisades CALIFORNIA 90272
Relationship: X Executive Officer X Director
Clarification of Response (if Necessary):

Last Name First Name Middle Name
Klein Gary
Street Address 1 Street Address 2
17383 Sunset Blvd. Suite A 310
City State/Province/Country ZIP/PostalCode
Pacific Palisades CALIFORNIA 90272
Relationship: X Executive Officer
Clarification of Response (if Necessary):

Chief Financial Officer

Last Name First Name Middle Name
Sobel Andrea
Street Address 1 Street Address 2
17383 Sunset Blvd.  
City Pacific Palisades  
State/Province/Country CALIFORNIA  
ZIP/PostalCode 90272  
Relationship: □ Executive Officer □ Director □ Promoter

Clarification of Response (if Necessary):

President of Licensing

<table>
<thead>
<tr>
<th>Last Name</th>
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<th>Middle Name</th>
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<tbody>
<tr>
<td>Sweedler</td>
<td>William</td>
<td></td>
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Relationship: □ Executive Officer □ Director □ Promoter

Clarification of Response (if Necessary):

4. Industry Group
Agriculture
Banking & Financial Services
  
Commercial Banking
  
Insurance
  
Investing
  
Investment Banking
  
Pooled Investment Fund
  
Is the issuer registered as an investment company under the Investment Company Act of 1940?
  
[ ] Yes
  [ ] No
  
Other Banking & Financial Services
  
Business Services
  
Energy
    [ ] Coal Mining
    [ ] Electric Utilities
    [ ] Energy Conservation
    [ ] Environmental Services
    [ ] Oil & Gas
    [ ] Other Energy
  
Health Care
  
Biotechnology
  
Health Insurance
  
Hospitals & Physicians
  
Pharmaceuticals
  
Other Health Care
  
Manufacturing
  
Real Estate
    [ ] Commercial
    [ ] Construction
    [ ] REITs & Finance
    [ ] Residential
    [ ] Other Real Estate
  
Other Banking & Financial Services
  
Other Business Services
  
Health Care
    [ ] Biotechnology
    [ ] Health Insurance
    [ ] Hospitals & Physicians
    [ ] Pharmaceuticals
    [ ] Other Health Care
    [ ] Manufacturing
    [ ] Real Estate
      [ ] Commercial
      [ ] Construction
      [ ] REITs & Finance
      [ ] Residential
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Other Industries
  
Agriculture
  
Banking & Financial Services
    [ ] Commercial Banking
    [ ] Insurance
    [ ] Investing
    [ ] Investment Banking
    [ ] Pooled Investment Fund
  
Is the issuer registered as an investment company under the Investment Company Act of 1940?
  
[ ] Yes
[ ] No

5. Issuer Size

Revenue Range OR Aggregate Net Asset Value Range

[ ] No Revenues
[ ] $1 - $1,000,000
[ ] $1,000,001 - $5,000,000
[ ] $5,000,001 - $25,000,000
[ ] $25,000,001 - $100,000,000
[ ] Over $100,000,000
[X] Decline to Disclose
[ ] Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

[ ] Rule 504(b)(1) (not (i), (ii) or (iii))
[ ] Rule 504(b)(1)(i)
[X] Rule 504(b)(1)(ii)
[ ] Rule 504(b)(1)(iii)
[ ] Rule 505
[ ] Rule 506
[X] Securities Act Section 4(5)
[ ] Investment Company Act Section 3(c)
7. Type of Filing

- New Notice
- Date of First Sale 2013-01-09
- First Sale Yet to Occur
- Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?  
- Yes  
- No

9. Type(s) of Securities Offered (select all that apply)

- Equity
- Debt
- Pooled Investment Fund Interests
- Tenant-in-Common Securities
- Option, Warrant or Other Right to Acquire Another Security
- Mineral Property Securities
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  
- Yes  
- No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor $16,020 USD

12. Sales Compensation

Recipient
- Threadstone Advisors LLC
- (Associated) Broker or Dealer
- None

Recipient CRD Number
- 158691
- (Associated) Broker or Dealer CRD Number
- None

Street Address 1
- 477 MADISON AVE
- 4TH FLOOR

City
- NEW YORK

State/Province/Country
- NEW YORK

ZIP/Postal Code
- 10022

13. Offering and Sales Amounts
Total Offering Amount: $25,000,000 USD or Indefinite
Total Amount Sold: $22,350,001 USD
Total Remaining to be Sold: $2,649,999 USD or Indefinite

Clarification of Response (if Necessary):
No further sales will be made.

14. Investors

☐ Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering: 17

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions: $650,000 USD Estimate
Finders' Fees: $0 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees."

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Signature</th>
<th>Name of Signer</th>
<th>Title</th>
<th>Date</th>
</tr>
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<tbody>
<tr>
<td>SEQUENTIAL BRANDS GROUP, INC.</td>
<td>/s/ Gary Klein</td>
<td>Gary Klein</td>
<td>Chief Financial Officer</td>
<td>2013-01-17</td>
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Persons who respond to the collection of information contained in this form are not required to respond unless the form
displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 (“NSMIA”) [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are “covered securities” for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA’s preservation of their anti-fraud authority.