

Board Summary

3PEA International, Inc.
1700 West Horizon Ridge Pkwy Ste 200, Henderson, NV 89012
Mark Newcomer, President and Chief Executive Officer
Customer Service and Operations

Date: May 17, 2018
 Main Location: Carson City

Business Type: Expansion County: Clark County Development Authority Representative: Perry Ursem - LVGEA

APPLICATION HIGHLIGHTS

- In order to accommodate its southern Nevada expansion plans, 3PEA International, Inc. is seeking to relocate from its current 11,541 square foot space to a 21,000 square foot facility.
- To support its growth plans the company's priority is to hire from within Nevada.
- Since 2013 the company has grown from 46 card programs under management to over 200 programs and over 1.5 million cardholders under management as of November 2017.

PROFILE

3PEA International, Inc. designs and develops payment solutions, prepaid card programs, and processing services under the PaySign® brand name for corporate, consumer, and government applications. The company offers various services, including transaction processing, cardholder enrollment, value loading, cardholder account management, reporting, and customer service through PaySign® platform, a proprietary card processing platform. It also develops prepaid card programs for healthcare reimbursement payments, pharmaceutical co-pay assistance, corporate expense and per diem payments, and donor payments for source plasma and automobile dealership incentives, as well as payroll cards, general purpose re-loadable cards, travel cards, and loyalty rewards cards for the hospitality industry. In addition, the company offers Buy and Bill programs for patients to purchase directly from physician's office or through an infusion center for physician administered therapies; and Survey Instant Rewards card programs for organizations to gather survey data. The company's principal target markets for processing services comprise prepaid card issuers, retail and private-label issuers, small third-party processors, and small and mid-size financial institutions in the United States and internationally. 3PEA International, Inc.'s customers include healthcare companies, major pharmaceutical companies and source plasma providers, large multinationals, prestigious universities, and social media companies. *Source: 3PEA International, Inc.*

SIGNIFICANCE OF ABATEMENTS IN THE COMPANY'S DECISION TO RELOCATE/EXPAND

The economic development incentives offered by the State of Nevada have been an integral factor in 3PEA International, Inc.'s expansion strategy. The projected cost savings from the support of these incentives will allow the company to hire a greater number of full time employees, supporting the Governor's initiative for providing more Nevadan's with long term work and career opportunities. Additionally, Nevada's pro business climate provides 3PEA International, Inc. with a sustainable location for ongoing strategic growth. *Source: 3PEA International, Inc.*

REQUIREMENTS	Statutory	Application	Sufficient	% Over / Under
Job Creation	25	35		40%
Average Wage	\$21.95	\$40.20	Company meets	83%
Equipment Capex (SU & MBT)	\$88,005	\$828,000	abatement eligibility	841%
Equipment Capex (PP)	\$88,005	\$828,000	requirements	841%

INCENTIVES	Requested Terms	Estimated \$ Amount
Sales Tax Abmt.	2% for 2 years	\$51,750
Modified Business Tax Abmt.	50% for 4 years	\$93,600
Personal Property Tax Abmt.	50% for 10 years	\$12,180
Total		\$157,530

NEVADA BUSINESS LICENSE

Current Pending Will comply before receiving incentives

JOB CREATION	Contracted	24-Month Projection	5-Year Projection
	25	35	70

OTHER CAPITAL INVESTMENT	Land	Building Purchase	BTS / Building Improvements
	\$0	\$0	\$200,000

ECONOMIC IMPACT ESTIMATES (10-Year Cumulative)	Total	Construction
Total Jobs Supported	261	2
Total Payroll Supported	\$115,449,039	\$91,531
Total Output Estimate	\$559,320,160	\$315,460

Estimate includes jobs, payroll & output by the company assisted as well as the secondary impacts to other local businesses.

NEW TAX REVENUE ESTIMATES (10-Year Cumulative)	Direct	Indirect	Total
Local Taxes			
Property	\$344,550	\$3,732,511	\$4,077,061
Sales	\$8,125	\$2,101,128	\$2,109,253
Lodging	\$0	\$176,824	\$176,824
State Taxes			
Property	\$18,845	\$217,330	\$236,175
Sales	\$19,160	\$715,784	\$734,944
Modified Business	\$547,659	\$883,964	\$1,431,623
Lodging	\$0	\$59,678	\$59,678
Total	\$938,339	\$7,887,219	\$8,825,558

EMPLOYEE BENEFITS

- Percentage of health insurance covered by company: 75%.
- Health care package cost per employee - \$5,980 annually with options for dependents.
- Overtime, PTO/Sick/Vacation, Merit Increases, Retirement Plan / Profit Sharing / 401(k), Bonus.

NOTES

- Percentage of revenue generated by the new jobs contained in this application from outside Nevada: 95%.



April 5, 2018

Mr. Paul Anderson
Executive Director
Nevada Governor's Office of Economic Development
555 E. Washington Avenue, Suite 5400
Las Vegas, Nevada 89101

Dear Mr. Anderson,

3PEA International, Inc. (herein "3PEA") is applying to the State of Nevada for the Sales and Use Tax Abatement, Modified Business Tax Abatement, and Personal Property Tax Abatement. We request their application be placed on the agenda for the May 2018 GOED Board Meeting.

3PEA is exploring their options to expand operations in Southern Nevada from a current staff of 50 by hiring 35 additional employees over the next 24 months. These new hires will make an average hourly wage of \$40.20 and be provided with a generous benefits package. 3PEA will make a capital investment of \$1 million dollars, which includes approximately \$830,000 in capital equipment.

Our team has reviewed 3PEA's application and found it to comply with Nevada's statutory requirements for tax abatements. This application has the full support and endorsement of the Las Vegas Global Economic Alliance. We appreciate your consideration in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'Perry Ursem', written over a light blue horizontal line.

Perry Ursem
Vice President, Business Retention and Expansion

Enclosure

702.791.0000
800.634.6858

6720 VIA AUSTI PARKWAY, SUITE 330
LAS VEGAS, NEVADA 89119

LVGEA.ORG

*Empowering Prepaid
with Innovative Solutions*



April 4, 2018

Mr. Paul Anderson
Executive Director
Nevada Governor's Office of Economic Development
555 E. Washington, Suite 5400
Las Vegas, NV 89101

Dear Mr. Anderson,

By way of this letter and the attached application, 3PEA International, Inc. is requesting tax incentives to assist with our expansion efforts in the state of Nevada. Recent strategic planning has the company focused on creating a greater presence in Nevada. A significant part of this consideration is the economic incentives offered by the state. We are projecting to add 35 full-time employees with an average wage of \$40.00 over the next two years of operations.

A brief history of our company along with an overview of our products is attached. Please see attachment 1.

The economic development incentives offered by the State of Nevada have been an integral factor in our expansion strategy. The projected cost savings from the support of these incentives will allow 3PEA International, Inc. to hire a greater number of full time employees, supporting the Governor's initiative for providing more Nevadan's with long term work and career opportunities. Additionally, Nevada's pro business climate provides 3PEA International, Inc. with a sustainable location for ongoing strategic growth.

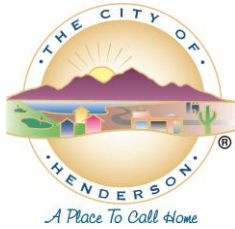
We will be expanding from 11,541 sq ft to 21,000 sq. ft. within the next few years to accommodate for our projected expansion.

Our experience with representatives from the Las Vegas Global Economic Alliance has been positive and we look forward to your approval in supporting our expansion efforts. We appreciate for your time and consideration.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mark Newcomer', is written over a faint, light blue circular watermark.

Mark Newcomer
President & CEO
3PEA International, Inc.
Enclosures.



CITY OF HENDERSON

240 Water Street
P.O. Box 95050
Henderson, NV 89009

April 9, 2018

Paul Anderson
Executive Director
Nevada Governor's Office of Economic Development
555 E. Washington Avenue, Suite 5400
Las Vegas, NV 89101

Dear Mr. Anderson:

I am pleased to send this letter in support of 3PEA International, Inc. concerning their request for sales and use tax abatements, modified business tax abatements and personal property tax abatements from the Governor's Office of Economic Development (GOED).

This is an exciting opportunity for Henderson as this expansion project is expected to create at least 35 new full time jobs in our community with an average hourly wage of \$40.20. In addition, as part of this project, the company expects to generate new capital investment of at least \$1.028 million in equipment and tenant improvements.

3PEA International falls perfectly within our economic development target industries as both a corporate headquarters and a global finance operation. The high quality jobs that are being produced by this project are well above the average hourly wage of the region and provide valuable employment opportunities to our citizens.

We look forward to continuing to see 3PEA grow and succeed in Henderson. If you have any additional questions, please do not hesitate to reach out.

Sincerely,

Debra March
Mayor
City of Henderson

copy: Perry Ursem, Las Vegas Global Economic Alliance
Mark Newcomer, 3PEA International, Inc.
Barbra Coffee, Economic Development and Tourism Department

ECONOMIC DEVELOPMENT

Incentive Application

Company Name: 3PEA International, Inc.

Date of Application: April 4, 2018

Company is an / a: (check one)

New location in Nevada

Expansion of a Nevada company

Section 1 - Type of Incentives

Please check all that the company is applying for on this application:

Sales & Use Tax Abatement

Sales & Use Tax Deferral

Modified Business Tax Abatement

Recycling Real Property Tax Abatement

Personal Property Tax Abatement

Other: _____

Section 2 - Corporate Information

COMPANY NAME (Legal name under which business will be transacted in Nevada) <u>3PEA International, Inc.</u>			FEDERAL TAX ID # <u>95-4550154</u>
CORPORATE ADDRESS <u>1700 West Horizon Ridge Pkwy Ste 200</u>	CITY / TOWN <u>Henderson</u>	STATE / PROVINCE <u>NV</u>	ZIP <u>89012</u>
MAILING ADDRESS TO RECEIVE DOCUMENTS (If different from above)	CITY / TOWN	STATE / PROVINCE	ZIP
TELEPHONE NUMBER <u>702-453-2221</u>	WEBSITE <u>www.3pea.com</u>		
COMPANY CONTACT NAME <u>Mark Newcomer</u>	COMPANY CONTACT TITLE <u>President, CEO</u>		
E-MAIL ADDRESS <u>mnewcomer@3pea.com</u>	PREFERRED PHONE NUMBER <u>702-453-2221</u>		

Has your company ever applied and been approved for incentives available by the Governor's Office of Economic Development? Yes No

If Yes, list the program awarded, date of approval, and status of the accounts (attach separate sheet if necessary):

Section 3 - Program Requirements

Please check two of the boxes below; the company must meet at least two of the three program requirements:

- A capital investment of \$1,000,000 in eligible equipment in urban areas or \$250,000 in eligible equipment in rural areas are required. This criteria is businesses. In cases of expanding businesses, the capital investment must equal at least 20% of the value of the tangible property owned by the business.
- New businesses locating in urban areas require fifty (50) or more permanent, full-time employees on its payroll by the eighth calendar quarter following quarter in which the abatement becomes effective. In rural areas, the requirement is ten (10) or more. For an expansion, the business must increase employees on its payroll by 10% more than its existing employees prior to expansion, or by 25 (urban) or 6 (rural) employees, whichever is greater.
- In urban areas, the average hourly wage that will be paid by the business to its new employees is at least 100% of the average statewide hourly wage. In rural areas, the average hourly wage will equal or exceed the lesser of the county-wide average hourly wage or statewide average hourly wage.

Note: Criteria is different depending on whether the business is in a county whose population is 100,000 or more or a city whose population is 60,000 or more (i.e., "urban" area), or if the business is in a county whose population is less than 100,000 or a city whose population is less than 60,000 (i.e., "rural" area).

Section 4 - Nevada Facility

Type of Facility:

Headquarters

Service Provider

Technology

Distribution / Fulfillment

Back Office Operations

Manufacturing

Research & Development / Intellectual Property

Other: _____

PERCENTAGE OF REVENUE GENERATED BY THE NEW JOBS CONTAINED IN THIS APPLICATION FROM OUTSIDE NEVADA <u>95%</u>	EXPECTED DATE OF NEW / EXPANDED OPERATIONS (MONTH / YEAR) <u>Jan-2019</u>		
NAICS CODE / SIC <u>522320</u>	INDUSTRY TYPE <u>Finance</u>		
DESCRIPTION OF COMPANY'S NEVADA OPERATIONS <u>We provide innovative prepaid card programs and processing services for corporate, consumer and government applications.</u>			
PROPOSED / ACTUAL NEVADA FACILITY ADDRESS <u>TBD</u>	CITY / TOWN <u>TBD</u>	COUNTY <u>Clark County</u>	ZIP <u>TBD</u>

WHAT OTHER STATES / REGIONS / CITIES ARE BEING CONSIDERED FOR YOUR COMPANY'S RELOCATION / EXPANSION / STARTUP?

Section 5 - Complete Forms (see additional tabs at the bottom of this sheet for each form listed below)

Check the applicable box when form has been completed.

- 5 (A) Equipment List
- 5 (B) Employment Schedule
- 5 (C) Evaluation of Health Plan, with supporting documents to show the employer paid portion of plan meets the minimum of 65%.

Section 6 - Real Estate & Construction (Fill in either New Operations/Startup or Expansion, not both.)

New Operations / Start Up - Plans Over the Next <u>Ten</u> Years	Expansions - Plans Over the Next <u>10</u> Years
<p>Part 1. Are you currently/planning on leasing space in Nevada? _____</p> <p>If No, skip to Part 2. If Yes, continue below:</p> <p style="padding-left: 40px;">What year(s)? _____</p> <p style="padding-left: 40px;">How much space (sq. ft.)? _____</p> <p style="padding-left: 40px;">Annual lease cost of space: _____</p> <p>Do you plan on making building tenant improvements? _____</p> <p>If No, skip to Part 2. If Yes *, continue below:</p> <p style="padding-left: 40px;">When to make improvements (month, year)? _____</p> <hr style="border-top: 1px dashed black;"/> <p>Part 2. Are you currently/planning on buying an owner occupied facility in Nevada? _____</p> <p>If No, skip to Part 3. If Yes *, continue below:</p> <p style="padding-left: 40px;">Purchase date, if buying (month, year): _____</p> <p style="padding-left: 40px;">How much space (sq. ft.)? _____</p> <p>Do you plan on making building improvements? _____</p> <p>If No, skip to Part 3. If Yes *, continue below:</p> <p style="padding-left: 40px;">When to make improvements (month, year)? _____</p> <hr style="border-top: 1px dashed black;"/> <p>Part 3. Are you currently/planning on building a build-to-suit facility in Nevada? _____</p> <p>If Yes *, continue below:</p> <p style="padding-left: 40px;">When to break ground, if building (month, year)? _____</p> <p style="padding-left: 40px;">Estimated completion date, if building (month, year): _____</p> <p style="padding-left: 40px;">How much space (sq. ft.)? _____</p>	<p>Part 1. Are you currently leasing space in Nevada? <u>Yes</u></p> <p>If No, skip to Part 2. If Yes, continue below:</p> <p style="padding-left: 40px;">What year(s)? <u>2014 - 2019</u></p> <p style="padding-left: 40px;">How much space (sq. ft.)? <u>11,541</u></p> <p style="padding-left: 40px;">Annual lease cost at current space: <u>\$211,578.00</u></p> <p>Due to expansion, will you lease additional space? <u>Yes</u></p> <p>If No, skip to Part 3. If Yes, continue below:</p> <p style="padding-left: 40px;">Expanding at the current facility or a new facility? <u>New</u></p> <p style="padding-left: 40px;">What year(s)? <u>2019 - 2024</u></p> <p style="padding-left: 40px;">How much expanded space (sq. ft.)? <u>10,000</u></p> <p style="padding-left: 40px;">Annual lease cost of expanded space: <u>\$200,000.00</u></p> <p>Do you plan on making building tenant improvements? <u>Yes</u></p> <p>If No, skip to Part 3. If Yes *, continue below:</p> <p style="padding-left: 40px;">When to make improvements (month, year)? <u>May-2019</u></p> <hr style="border-top: 1px dashed black;"/> <p>Part 2. Are you currently operating at an owner occupied building in Nevada? <u>No</u></p> <p>If No, skip to Part 3. If Yes, continue below:</p> <p style="padding-left: 40px;">How much space (sq. ft.)? _____</p> <p style="padding-left: 40px;">Current assessed value of real property? _____</p> <p>Due to expansion, will you be making building improvements? _____</p> <p>If No, skip to Part 3. If Yes *, continue below:</p> <p style="padding-left: 40px;">When to make improvements (month, year)? _____</p> <hr style="border-top: 1px dashed black;"/> <p>Part 3. Do you plan on building or buying a new facility in Nevada? <u>No</u></p> <p>If Yes *, continue below:</p> <p style="padding-left: 40px;">Purchase date, if buying (month, year): _____</p> <p style="padding-left: 40px;">When to break ground, if building (month, year)? _____</p> <p style="padding-left: 40px;">Estimated completion date, if building (month, year): _____</p> <p style="padding-left: 40px;">How much space (sq. ft.)? _____</p>
<p>* Please complete Section 7 - Capital Investment for New Operations / Startup.</p>	<p>* Please complete Section 7 - Capital Investment for Expansions below.</p>

BRIEF DESCRIPTION OF CONSTRUCTION PROJECT AND ITS PROJECTED IMPACT ON THE LOCAL ECONOMY (Attach a separate sheet if necessary):

Section 7 - Capital Investment (Fill in either New Operations/Startup or Expansion, not both.)

New Operations / Start Up	Expansions
How much capital investment is planned? (Breakout below):	How much capital investment is planned? (Breakout below):
Building Purchase (if buying): _____	Building Purchase (if buying): _____
Building Costs (if building / making improvements): _____	Building Costs (if building / making improvements): <u>\$200,000</u>
Land: _____	Land: _____
Equipment Cost: _____	Equipment Cost: <u>\$828,000</u>
Total: _____	Total: <u>\$1,028,000</u>
	Is the equipment purchase for replacement of existing equipment? <u>No</u>
	Current assessed value of personal property in NV: <u>\$692,740</u>
	(Must attach the most recent assessment from the County Assessor's Office.)

Section 8 - Employment (Fill in either New Operations/Startup or Expansion, not both.)

New Operations / Start Up	Expansions
How many full-time equivalent (FTE*) employees will be created by the end of the first eighth quarter of new operations?: _____	How many full-time equivalent (FTE*) employees will be created by the end of the first eighth quarter of expanded operations?: <u>35</u>
Average hourly wage of these <u>new</u> employees: _____	Average hourly wage of these <u>new</u> employees: <u>\$40.20</u>
	How many FTE employees prior to expansion?: <u>50</u>
	Average hourly wage of these <u>existing</u> employees: <u>\$33.49</u>
	Total number of employees after expansion: <u>85</u>

* FTE represents a permanent employee who works an average of 30 hours per week or more, is eligible for health care coverage, and whose position is a "primary job" as set forth in NAC 360.474.

OTHER COMPENSATION (Check all that apply):

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> Overtime | <input checked="" type="checkbox"/> Merit increases | <input type="checkbox"/> Tuition assistance | <input checked="" type="checkbox"/> Bonus |
| <input checked="" type="checkbox"/> PTO / Sick / Vacation | <input type="checkbox"/> COLA adjustments | <input checked="" type="checkbox"/> Retirement Plan / Profit Sharing / 401(k) | <input type="checkbox"/> Other: _____ |

BRIEF DESCRIPTION OF ADDITIONAL COMPENSATION PROGRAMS AND ELIGIBILITY REQUIREMENTS (Attach a separate sheet if necessary):

Overtime is paid at 1.5 times hourly rate for nonexempt employees, merit increases are awarded on an annual basis, 401K participation is available to all employees after 60 days of employment, bonuses are awarded based on performance.

Section 9 - Employee Health Insurance Benefit Program

Is health insurance for employees and an option for dependents offered? Yes (copy of benefit plan must be attached) No

Package includes (check all that apply):

- Medical Vision Dental Other: _____

Qualified after (check one):

- Upon employment Three months after hire date Six months after hire date Other: 1st of month after 60 days

Health Insurance Costs:	Percentage of health insurance coverage by (min 65%):
Cost of health insurance for company (annual amount per employee): <u>\$ 5,980.00</u>	Company: <u>75%</u>
Health Plan annual out-of-pocket maximum (individual): <u>\$ 3,000.00</u>	Employee: <u>25%</u>

[SIGNATURE PAGE FOLLOWS]

Section 10 - Certification

I, the undersigned, hereby grant to the Governor's Office of Economic Development access to all pertinent and relevant records and documents of the aforementioned company. I understand this requirement is necessary to qualify and to monitor for compliance of all statutory and regulatory provisions pertaining to this application.

Being owner, member, partner, officer or employee with signatory authorization for the company, I do hereby declare that the facts herein stated are true and that all licensing and permitting requirements will be met prior to the commencement of operations. In addition, I and /or the company's legal counsel have reviewed the terms of the GOED Tax Abatement and Incentives Agreement, the company recognizes this agreement is generally not subject to change, and any material revisions have been discussed with GOED in advance of board approval.

MARK NEWCOMER
Name of person authorized for signature


Signature

CEO
Title

4/4/2018
Date

Nevada Governor's Office of Economic Development
555 E. Washington Ave., Ste 5400 • Las Vegas, Nevada 89101 • 702.486.2700 • (Fax) 702.486.2701 • www.diversifynevada.com

Site Selection Factors

Company Name: 3PEA International, Inc.

County: Clark County

Section I - Site Selection Ratings

Directions: Please rate the select factors by importance to the company's business (1 = very low; 5 = very high). Attach this form to the Incentives Application.

Availability of qualified workforce:	<u>5</u>	Transportation infrastructure:	<u>3</u>
Labor costs:	<u>3</u>	Transportation costs:	<u>3</u>
Real estate availability:	<u>5</u>	State and local tax structure:	<u>5</u>
Real estate costs:	<u>5</u>	State and local incentives:	<u>5</u>
Utility infrastructure:	<u>5</u>	Business permitting & regulatory structure:	<u>4</u>
Utility costs:	<u>4</u>	Access to higher education resources:	<u>3</u>

Please summarize the importance of the abatement program to your decision (please include at least a paragraph summary):

5(B) Employment Schedule

Company Name: 3PEA International, Inc.

County: Clark County

Section 1 - Full-Time Equivalent (FTE) Employees

Directions: Please provide an estimated list of full time employees [columns (a) through (d)] that will be hired and employed by the company by the end of the first eighth quarter of new / expanded operations. For example, if the effective date of new / expanded operations is April 1, 2015, the date would fall in Q2, 2015. The end of the first eighth quarter would be the last day of Q2, 2017 (i.e., June 30, 2017). Attach this form to the Incentives Application.

A qualified employee must be employed at the site of a qualified project, scheduled to work an average minimum of 30 per week, if offered coverage under a plan of health insurance provided by his or her employer, is eligible for health care coverage, and whose position of a "primary job" as set forth in NAC 360.474.

(a) New Hire Position Title/Description	(b) Number of Positions	(c) Average Hourly Wage	(d) Average Weekly Hours	(e) Annual Wage per Position	(f) Total Annual Wages
Sales	8	\$50.00	40	\$104,000.00	\$832,000.00
Customer Service	7	\$16.00	40	\$33,280.00	\$232,960.00
Operations	5	\$40.00	40	\$83,200.00	\$416,000.00
Information Technology	4	\$45.00	40	\$93,600.00	\$374,400.00
Engineering	4	\$40.00	40	\$83,200.00	\$332,800.00
Client Services	5	\$55.00	40	\$114,400.00	\$572,000.00
Compliance	2	\$40.00	40	\$83,200.00	\$166,400.00
TOTAL	35			\$40.20	\$2,926,560.00

Section 2 - Employment Projections

Directions: Please estimate full-time job growth in Section 2, complete [columns (b) through (c)]. These estimates are used for state economic impact and net tax revenue analysis that this agency is required to report. The company will not be required to reach these estimated levels of employment. **Please enter the estimates on a year by year basis (not cumulative amounts)**

(a) Year	(b) Number of FTE(s) Projected	(c) Average Hourly Wage	(d) Payroll
3-Year	20	\$40.00	\$1,664,000.00
4-Year	15	\$40.00	\$1,248,000.00
5-Year	15	\$40.00	\$1,248,000.00

5(C) Evaluation of Health Plans Offered by Companies

Company Name: 3PEA International, Inc. County: Clark

Total Number of Full-Time Employees: **35**

Average Hourly Wage per Employee **\$40.00**
 Average Annual Wage per Employee (implied) **\$83,200.00**

Annual Cost of Health Insurance per Employee **\$5,980.00**
 Percentage of Cost Covered by:
 Company **75%**
 Employee **25%**

Health Plan Annual Out-of-Pocket Maximum **\$3,000**

Generalized Criteria for Essential Health Benefits (EHB)

[following requirements outlined in the Affordable Care Act and US Code, including 42 USC Section 18022]

Covered employee's premium not to exceed 9.5% of annual wage	2.4%	MMQ
Annual Out-of-Pocket Maximum not to exceed \$7,150 (2017)	\$3,000	MMQ

Minimum essential health benefits covered (Company offers PPO):

- (A) Ambulatory patient services
- (B) Emergency services
- (C) Hospitalization
- (D) Maternity and newborn care
- (E) Mental health/substance use disorder/behavioral health treatment
- (F) Prescription drugs
- (G) Rehabilitative and habilitative services and devices
- (H) Laboratory services
- (I) Preventive and wellness services and chronic disease management
- (J) Pediatric services, including oral and vision care

No Annual Limits on Essential Health Benefits

I, the undersigned, hereby declare to the Governor's Office of Economic Development that the facts herein stated are true, and that I have attached sufficient plan information highlighting where our plan reflects meeting the 65% minimum threshold for the employee paid portion of the plan for GOED to independently confirm the same.

MARK NEWCOMER
 Name of person authorized for signature

[Signature]
 Signature

CEO
 Title

4/4/2018
 Date

SECRETARY OF STATE



NEVADA STATE BUSINESS LICENSE

3PEA INTERNATIONAL, INC.
Nevada Business Identification # NV19951121299

Expiration Date: August 31, 2018

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada.

Valid until the expiration date listed unless suspended, revoked or cancelled in accordance with the provisions in Nevada Revised Statutes. License is not transferable and is not in lieu of any local business license, permit or registration.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on June 17, 2017

Barbara K. Cegavske

Barbara K. Cegavske
Secretary of State

You may verify this license at www.nvsos.gov under the Nevada Business Search.

License must be cancelled on or before its expiration date if business activity ceases. Failure to do so will result in late fees or penalties which by law cannot be waived.

PARTNER WITH US TODAY!

3PEA INTERNATIONAL

1700 W Horizon Ridge Parkway
Henderson, NV 89012

Sales:

Toll-free: +1 877 379 1112

Local: +1 702 453 2221

Email: Sales@3PEA.com



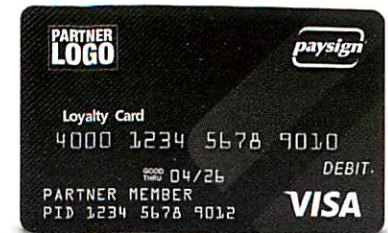
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WWW.3PEA.COM



About

In today's world of instant gratification, it's more important than ever to keep your customers engaged, your employees recognized, and your agents motivated. At 3PEA International, we understand this world. That's why we created PaySign. A customized, easy-to-use payment solution designed to enhance your payment efficiency.

3PEA International is a vertically integrated provider of innovative prepaid card programs and processing services for corporate, consumer and government applications.

PaySign makes managing payments a simple process.

Drawing on our deep expertise and consumer insights, 3PEA can help you navigate the rapidly changing world of prepaid.

The in-network Surcharge Free ATMs provides access to 80,000+ surcharge-free ATMs across the nation.

The PaySign mobile app offers cardholders an easy and convenient way to use their smart-phones to access information about their account, such as available balance, recent transactions and location of in network surcharge free ATMs.

WHY PAYSIGN?

The PaySign Payment Solution streamlines operations and reduces administrative time and costs.

Functions either as a stand-alone web based solution or integrated with existing payment systems.

24/7/365 Bilingual, in house customer service. Cardholders can access their accounts via SMS alerts and 2-way SMS Gateway, Interactive Voice Response (IVR) or speak with a live Customer Service Agent.

Corporate sponsors can selectively message cardholders through PaySign GeoMessaging.

Includes a built in loyalty points program, with 100% participation.

PaySign offers customized prepaid card solutions for a variety of public sector and corporate uses.

- Corporate Incentives •
- Per Diem •
- Customer Rebates •
- Customer Loyalty •
- Benefits Payments •

Experienced

3PEA International has managed millions of prepaid cards for many of the world's largest pharmaceutical, healthcare and social media companies.

Innovative

Our payment solutions helped revolutionize pharmaceutical marketing. It is in the same spirit of innovation that drove 3PEA to develop its PaySign Payment Solution. The PaySign Payment Solution offers exclusive features that reduces administrative burdens and reduces expenses, streamlines operations and increases productivity.

Committed to Security and Compliance

3PEA International is PCI-DSS compliant and certified as a VISA Level 1 Service Provider, underscoring 3PEA's commitment to maintaining the highest level of security standards and compliance.