

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

3PEA INTERNATIONAL, INC.

Form: 3

Date Filed: 2018-12-07

Corporate Issuer CIK: 1496443

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the
Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Attinger Mark Kenneth	2. Date of Event Requiring Statement (Month/Day/Year) 12/07/2018	3. Issuer Name and Ticker or Trading Symbol 3PEA INTERNATIONAL, INC. [TPNL]
(Last) (First) (Middle) 1700 W. HORIZON RIDGE PARKWAY		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner X _____ Officer (give title below) _____ Other (specify below) CFO
(Street) HENDERSON, NV 89012		5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) X _____ Form filed by One Reporting Person ____ Form filed by More than One Reporting Person
(City) (State) (Zip)	Table I - Non-Derivative Securities Beneficially Owned	
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)
4. Nature of Indirect Beneficial Ownership (Instr. 5)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Grant	(1)	(1)	Common Stock	450,000 (2)	\$ (2)
					D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Attinger Mark Kenneth 1700 W. HORIZON RIDGE PARKWAY HENDERSON, NV 89012			CFO	

Signatures

/s/ Mark K. Attinger	12/07/2018
Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Not Applicable

(2) Upon employment, The Company granted Mark K. Attinger four hundred fifty thousand (450,000) shares of the Company's common stock that will vest over a period of five (5) years with the initial ninety thousand (90,000) shares, valued at \$312,300 to be vested on the first year anniversary of the last day of the month after Mr. Attinger's employment begins and four (4) equal tranches, of ninety thousand (90,000) shares, each valued at \$312,300, to vest on each subsequent one year period provided Mark K. Attinger has been continuously employed by the Company during that time and on the vesting dates.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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