

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

3PEA INTERNATIONAL, INC.

Form: 3/A

Date Filed: 2019-02-06

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: Mina Bruce A (Last) (First) (Middle) 1700 W. HARISON RIDGE PKWY, STE. 200 (Street) HENDERSON, NV 89012 (City) (State) (Zip)		2. Date of Event Requiring Statement (Month/Day/Year) 03/29/2018		3. Issuer Name and Ticker or Trading Symbol 3PEA INTERNATIONAL, INC. [TPNL]	
				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)	
				5. If Amendment, Date Original Filed (Month/Day/Year) 04/09/2018	
				6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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
Common Stock	5,500	D	

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.	
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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	200,000 (2)	\$ (1)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mina Bruce A 1700 W. HARISON RIDGE PKWY, STE. 200 HENDERSON, NV 89012	X			

Signatures

/s/ Bruce A. Mina	02/05/2019
_____ 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) On March 29, 2018, the Company granted Bruce A. Mina two hundred thousand shares of common stock with a value of \$234,000. The stock grant vests annually, in equal amounts over a four year period if Bruce A. Mina continuously provides service to the Company at each annual vesting period. These shares have not been issued at this time.

Remarks:

This amendment is being filed to report 5,500 shares that Mr. Mina had acquired on the open market prior to becoming a reporting person, which were inadvertently omitted from his initial Form 3 filing.

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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