MYECHECK, INC.

CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 2015

AND

DECEMBER 31, 2014

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MYECHECK, INC.
CONSOLIDATED BALANCE SHEETS
AS OF JUNE 30, 2015 AND DECEMBER 31, 2014

	June 30, 2015 (Unaudited)	December 31, 2014 (Audited)
ASSETS		
Current Assets		
Cash	$ 22,850	$ 51,261
Accounts receivable - Net	80,200	146,740
Employee advances	2,500	2,500
Capitalized loan fees -Net	21,551	150,869
Prepaid expenses	26,852	135,444
Total Current Assets	153,953	486,814
Fixed Assets - Net	94,234	61,730
Intangible Assets - Net, Website	23,371	20,250
IP - Mobile App - Seergate- net	3,120,982	-
Other Assets -Deposits	52,812	70,502
Total Other Assets	3,291,399	152,482
Total Assets	$ 3,445,352	$ 639,296
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	$ 359,979	$ 395,613
Accrued liabilities	184,338	-
Payroll taxes payable	234,060	251,285
Payroll liabilities	61,145	47,710
Accrued rent	34,776	32,904
Loans payable - related party	30,013	34,036
Loans payable - other	91,218	56,415
Derivative liability	276,264	439,368
Deferred revenue	-	25,000
Convertible notes - net	828,000	550,000
Total Current Liabilities	2,099,793	1,832,331
Stockholders' Deficit		
Preferred stock, $0.00001 par value, 100,000,000 authorized, none outstanding	-	-
Common stock, $0.00001 par value, 4,900,000,000 shares authorized, 4,073,145,067 and 4,127,436,732 shares issued and outstanding, respectively	50,731	51,274
Treasury stock	(10,001)	(10,001)
Additional paid in capital	7,939,779	3,452,036
Common stock to be issued	-	191,917
Accumulated deficit	(6,634,950)	(4,878,261)
Total Stockholders' Equity	1,345,559	(1,193,035)
Total Liabilities and Stockholders' Equity	$ 3,445,352	$ 639,296

The accompanying condensed notes are an integral part of these consolidated financial statements

MYECHECK, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE SIX MONTHS ENDED JUNE 30, 2015 AND 2014
(Unaudited)

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
Revenues	$ 181,801	$ 362,281	$ 558,109	$ 724,063
Cost of revenues	2,344	44,527	2,344	44,527
Gross Profit	179,457	317,754	555,765	679,536
General and administrative	410,539	114,611	978,767	148,098
Research and development	166,133	41,359	230,960	41,359
Total Operating Expenses	576,672	155,970	1,209,727	189,457
Income or (Loss) from Operations	(397,215)	161,784	(653,962)	490,079
Other Income /(Expense)				
Change of Derivative liability, net of initial	(9,912)	-	163,104	-
Interest income (expense), net	(18,717)	(1)	(36,593)	(2,934)
Loss on convertible note	(1,229,550)	-	(1,229,550)	-
Other income and expenses	1,114	(47)	1,114	(63,047)
Other income cost recovery	-	53,485	-	53,095
Total other income/(expense)	(1,257,065)	53,437	(1,101,925)	(12,886)
Net income or (loss) before income taxes	(1,654,280)	-	(1,755,887)	-
Provision for income taxes	-	-	(800)	-
Net (Loss) or Income	**$ (1,654,280)**	**$ 215,221**	**$ (1,756,687)**	**$ 477,193**
Basic earnings per share	**$ 0.00**	**$ 0.00**	**$ 0.00**	**$ 0.00**
Diluted earnings per share	**$ 0.00**	**$ 0.00**	**$ 0.00**	**$ 0.00**
Weighted average number of shares outstanding during the period - basic	**4,123,327,847**	**4,264,293,204**	**4,123,327,847**	**4,264,293,204**
Weighted average number of shares outstanding during the period - fully diluted	**4,123,327,847**	**4,264,293,204**	**4,123,327,847**	**4,264,293,204**

The accompanying condensed notes are an integral part of these consolidated financial statements

MYECHECK, INC.
STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 2015 AND 2014
(Unaudited)

	For the Six Months Ended June 30,	
	2015	**2014**
Cash Flows from Operating Activities:		
Net income (loss)	$ (1,756,687)	$ 477,193
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation and amortization expense	142,065	1,265
Amortization of IP	96,980	-
Loss on debt conversion	1,229,550	63,047
Interest and prepaid insurance expense	64,185	-
Stock based services	-	4,250
Net change in fair value of derivative liabilities	(163,104)	-
Gain on extinguishment of debt	(19,321)	-
Stock based Compensation	9,833	-
Changes in operating assets and liabilities:		
(Increase) Decrease in:		
Accounts receivable	66,540	572,252
Prepaid expenses & other assets	-	(46,602)
Increase (Decrease) in:		
Accounts payable and accrued expenses	(29,420)	(5,920)
Deferred revenue	(25,000)	(1,500)
Payroll taxes payable	(17,225)	-
Accrued payroll	13,435	-
Net Cash Provided (Used by) by Operating Activities	(388,169)	1,063,985
Cash Flows from Investing Activities		
Purchase of P, P & E	(16,693)	(13,058)
Security deposit on new facility	-	(32,812)
Cost incurred capitalized website	-	(17,000)
Purchase of treasury stock	-	(10,000)
Net Cash Used by Investing Activities	(16,693)	(72,870)
Cash Flows from Financing Activities:		
(Repayment)/Proceeds for loan payable - related parties	(4,023)	29,029
Proceeds from convertible debt	278,000	-
Net proceeds from acquistion Seergate	17,413	
(Repayment)/Proceeds for loan payable - other	85,061	-
Net Cash Provided by Financing Activities	376,451	29,029
Net Decrease in Cash	(28,411)	1,020,144
Cash at Beginning of Period	51,261	65
Cash at End of Period	**$ 22,850**	**$ 1,020,209**
Supplemental Disclosure of Non Cash Investing and Financing Activities		
Common shares issued services and common stock payable	$ 201,750	$ -
Acquisiton of Moble Application assets from Seergate	$ 3,231,884	$ -
Issuance for debt	$ 54,702	$ -
Conversion of convertible note to note payable	$ -	$ 32,000
Stock issued for subscription receivable	$ -	$ 28,000

The accompanying condensed notes are an integral part of these consolidated financial statements

NOTE 1 – ORGANIZATION, BASIS OF PRESENTATION AND NATURE OF OPERATIONS

Basis of Presentation

The accompanying consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) under the accrual basis of accounting.

The consolidated financial information as of December 31, 2014 is derived from the audited consolidated financial statements presented in the Company's Form 10 dated August 9, 2015. The unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's Form 10, which contains the audited consolidated financial statements and notes thereto, together with the Management's Discussion and Analysis, dated August 9, 2015.

Certain information or footnote disclosures normally included in consolidated financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted, pursuant to the rules and regulations of the Securities and Exchange Commission for interim condensed financial reporting. Accordingly, they do not include all the information and footnotes necessary for a comprehensive presentation of condensed financial position, results of operations, or cash flows. It is management's opinion, however, that all material adjustments (consisting of normal recurring adjustments) have been made which are necessary for a fair consolidated financial statement presentation. The interim results for the period ended June 30, 2015 are not necessarily indicative of results for the full fiscal year.

Organization

MyECheck, Inc. ("MEC") ("the Company") was incorporated in the state of Delaware on October 29, 2004. The Company's office is located at Folsom, California. On May 25, 2012 the Company was redomiciled in the State of Wyoming. In addition, the Company registered as a foreign corporation in the State of California on October 16, 2014.

GreenPay, LLC ("GreenPay"), a wholly owned subsidiary of the Company, incorporated in the State of Wyoming on March 11, 2014 was acquired by MyEcheck on August 20, 2014. After the acquisition, GreenPay registered as a foreign limited liability company in the State of California on November 10, 2014.

Sekoya Holdings, Ltd. ("Sekoya") was incorporated in Nevada on May 19, 2005, and is an inactive company.

The Company acquired Seergate, Ltd an Israeli corporation on May 6, 2015.

Reverse Acquisition and Recapitalization

On March 14, 2008, Sekoya Holdings, Ltd. ("Sekoya"), then a development stage company, merged with MEC and MEC became the surviving corporation. This transaction was accounted for as a reverse acquisition. Sekoya did not have any operations and majority-voting control was transferred to MEC. The transaction also required a recapitalization of MEC. Since MEC acquired a controlling voting interest, it was deemed the accounting acquirer, while Sekoya was deemed the legal acquirer. The historical consolidated financial statements of the Company are of those of MEC and of the consolidated entities from the date of merger and subsequent.

NOTE 1 – ORGANIZATION, BASIS OF PRESENTATION AND NATURE OF OPERATIONS *(CONT.)*

Acquisition of GreenPay, LLC

On August 20, 2014, MyECheck completed the acquisition of its licensee, GreenPay, LLC. GreenPay, LLC is now a wholly owned subsidiary of MyECheck, Inc. GreenPay assets are owned by MyECheck, however GreenPay will be operated as a separate entity and will move forward with an independent board of directors and management in 2015.

Acquisition of Seergate, Ltd.

On May 6, 2015, MyECheck, Inc. completed its acquisition of Seergate, Ltd. Seergate is an Israeli corporation that has developed an innovative cloud based platform for billing and payments. MyECheck acquired 100% of the issued and outstanding shares of Seergate in exchange for 150,000,000 shares of MyECheck common stock. The 150,000,000 shares of common stock exchanged in connection with the Seergate acquisition were valued based on a ten day average of the price prior to closing.

The adjusted purchase price of the Acquisition totaled $3,075,030, which includes three (3) $25,000 pre-closing cash payments used for the development of technology specifically for the Company. The True Up Payment payable is included in liabilities at May 6, 2015. The Acquisition agreement allows for a ninety (90) day period to finalize the closing balance sheet in order to determine the net working capital adjustment that would be factored into the final purchase amount. On May 7, 2015, we issued 150,000,000 shares of our common stock valued at $0.02 based on a ten day average of the price prior to closing as settlement of the True Up Payment.

Under the purchase method of accounting, the estimated purchase price of the Acquisition was allocated to Seergate's net tangible and identifiable intangible assets and liabilities assumed based on their estimated fair values as of the date of the completion of the Acquisition, as follows:

Cash	$ 67,413
Computer equipment	6,145
Other assets	7,777
Total Assets	81,335
Less Liabilities	
Payroll accrual	(45,885)
Development costs and travel reimbursement owed by MyECheck to Seergate	(178,382)
Total liabilities	(224,267)
Excess liabilities greater than assets	(142,932)
IP for mobile application	3,217,962
	$ 3,075,030

NOTE 1 – ORGANIZATION, BASIS OF PRESENTATION AND NATURE OF OPERATIONS
(CONT.)

The estimated fair value of certain assets and liabilities have been determined by management and are subject to change upon the finalization of the purchase accounting. No portion of the intangible assets, including goodwill, is expected to be deducted for tax purposes.

The results of operations of Seergate are included in the Company's condensed consolidated statements of operations from the date of the acquisition of May 6, 2015, including approximately $0 of revenue and approximately $193,000 of net loss. The following unaudited supplemental pro forma information assumes that the Acquisition had occurred as of January 1, 2014

	For the six months Ended 06/30/2015 Unaudited	For the year ended 12/31/2014 Unaudited
Revenues	$ 558,109	$ 952,156
Cost of revenues	(2,344)	(99,976)
Gross Profit	555,765	852,180
General and administrative	1,013,732	1,527,837
Loss from disposal of assets	-	13,289
Research and development	609,075	1,098,297
Total Operating Expenses	1,622,807	2,639,423
Income or (Loss) from Operations	(1,067,042)	(1,787,243)
Other Income/(Expense)		
Derivative liability	(139,670)	(488,246)
Change in fair value of derivative liabilities	303,044	48,878
Interest expense net of interest income	(37,586)	(28,142)
Loss on convertible note	(1,229,550)	(62,980)
Other income and expenses	1,114	-
Other income cost recovery	-	140,685
Total Other Income/(Expense)	(1,102,648)	(389,805)
Net income or (loss) before income taxes	(2,169,960)	(2,177,048)
Provision for income taxes	(800)	(800)
Net (Loss) or Income	$ (2,170,760)	$ (2,177,848)

NOTE 1 – ORGANIZATION, BASIS OF PRESENTATION AND THE NATURE OF OPERATIONS (CONT.)

The unaudited consolidated pro forma financial information is not necessarily indicative of the results that would have occurred if the Acquisition had occurred on the dates indicated or that may result in the future.

Nature of Operations

The Company provides software that enables merchants and banks to receive and process real–time payments from consumers, businesses and government agencies. Payment can be initiated online, via point of sale terminals, or over the telephone. The Company also licenses patented technology in the mobile payments and banking industries.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

All significant intercompany accounts and balances have been eliminated in consolidation.

Risks and Uncertainties

The Company's operations are subject to significant risk and uncertainties including financial, operational, regulatory and other risks including the potential risk of business failure.

The Company has experienced, and in the future expects to continue to experience, variability in its sales and earnings. The factors expected to contribute to this variability include, among others, (i) the uncertainty associated with the commercialization and ultimate success of the product, (ii) intense competition and rapid technological changes for the mobile payment processing industry and (iii) general economic conditions which may cast doubt on future success.

See Note 3 regarding going concern matters.

Fiscal Year

The Company has adopted a December 31 fiscal year end.

Use of Estimates and Assumptions

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the U.S. of America requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Such estimates and assumptions impact, among others, the following: the fair value of warrants granted, the fair value of other derivative liabilities, estimates of the probability and potential magnitude of contingent liabilities and the valuation allowance for deferred tax assets due to continuing operating losses.

Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the consolidated financial statements, which management considered in formulating its estimate could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from our estimates.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT.)

Cash and Cash Equivalents

The Company considers all highly liquid investments with original maturities of three months or less at the time of purchase to be cash equivalents. At June 30, 2015 and 2014, the Company had no cash equivalents.

The Company minimizes its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. The balance at times may exceed federally insured limits. At June 30, 2015 and 2014, there were no balances that exceeded the federally insured limit.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are recorded at the invoiced amount and do not bear interest. The Company extends unsecured credit to its customers in the ordinary course of business but mitigates the associated risks by performing credit checks and actively pursuing past due accounts.

The Company recognizes an allowance for losses on accounts receivable in an amount equal to the estimated probable losses net of recoveries. The allowance is based on an analysis of historical bad debt experience, current receivables aging, and expected future write-offs, as well as an assessment of specific identifiable customer accounts considered at risk or uncollectible.

In 2015 and 2014, the Company recorded no bad debt expense.

Capitalized Loan Fees

On October 29, 2014, the Company obtained a loan facility which resulted in the capitalization of loan fees of $193,975 being amortized over the life of the loan. As of June 30, 2015, the accrued amortization was ($172,424) for a net amount reported on the Balance Sheet of $21,551. See Notes 5 & 6. For the six months ended June 30, 2015 the amortization expense was $129,318.

Revenue Recognition

The Company records revenue when all of the following have occurred; (1) persuasive evidence of an arrangement exists, (2) product delivery has occurred, (3) the sales price to the customer is fixed or determinable, and (4) collectability is reasonably assured.

The Company earns revenue from services, which has included the following: electronic check processing, financial verification, identity verification, check guarantee services and licensing of intellectual property. The services are performed under the terms of a contract with a customer, which states the services to be utilized and the terms and fixed price for all services under contract. The price of these services may be a fixed fee per transaction and/or a percentage of the transaction processed depending on the service.

Revenue from electronic check processing is derived from fees collected from merchants to convert merchant customer check data into an electronic image of a paper draft, which allows the Company to deposit the funds to the merchant's bank through image clearing with the Federal Reserve on behalf of the bank. The Company recognizes the revenue related to electronic check processing fees when the services are performed.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT.)

Revenue Recognition (Cont.)

Revenue from financial verification is derived from fees collected from merchants to process requests to validate financial verifications to an outside service provider under contract with the Company. The cost for the service provider is recorded in cost of revenue when applicable. This revenue is recognized when the transaction is processed, since the Company has no further obligations.

Revenue from check guarantee services is derived from fees collected from merchants to process transaction to an outside service provider under contract with the Company. The cost for the service provider is recorded in cost of revenue when applicable. This revenue is recognized when the transaction is processed, since the Company has no further obligations.

The Company derives revenue from monthly maintenance fees and initial customer set-up fees. Monthly maintenance fee revenue billed monthly and is recognized as services are performed. Initial set-up fees are recognized over the respective customer relationship period. Payments received in advance of completing the earnings process are recorded as deferred revenue and recognized over the remaining service period.

Customers & Concentrations

One customer comprised 88% of the total revenue for the six months ended June 30, 2015 and three customers comprised 98% of the total revenue for the year ended December 31, 2014. The Company had two customers represent 100% of accounts receivable at June 30, 2015 and two customers represented 100% of net accounts receivable at December 31, 2014.

Fair Value of Financial Instruments

The Company measures assets and liabilities at fair value based on an expected exit price as defined by the authoritative guidance on fair value measurements, which represents the amount that would be received on the sale of an asset or paid to transfer a liability, as the case may be, in an orderly transaction between market participants. As such, fair value may be based on assumptions that market participants would use in pricing an asset or liability. The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level.

The following are the hierarchical levels of inputs to measure fair value:

- Level 1 – Observable inputs that reflect quoted market prices in active markets for identical assets or liabilities.

- Level 2 – Inputs reflect quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

- Level 3 – Unobservable inputs reflecting the Company's assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available.

The risk-free rate of return reflects the interest rate for the United States Treasury Note with similar time-to-maturity to that of the convertible debt.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT.)

Fair Value of Financial Instruments (Cont.)

The recorded value of other financial assets and liabilities, which consist primarily of cash and cash equivalents, accounts receivable, other current assets, and accounts payable and accrued expenses approximate the fair value of the respective assets and liabilities at June 30, 2015 and June 30, 2014 based upon the short-term nature of the assets and liabilities.

Embedded Conversion Features

The Company evaluates embedded conversion features within convertible debt under ASC 815 "Derivatives and Hedging" to determine whether the embedded conversion feature(s) should be bifurcated from the host instrument and accounted for as a derivative at fair value with changes in fair value recorded in earnings. If the conversion feature does not require derivative treatment under ASC 815, the instrument is evaluated under ASC 470-20 "Debt with Conversion and Other Options" for consideration of any beneficial conversion feature.

Derivative Financial Instruments

The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments, including stock purchase warrants, to determine if such instruments are derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported as charges or credits to income.

For option-based simple derivative financial instruments, the Company uses the Black-Scholes option-pricing model to value the derivative instruments at inception and subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re-assessed at the end of each reporting period.

Beneficial Conversion Feature

For conventional convertible debt where the rate of conversion is below market value, the Company records a "beneficial conversion feature" ("BCF") and related debt discount.

When the Company records a BCF, the relative fair value of the BCF is recorded as a debt discount against the face amount of the respective debt instrument (offset to additional paid in capital) and amortized to interest expense over the life of the debt.

Debt Issue Costs and Debt Discount

The Company may record debt issue costs and/or debt discounts in connection with raising funds through the issuance of debt. These costs may be paid in the form of cash, or equity (such as warrants). These costs are amortized to interest expense over the life of the debt. If a conversion of the underlying debt occurs, a proportionate share of the unamortized amounts is immediately expensed.

Original Issue Discount

For certain convertible debt issued, the Company may provide the debt holder with an original issue discount. The original issue discount would be recorded to debt discount, reducing the face amount of the note and is amortized to interest expense over the life of the debt.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT.)

Extinguishments of Liabilities

The Company accounts for extinguishments of liabilities in accordance with ASC 860 - "Accounting for Transfers and Servicing of Financial Assets and Extinguishment of Liabilities". When the conditions are met for extinguishment accounting, the liabilities are derecognized and the gain or loss on the sale is recognized.

Income Taxes

We account for income taxes under the liability method, whereby deferred income tax liabilities or assets at the end of each period are determined using the tax rate expected to be in effect when the taxes are actually paid or recovered. A valuation allowance is recognized on deferred tax assets when it is more likely than not that some or all of these deferred tax assets will not be realized. Our policy is to prescribe a recognition threshold and measurement attribute for the recognition and measurement of a tax position taken or expected to be taken in a tax return.

We have analyzed our filing positions in all jurisdictions where we are required to file returns, and found no positions that would require a liability for unrecognized income tax positions to be recognized. We are subject to tax examinations. In the event that we are assessed penalties and or interest, penalties will be charged to other financing expense and interest will be charged to interest expense.

Earnings (Loss) Per Share

Basic net earnings (loss) per share is computed by dividing net income (loss) for the period by the weighted average number of common stock outstanding during each period. Diluted earnings (loss) per share is computed by dividing net income (loss) for the period by the weighted average number of common stock, common stock equivalents and potentially dilutive securities outstanding during each period.

The Company uses the "treasury stock" method to determine whether there is a dilutive effect of outstanding convertible debt, option and warrant contracts. For the year ended June 30, 2015 the Company reflected net income and a dilutive net income.

The Company had the following potential common stock equivalents at June 30, 2015:

Convertible debt – face amount of $550,000, conversion price of $0.0137	$	40,145,985
Convertible Promissory Note – face amount of $40,000, conversion price of $0.0102		3,913,894
Convertible Promissory Note – face amount of $13,000, conversion price of $0.0098		1,326,531
Convertible Promissory Note – face amount of $30,000, conversion price of $0.0087		3,456,221
Convertible Promissory Note – face amount of $25,000, conversion price of $0.0096		2,606,882
Convertible Promissory Note – face amount of $20,000, conversion price of $0.0094		2,132,196
Callable Secured Convertible Note – face amount of $40,000, conversion price of $0.0120		3,333,333
Callable Secured Convertible Note – face amount of $30,000, conversion price of $0.0120		2,500,000
Callable Secured Convertible Note – face amount of $40,000, conversion price of $0.0120		3,333,333
Callable Secured Convertible Note – face amount of $40,000, conversion price of $0.0087		3,333,333
Total common stock equivalents	**$**	**68,415,043**

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT.)

Earnings (Loss) Per Share

The Company had the following potential common stock equivalents at December 31, 2014:

Convertible debt – face amount of $550,000, conversion price of $0.0174	31,609,195
Common Stock Payable (See Note 11 – Stockholders' Deficit)	10,833,335
Total common stock equivalents	42,442,530

Advertising

Advertising is expensed as incurred. For June 30, 2015 and 2014, advertising expense was $28,767 and $10,443, respectively.

Stock-Based Compensation

Periodically, we issue common shares or options to purchase our common shares to our officers, directors, employees, or other parties. Compensation expense for these equity awards are recognized over the vesting period, based on the fair value on the grant date. We recognize compensation expense for only the portion of options that are expected to vest, rather than record forfeitures when they occur. If the actual number of forfeitures differs from those estimated by management, additional adjustments to compensation expense may be required in the future periods. We determine the fair value of equity awards using the Black-Scholes valuation model.

Cost of Computer Software Developed or Obtained for Internal Use

The Company capitalizes certain costs incurred for computer software developed or obtained for internal use, which are incurred during the application development stage. These capitalized costs are to be amortized on a straight-line basis over the expected useful life of the software. Costs related to preliminary project activities and post-implementation activities are expensed as incurred. For the six months ended June 30, 2015 and 2014, no costs for the development of internal use software have been capitalized.

Recent Accounting Pronouncements
New Accounting Standards Issued But Not Yet Adopted

From time to time, new accounting pronouncements are issued by the FASB, which are adopted by the Company as of the specified date. Unless otherwise discussed, management believes the impact of recently issued standards, which are not yet effective, will not have a material impact on its consolidated financial statements upon adoption.

In February 2015, the FASB issued ASU No. 2015-02, *Consolidation (Topic 810): Amendments to the Consolidation Analysis ("ASU 2015-12").* ASU 2015-02 affects reporting entities that are required to evaluate whether they should consolidate certain legal entities. ASU 2015-02 is effective for us on January 1, 2016, with early adoption permitted. We do not believe that this pronouncement will have an impact on our consolidated financial statements

In April 2015, the FASB issued ASU No. 2015-03, *Interest – Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs* ("ASU 2015-03"). The amendments in ASU 2015-03 require that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. The recognition and measurement guidance for debt issuance costs are not affected by the amendments in ASU 2015-03. ASU 2015-03 is effective for us on January 1, 2016, with early adoption permitted. We are currently evaluating the potential changes from this ASU to our future financial reporting and disclosures.

NOTE 3 – GOING CONCERN

The Company's accountants have expressed substantial doubt about the Company's ability to continue as a going concern as a result of its history of net operating losses. The Company's ability to achieve and maintain profitability and positive cash flow is dependent upon our ability to successfully deliver license and service agreements and obtain financing until revenue can generate cash flow to meet operating requirements.

The outcome of these matters cannot be predicted at this time. These consolidated financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue its business.

As reflected in the accompanying consolidated financial statements, the Company had a net loss of $1,756,687 in 2015 and a net income of $477,193, in 2014, and net cash used by operations of $388,169 and net cash provided by operations of $1,063,985 for six months ended June 30, 2015 and 2014, respectively. The Company had a working capital deficit of $1,945,840 at June 30, 2015 and $1,345,517 at December 31, 2014 and a stockholders' equity of $1,345,559 at June 30, 2015 and a stockholders' deficit of $1,193,035 at December 31, 2014.

The ability of the Company to continue as a going concern is dependent on Management's plans, which include the raising of capital through debt and/or equity markets. The Company will require additional funding during the next twelve months to finance the growth of its current and expected operations and achieve strategic objectives. Additionally, the Company will need to continually generate revenues through its current business operations in order to generate enough cash flow to fund operations through 2015.

The Company is also dependent on maintaining their positive approval status with the Federal Reserve. If the Company were to lose this approval, their ability to provide services would be affected negatively. The Company is also dependent on bank sponsorship when processing transactions directly with the Federal Reserve. If the Company were to lose bank sponsorship, their ability to provide services would be affected negatively.

The Company believes its current available cash, along with anticipated revenues, may be insufficient to meet its cash needs for the near future. There can be no assurance that financing will be available in amounts or terms acceptable to the Company, if at all.

NOTE 4 – PROPERTY AND EQUIPMENT

For the six months ended June 30, 2015 and the year ended December 31, 2014 property and equipment is as follows:

	6/30/2015	12/31/2014
Computer equipment	$ 57,760	$ 33,139
Furniture and fixtures	56,571	22,018
Leasehold improvements	10,956	10,956
Accumulated depreciation	(31,233)	(4,383)
Net Fixed Assets	$ 94,234	$ 61,730

For the six months ended June 30, 2015 and the year ended December 31, 2014, the Company recorded a depreciation expense of $8,745 and $4,205, respectively.

NOTE 5 – INTANGIBLE ASSETS

Using the Company's employees and outside consultants, the company invested $24,000 to develop a new website as a critical component of its new marketing plan. The Company's website went live on July 25, 2014. The Company has elected to amortize the capitalized costs over a thirty six month period for both financial reporting and for income tax purposes once the website is placed in service.

For the six months ended June 30, 2015 and the year ended December 31, 2014 intangible assets are as follows:

	6/30/2015	12/31/2014
Intangible assets website	$ 31,123	$ 24,000
Accumulated amortization	(7,752)	(3,750)
Intangible assets website - net	$ 23,371	$ 20,250

For the six months ended June 30, 2015 and 2014, $4,002 and $0 in amortization was included in operating expenses, respectively.

For the six months ended June 30, 2015, total depreciation and amortization expense recorded in the operating expenses consisted of the following components: depreciation of $8,745, website amortization of $4,002 and amortization of capitalized loan fees of $129,318 for a total of $142,065.

NOTE 6 - CONVERTIBLE NOTES PAYABLE

April 26, 2010 Convertible Debt in Default– Asher Enterprises, Inc.

Terms
On April 26, 2010, the Company issued and executed a convertible note for $50,000. The Company paid $3,000 in debt issue costs and received net proceeds of $47,000. The note had a term of one year and bears interest at 8%, default interest rate of 22%, and was unsecured.

Conversion
The debt is convertible based upon 55% of the average of the three lowest closing prices within the prior ten trading day period. The conversion option may be exercised in the event of default or in whole or part at the option of the holder of the note prior to the debt's maturity.

For the years ended December 31, 2013 and 2012, the note was in default. At December 31, 2013 the balance on the note was $32,000. On January 17, 2014, the debt was converted into 25,000,000 shares of common stock, at a price per share of $0.002. The estimated fair market value on the conversion date was $0.0038 per share for an estimated a fair value of $95,000 resulting in a loss to the Company of $63,000 which was recorded in the first quarter of 2014.

NOTE 6 - CONVERTIBLE NOTES PAYABLE (CONT.)

October 29, 2014 Convertible Debt – TCA Global Credit Master Fund, LP

Terms
On October 29, 2014, the Company issued and executed a convertible note for $550,000 receiving net proceeds of $489,025. The Company paid $60,975 in fees, 2,941,176 shares of common stock for advisory fees not to exceed $100,000 and $33,000 in broker fees for a total capitalized loan fee amount of $193,975. For value received, the Company promises to pay to the order of the Holder, by no later than July 29, 2015 interest on the outstanding principal amount under the Debenture, at the rate of eleven percent (11%) per annum simple interest from the Effective Date. The stock issued for services is further disclosed in Note 11.

Conversion
The debt is convertible based upon 80% of the average daily volume weighted average price of the Company's Common Stock during the five (5) trading days immediately prior to the Conversion Date.

Additionally, the note contains a ratchet provision. The Company determined under ASC 815, that the embedded conversion feature (if offering of common stock is at no consideration or at a price that is lower than the effective conversion price on the date shares are offered for sale, then a ratchet down of effective exercise price to price per share offered for common stock would be used to determine additional shares to be issued).

The Company has determined that this ratchet provision indicates that these shares, if issued, are not indexed to the Company's own stock and, therefore, is an embedded derivative financial liability, which requires bifurcation and to be separately accounted for. At each reporting period, the Company will mark this derivative financial instrument to its estimated fair value.

On October 29, 2014, the estimated fair value of the conversion feature of $488,246 was bifurcated from the Note and accounted for as a separate derivative liability. The Note Derivative is carried at its estimated fair value (using the Black Scholes Model) until the Note is converted or otherwise extinguished. Any changes in fair value are recognized in earnings.

At December 31, 2014 the balance on the note was $550,000. As reported in the current balance sheet prepaid interest of $33,737 was included in the prepaid expense amount of $135,444 with $9,638 included in interest expense of $23,066.

At June 30, 2015 the derivative liability was revalued and decreased by $274,770 leaving a balance of $164,598 compared to the balance at December 31, 2014 of $439,368.

At June 30, 2015 the balance on the note was $550,000. As reported in the current balance sheet prepaid interest of $4,819 was included in the prepaid expense amount of $26,852 with $28,914 included in interest expense of $36,593.

NOTE 6 - CONVERTIBLE NOTES PAYABLE (CONT.)

On April 2, 2015, the Company issued and executed a convertible note for $15,900. The Company converted accounts payable for services provided to allow the Company to become DTC eligible of $14,500 plus interest of $1,400 incurred on January 29, 2014. The note has a term of one year and bears interest at 10% and is unsecured. The debt is convertible based upon 50% of the stock price at January 29, 2014 of a price per share of $0.0016. During the three months ended June 30, 2015 the note was converted into 19,875,000 shares of common stock. The Company recorded a loss on conversion in the amount of $389,550.

On April 16, 2015, the Company approved the partial assignment of $40,000 of a debt dated October 5, 2010. On April 21, 2015, the Company authorized the conversion of such debt into 40,000,000 shares of common stock at $0.001 per share. The note was converted during the three months ended June 30, 2015 and the Company recorded a loss on conversion in the amount of $840,000.

Convertible Promissory Notes

From time to time the Company raises working capital due to issuances of convertible notes as further described below. During the six months ended June 30, 2015, we entered into multiple convertible notes payable with five (5) containing embedded derivative liabilities (conversion options). At June 30, 2015, these notes consist of the following:

1) Convertible Promissory Note for $40,000 to Charlie Abujudeh dated April 6, 2015, due April 6, 2016, bearing interest at the rate of 10% per annum. This note shall be paid in full or in part to Holder by conversion into Common Stock at the maturity date based upon the discounted price of seventy percent (70%) of the closing price of the Company's Common Stock on the date of this Note being April 6, 2015 as posted at the OTC Markets exchange of $0.0102 per share for a total common stock issuance of 3,913,894.	$	40,000
2) Convertible Promissory Note for $13,000 to Charlie Abujudeh dated April 8, 2015, due April 8, 2016, bearing interest at the rate of 10% per annum. This note shall be paid in full or in part to Holder by conversion into Common Stock at the maturity date based upon the discounted price of seventy percent (70%) of the closing price of the Company's Common Stock on the date of this Note being April 8, 2015 as posted at the OTC Markets exchange of $0.0098 per share for a total common stock issuance of 1,326,531.		13,000
3) Convertible Promissory Note for $30,000 to Charlie Abujudeh dated April 16, 2015, due April 16, 2016, bearing interest at the rate of 10% per annum. This note shall be paid in full or in part to Holder by conversion into Common Stock at the maturity date based upon the discounted price of seventy percent (70%) of the closing price of the Company's Common Stock on the date of this Note being April 16, 2015 as posted at the OTC Markets exchange of $0.0087 per share for a total common stock issuance of 3,456,221.		30,000
4) Convertible Promissory Note for $25,000 to Charlie Abujudeh dated April 23, 2015, due April 23, 2016, bearing interest at the rate of 10% per annum. This note shall be paid in full or in part to Holder by conversion into Common Stock at the maturity date based upon the discounted price of seventy percent (70%) of the closing price of the Company's Common Stock on the date of this Note being April 23, 2015 as posted at the OTC Markets exchange of $0.0096 per share for a total common stock issuance of 2,606,882.		25,000

Convertible Promissory Notes (Cont.)

5) Convertible Promissory Note for $20,000 to Charlie Abujudeh dated May 6, 2015, due May 6, 2016, bearing interest at the rate of 10% per annum. This note shall be paid in full or in part to Holder by conversion into Common Stock at the maturity date based upon the discounted price of seventy percent (70%) of the closing price of the Company's Common Stock on the date of this Note being May 6, 2015 as posted at the OTC Markets exchange of $0.0094 per share for a total common stock issuance of 2,132,196.	20,000
Total Convertible Promissory Notes	**$ 128,000**

Convertible Notes Payable with Embedded Derivative Liabilities (Conversion Options)

During the six months ended June 30, 2015, we entered into convertible notes payable with embedded derivative liabilities (conversion options). At June 30, 2015, these notes consist of the following:

1) On October 29, 2014, the Company issued and executed a convertible Debenture to TCA Global Credit Master Fund, LP for $550,000. The Company paid $60,975 in fees and received net proceeds of $489,025. In addition, the stock compensation are disclosed in Item 10, page 24. For value received, the Company promises to pay to the order of the Holder, by no later than July 29, 2015 interest on the outstanding principal amount under the Debenture, at the rate of eleven percent (11%) per annum simple interest from the Effective Date. (3)	550,000
2) Callable Secured Convertible Note for $40,000 to Charlie Abujudeh dated May 12, 2015, due May 12, 2016, bearing interest at the rate of 10% per annum. The conversion price shall be calculated at the election of the Holder the lesser of (i) 70% of the Trading Price of the Borrower's Common Stock on the issue date or (ii) the Trading Price of the Borrower's Common Stock on the Conversion Date. The lowest price the Holder can convert (including discount) is $0.001 per share. (3)	40,000
3) Callable Secured Convertible Note for $30,000 to Johann Gumpp dated May 28, 2015, due May 28, 2016, bearing interest at the rate of 10% per annum. The conversion price shall be calculated at 70% of the Trading Price of the Borrower's Common Stock on the defined Conversion Date. The Common Stock to the Holder shall be restricted pursuant to SEC Rule 144 with a twelve month holding period. (3).	30,000
4) Callable Secured Convertible Note for $40,000 to Johann Gumpp dated June 8, 2015, due June 8, 2016, bearing interest at the rate of 10% per annum. The conversion price shall be calculated at 70% of the Trading Price of the Borrower's Common Stock on the defined Conversion Date. The Common Stock to the Holder shall be restricted pursuant to SEC Rule 144 with a twelve month holding period. (3).	40,000
5) Callable Secured Convertible Note for $40,000 to Johann Gumpp dated June 19, 2015, due June 19, 2016, bearing interest at the rate of 10% per annum. The conversion price shall be calculated at 70% of the Trading Price of the Borrower's Common Stock on the defined Conversion Date. The Common Stock to the Holder shall be restricted pursuant to SEC Rule 144 with a twelve month holding period. (3).	40,000
Total convertible notes payable with embedded derivative liability	**$ 700,000**
Total convertible promissory notes & convertible notes payable with embedded derivative liability	**$ 828,000**

NOTE 6 - CONVERTIBLE NOTES PAYABLE (CONT.)

(1) Note contains certain representations, warranties, covenants and events of default, and increases in the amount of the principal and interest rate under the note in the event of such defaults.

(2) The embedded derivative liability associated with the conversion option of the note was bifurcated from the note and recorded at its fair value on the date of issuance and at each reporting date.

(3) We have classified this note as current due to our expectation to either repay or convert the note on a current basis.

The total estimated fair value of the embedded derivative liability associated with the conversion options of these convertible notes payable at inception was $139,940 for the convertible notes with embedded derivatives added in 2015, of which $0 was discounted against the notes and no interest expense was recorded upon issuance. See Note 7, *Fair Value Measurements,* for a discussion of the changes in the fair value of the embedded derivative liability during the six months ended June 30, 2015.

The following tables set forth our assets and liabilities measured at recurring or non-recurring, at June 30, 2015 and December 31, 2014, and the fair value calculation input hierarchy level that we have determined applies to each asset and liability category.

	Fair Value Measurements Using Inputs			Carrying Amount at
Financial Instruments	Level 1	Level 2	Level 3	June 30, 2015
Liabilities:				
Callable Secured Convertible Note (1)	$ -	$ -	$ 29,333	$ 29,333
Callable Secured Convertible Note (2)	-		22,000	20,000
Callable Secured Convertible Note (3)	-		30,000	30,000
Callable Secured Convertible Note (4)			30,333	30,333
Derivative Instruments – Convertible	-	-	164,598	164,598
Total	$ -	$ -	$ 276,264	$ 276,264

	Fair Value Measurements Using Inputs			Carrying Amount at
Financial Instruments	Level 1	Level 2	Level 3	December 31, 2014
Liabilities:				
Derivative Instruments – Convertible	$ -	$ -	$ 439,368	$ 439,368
Total	$ -	$ -	$ 439,368	$ 439,368

NOTE 6 - CONVERTIBLE NOTES PAYABLE (CONT.)

Fair Value of Financial Instruments

Market price and estimated fair value of common stock used to measure the Derivative Instruments-Warrants at June 30, 2015 and December 31, 2014:

	June 30, 2015	December 31, 2014
Market price and estimated fair value of common stock:	.0171	0.0218
Exercise price - range	0.012 - 0.0137	0.0174
Expected term range – (years)	.29 – 1yr	.58
Discount range	70% - 80%	-
Dividend yield	-	-
Expected volatility	115%	217%
Risk-free interest rate - range	0.02 – 0.28	0.12%

NOTE 7 - LOANS PAYABLE – RELATED PARTIES

The Company's major shareholder has agreed to advance short term funding until revenue or other funding has been obtained. The advances and repayments will fluctuate depending on cash flow. As of June 30, 2015, the amount owed the shareholder was $523.

On December 4, 2014, the Company's Chief Financial Officer agreed to advance the company a short term bridge loan. The repayment of the bridge loan will be the principal amount only with zero interest calculated due in the 3rd Quarter, of 2015. As of June 30, 2015, the amount owed the CFO was $20,000.

The Company acquired related party debt associated with the acquisition of Seergate in the amount of $9,500.

NOTE 8 – LEASES

On October 1, 2013, the Company entered into a secured lease with QTS Data Center. The terms of this agreement are three (3) years at $500 per month.

For the six months ended June 30, 2015, the lease expense was $3,094.

NOTE 9 – FACILITIES

On July 1, 2014, MyECheck, leased approximately 3700 square feet of Class A Office Space in the City of Folsom California as its corporate headquarters and primary product development center. This is a 42 month full service lease expiring on December 31, 2017 with an average rent per month of $4,735. The rent increases annually by $0.05 per square foot. Both physical and electronic security features are employed at this location.

On October 28, 2014, MyECheck amended its original lease agreement with Maidu Investment, LLC (Maidu Investment) at the office development known as College Point Business Center, located at 2600 E. Bidwell Street in the City of Folsom, State of California, to include an expansion space defined as Suite 190. The Company took possession of the property on December 5, 2014. The lease term on the expansion space is 42 months expiring on June 30, 2018 with an average combined rent per month of $10,998.

NOTE 9 – FACILITIES

MyECheck paid an additional security deposit in the amount of $20,000, for a combined deposit amount of $52,812. The security deposit is not an advance rental deposit or a measure of damages incurred by Landlord in case of MyECheck's default. Provided MyECheck is not in default under the new lease through the fifteenth (15th) full calendar month after the commencement of the Expansion Space Term, the Landlord will return fifty percent (50%) of the additional security deposit to the Company.

On March 1, 2015, Seergate, entered into a sublease with YK. Multimedia, Ltd. renting one room within the offices of an Executive Suite located on level 1 at "Gamla Building in Park" in Ra'anana, Israel. This lease is open ended and can be terminated with a thirty day written notice of intent to vacate the premises at any time. The monthly rent is $900 U.S. and is prepaid in increments of three months in advance. There was no deposit or guarantee required.

The rent expense for the six months ended June 30, 2015 was $74,174 which was included in operating expenses.

NOTE 10 - COMMITMENTS AND CONTINGENCIES

Litigations, claims and assessments

From time to time, the Company may become involved in various lawsuits and legal proceedings, which arise in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm its business. The Company is currently not aware of any such legal proceedings or claims, other than disclosed below; that they believe will have, individually or in the aggregate, a material adverse effect on its business, financial condition or operating results.

MyECheck, Inc. vs Zipmark Inc., Jay Bhattacharya

On October 10, 2014, the Company filed a complaint with the United States District Court, Sacramento Division, against Zipmark, Inc. and Jay Bhattacharya, Inc. for damages for breach of contract in the amount of $35,000 plus interest from June 1, 2012, patent infringement damages in an amount no less than $500,000 and that such amounts be tripled, and for a temporary and permanent injunction prohibiting defendants from using the patented MyECheck technology for online check processing. MyECheck has been informed that the defendants Zipmark and Jay Bhattacharya continue to operate Zipmark's business using technology that infringes on MyECheck's patented technology.

In addition, defendant Zipmark breached the Services Agreement by failing to pay the second part of the required license fee. As of the date of the filing, Zipmark and/or Jay Bhattacharya have filed a motion to dismiss and challenge the venue. The Company has filed a response to these motions and continues to vigorously pursue all claims against Zipmark and Jay Bhattacharya.

As of the date of the filing the Company has received the Scheduling Order from the Court that sets out the dates for completing discovery, disclosing expert witnesses, filing dispositive motions and pre-trial dates. These dates commence November 6, 2015 and continue through June 20, 2016.

MyECheck, Inc. vs Sweetsun Intertrade, Inc., Seven Miles Securities, Titan International Securities, Inc. and Scottsdale Capital Advisors Corporation

On December 11, 2014, the Company filed a complaint with the United States District Court, Sacramento Division, against Sweetsun Intertrade, Inc., Seven Mile Securities, Titan International Securities, Inc. and Scottsdale Capital Advisors Corporation for declaratory relief for cancellation of share certificates, damages for fraud, including punitive damages from Sweetsun, and preliminary and permanent injunctions restraining them from transferring any shares of the Company's common stock. In 2010, the Company entered into a settlement agreement with Tangiers Investors, LP on a note due Tangiers in the amount of $32,200 plus attorney fees. Sweetsun was to have purchased the note from Tangiers satisfying the liability.

NOTE 10 - COMMITMENTS AND CONTINGENCIES (CONT.)

Sweetsun failed to purchase the note and induced the Company to issue shares to Titan International Securities, Inc. as if the note had been paid. The Company first learned of the false claim of defendant Sweetsun's representations, and the additional issuance of fraudulent shares to Seven Mile Securities in October, 2013. Defendant Scottsdale Capital Advisors Corporation currently holds an unknown amount of the shares of stock in the Company that was originally issued to defendant Sweetsun, as they are a brokerage company.

At December 20, 2014, there was a stop transfer enforced on the shares on Titan International Securities. To date, these shares have not been transferred and remain in their entirety. MyECheck paid the note thereby eliminating the liability and on October 9, 2014, Tangiers acknowledged that it had been paid in full.

On September 8, 2014, the Brooklyn New York's U.S. Attorney's Office filed a criminal indictment against Titan International Securities, Inc. and other defendants charging them with a fraudulent scheme to conceal the true ownership of stocks and funds and engage in market manipulation of U.S. public companies. On September 15, 2014, the International Financial Services Commission of Belize suspended Titan International Securities, Inc., a Belize international business company, from "trading in financial and commodity-based derivative instruments and other securities" until further notice. To date, these shares of the Company have not been transferred and remain in their entirety. As of the date of this filing there have been no new developments.

On March 12, 2015, Seven Mile Securities submitted all the required documentation to the Company's transfer agent which permitted the return of 275,000,000 shares of common stock that was part of the subject matter of this litigation. The cancellation of the 275,000,000 shares for Seven Mile Securities was completed on April 14, 2015 and returned to common stock. The litigation continues against the other defendants in this action. Seven Mile Securities has been removed as a defendant in this litigation.

Cecil Edwin Boozer
In late 2014, an individual, Cecil E. Boozer, contacted the Company, contending that he had been promised a twenty percent (20%) equity interest in the Company as well as retaining a fifty percent (50%) membership interest as the "co-founder" of the Company's wholly owned subsidiary, GreenPay, LLC, a Wyoming limited liability company. The Company also received a letter from Mr. Boozer dated March 25, 2015 which contained similar claims. As of the date of this filing, no legal proceeding has been initiated by this individual. However, as a cautionary measure, on February 5, 2015, the Company referred this matter to outside counsel and, following an active investigation, the Company believes that the claims asserted by this individual lack legal merit. As of the date of this filing there have been no new developments.

TCA Global Credit Master Fund, L.P. v. MyECheck, Inc., et al.
On July 13, 2015, TCA Global Credit Master Fund, L.P. initiated a breach of contract action against MyECheck and several other defendants in the Circuit Court of the 17th Judicial Circuit in and for Broward County, Florida. TCA is a holder of the Company's convertible notes and has filed its action against MyECheck seeking damages for alleged breaches by MyECheck of the provisions of the convertible notes. Although MyECheck intends to file an answer to TCA's complaint within the time allotted under Florida law, as of the date of this filing the Company is engaged in settlement discussions with TCA in an effort to resolve the dispute.

Consulting, Service and License Agreements

In October, 2014, the Software License and Services Agreement between the Company and its major customer dated November 23, 2013, was amended to include a 2014 Software Module License Fee in the amount of $500,000. The Company recorded $86,200 as revenue in the quarter ending June 30, 2015 and $83,300 in December 31, 2014. The Company recorded the revenue as it was earned and payment was received.

NOTE 10 - COMMITMENTS AND CONTINGENCIES (CONT.)

Consulting, Service and License Agreements

The Company entered into a License Agreement with GreenPay, LLC on February 24, 2014. Subsequent to that Agreement, the Company and Sierra Global, LLC entered into business discussions, the point of which was the purchase of GreenPay by the Company. In anticipation of that transaction, the Company's CEO became an unpaid business consultant to GreenPay and was authorized to establish a bank account for GreenPay. After the acquisition of GreenPay by the Company, the bank account was retained by Sierra Global (the Company executed a license under which Sierra Global was permitted to use the GreenPay trade name for limited purposes). During this time, the Company's CEO did not participate in any ownership of either Sierra Global or GreenPay.

NOTE 11 - STOCKHOLDERS' DEFICIT

Amendment to Articles of Incorporation

On June 11, 2012, the Company filed an Amendment of Articles of Incorporation with the State of Wyoming to increase authorized shares as follows:

- Common Stock – 4,900,000,000 – Par value $0.00001 per share
- Preferred Stock Class, Series A – Par value $0.00001 per share – 10,000,000 shares authorized
- Preferred Stock Class, Serious B – Par value - $0.00001 per share – 90,000,000 shares authorized

Each Share of Series A Preferred Stock (PS) is entitled to vote together with the holders of the Company's common stock on all matters and is entitled to 4 times the sum of: i) the total number of shares of common stock which are issued and outstanding at the time of voting, plus, ii) the total number of shares of Series B and Series C Preferred Stock which are issued and outstanding at the time of voting.

Each share of Preferred Stock is convertible into the number of shares of Common Stock which equal four times the sum of: i) total number of shares issued and outstanding at the time of conversion, plus ii) the total number of shares of Series B and Series C Preferred Stocks which are issued and outstanding at the time of conversion.

Issuance of Convertible Preferred Stock – related party

On May 29, 2012, the Company issued one share of restricted Series A Preferred Stock (PS) to the major shareholder as part of the employment agreement.

On October 6, 2014, the Company purchased all rights, titles and interest in the one (1) share of MyECheck, Inc. Preferred Class Stock, Series A, stock outstanding. The purchase price paid by the Company for one (1) share of MyECheck, Inc. Preferred Class Stock, Series A, stock was one dollar ($1.00).

Issuance of Common Stock

On October 30, 2014, the Company established a share reserve of common stock to an accredited investor in the amount of 101,102,941 as part of the terms of the Debenture to TCA Global Credit Master Fund, LP, to be five (5) times such number of shares of Common Stock as shall be necessary to effect the full conversion per Article VII, Section 4 of the Debenture. As of June 30, 2015, the share reserve of common stock is 200,927,475. This is based on the stock price at June 30, 2015 with an eighty percent (80%) discount.

NOTE 11 - STOCKHOLDERS' DEFICIT (CONT.)

Issuance of Common Stock (Cont.)

On January 27, 2015, the Company issued 7,500,000 shares of its common stock to Hermen Cruz, who is deemed an accredited investor, as consideration for his participation in the early development of the Company in 2007, having a fair value of $135,750 ($0.0181/share), based upon recent quoted trading price. The securities were not registered under the Securities Act, or the securities laws of any state, and were offered or issued in reliance on the exemption from registration afforded by Section 4(2) of the Securities Act of 1933, as amended, as a transaction by the Company not involving any public offering.

On February 6, 2015, the Company issued 2,500,000 shares of its common stock to Erwin Sillerico, who is deemed an accredited investor, as consideration for his participation in the early development of the Company in 2007, having a fair value of $49,750 ($0.0199/share), based upon recent quoted trading price. The securities were not registered under the Securities Act, or the securities laws of any state, and were offered or issued in reliance on the exemption from registration afforded by Section 4(2) of the Securities Act of 1933, as amended, as a transaction by the Company not involving any public offering.

On March 24, 2015, the Company entered into a severance agreement with its National Account Sales Manager resulting in the authorization of 833,335 shares of the Company's common stock having a fair value of $16,250 ($0.0195/share), based upon quoted trading price at the date of the executed agreement. At December 31, 2014, the company recorded $6,417 as common stock payable. This award was authorized by the Board of Directors on March 24, 2015. The stock was issued on March 24, 2015.

On April 2, 2015, the Company issued and executed a convertible note for $15,900. The Company converted accounts payable for services provided to allow the Company to become DTC eligible of $14,500 plus interest of $1,400 incurred on January 29, 2014. The note has a term of one year and bears interest at 10% and is unsecured. The debt is convertible based upon 50% of the stock price at January 29, 2014 of a price per share of $0.0016. On April 7, 2015, the note was converted to 19,875,000 shares of the Company's common stock which resulted in a loss of $389,550.

On May 6, 2015, MyECheck issued 150,000,000 shares of its common stock as payment of the purchase price for 100% of the issued and outstanding capital stock of Seergate, Ltd. The common stock issued in connection with the Seergate transaction was valued at $0.02 per share and was calculated using the volume-weighted sales price per share on the OTC – PINK for a consecutive period of ten (10) business days. The securities were not registered under the Securities Act, or the securities laws of any state, and were offered or issued in reliance on the exemption from registration afforded by Section 4(2) of the Securities Act of 1933, as amended, as a transaction by the Company not involving any public offering.

On April 16, 2015, the Company approved the partial assignment of $40,000 of a debt dated October 5, 2010. On April 21, 2015, the Company authorized the conversion of such debt into 40,000,000 shares of common stock at $0.001 per share which resulted in a loss of $840,000.

Cancellation of Common Stock Issuance

The cancellation of the 275,000,000 shares for Seven Mile Securities was completed on April 14, 2015 and returned to common stock. On March 12, 2015, Seven Mile Securities submitted all the required documentation to the Company's transfer agent which permitted the return of 275,000,000 shares of common stock that was part of an ongoing litigation. Seven Mile Securities has been removed as a defendant in this litigation.

NOTE 12 – MAJOR EVENTS

During the second quarter of 2015, MyECheck entered into agreements with two new business partners which further expands the Company's customer base. In April of this year MyECheck entered into a Services Agreement with NXR Global, a leading distributor of health and wellness products, pursuant to which MyECheck agreed to process payments from NXR Global's customers.

On May 17, 2015, entered into an Authorized Reseller Agreement with Avidia Bank. Under the terms of the Reseller Agreement between MyECheck and Avidia Bank, MyECheck agreed to authorize Avidia Bank to sell MyECheck's data processing services and its mobile payment system to Avidia's customers.

NOTE 13 – SUBSEQUENT EVENTS

The Company has evaluated for subsequent events at the date the consolidated financial statements were available to be issued and concluded that the events or transactions occurring during that time period requiring recognition or disclosure have been made.

On July 1, 2015, a Callable Secured Convertible Note was executed and issued to Johann Gumpp for $30,000, bearing interest at the rate of 10% per annum. The conversion price shall be calculated at (i) 70% of the Trading Price of the Borrower's Common Stock on the defined Conversion Date. The Common Stock to the Holder shall be restricted pursuant to SEC Rule 144 with a twelve month holding period. (3)

On July 14, 2015, the Company executed an Assignment of Remaining Balance owed by MyECheck to Conwell Kirkpatrick relating to debt incurred prior to December 21, 2010 in the amount of $53,054.91.

On July 29, 2015, the Company executed and awarded a combined total of 90,000,000 shares of MyECheck common stock to its Employees at a fair market value of $0.0129 per share.