

OTCQB Certification

I, Robert J. Brilon, President & CFO of Iveda ("the Company"), certify that:

- a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (check one):
- ☐ Company is registered under Section 12(g) of the Exchange Act
 - ☐ Company is relying on Exchange Act Rule 12g3-2(b)
 - ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
 - ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
 - ☒ Company is reporting under Section 15(d) of the Exchange Act.
 - ☐ Other (describe) _____
- b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.
- c. The Company Profile displayed on www.otcmarkets.com is current and complete as of May 5, 2015 and includes the total shares outstanding, authorized, and in the public float as of that date.
- d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Quinn William
Greenberg Traurig
2375 E. Camelback Rd., #700
Phoenix, AZ 85016

- e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

R. Jerry Falkner, CFA
RJ Falkner & Company, Inc.
P. O. Box 310
Spicewood, TX 78669
August 1, 2013 to June 30, 2014

Jeffrey Goldberger
KCSA Strategic Communications
880 Third Ave. 6th Floor
New York, NY 10022
May 1, 2014 to December 12, 2014

Brett Maas
Hayden IR
15879 N. 80th Street, Suite 400
Scottsdale, AZ 85260
April 1, 2015 to Present

- f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity



securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Space provided is not sufficient. See attached Table 1.		

Date: 5/5/15

Name of Certifying CEO or CFO: Robert J. Brilon

Title: President & CFO

Signature: /s/ Robert J. Brilon

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

TABLE 1

OTCQB Certification Form

Response to question “f”

Name of Beneficial Owner	Address (City and State Only)	% of Total	
		Common Stock	Series A Preferred Stock
Named Executive Officers and Directors:			
David Ly	Chandler, AZ	13.8%	—
Robert J. Brilon	Scottsdale, AZ	2.5%	3.1%
Luz A. Berg	Mesa, AZ	5.1%	—
Chen-Ho (Alex) Kuo	Vancouver, Canada	2.7%	*
Joseph Farnsworth	Mesa, AZ	3.8%	—
Alejandro Franco	Mexico City, Mexico	1.6%	—
Robert D. Gillen	Scottsdale, AZ	6.0%	—
Gregory Omi	Brisbane, CA	4.6%	—
James D. Staudohar	Scottsdale, AZ	*	—
All executive officers and directors as a group		36.1%	4.1%
5% Stockholders:			
Wolverine Flagship Fund Trading Limited(1)		12.8%	—
William Walsh	Sterling, CO	7.8%	—
Squirrel-Away, LLC (2)	Scottsdale, AZ	5.3%	—
Phillip Lovell	Paradise Valley, AZ	2.5%	8.7%
Gregory Stanford	Paradise Valley, AZ	1.9%	11.2%

- (1) Wolverine Asset Management LLC is the investment manager of Wolverine Flagship Fund Trading Limited and has voting and dispositive power over the securities. The sole member and manager of Wolverine Asset Management LLC is Wolverine Holdings, L.P. Robert R. Bellick and Christopher R. Gust may be deemed to control Wolverine Trading, Inc., the general partner of Wolverine Holdings, L.P.
- (2) Squirrel-Away, LLC is an entity owned by Robert Gillen, a member of our Board of Directors. Mr. Gillen has served as a member of our Board of Directors since November 2011. Mr. Gillen has voting and dispositive power over the securities.