

OTC Pink Basic Disclosure Guidelines

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Epazz, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 325 N Milwaukee Ave G1

Address 2: Wheeling, IL 60090

Address 3: _____

Phone: 312-955-8161

Email: investors@epazz.net

Website(s): www.epazz.com

IR Contact

Address 1: 325 N Milwaukee Ave G1

Address 2: Wheeling, IL 60090

Address 3: _____

Phone: 312-955-8161

Email: investors@epazz.net

Website(s): www.epazz.com

3) Security Information

Trading Symbol: EPAZ

Exact title and class of securities outstanding: Class A Common Stock

CUSIP: 29413V606

Par or Stated Value: 0.01

Total shares authorized: 100,000,000

as of: November 15, 2017

Total shares outstanding: 45,037,918

as of: November 15, 2017

Exact title and class of securities outstanding: Class B Common Stock

Par or Stated Value: 0.01

Total shares authorized: 23,000,000

as of: November 15, 2017

Total shares outstanding: 23,000,000

as of: November 15, 2017

Exact title and class of securities outstanding: Series A Convertible Preferred Stock

Par or Stated Value: 0.01

Total shares authorized: 1,000

as of: November 15, 2017

Total shares outstanding: 1,000

as of: November 15, 2017

Exact title and class of securities outstanding: Series B Convertible Preferred Stock

Par or Stated Value: 0.01

Total shares authorized: 1,000

as of: November 15, 2017

Total shares outstanding: 1,000

as of: November 15, 2017

Exact title and class of securities outstanding: Series C Convertible Preferred Stock

Par or Stated Value: 0.01

Total shares authorized: 3,000,000,000

as of: November 15, 2017

Total shares outstanding: 2,355,853,665

as of: November 15, 2017

Exact title and class of securities outstanding: Series D Convertible Preferred Stock
Par or Stated Value: 0.01
Total shares authorized: 1,000,000 as of: November 15, 2017
Total shares outstanding: 0 as of: November 15, 2017

Exact title and class of securities outstanding: Series E Convertible Preferred Stock
Par or Stated Value: 0.01
Total shares authorized: 100,000,000 as of November 15, 2017
Total shares outstanding: 20 as of: November 15, 2017

Transfer Agent

Name: Colonial Stock Transfer
Address 1: 66 Exchange Place Suite 100
Address 2: Salt Lake City, UT 84111
Address 3: _____
Phone: 801-355-5740

Is the Transfer Agent registered under the Exchange Act?* Yes: X No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

NONE

Describe any trading suspension orders issued by the SEC in the past 12 months.

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Capital Change=shs decreased by 1 for 2500 split. Pay date=06/02/2016.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

Class A Common Stock Issuances, 2015:

Debt Conversions into Class A Common Stock:

Debt Conversion by St. George Investments, LLC

On January 9, 2015, the Company issued 2,720 shares of Class A Common Stock pursuant to the conversion of \$4,896 of convertible debt held by St. George Investments, LLC, which consisted of \$4,896 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 5, 2015, the Company issued 2,840 shares of Class A Common Stock pursuant to the conversion of \$3,408 of convertible debt held by St. George Investments, LLC, which consisted of \$3,408 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 18, 2015, the Company issued 3,000 shares of Class A Common Stock pursuant to the conversion of \$2,700 of convertible debt held by St. George Investments, LLC, which consisted of \$2,700 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 26, 2015, the Company issued 56,000 shares of Class A Common Stock pursuant to the conversion of \$8,400 of convertible debt held by St. George Investment LLC, which consisted of \$8,400 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On April 20, 2015, the Company issued 71,200 shares of Class A Common Stock pursuant to the conversion of \$4,628 of convertible debt held by St. George Investments, LLC, which consisted of \$4,628 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On May 07, 2015, the Company issued 61,600 shares of Class A Common Stock pursuant to the conversion of \$4,620 of convertible debt held by St. George Investments, LLC, which consisted of \$4,620 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 22, 2015, the Company issued 3,000,000 shares of Class A Common Stock pursuant to the conversion of \$8,548 of convertible debt held by St. George Investment LLC, which consisted of \$8,548 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 3, 2015, the Company issued 6,644,357 shares of Class A Common Stock pursuant to the conversion of \$8,571 of convertible debt held by St. George Investment LLC, which consisted of \$5,340 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

As of August 3, 2015, the St. George's note has been paid in full.

Debt Conversion by LG Capital Funding LLC.

On January 7, 2015, the Company issued 1,419 shares of Class A Common Stock pursuant to the conversion of \$2,998.20 of convertible debt held by LG Capital Funding LLC, which consisted of \$2,958 of principal, \$40.20 of interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 12, 2015, the Company issued 1,419 shares of Class A Common Stock pursuant to the conversion of \$1,256.42 of convertible debt held by LG Capital Funding, LLC, which consisted of \$1,230 of principal, \$26.42 of interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 19, 2015, the Company issued 28,288 shares of Class A Common Stock pursuant to the conversion of \$3,447.65 of convertible debt held by LG Capital Funding LLC, which consisted of \$3,350 of principal, \$97.65 of interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 17, 2015, the Company issued 12,093,261 shares of Class A Common Stock pursuant to the conversion of \$3,700 of convertible debt held by LG Capital, which consisted of \$3,930 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On October 13, 2015, the Company issued 21,246,769 shares of Class A Common Stock pursuant to the conversion of \$1,381 of convertible debt held by LG Capital Funding LLC, which consisted of \$1,285 of principal and \$96 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On January 28, 2016, the Company issued 31,864 shares of Class A Common Stock pursuant to the conversion of \$5,178 of convertible debt held by LG Capital, which consisted of \$4,715 of principal and \$463 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversion by Magna Equities II, LLC.

On January 7, 2015, the Company issued 3,006 shares of Class A Common Stock pursuant to the conversion of \$7,323.64 of convertible debt held by Magna Equities LLC, which consisted of \$7,323.64 principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On January 30, 2015, the Company issued 3,273 shares of Class A Common Stock pursuant to the conversion of \$4,500 of convertible debt held by Magna Equities LLC, which consisted of \$4,500 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 12, 2015, the Company issued 3,842 shares of Class A Common Stock pursuant to the conversion of \$2,800 of convertible debt held by Magna Equities LLC, which consisted of \$2,800 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 20, 2015, the Company issued 4,233 shares of Class A Common Stock pursuant to the conversion of \$3,000 of convertible debt held by Magna Equities LLC, which consisted of \$3,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 25, 2015, the Company issued 22,400 shares of Class A Common Stock pursuant to the conversion of \$14,000 of convertible debt held by Magna Equities LLC, which consisted of \$14,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 3, 2015, the Company issued 12,003 shares of Class A Common Stock pursuant to the conversion of \$2,000 of convertible debt held by Magna Equities LLC, which consisted of \$2,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 10, 2015, the Company issued 33,597 shares of Class A Common Stock pursuant to the conversion of \$3,500 of convertible debt held by Magna Equities LLC, which consisted of \$3,500 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 16, 2015, the Company issued 42,985 shares of Class A Common Stock pursuant to the conversion of \$3,600 of convertible debt held by Magna Equities LLC, which consisted of \$3,600 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 20, 2015, the Company issued 42,985 shares of Class A Common Stock pursuant to the conversion of \$3,600 of convertible debt held by Magna Equities LLC, which consisted of \$3,600 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 4, 2015, the Company issued 3,271,538 shares of Class A Common Stock pursuant to the conversion of \$3,000 of convertible debt held by Magna, which consisted of \$3,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 19, 2015, the Company issued 22,059,576 shares of Class A Common Stock pursuant to the conversion of \$3,639.83 of convertible debt held by Magna, which consisted of \$3,639.83 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 31, 2015, the Company issued 29,565,217 shares of Class A Common Stock pursuant to the conversion of \$1,720 of convertible debt held by Magna, which consisted of \$2,720 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On September 22, 2015, the Company issued 35,344,000 shares of Class A Common Stock pursuant to the conversion of \$1,943.92 of convertible debt held by Magna, which consisted of \$1,943.92 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On October 2, 2015, the Company issued 41,389,091 shares of Class A Common Stock pursuant to the conversion of \$2,276 of convertible debt held by Magna Equities LLC, which consisted of \$2,276 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On October 13, 2015, the Company issued 48,796,000 shares of Class A Common Stock pursuant to the conversion of \$2,684 of convertible debt held by Magna Equities LLC, which consisted of \$2,684 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On October 22, 2015, the Company issued 48,478,546 shares of Class A Common Stock pursuant to the conversion of \$2,666 of convertible debt held by Magna Equities LLC, which consisted of \$2,236 of principal and \$430 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversion by IBC Funds LLC

On February 13, 2015, the Company issued 9,600 shares of Class A Common Stock pursuant to the conversion of \$7,260 of convertible debt held by IBC Funds LLC, which consisted of \$7,260 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 24, 2015, the Company issued 9,600 shares of Class A Common Stock pursuant to the conversion of \$5,280 of convertible debt held by IBC Funds LLC, which consisted of \$5,280 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 3, 2015, the Company issued 16,000 shares of Class A Common Stock pursuant to the conversion of \$2,200 of convertible debt held by IBC Funds LLC, which consisted of \$2,200 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 5, 2015, the Company issued 16,000 shares of Class A Common Stock pursuant to the conversion of \$2,200 of convertible debt held by IBC Funds LLC, which consisted of \$2,200 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 9, 2015, the Company issued 16,000 shares of Class A Common Stock pursuant to the conversion of \$1,100 of convertible debt held by IBC Funds LLC, which consisted of \$1,100 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 13, 2015, the Company issued 16,000 shares of Class A Common Stock pursuant to the conversion of \$1,100 of convertible debt held by IBC Funds LLC, which consisted of \$1,100 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 18, 2015, the Company issued 16,000 shares of Class A Common Stock pursuant to the conversion of \$1,100 of convertible debt held by IBC Funds LLC, which consisted of \$1,100 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 23, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 25, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 27, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On June 30, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On April 1, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On April 6, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On May 5, 2015, the Company issued 28,800 shares of Class A Common Stock pursuant to the conversion of \$1,980 of convertible debt held by IBC Funds LLC, which consisted of \$1,980 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On May 15, 2015, the Company issued 90,400 shares of Class A Common Stock pursuant to the conversion of \$6,215 of convertible debt held by IBC Funds LLC, which consisted of \$6,215 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On June 25, 2015, the Company issued 1,319,700 shares of Class A Common Stock pursuant to the conversion of \$7,984 of convertible debt held by IBC Funds LLC, which consisted of \$7,984 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversion by KBM Worldwide Inc

On May 13, 2015, the Company issued 181,680 shares of Class A Common Stock pursuant to the conversion of \$11,355 of convertible debt held by KBM Worldwide, Inc., which consisted of \$11,355 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On June 29, 2015, the Company issued 1,639,344 shares of Class A Common Stock pursuant to the conversion of \$10,000 of convertible debt held by KBM Worldwide, Inc., which consisted of \$10,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 21, 2015, the Company issued 6,000,000 shares of Class A Common Stock pursuant to the conversion of \$15,000 of convertible debt held by KBM Worldwide, which consisted of \$15,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 30, 2015, the Company issued 6,666,667 shares of Class A Common Stock pursuant to the conversion of \$12,000 of convertible debt held by KBM Worldwide, which consisted of \$12,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 6, 2015, the Company issued 9,207,792 shares of Class A Common Stock pursuant to the conversion of \$7,090 of convertible debt held by KBM Worldwide, which consisted of \$7,090 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 20, 2015, the Company issued 42,941,176 shares of Class A Common Stock pursuant to the conversion of \$7,300 of convertible debt held by KBM Worldwide, which consisted of \$7,300 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 26, 2015, the Company issued 13,958,333 shares of Class A Common Stock pursuant to the conversion of \$1,675 of convertible debt held by KBM Worldwide, which consisted of \$1,675 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On August 26, 2015, the Company issued 28,958,333 shares of Class A Common Stock pursuant to the conversion of \$3,475 of convertible debt held by KBM Worldwide, which consisted of \$1,755 of principal and \$1,720 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

As August 26, 2015, the KBM Worldwide One's note has been paid in full.

On August 31, 2015, the Company issued 43,937,500 shares of Class A Common Stock pursuant to the conversion of \$3,435 of convertible debt held by KBM Worldwide, which consisted of \$3,435 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On September 3, 2015, the Company issued 42,900,000 shares of Class A Common Stock pursuant to the conversion of \$2,145 of convertible debt held by KBM Worldwide, which consisted of \$2,145 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On September 11, 2015, the Company issued 42,900,000 shares of Class A Common Stock pursuant to the conversion of \$2,145 of convertible debt held by KBM Worldwide, which consisted of \$2,145 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On September 29, 2015, the Company issued 42,900,000 shares of Class A Common Stock pursuant to the conversion of \$2,145 of convertible debt held by KBM Worldwide, which consisted of \$2,145 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 30, 2015, the Company issued 42,900,000 shares of Class A Common Stock pursuant to the conversion of \$2,145 of convertible debt held by KBM Worldwide, which consisted of \$2,145 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On October 12, 2015, the Company issued 429,000 shares of Class A Common Stock pursuant to the conversion of \$2,145 of convertible debt held by KBM Worldwide, which consisted of \$2,145 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On November 23, 2015, the Company issued 2,372,000 shares of Class A Common Stock pursuant to the conversion of \$11,860 of convertible debt held by KBM Worldwide, which consisted of \$11,860 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On December 15, 2015, the Company issued 1,476,667 shares of Class A Common Stock pursuant to the conversion of \$8,860 of convertible debt held by KBM Worldwide, which consisted of \$8,860 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On December 15, 2015, the Company issued 896,000 shares of Class A Common Stock pursuant to the conversion of \$4,480 of convertible debt held by KBM Worldwide, which consisted of \$3,160 of principal and \$1,320 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 18, 2016, the Company issued 91,200 shares of Class A Common Stock pursuant to the conversion of \$13,680 of convertible debt held by KBM Worldwide, which consisted of \$12,785 of principal and \$895 of accrued interest. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversion by JMJ Financial, Inc.

On January 2, 2015, the Company issued 1,356 shares of Class A Common Stock pursuant to the conversion of \$2,542.50 of convertible debt held by JMJ Financial which consisted of \$2,543 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On January 21, 2015, the Company issued 1,560 shares of Class A Common Stock pursuant to the conversion of \$2,925 of convertible debt held by JMJ Financial, which consisted of \$2,925 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 4, 2015, the Company issued 1,566 shares of Class A Common Stock pursuant to the conversion of \$1,762 of convertible debt held by JMJ Financial, which consisted of \$1,762 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 23, 2015, the Company issued 1,566 shares of Class A Common Stock pursuant to the conversion of \$1,292 of convertible debt held by JMJ Financial, which consisted of \$1,292 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 7, 2015, the Company issued 1,152,000 shares of Class A Common Stock pursuant to the conversion of \$7,603 of convertible debt held by JMJ Financial, which consisted of \$7,603 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

As of July 7, 2015, the JMJ Financial's note has been paid in full.

Debt Conversion of Michael Dobbs

On July 20, 2015, the Company issued 10,500,000 shares of Class A Common Stock pursuant to the conversion of \$18,925 of convertible debt held by Michael Dobbs, which consisted of \$18,925 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversion by Blackbridge Capital LLC

On February 18, 2015, the Company issued 11,901 shares of Class A Common Stock pursuant to the conversion of \$9,000 of convertible debt held by Blackbridge Capital LLC, which consisted of \$9,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 24, 2015, the Company issued 24,000 shares of Class A Common Stock pursuant to the conversion of \$3,000 of convertible debt held by Blackbridge Capital LLC, which consisted of \$3,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On February 26, 2015, the Company issued 29,600 shares of Class A Common Stock pursuant to the conversion of \$3,700 of convertible debt held by Blackbridge Capital LLC, which consisted of \$3,700 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 2, 2015, the Company issued 32,000 shares of Class A Common Stock pursuant to the conversion of \$4,000 of convertible debt held by Blackbridge Capital LLC, which consisted of \$4,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 5, 2015, the Company issued 22,740 shares of Class A Common Stock pursuant to the conversion of \$2,842.47 of convertible debt held by Blackbridge Capital LLC, which consisted of \$2,842.47 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Debt Conversions by Related Parties

On March 2, 2015, the Company issued 51,200 shares of Class A Common Stock pursuant to the conversion of \$3,200 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$3,200 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 3, 2015, the Company issued 35,200 shares of Class A Common Stock pursuant to the conversion of \$3,300 of convertible debt held by Star Financial, a company owned by our CEO's family member, a related party, which consisted of \$3,300 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 11, 2015, the Company issued 17,600 shares of Class A Common Stock pursuant to the conversion of \$1,650 of convertible debt held by Star Financial, a company owned by our CEO's family member, a related party, which consisted of \$1,650 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On March 24, 2015, the Company issued 32,000 shares of Class A Common Stock pursuant to the conversion of \$2,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$2,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On April 3, 2015, the Company issued 45,600 shares of Class A Common Stock pursuant to the conversion of \$2,000 of convertible debt held by Star Financial Corporation, a company owned by our CEO's family member, a related party, which consisted of \$2,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On April 14, 2015, the Company issued 80,000 shares of Class A Common Stock pursuant to the conversion of \$5,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$5,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On June 28, 2015, the Company issued 4,000,000 shares of Class A Common Stock pursuant to the conversion of \$4,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$4,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 2, 2015, the Company issued 10,000,000 shares of Class A Common Stock pursuant to the conversion of \$4,000 of convertible debt held by Star Financial, a company owned by our CEO's family member, a related party, which consisted of \$4,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 17, 2015, the Company issued 8,000,000 shares of Class A Common Stock pursuant to the conversion of \$24,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$24,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On July 23, 2015, the Company issued 10,000,000 shares of Class A Common Stock pursuant to the conversion of \$25,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$25,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

On January 29, 2016, the Company issued 40,000 shares of Class A Common Stock pursuant to the conversion of \$5,000 of convertible debt held by GG Mars, a company owned by our CEO's family member, a related party, which consisted of \$5,000 of principal. The note was converted in accordance with the conversion terms; therefore no gain or loss has been recognized.

Beneficial Conversion Feature

On January 29, 2015, the Company entered into a convertible promissory note with KBM Worldwide. The beneficial conversion feature discount resulting from the conversion price that was \$0.00126 below the market price of \$0.0021 on the January 29, 2015 origination date resulted in a debt discount value of \$43,000 that was recognized as additional paid in capital and is being amortized on a straight line basis over the life of the loan.

On February 13, 2015, the Company entered into a convertible promissory note with IBC Funds. The beneficial conversion feature discount resulting from the conversion price that was \$0.00088 below the market price of \$0.0003 on the February 13, 2015 origination date resulted in a debt discount value of \$127,813 that was recognized as additional paid in capital and is being amortized on a straight line basis over the life of the loan.

On March 2, 2015, the Company entered into a convertible promissory note with Star Financial Corporation. The beneficial conversion feature discount resulting from the conversion price that was \$0.00008 below the market price of \$0.0003 on the March 2, 2015 origination date resulted in a debt discount value of \$5,000 that was recognized as additional paid in capital and is being amortized on a straight line basis over the life of the loan.

On March 2, 2015, the Company entered into a convertible promissory note with GG Mars. The beneficial conversion feature discount resulting from the conversion price that was \$0.001 below the market price of \$0.0003 on the March 2, 2015 origination date resulted in a debt discount value of \$18,750 that was recognized as additional paid in capital and is being amortized on a straight line basis over the life of the loan.

On March 30, 2015, the Company entered into a convertible promissory note with Star Financial Corporation. The beneficial conversion feature discount resulting from the conversion price that was \$0.0002 below the market price of \$0.00008 on the March 30, 2015 origination date resulted in a debt discount value of \$30,000 that was recognized as additional paid in capital and is being amortized on a straight line basis over the life of the loan.

Issuances for Services

On April 13, 2015, the Company issued 88,400 shares of Class A Common Stock for services to Michael Dobbs. The shares were valued based on the closing market price on the date of the agreement in the amount of \$22,984.

On April 13, 2015, the Company issued 88,400 shares of Class A Common Stock for services to Ronald Aarons. The shares were valued based on the closing market price on the date of the agreement in the amount of \$22,984.

On April 13, 2015, the Company issued 88,400 shares of Class A Common Stock for services to Scott Sanchez. The shares were valued based on the closing market price on the date of the agreement in the amount of \$22,984.

On April 24, 2015, the Company issued 864 shares of Class A Common Stock for services to Eduardo Cabrera. The shares were valued based on the closing market price on the date of the agreement in the amount of \$225.

On April 24, 2015, the Company issued 800 shares of Class A Common Stock for services to Wellington Shields Holding LLC. The shares were valued based on the closing market price on the date of the agreement in the amount of \$208.

On April 24, 2015, the Company issued 160 shares of Class A Common Stock for services to Metaxas Georgatos. The shares were valued based on the closing market price on the date of the agreement in the amount of \$42.

On April 24, 2015, the Company issued 256 shares of Class A Common Stock for services to Vance Thinh. The shares were valued based on the closing market price on the date of the agreement in the amount of \$67.

On April 24, 2015, the Company issued 40 shares of Class A Common Stock for services to Marc Estigarribia. The shares were valued based on the closing market price on the date of the agreement in the amount of \$10.

On April 24, 2015, the Company issued 40 shares of Class A Common Stock for services to Juan Ramirez. The shares were valued based on the closing market price on the date of the agreement in the amount of \$10.

On April 30, 2015, the Company issued 360,000 shares of Class A Common Stock for services to Shaun Passley. The shares were valued based on the closing market price on the date of the agreement in the amount of \$90,000.

On June 29, 2015, the Company issued 9,000,000 shares of Class A Common Stock for services to Michael Dobbs. The shares were valued based on the closing market price on the date of the agreement in the amount of \$109,800.

On June 29, 2015, the Company issued 7,400,000 shares of Class A Common Stock for services to Ronald Aarons. The shares were valued based on the closing market price on the date of the agreement in the amount of \$90,280.

Preferred Stock, Series C Conversions:

On January 21, 2015, the Company issued 5,026 shares of Preferred C Stock pursuant to the exchange agreement with our CEO in exchange for 10,052 shares of Class A Common Stock. The total fair value of the common stock was \$4,112 based on an independent valuation on the date of grant. Although the common stock had a fair value higher than the preferred stock; as this was a related party transaction, no gain was recognized as a result of this exchange.

On February 13, 2015, the Company issued 68 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 70,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On June 22, 2015, the Company issued 360,000 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 30,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On June 29, 2015, the Company issued 48,000 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 40,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On July 27, 2015, the Company issued 48,000 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 40,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On November 4, 2015, the Company issued 360,000 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 30,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On June 2, 2016, the Company issued 30,000,000 shares of Class A Stock pursuant to the exchange agreement with our CEO in exchange for 10,000,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On June 2, 2016, the Company issued 2,550,000 shares of Class A Stock pursuant to the exchange agreement with Star Financial in exchange for 850,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On June 3, 2016, the Company issued 3,300,000 shares of Class A Stock pursuant to the exchange agreement with GG Mars in exchange for 1,100,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On April 24, 2017, the Company issued 1,900,002 shares of Class A Stock pursuant to the exchange agreement with Star Financial in exchange for 633,334 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On April 28, 2017, the Company issued 2,000,001 shares of Class A Stock pursuant to the exchange agreement with GG Mars in exchange for 666,667 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On September 29, 2017, the Company issued 3,800,001 shares of Class A Stock pursuant to the exchange agreement with GG Mars in exchange for 1,266,667 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

On October 3, 2017, the Company issued 3,450,000 shares of Class A Stock pursuant to the exchange agreement with Star Financial in exchange for 1,150,000 shares of Preferred C Stock. As the stock was converted within the terms of the agreement, no gain or loss was recognized as a result of the exchange.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcicq.com in the field below.

Epazz Financial Statements Annual Report 12-31-2016 incorporated by reference

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

- A. a description of the issuer's business operations;

Epazz Inc. is an enterprise-wide cloud software company that specializes in providing customized web applications to the corporate world, higher education institutions and the public sector. Epazz unique BoxesOS applications can create virtual communities for enhanced communication, provide information and content for decision-making, and create a secure marketplace for any type of commerce all through the medium of the Internet. Epazz is the answer to the increasing information technology demand of the 21st century.

B. Date and State (or Jurisdiction) of Incorporation:

Corporation incorporated March 23, 2000

C. the issuer's primary and secondary SIC Codes;

7372

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Business process software

7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

450 sqft 12 months at \$375 per month, located in Wheeling, Illinois

8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Shaun Passley, CEO, CFO, Director

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

NONE

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

NONE

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

NONE

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

NONE

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

NONE

9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Sichenzia Ross Ference Kesner LLP

Firm: Sichenzia Ross Ference Kesner LLP

Address 1: 61 Broadway 32nd Floor

Address 2: New York, NY 10006

Phone: 212-930-9700

Email: dmocasio@srfklp.com

Accountant or Auditor

Name: M&K CPAS PLLC

Firm: M&K CPAS PLLC

Address 1: 4100 North Sam Houston Pkwy W Suite 200-B

Address 2: Houston, TX, 77086

Phone: 832-242-9950

Email: info@mkacpas.com

Investor Relations Consultant

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: _____

Firm: _____

Address 1: _____

Address 2: _____

Phone: _____

Email: _____

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Shaun Passley certify that:

1. I have reviewed this annual disclosure statement of Epazz, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

11/15/2017 [Date]

/s/ Shaun Passley [CEO's Signature]

/s/ Shaun Passley [CFO's Signature]

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

CEO [Title]