Continental Prison Systems, Inc.
9121 W. Russell Rd. Suite 208
Las Vegas, NV 89148

CERTIFICATION
DECEMBER 31, 2010

Ronald Hodge and James Sylvester, being the Chief Executive Officer and Chief Financial Officer respectively, of Continental Prison Systems, Inc., hereby certify that the financial statements filed herewith and the footnotes thereto, were prepared on a basis that is not considered to be under accounting principles generally accepted in the United States of America. Specifically, the accompanying financial statements do not include the Company's wholly owned subsidiary General Payment Systems, Inc. ("GPSI") as its management plan is to divest ("GPSI") in the near term . In addition, we have not reported the effects of the reverse acquisition whereby the shares issued to new management and shareholders have not been reflected for the periods presented.

Dated: January 23, 2012

Ronald Hodge, President and CEO

James Sylvester, Sec/Treasurer/CFO

Continental Prison Systems, Inc.
Balance Sheet- Unaudited
December 31,2010

ASSETS

Current Assets	Balance December 31, 2010
Cash In Banks - Operating Accounts	$ 43,972
Total Cash and Current Assets	43,972
Long-Term Assets	
Kiosks - Notes 3 and 6	2,881,564
Computers	4,312
Automible	28,000
PayCard Holdback - Note 9	5,440
Related Party Receivable - Note Note 5	4,000,000
Total Long-Term Assets	6,919,316
Less Accumulated Depreciation	453,245
Net Long Term Assets	6,466,071
Software Development - Note 5	715,191
Total Assets	$ 7,225,234

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities	
Trade Accounts Payable	$ 279,930
Total Current Liabilities	279,930
Long Term Liabilities	
Note Payable - Paycard USA - Note 9	207,134
Note Payable - Hugh Pobur - Note 8	460,000
Notes Payable - Kiosks - Notes 3, 6 and 7	2,240,512
	2,907,646
Total Current and Long Term Liabilities	3,187,576
Stockholders' Equity	
Common Stock, Authorized 1,000,000,000 shares, $0.001 par value, 219,789,000 issued and outstanding	218,789
Additional Paid In Capital - Note 9	4,458,987
Retained Earnings (Loss) - PFUO- May 1, 2008 -(Loss Carryforward from merger)	-5,657,522
Retained Earnings (Loss) - December 31, 2009	-43,339
Capital Contribution - Related Party Sale - Note 5	4,000,000
Current Profit - December 31, 2010	1,060,743
Total Stockholders' Equity	4,037,658
Total Liabilities and Stockholders' Equity	$ 7,225,234

Continental Prison Systems, Inc.
dba EZ CARD AND KIOSK
Statement of Earnings - Unaudited
For The Twelve Month Period Ending Decemeber 31, 2010

REVENUE:		
Total Transactional Revenue From Facilities	$	1,041,007
Exit Card Revenue		108,792
Combined Revenue	$	1,149,799
Less:		
Refunds		2,524
Sales Commission		34,628
		37,152
NET REVENUE	$	1,112,647
GENERAL AND ADMINISTRATIVE EXPENSES:		
Interest Expense		409,867
Consultants - Other		38,745
Consultants - In House		116,884
Sales Commission - Other		103,615
Travel - Air Fare; Hotels; Food; Auto etc		79,229
Rent		24,000
Depreciation - Kiosks		423,323
Stock Transfer Fees		1,265
Business Services		173,172
Marketing		177,452
Office Expense		17,099
Call Centers		94,531
Shipping		11,282
Web Service		43,819
Press Releases		2,570
Wireless Cards		4,807
Repairs		10,327
Phone		2,426
Trade shows		13,764
Miscellaneous		1,553
Kiosk Collections at Facility		55,116
Legal		27,458
		1,832,304
NET LOSS FROM OPERATIONS FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2010		(719,657)
Sale of Kiosks		1,996,400
Cost of Kiosk Sales		216,000
		1,780,400
NET PROFIT FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2010	$	1,060,743
EARNINGS PER SHARE	$	**0.0049**

Continental Prison Systems, Inc.

Statement of Cash Flows - Unaudited

For the Twelve Months Ended December 31, 2010

Operating Activities:	
Net Income	$ 1,060,743
Adjustments to Income - Depreciation	427,262
Balance Sheet Adjustments:	
(Increase) in Automobile	-28,000
(Increase) in Paycard Holdback	-5,440
Increase in Accounts Payable	232,989
	199,549
Investing Activities:	
Increase in Kiosks	-2,206,966
(Increase) in Software Development	-300,000
Increase in Notes Payable - Kiosks	1,582,202
Common Stock Issued	2,750
Increase in Additional Paid in Capital	1,883,185
	961,171
Financing Activities:	
Decrease in Notes Payable - Kirkton Shoop	-152,050
Increase in Notes Payable - Hugh Pobur	460,000
Decrease in Convertible Debentures and Global Capital Associates, Inc.	-2,916,675
	-2,608,725
	40,000
Cash at Beginning of Year - January 1, 2010	3,972
Cash at December 31, 2010	$ 43,972

Continental Prison Systems, Inc.
dba EZ CARD AND KIOSK
Statement of Stockholders Equity - Unaudited
For the Twelve Months Ended December 31, 2010

	Common Stock		Paid In	Loss Carryforward	Capital	Current (Loss)/Profit From	Total
	Shares	Amount	Capital	From Merger	Contribution	Operations	Equiity
Balance at December 31, 2009	216,039,000	$216,039	$2,575,802	$5,657,522		$ (43,339)	($2,909,020)
Common Stock Issued to Trust	2,750,000	$ 2,750	$ 1,883,185				$ 1,885,935
Current Earnings						$ 1,060,743	$ 1,060,743
Capital Contribution - Related Party Sale					$ 4,000,000		$ 4,000,000
Balance at December 31,2010	218,789,000	$218,789	$4,458,987	$5,657,522	$4,000,000	$1,017,404	$4,037,658

Continental Prison Systems, Inc.
(Unaudited)
NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2010

NOTE 1 - GENERAL ORGANZATION AND BUSINESS

On May 1, 2008, Continental Prison Systems, Inc. (CPSZ) "the Company" completed a reverse merger into Pacific Financial Solutions, Inc. (PFUO) in which CPSZ assumed all obligations on approximately $2,406,425 in Convertible Debentures and received approximately $5,657,522 in net operating loss carry forwards. The number of shares outstanding after the merger was approximately one hundred million (100,000,000). CPSZ is the historical accounting Company with PFUO the surviving legal entity.

The Company provides self service kiosks and web based financial services including pin based debit cards to the prison facility industry. The service allows for the loading of funds to inmate trust accounts as well as providing for bail, fines and the acceptance of inmates funds during the booking process. When an inmate is released, the remaining funds in the trust account are loaded on a pin based debit card.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

The relevant accounting policies and procedures are listed below.

Accounting Basis – The accompanying financial statements and notes thereto have not been prepared following Generally Accepted Accounting Principals, of the United States (GAAP) as CPSZ's wholly owned subsidiary, General Payment Systems, Inc. ("GPSI") has not been consolidated in the financial statements presented, and accordingly, the effect of intercompany eliminations has not been considered. In addition, the footnotes omit certain disclosures necessary under GAAP.

Management Certification – Although the financial statements are not presented in conformity with GAAP due to the circumstances stated above, information in the financial statements herein are certified by the officers of the Company to present fairly, in all material respects, the financial position and results of operations of CPSZ for the period presented.

Fiscal Year - The Company operates on a December 31, fiscal year end.

Dividends - The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid during the period shown.

Continental Prison Systems, Inc.
(Unaudited)
NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2010

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the of the financial statements and the reported amount of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Revenue Recognition - The Company recognizes revenue from fees as they are earned.

Income Taxes - The provision for income taxes is the total of the current taxes payable and the net of the change in the deferred income taxes, if any. Provision is made for the deferred income taxes where the differences exist between the period in which transactions affect current taxable income and the period in which they enter into the determination of net income in the financial statements.

Operating Leases - The Company has no lease obligations.

NOTE 3 – KIOSKS – The kiosks are placed in prison facilities under contract with CPSZ to provide for the service as described in NOTE 1. The kiosks have an estimated life of five (5) years and are being depreciated on a straight line basis. In 2009 the Company embarked on a cash raising program by selling kiosks in various facilities and then buying them back from the purchaser. The kiosks were sold for an average price of $50,000.00 and were bought back by the Company at that price. (See Note 6)

NOTE 4 – FACILITY TRUST ACCOUNTS – The Company opens a bank account at the bank where the facility banks, each time a new facility is opened. All credit and debit card transactions settle into this account as does the periodic cash collections from the kiosks located in the facility. The number of times per week that cash in a kiosk is collected varies from facility to facility.

NOTE 5 -SOFTWARE DEVELOPMENT - The Company capitalizes all costs related to the design and development of the applications software composed of numerous programs that are integral to the backbone of the Company's jail facility financial services program. The Company has not as of the date of this financial statement, determined the useful life of the asset for amortization purposes. The Company sold the software related to the receipt, accounting and financial transacting of payments, communications, and other functionality in the courts, probation and municipal police departments to its wholly owned subsidiary, General Payment Systems, Inc. on October 20, 2010 for $4,000,000.00. The payment terms are $250,000 within ninety days of the date this agreement was executed, $500,000 within 180 days, $250,000 within 360 days, with the remaining balance of $3,000,000 paid in equal quarterly payments of $250,000 commencing on April 1, 2012. The Company has elected to treat the sale as a contribution to capital for both tax and accounting purposes. As such, no income is recognized in the fiscal year ended December 31, 2010. The cost to develop the software sold was $224,693. All payments have been paid when due.

NOTE 6 – NOTES PAYABLE - KIOSKS – The Company entered into various notes representing the purchase of the kiosks as described in Note 3. The notes bear interest at twenty (20%) percent per annum, are for a period of three (3) years and require principal and interest payments of approximately $90,000.00 per month. One of the notes is secured by the personal residence of a Company officer and five of the notes are personally guaranteed by officers of the Company.

NOTE 7 – NOTES PAYABLE - KIRKTON SHOOP – These notes require monthly principal and interest payments of approximately $20,000 per month, were secured by various assets of the Company and were paid in full including accrued interest in January and March 2011.

NOTE 8 – NOTE PAYABLE - HUGH POBUR – This note was made on November 9, 2010 in the original amount of $500,000.00 and bears interest at twenty percent (20%) per annum. The weekly note payments are based on the net revenue generated by the Company's contract with various facilities. Any unpaid balance will be due in full on December 1, 2013. In June of 2011, the Company and the lender agreed to waive all further interest in lieu of the issuance of 1,000,000 shares in the Company. The lender is further granted exclusive rights to provide all merchant processing services on current and future Company contracts with jail facilities at competitive rates.

NOTE 9 – PROMISSORY NOTE – PAYCARD USA – This note in an original amount of $100,000 was made April 1, 2008 and bears interest at 12% per annum. On November 1, 2008 an additional $50,000 was advanced to the Company making the total note balance $150,000. The additional $50,000 also bears interest at 12% per annum. The Company agreed to place all prepaid debit card business with PayCard USA on a five year exclusive basis. The Company agreed to allow PayCard USA to record all revenue from the cards. After cost of goods and network fees are deducted, the remaining gross profit will be split equally between the Company and PayCard USA after deducting a 5% holdback for charge backs. The loan is personally guaranteed by the three major stockholders of the Company. This note along with accrued interest was repaid in full in July 2011.

NOTE 10 – CONVERTIBLE DEBENTURES – TRUST AGREEMENT - The Company inherited approximately $2,406,425 in convertible debentures as a result of its reverse merger with

Pacific Financial Solutions, Inc. as described in NOTE 1. The Convertible Debentures carry interest rates ranging from 12% to 15%, require monthly interest only payments and are convertible into common stock of the Company at prices ranging from $0.50 to $1.00.

In August 2009 the Company entered into discussions with a company representing the convertible debenture holders whereby the Convertible Debenture holders were asked to relinquish their Convertible Debentures in exchange for a proportionate share of a trust into which the Company will contribute 5,000,000 non-dilutable shares.

In addition, the Company will issue 7,500,000 shares to the trust via the broker, whereby the debt owed by the Company to Global Capital Associates, Inc. will be forgiven. The Trust agreement was agreed to by all parties as of July 1, 2010. The Company has committed to pay five percent (5%) of gross revenue to the trust for a ten year period or until or unless the Company merges with another entity. If a merger takes place, the 5% of gross revenue will continue for ten (10) years and only the Companies' revenue will be used for the five percent (5%) computation. Should the company be sold, there is a sliding scale whereby a percentage of the sales price will be paid to the trust. The scale is 10% of the sales price in years one to five; 8% in year 6; 6% in year 7 and 4% in years 8 to 10. Beginning in November 2010, the Company began making its 5% of gross revenue trust payments.

The Company agreed to this restructuring in principal in January of 2010 and as of July 5, 2010 approximately 100% of the Convertible Debenture holders have agreed to and signed off on the appropriate Trust documents. The documents were signed in November 2010.