iMD COMPANIES, INC.
CONSOLIDATED BALANCE SHEET
UNAUDITED
AS OF SEPTEMBER 30, 2014

ASSETS

CURRENT ASSETS:		
Cash	$	4,983
Accounts Receivable		122,005
Inventory Assets		5,813
Prepaid and other Current Assets		7,791
Total Current Assets		140,592
OTHER ASSETS:		
Equipment-net		13,870
Investments		326,643
Notes receivable		7,665
Intellectual property-net		123,614
Total Assets	$	612,384

LIABILITIES & MINORITY INTEREST

CURRENT:		
Accounts payable and accrued expenses	$	616,177
LONG TERM:		
Convertible Notes payable		489,018
Accrued interest expense		50,844
Total Liabilites		1,105,195
Minority Interest		36,890
STOCKHOLDERS' DEFICIT		
Preferred stock Series A & B		50
Common Stock		325,212
Additional paid-in capital		2,759,944
Accumulated (deficit)		-3,614,907
Total Stockholders' deficit		-529,701
Total liabilities, minority interest and stockholders' deficit	$	612,384

See accompanying notes to these unaudited consolidated financial statements.

iMD COMPANIES, INC.
CONSOLIDATED INCOME STATEMENT
UNAUDITED

	For the three months ended September 30		For the nine months ended September 30	
	2014	2013	2014	2013
REVENUE				
Service and Sales Income	$ 44,071	$ 91,770	$ 149,556	$ 328,876
Cost of Sales	29,223	26,174	108,946	140,538
Gross Profit	14,848	65,596	40,610	188,338
OPERATING EXPENSES				
Marketing expense	11,268	807	22,882	35,560
Bank Service Charges	6,205	1,437	10,719	7,233
Insurance Expenses	13,273	6,366	16,830	19,056
Consulting fees	100,000	0	100,000	0
Management fees	-29,706	28,698	22,500	87,188
Professional fees	4,250	3,753	11,924	102,257
Officer Wages	60,000	0	180,500	0
Salary and Wages	565	0	69,037	0
Interest expense	10,000	0	10,000	0
Prior unaccrued interest exp	45,901	0	45,901	0
Other Administration costs	5,333	3,622	26,728	130,863
Telephone Expense	1,587	4,216	8,335	4,554
Engineering expenses	886	0	886	0
Rent Expense	0	6,671	3,182	58,581
Costs of Processing	4,455	4,634	11,510	13,575
Depreciation & amortization	5,625	5,625	16,875	22,346
Total Operating Expenses	239,642	65,829	557,809	481,213
Net (loss) from operations	-224,794	-233	-517,199	-292,875
Impairment on investment	-300,000	0	-300,000	0
Net (loss)	$ -524,794	$ -233	$ -817,199	$ -292,875

See accompanying notes to these unaudited consolidated financial statements.

IMD COMPANIES, INC.
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
UNAUDITED

	Preferred Shares	Amount	Common Shares	Amount
Balance at December 31, 2012	50,011	$ 50	61,405,162	$ 61,405
Acquisition of 51% of R-Quest			100,000,000	100,000
Shares issued for services			52,000,000	52,000
Dividend of Positive Solutions shares				
Net (loss) for the year ended December 31, 2013				
Balance at December 31, 2013	50,011	$ 50	213,405,162	$ 213,405
Adjustment to acquisition of R-Quest				
Acquisition of Lumz n Blooms LTD.			10,000,000	10,000
Shares issued for debt			101,806,872	101,807
Net (loss) for nine months ended Sept 30, 2014				
Balance as of September 30, 2014	50,011	$ 50	325,212,034	$ 325,212

See accompanying notes to these unaudited consolidated financial statements.

IMD COMPANIES, INC.
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
UNAUDITED

	Paid- in Capital	Accumulated (Deficit)	Total
Balance at December 31, 2012	$ 1,004,820	$ -1,115,634	$ -49,359
Acquisition of 51% of R-Quest	1,900,000		2,000,000
Shares issued for services	988,000		1,040,000
Dividend of Positive Solutions shares	-60,453		-60,453
			-
Net (loss) for the year ended December 31, 2013		-1,682,074	1,682,074
Balance at December 31, 2013	$ 3,832,367	$ -2,797,708	$ 1,248,114
			-
Adjustment to acquisition of R-Quest	-1,400,000		1,400,000
Acquisition of Lumz n Blooms LTD.			10,000
Shares issued for debt	327,577		429,384
Net (loss) for nine months ended Sept 30, 2014		-817,199	-817,199
Balance as of September 30, 2014	$ 2,759,944	$ -3,614,907	$ -529,701

See accompanying notes to these unaudited consolidated financial statements.

iMD COMPANIES, INC.

Notes to Unaudited Consolidated Financial Statements

For the nine months ending September 30, 2014 and 2013

(Unaudited)

NOTE 1. THE COMPANY AND ITS SIGNIFICANT ACCOUNTING POLICIES

The Company

The Company was originally incorporated in Delaware on March 31, 1993 as ADV Acquisition Corp. The Company had numerous name changes and on February 15, 2008 re-domiciled in Florida as International Biofuels, Inc. On September 23, 2010 the Company changed its name to iMD Companies, Inc.

The Company through its subsidiaries Optimum Mobile Imaging LLC (OMI) and Integrated Medical Diagnostics perform ultrasound procedures as ordered by physicians in their clinics on their patients. OMI operates in Arizona as an Independent Diagnostic Testing Facility (IDTF) which is licensed by Medicare and is contracted with most health insurance carriers in AZ for reimbursement of medically necessary procedures.

On September 24, 2013 the Company purchased 51% of R-Quest Hydroponics, Inc. that is a software and hardware manufacturer for the Hydroponics industry. The Company issued 100,000,000 common shares of the Company valued at $2,000,000 based upon its stock value at the time. The acquisition has been written down to the value of its acquired assets and intellectual property and is fully consolidated into the financial statements with a corresponding minority interest.

On April 24, 2014 the Company acquired 100% of Lumz'n Blooms LTD for 10,000,000 common shares. It's main products allow consumers to "Bring the Sun Indoors". Lighting, ballasts, growing materials are considered the "Pickaxe and Shovel" of the "Green Rush". Over the past 7 plus years Lumz'n Blooms has developed strong distribution channels and today counts *Central Garden and Pet, HomeDepot.com, Amazon Prime, Bi-Mart, Orchard Supply* as well as hundreds of independent Nursery, Hardware and Hydroponic Retailers among its customers. These established distribution channels, combined with their extensive product line and industry knowledge, makes Lumz'n Blooms a foundational acquisition for building future growth.

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position for the periods presented. Significant adjustments may be required upon the financial statements being audited to be in conformity with Generally Accepted Accounting Principles.

Principles of Consolidation

The Company's consolidated financial statements include the assets, liabilities and operating results of the Company and its wholly owned subsidiaries. Minority interest is recorded for consolidated values not owned by the company. The Company consolidates on its books the following companies:

Name	Ownership %
Hyper-Interactive Marketing	100
Optimal Mobil imaging	100
Integrated Medical Diagnostics	100
R-Quest Hydroponics	51

Use of Estimates

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position.

Cash & Cash Equivalents

The company's policy is to consider cash and cash equivalents to consist of checking accounts, money market accounts or certificates of deposit having maturity dates of 180 days or less.

Financial Instruments

Financial instruments consist primarily of cash, security deposits and obligations under accounts payable and accrued expenses. The carrying amounts of cash, accounts receivable, security deposits, accounts payable and accrued expenses approximate fair value because of the short-term maturity of those instruments.

Income Taxes

The Company records its federal and statement income tax liability as it is incurred.

NOTE 2. INVESTMENTS

The Company consolidates R-Quest Hydroponics on its books at its estimated fair value of $300,000 .

NOTE 3: INTELLECTUAL PROPERTY

Software analysis and database programs are owned by the company but a shareholder and former President holds a lien on the PCI HeartScan database, analysis software and reporting programs.

NOTE 4: CONVERTIBLE NOTES

On November 19, 2010 the Company issued a convertible note for $85,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. The outstanding balance of the note was $85,000 of principal and $25,500 of accrued interest at September 30, 2014.

On December 31, 2011 the Company issued a convertible note for $144,700 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. On August 30, 2013 the original Holder sold the entire $144,700 note to third party. During the quarter ended June 30, 2014 the Holder converted $40,292 of principal and accrued interest for 7,267,290 common shares. The outstanding balance of the note was $104,208 of principal and $2,084 of accrued interest at September 30, 2014.

On February 1, 2012 the Company issued a convertible note for $27,000 and it had an outstanding balance of $27,000 at June 30, 2014. The note accrues annual interest at 8% of the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions during the quarter ended September 30, 2014. The outstanding principal balance of the note was $27,000 and accrued interest was $1,350 at September 30, 2014.

On October 1, 2012 the Company issued a convertible note for $8,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions prior to June 30, 2014. The outstanding principal balance of the note was $8,000 and accrued interest was $1,280 at September 30, 2014.

On October 1, 2012 the Company issued a convertible note for $23,228 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. Prior to June 30, 2014 the Holder converted $21,500 of principal. The outstanding balance of the note was $1,728 of principal and $276 of accrued interest at September 30, 2014.

On October 1, 2012 the Company issued a convertible note for $42,431 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. The Holder subsequently sold the note to a third party that converted $12,631 of principal prior to June 30, 2014. During the quarter ended September 30, 2014 the third party converted $14,000 of principal for $14,000.The outstanding balance of the note at September 30, 2014 was $15,800 of principal and $4,768 of accrued interest.

On December 2, 2012 the Company issued a convertible note for $9,615 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. The outstanding balance of the note was $9,615 of principal and $1,346 of accrued interest at September 30, 2014.

On February 1, 2012 the Company issued a convertible note for $10,000 accruing an annual interest at 8% of the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. On April 9, 2014 the note was sold to a third party. During the quarter ended September 30, 2014 the third party converted the entire outstanding principal and accrued interest totaling $12,877 for 2,341,220 common shares resulting in the payoff of the note.

On January 12, 2013 the Company issued a convertible note for $120,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. During the quarter ended June 30, 2014 the Holder converted $50,000 of principal for 9,018,279 common shares. The outstanding balance of the note was $70,000 at June 30, 2014. During the quarter ended September 30, 2014 the Holder sold principal amounts of the note for $25,000 and $23,500 to two different third parties. The third party that purchased $25,000 of principal converted $14,000 of it into 14,000,000 common shares during the quarter. The party that purchased $23,500 of principal converted the entire amount into 3,804,407 common shares. At September 30, 2014 the outstanding principal balance of the original Holder on the original note note $21,500 in principal and $3,010 of accrued interest and the outstanding principal balance with a third party from the original note was $11,000 and $1,540 of accrued interest.

On August 26, 2013 the Company issued a convertible note for $16,734 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. The outstanding balance of the note was $16,734 of principal and $1,339 of accrued interest at September 30, 2014.

On August 26, 2013 the Company issued a convertible note for $53,699 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. During the quarter ended September 30, 2014 the Holder converted the remaining $26,198 of principal into 5,424,895 common shares resulting in the payoff of the original note.

On September 26, 2013 the Company issued a convertible note for $14,441 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. The outstanding balance of the note was $14,441 of principal and $1,155 of accrued interest at September 30, 2014.

On October 21, 2013 the Company issued a convertible note for $200,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. Prior to June 30, 2014 there were a number of conversions resulting in the outstanding balance of the note being $30,573 of principal and $2,446 of accrued interest at September 30, 2014.

On December 31, 2013 the Company issued a convertible note for $49,419 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions during prior to June 30, 2014. The outstanding balance of the note was $49,419 and accrued interest was $2,965 at September 30, 2014.

On April 15, 2014 the Company issued a convertible note for $32,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions during prior to June 30, 2014. The outstanding balance of the note was $32,000 and accrued interest was $640 at September 30, 2014.

On April 30, 2014 the Company issued a convertible note for $37,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions during the quarter ended June 30, 2014. The outstanding balance of the note was $37,000 and accrued interest was $740 at September 30, 2014.

On May 9, 2014 the Company issued a convertible note for $8,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions prior to June 30, 2014. The outstanding principal balance of the note was $8,000 and accrued interest was $160 at September 30, 2014.

On July 31, 2014 the Company issued a convertible note for $17,000 that accrues interest at 8% per annum on the outstanding balance. The principal and accrued interest on the note are convertible at a 55% discount from the lowest trade price during the prior 180 days but interest can not be converted below the par value of the stock. There were no conversions during prior to June 30, 2014. The outstanding balance of the note was $17,000 and accrued interest was $245 at September 30, 2014.

NOTE 5. STOCKHOLDERS EQUITY

Preferred Stock

The Company has authorized 100,000 Class B Preferred Shares. At September 30, 2014 there were 50,000 preferred shares outstanding. Each Preferred B share is convertible into 250 common shares at the option of the Holder.

Common Stock

On September 24, 2013 the Company purchased 51% of R-Quest Hydroponics, Inc. for 100,000,000 common shares of the Company valued at $2,000,000 and subsequently wrote down the value to $300,000.

During the last quarter of 2013 the Company issued 52,000,000 common shares valued at $1,040,000 to 4 individuals and 4 companies that were not related or affiliated with each other or the Company.

During the second quarter of 2014 Company issued 10,000,000 common shares for the acquisition of Lumz n Blooms LTD.

The Company issued 60,716,350 shares of common stock, reducing debt of the company by $336,629 during the first two quarters of 2014. During the third quarter of 2014 the Company issued 41,090,522 shares of common stock valued at $92,755.

Warrants

On April 30, 2014 a Common Stock Purchase Warrant was executed for up to 800,000 shares as additional consideration for a $37,000 convertible note. The warrants may be exercised for all or part at any time up to April 29, 2019 to purchase 800,000 common shares at $.05 per share. In case the warrant shares aren't registered at the time of exercise, the warrants are subject to cashless exercise at the discretion of the warrant holders.

NOTE 5. SUBSEQUENT EVENTS

Subsequent to September 30, 2014 common shares were issued for debt conversions and services rendered prior to December 23, 2014 resulting in the outstanding common shares at December 23, 2014 being 450,462,034.