

2014 ANNUAL REPORT

INTERNATIONAL CONSOLIDATED COMPANIES, INC.

DATED: March 31, 2015

CUSIP NUMBER: 459357 109

8191 TAMIAMI TRAIL
Sarasota, Florida 34234
www.MedicalCannabisHoldings.com

Part A General Company Information

Item 1: **The exact name of the issuer**

The Company's name is: International Consolidated Companies, Inc.

Item 2: **The address of the issuer's principal executive offices**

4055 35th Street North, Suite 100
St. Petersburg, FL 33714

The Investor Relations Contact is: Drew Newsom
+1 (662) 219-3787

info@medicalcannabisholdings.com

Mailing Address: PO Box 7042
St Petersburg, FL 33734

Item 3: **The jurisdiction(s) and date of the issuers' incorporation**

The Company was organized under the laws of the State of Florida on January 28, 2002.

Part B Share Structure

Item 4: **The exact title and class of securities outstanding**

The Company has two classes of capital stock consisting of 1,900,000,000 authorized of Common Stock. par value of $1.00 per share and 100,000,000 authorized shares of Preferred Stock. The Company's trading symbol is INCC.pk and CUSIP number is 459357 109. Currently there are 1,835,290,547 shares of Common Stock issued and outstanding and 1,000,000 shares of Preferred "A" Stock issued and outstanding.

Item 5: **Par or stated value and description of the security**

Par or stated value and description of the security The Common Stock has a one

share one vote right with no other rights. The Preferred stock consists of a single class of "Class A Preferred Stock". Each share of Class A Preferred Stock is entitled to 9,000 votes. There are no provisions in the articles of incorporation, articles of amendment, or bylaws that would delay or prevent a change of control. The Common Stock has a one share one vote right with no other rights. The Preferred stock consists of a single share that equals 100% of the voting rights of the common stock. There are no provisions in the articles of incorporation, articles of amendment, or bylaws which would delay or prevent a change of control.

Item 6: **The number of shares or total amount of the securities outstanding for each class of securities authorized.**

The number of shares or total amount of the securities outstanding for each class of securities authorized. As of the fiscal year ended December 31, 2014:

Common Stock Authorized: 1,900,000,000
Common Stock Outstanding: 1,835,290,547
Public Float: 895,505,203
Preferred Stock Authorized: 100,000,000
Series "A" Preferred Stock Outstanding: 1,000,000
Number of Shareholders of Record: 290

Part C Business Information

Item 7: **The name and address of the transfer agent**

Pacific Stock Transfer Company
4045 South Spencer Street, Suite 403
Las Vegas, NV 89119
Telephone: 702-361-3033

Our transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

Item 8: **The nature of the issuer's business**

International Consolidated Companies, Inc., (INCC) was founded in 2002. Medical Cannabis Holdings, Inc. (MCHI), a wholly owned subsidiary, was formed in 2014.

MCHI is focused on providing technology and innovative solutions to licensed parties in the legal cannabis industry. MCHI provides consulting, facility leasing, equipment leasing, and business process outsourcing services (BPOS), including trained industry personnel, compliance services, and state mandated security and reporting systems.

MCHI is also an active investor of venture capital funding to qualified projects in the expand ing legal cannabis industry.

The form of organization of the issuer

The organizational form of the issuer is a Corporation.

The year the issuer was organized

The issuer was organized in 2002.

The issuer's fiscal year end date

The issuers' fiscal year end date is 12/31.

Whether the issuer has been in bankruptcy, receivership or any similar proceeding

The issuer has never been in bankruptcy, receivership or any similar Proceeding.

Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets

Not Applicable

6. **Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangements requiring the issuers to make payments**

No

7. **Any change of control**

No

8. **Any increase of 10% or more of the same class of outstanding equity securities?**

No

9. **Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization**

No

The company has had no past stock splits, dividends, recapitalizations, or spin- off's. The company has no pending or anticipated stock splits, stock dividends, recapitalization, mergers, acquisitions, spin-off's, or reorganizations.

On January 28, 2002 the company organized as a Florida corporation under the name Sign Media Systems, Inc.

In August 2007 the company changed its name from Sign Media Systems, Inc. to International Consolidated Companies, Inc.

10. **Any delisting of the issuers securities by any securities exchange or deletion from the OTC Bulletin Board**

On May 20, 2010, The company filed SEC Form 15-12g "Certification and notice of termination of registration under section 12(g) of the Securities Exchange Act of 1934 or suspension of duty to file reports under sections 13 and 15(d) of the Securities Exchange Act of 1934". There has not been any delisting of the issuers securities by any securities exchange.

11. **Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal's parties, the nature and current status of the matter, and the amounts involved**

A claim was filed for $120,000 for past due legal fees from 2009 (121 Direct Response). The Company is currently in settlement discussions with the payee and management is confident it will be settled.

There have never been any trading suspensions by any regulators.

B. **Business of Issuer.**

International Consolidated Companies, Inc., (INCC) was founded in 2002. Medical Cannabis Holdings, Inc. (MCHI), a wholly owned subsidiary, was formed in 2014.

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MCHI is also an active investor of venture capital funding to qualified projects in the expand ing legal cannabis industry.

At this time the company outsources three management positions. The company's primary SIC code is 7310. The company is not and has never been a shell. The legal name of the Corporation is International Consolidated Companies, Inc., a Florida Corporation, and is traded on OTC Markets, stock Symbol, "INCC".

Item 9: **The nature of the products and services offered**

International Consolidated Companies, Inc., (INCC) was founded in 2002. Medical Cannabis Holdings, Inc. (MCHI), a wholly owned subsidiary, was formed in 2014. MCHI is in the business of leasing buildings, equipment, technology, specialized personnel, compliance, security, management and business process outsourcing services to the state legal marijuana sector. They are active investors and provide venture capital funding to qualified projects in the expanding legal cannabis industry.

A. **Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;**

Not Applicable.

B. **Sources and availability of raw materials and the names of principal suppliers**

The company uses no raw materials in its business, and therefore this is not applicable.

C. **Dependence on one or a few major customers**

The company is not dependent on one or a few major customers.

D. **Patents, trademarks, licenses, franchises, concessions, royalty agreements, or labor contracts including their duration**

The company currently holds two patents pertaining to truck side advertising.

E. **The need for any government approval of principal products or services and the status of any requested government approvals.**

The company does not need government approval of principal products or services, and therefore this is not applicable.

Item 10: **The nature and Extent of the Issuer's Facilities**

The business is based in Florida and is operated from an office located at 4055 35th Street North. Suite 100, St. Petersburg, FL 33714. The office is approximately 1,500 square feet. The Company pays $800 per month for the office and the term of the lease is 1 year ending in January 2016.

Part D Management Structure and Financial Information

Item 11: A. **The name of the chief executive officer, members of the board of directors, as well as control persons**

Antonio F. Uccello, III : *President/CEO/CFO/Chairman of the Board*

On January 1, 2014 Mr. Uccello, founder, returned as, President, Chief Executive Officer, Chairman of the Board of Directors and the Chief Financial Officer of the Company. Mr. Uccello attended the University of Connecticut and took graduate courses at Hunter College in New York City. Mr. Uccello has extensive experience in finance and the public markets.

Mr. Uccello owns 1,000,000 shares of preferred "A" stock of International Consolidated Companies, Inc. (100% of total issued and outstanding preferred "A" stock).

Avi Yoskowitz : *Chief Real Estate Officer/Director*

Mr. Yoskowitz brings a wealth of education (BS and PhD from MIT & 2 year Fellow at **Harvard/MIT** Joint Center for Urban Studies), experience, talent, drive and focus to the company. Over his long and distinguished career, Mr. Yoskowitz has excelled as a real estate developer and broker, investor, builder, mortgage underwriter,

planner and sales associate. His professional work history has included senior-level positions with the Citizens' Housing and Planning Council of New York, Phipps Houses, Frist Realty Co. of Boston, the NYC Housing Development Corporation, a partnership appointment with Garden Homes and Commercial in New Jersey; and for the last twenty years, he has served as founder and CEO of the Heritage Group of Companies of NJ and TT Heritage Companies of Sarasota/Bradenton, Florida. Mr. Yoskowitz has successfully completed numerous land acquisitions, approvals, infrastructure improvements, build-outs, and condominium conversions projects

Drew Newson : *President of Medical Cannabis Holdings, Inc;*
VP of Public and Regulatory Affairs/Director for INCC

Over the past decade, Mr. Newsom has been at the forefront of winning controversial permitting fights for client in all industry sectors. He has over 18 years of professional experience in the public and private sectors, working in over 25 states and in Canada. Mr. Newsom has worked on many national multi-
state issue campaigns, as well as political campaigns for the U.S. House, U.S. S enate and Gubernatorial races. He has also worked as a consultant for interna tional corporations and trade groups. Mr. Newsom has extensive knowledge in public relations, business development, communications, organizational develo pment, strategy development, regulatory compliance, survey development and analysis, P & L and budget accountability, and crisis management.

B. **Legal/Disciplinary History.**

None of the foregoing persons have, in the last five years, been the subject of:

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

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;

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 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.

There are no family relationships in the company and there have been no related party transactions.

Item 12: **Financial information for the issuer's most recent fiscal year**
The financial statements for the year ended December 31, 2014 are posted on www.otcmarkets.com as of the date of this report.

Item 13: **Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.**

On September 4, 2014 the Company filed an Interim Financial Report and uploaded them to www.otcmarkets.com

Item 14: **Beneficial Owners**

There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Common Stock, other than Harold O. Miller c/f JRU UTMA under FLORIDA who owns approximately 9% of the total outstanding Common stock.

There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Preferred Stock, other than Antonio F. Uccello III, Director, who owns 100% of the total outstanding Preferred stock.

Item 15: **The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure.**

Counsel – Jonathan D. Leinwand, Esq.
200 S. Andrews Ave., Suite 703B
Fort Lauderdale, FL 33301
Email: jonathan@jdlpa.com
Tel: +1 (954) 903-7856

Accountant – Christopher G. Spinoso C.P.A.
TJ Megale & Associates, LLC
255 Executive Drive Ste. 411
Plainview, NY 11803
Tel: +1 (516) 796-0900 Ext. 107
Email: cspinoso@tjmcpas.com

Investor Relations – Drew Newsom
4055 35th Street North, Suite 100
St. Petersburg, FL 33714
Tel: +1 (662) 219-3787
Email: info@medicalcannabisholdings.com

Item 16: **Management's Discussion and Analysis of Financial Condition and Results of Operations**

From 12/31/13 to 12/31/14 total assets increased $15,489 from Zero to $15,489. This increase is primarily attributable to a decrease in current assets.

From 12/31/13 to 12/31/14 Net Loss increased $90,334 from ($175,200) to ($265,534). This is primarily attributable to higher expenses.

The Company has no Off Balance Sheet Arrangements.

Item 17: **List of securities offerings and shares issued for services in the past two years**

NONE

Item 18: **Material Contracts**

The Company has no material contracts that will be required of or performed by them that are not in the normal course of business.

Item 19: **Articles of Incorporation and Bylaws**

The Articles of Incorporation, Amendments & Bylaws for International Consolidated Companies, Inc. were uploaded to www.otcmarkets.com on November 14, 2011.

Item 20: **Purchase of Equity Securities by the Issuer and Affiliated Purchasers**

Neither the Company nor any "Affiliated Purchasers" made any purchases of the Company's equity securities.

Item 21: **Issuers Certifications**

I, Antonio F. Uccello, III, certify that:

1. I have reviewed this Amended Issuer Information and Disclosure Statement of International Consolidated Companies, 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 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.

Date: March 30, 2015

Name: /s/ Antonio F. Uccello, III
Title: *President/CEO/CFO/Chairman of the Board*