International Star, Inc.

OTCMarkets Disclosure Statement

June 30, 2014

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.

International Star, Inc.
Formerly=Mattress Showroom until 1997

2) Address of the issuer's principal executive offices

Company Headquarters
P.O. Box 7512
Wilton, CT 06897
Phone: 203-210-5614
Email: Michael.shea@ilstholdings.com

IR Contact
Address 1: N/A

3) Security Information

Trading Symbol: ILST
Exact title and class of securities outstanding: Common Stock
CUSIP: 460371206
Par or Stated Value: $0.001
Total shares authorized: 780,000,000 as of: 06-30-14
Total shares outstanding: 449,512,274 as of: 06-30-14

Additional class of securities (if necessary):
Trading Symbol: N/A
Exact title and class of securities outstanding: Preferred Stock Series E
CUSIP: N/A
Par or Stated Value: $0.01
Total shares authorized: 20,000,000 as of: 06-30-14
Total shares outstanding: 0 as of: 06-30-14

Transfer Agent
Stalt, Inc.
671 Oak Grove Avenue
Menlo Park, CA 94025
650-321-7111
www.stalt.com

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:

N/A

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

N/A

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

N/A

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:

The Company sold $100,000 of common stock to the Beaird Operating Companies during 2011.

The Company issued 29,000,000 shares in a Reg. 504 offering

The Company issued 29,000,000 shares in a Reg. 504 offering

The Company issued 32,000,000 shares in a Reg. 504 offering

The Company issued 35,000,000 shares in a Reg. 504 offering.

The Company issued 30,000,000 share in a Reg. 504 offering

A. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

No restrictive legends are in place

5) Financial Statements

INTERNATIONAL STAR, INC. (Unaudited)

ASSETS	(Unaudited) **12 FYE December 31, 2012**	(Unaudited) **6 mo. 30-Jun 2014**
Current Assets:		
Cash	$5,424	$7,695
Total Current Assets	5,424	7,695
Property and Equipment		
- net of accumulated depreciation	0	
Total Assets	$5,424	$7,695
LIABILITIES AND STOCKHOLDERS' DEFICIENCY		
Current Liabilities:		
Accounts payable	$ -	$ -
Accrued Interest	$547,060	$547,060
Accrued expenses	0	0
Note payable - related party	200,000	200,000
Notes payable - Beaird loans	525,000	525,000
Advances from shareholder	240,000	240,000
Total Current Liabilities	1,439,950	1,439,950
Long Term Liabilities:		
Long term note payable - related party	500,000	500,000
Total Long Term Liabilities	500,000	500,000
Total Liabilities	1,939,950	1,939,950
Stockholders' Deficiency:		
Preferred Stock, 20,000,000 shares authorized, Undesignated par value - none issued	-	
Common Stock Adjustment	537,055	454,066
780,000,000 shares authorized, at $.001 par value; 449,512,274 outstanding		

at December 31, 2013	323,523	449,512
Capital in excess of par value	4,678,599	4,678,599
Deficit accumulated during the exploration stage	-7,473,703	-7,514,432
Total Stockholders' Deficiency	-1,934,526	-1,932,255
Total Liabilities and Stockholders' Deficiency	$5,424	$7,695

IINTERNATIONAL STAR, INC. (Unaudited)

Statement of Operations

	FYE December 31 2013	6 Mo. June-14 2014
Revenue:		
Total Revenue	$ -	$ -
Expenses:		
G & A Expenses	72,111	22,651
Other Expense	0	0
Total Operating Expenses	72,111	22,651
Net (Loss) from Operations	$ (72,111)	$ (22,651)
Other Income and Expenses:		
Interest income	$ -	$ -
Other income	-	-
Interest expense	(129,000)	0
Other expense	-	
Loss on disposal of assets	-	-
Loss on divestiture of subsidiary	-	-
Total Other Income (Expense)	0	0
Net (Loss)	$ (201,111)	$ (22,651)
Weighted Average Shares Common Stock Outstanding (Basic and Diluted)	294,512,274	449,512,274
Net Loss Per Common Share (Basic and Diluted)	$ -	$ -

INTERNATIONAL STAR, INC.

Statements of Cash Flows
(Unaudited)

	FYE 12 Month Dec. 31 2013	FYE 3 Month June 30 2014
Cash flows from operating activities:		
Net (loss)	$ (201,111)	(22,651)
Adjustments to reconcile net loss to cash used in operating activities:		
Depreciation & amortization		
Amortization of debt discount	-	
Loss on disposal of assets	-	
Loss on divestiture of subsidiary	-	
Stock based compensation expense	0	
Common stock issued for services	-	
Changes in operating assets and liabilities:		
Accounts receivable and prepaid expenses	-	
Inventories	-	
Other assets	-	
Accounts payable and accrued expenses		
Accrued interest on notes payable	129,000	0
Net cash used in operating activities	(72,111)	(22,651)
Cash flows from investing activities:		
Proceeds from disposal of assets	-	
Purchase of fixed assets	-	
Net cash provided by investing activities	-	
Cash flows from financing activities:		
Repayments of long term borrowings	-	
Proceeds from exercise of warrants	-	
Shareholder deposits		
Proceeds from advances from shareholder	19,999	0
Proceeds from notes payable - related party	30,000	0
Proceeds from notes payable	11,399	0
Proceeds from sale of common stock	15,000	20,000
Net cash provided by financing activities	76,398	20,000
Net increase (decrease) in cash	4,287	(2,651)
Cash, beginning of period	1,137	10,346
Cash, end of period	$ 5,424	$ 7,695
Supplemental non-cash financing activities:		
Common stock issued for deposits	-	

NOTE 1 - Organization and Basis of Presentation

Organization:

The main focus of the business of International Star, Inc. (the "Company"), commencing January 1, 2004 is the exploration of mining claims and mining properties. The Company has, in accordance with the Securities and Exchange Commission (SEC), appropriately disclosed that the Company is considered an exploration stage company.

Since 2006 the Company had its principal office from Henderson, Nevada, Mount Pleasant, Texas and Shreveport, Louisiana. The Company's office is now located in Wilton, CT.

Basis of Presentation:

The annual consolidate financial statements of the Company and subsidiaries for the periods ended 2013 and 2014 (interim) are not audited. The financial statements are prepared in accordance with the requirements for unaudited periods, and consequently do not include all disclosures required to be in conformity with accounting principles generally accepted in the United States of America. .

NOTE 2 - Summary of Significant Accounting Policies

Principles of Consolidation and Accounting Methods

These consolidated financial statements include the accounts of International Star, Inc. and Qwik Track, Inc. (a wholly owned subsidiary) for the twelve months ended December 31, 2013 and June 30, 2014. Qwik Track, Inc. has no assets and has not had any operations during the previous five years. The Company uses the accrual method of accounting.

Uses of Estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statement and the reported amount of revenues and expenses during the reporting period.

Dividend Policy.

The Company did not declare or pay any dividends during the periods ended December 2013 and June 30, 2014. There are no legal, contractual or other restrictions, which limit the Company's ability to pay dividends. Payment of future dividends, if any, on the Company's common stock, will be dependent upon the amounts of its future after-tax earnings, if any, and will be subject to the discretion of its Board of Directors. The Company's Board of Directors is not legally obligated to declare dividends, even if the Company is profitable. The Company has never paid any dividends on its common stock and has no plans to do so in the near future. Instead, the Company plans to retain any earnings to finance the development of its business and for general corporate purposes.

Mineral Properties and Equipment

Mineral property acquisition costs are initially capitalized when incurred. These costs are then assessed for impairment when factors are present to indicate the carrying costs may not be recoverable. Mineral exploration costs are expensed when incurred.

Earnings (Loss) Per Share

Basic earnings (loss) per common share is computed by dividing net earnings (loss) by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per common share is computed by dividing net earnings by the weighted average number of common shares and potential common shares outstanding during the period, unless the calculation is anti-dilutive.

Stock Based Compensation

The Company accounts for its stock based compensation and stock options using the fair value method. Under this method, share-based awards are fair valued and the related stock compensation expense, when applicable, is reported in the current financial statements.

Income Taxes

The Company accounts for income taxes under an asset and liability approach that requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been recognized in the Company's financial statements or tax returns. In estimating future tax consequences, all expected future events, other than enactment of changes in the tax laws or rates, are considered.

Due to the uncertainty regarding the Company's future profitability, the future tax benefits of its net operating losses have been fully offset by a valuation allowance.

Fair Value of Financial Instruments

The respective carrying value of the Company's financial instruments approximated their fair values.

Recent Accounting Pronouncements

The Company does not expect that the adoption of other recent accounting pronouncements will have a material effect on its financial statements.

Revenue Recognition

Revenue will be recognized on the sale and delivery of a product or the completion of a service provided.

Statement of Cash Flows

For the purposes of the statement of cash flows, the Company considers all highly liquid investments with a maturity of three months or less to be cash equivalents.

Financial and Concentration Risk

The Company does not have any concentration or related financial credit risk.

Environmental Remediation Costs

Environmental remediation costs are accrued based on estimates of known environmental remediation exposure. Such accruals are recorded even if significant uncertainties exist over the ultimate cost of the remediation. It is reasonably possible that the Company's estimates of reclamation liabilities, if any, could change as a result of changes in regulations, extent of environmental remediation required, means of reclamation or cost estimates. Ongoing environmental compliance costs, including maintenance and monitoring costs, are expensed as incurred. There were no environmental remediation costs accrued at June 30, 2013 and June 30, 2014.

Reclassifications

Certain prior period amounts have been reclassified to conform to current period presentation.

DIVESTITURE OF PITA KING BAKERIES INTERNATIONAL, INC.

Effective January 1, 2004, the original shareholders of Pita King Bakeries International, Inc. and the management of International Star, Inc. (the Company) mutually agreed to dissolve their business relationship. Under terms of this dissolution, the original shareholders of Pita King Bakeries International, Inc. returned 4,000,000 shares of common stock to the Company and the Company agreed to forgive a $35,000 loan made to Pita King Bakeries International, Inc. The original shareholders of Pita King Bakeries International, Inc. were allowed to retain 139,500 shares of the Company's common stock which they had received as part of the original purchase of Pita King Bakeries International, Inc. by the Company. The Company has recognized a loss of $99,472 on the divestiture of Pita King Bakeries International, Inc.

NOTES PAYABLE – RELATED PARTY

The Company entered into a loan agreement with Kilpatrick's Rose-Neath Funeral Homes, Crematorium and Cemeteries, Inc. on December 3, 2007. This company is controlled through ownership by a shareholder/director of International Star, Inc. Under terms of the agreement, the Company has an available credit line balance of $500,000 with interest accruing at 6% per annum. The interest is due and payable on a quarterly basis (every three months). The loan is collateralized by a security interest to the above mentioned lender in the amount of 51% interest in the mineral rights of all mining claims owned by the Company or in which the Company has an interest in its properties located in Mohave County, Arizona, along with any future claims acquired by the Company. At September 30, 2011, the Company had borrowed $500,000 under the terms of this loan agreement and had accrued interest of $97,500. This note has a maturity date of December 3, 2012 and has remained unpaid.

The Company entered into another loan agreement with Kilpatrick's Rose-Neath Funeral Homes, Crematorium and Cemeteries, Inc. on December 1, 2008. Under terms of the agreement, the Company has an available credit line of $200,000 with interest accruing at 10% per annum. The interest rate increased from 10% to 18% per annum as of March 31, 2009, which was the maturity date of the Note. At September 30, 2011, the Company had borrowed $200,000 under the terms of this loan agreement, and had accrued

interest of $93,950. The credit line has remained unpaid.

ADVANCES FROM SHAREHOLDER

As of September 30, 2011, the Company owes a total of $200,000 for repayment of funds advanced in prior periods by the Chairman of the Board of Directors. These advances are non-interest bearing and payable on demand.

NOTES PAYABLE – BEAIRD

The Company entered into a loan agreement with Beaird Operating Companies on October 13, 2010. Under the terms of the loan agreement the Company received $200,000 and in correlation with the note the Company issued 20,000,000 warrants. This note is due on December 13, 2011. All principal and interest at the rate of 12%, per annum, is due at that time. Accrued interest for this loan was $23,000 at September 30, 2011. The loan is collateralized by a security interest to the above mentioned lender in the amount of 49% interest in the mineral rights of all mining claims owned by the Company or in which the Company has an interest in its properties located in Mohave County, Arizona, along with any future claims acquired by the Company.

On April 25, 2011 the Company received an additional $150,000 under a note payable due December 13, 2011 with interest of 12% secured by a 49% interest in the Company's mineral rights in Mohave County, Arizona . Accrued interest as of September 30, 2011 for this note was $7,750. In connection with the debt, the Company issued 15,000,000 warrants to purchase the Company's common stock at an exercise price of $.01 per share, any time prior to the later of April 25, 2013 or the date that the principal is fully paid. These warrants may be cancelled by the Company after April 25, 2012. No value has been recognized for the warrants.

As of September 30, 2011, 35,000,000 warrants were still outstanding.

COMMITMENTS AND CONTINGENCIES

Under the terms of the Beaird loans explained in Footnote G above, any unpaid principal on the maturity date of December 13, 2011, will increase by 1.5 times and will continue to accrue interest at a rate of 12% per annum. No amounts have been recorded for this contingency in these consolidated financial statements.

STOCK OPTIONS

The Company entered into an employment agreement effective April 1, 2008 whereby the Company would issue two separate option agreements to the Company president. The first option agreement would have allowed the Company president to purchase up to 5,000,000 shares of the Company's common stock at $.01 per share and the second option agreement would have allowed the Company president to purchase up to 5,000,000 shares of the Company's common stock at $.03 per share. The vesting of the option agreements were to be based upon performance incentives to be determined by the Board of Directors. The employment agreement was amended on August 13, 2008, to allow the Company to issue stock options for an aggregate of 10,000,000 shares of common stock of the Company on such dates and according to such terms as designated by the Board of Directors of the Company.

On April 28, 2010, the Company issued 10,000,000 stock options to its President. These options are fully vested as of the grant date, have a contractual term of 5 years, and are exercisable at $0.01 per share. As no options were exercised subsequent to grant date, all 10,000,000 options are still outstanding

Going Concern

The Company will need additional working capital for its future planned activity and to service its debt, which raises substantial doubt about its ability to continue as a going concern. Continuation of the Company as a going concern is dependent upon obtaining sufficient working capital to be successful in that effort. The management of the Company has developed a strategy, which it believes will accomplish this objective, through additional loans, and equity funding, which will enable the Company to operate for the coming year.

ITEM IV– MANAGEMENT'S DISCUSSION AND ANALYSIS

Some information contained in or incorporated by reference into this report may contain "forward-looking statements." These statements include comments regarding exploration and mine development and construction plans, costs, grade, production and recovery rates, permitting, financing needs, the availability of financing on acceptable terms or other sources of funding, and the timing of additional tests, feasibility studies and environmental permitting. We believe the expectations reflected in those forward-looking statements are reasonable. However, we cannot assure that these expectations will prove to be correct. Our actual results could differ materially from those anticipated as a result of the risk factors, including but not limited to: worldwide economic and political events affecting the supply and demand for gold; volatility in market prices for gold and other metals; financial market conditions and the availability of debt or equity financing on terms acceptable to our properties; uncertainties as to

whether additional drilling, testing and feasibility studies will establish reserves at any of our properties; uncertainties associated with developing a new mine, including potential cost overruns and the unreliability of estimates in the early stages of mine development; variations in ore grade and other characteristics affecting mining, crushing, milling and smelting operations and mineral recoveries; geological, metallurgical, technical, permitting, mining and processing problems; the availability and timing of acceptable arrangements for power, transportation, mine construction, contract mining, water and smelting; the availability, terms, conditions and timing of required government worldwide economic and political events affecting the supply of and demand for gold; volatility in market prices for gold and other metals; financial market conditions, and the availability of debt or equity financing on terms acceptable to our company; uncertainties as to whether additional drilling, testing and feasibility studies will establish reserves at any of our properties; uncertainties associated with developing a new mine, including potential cost overruns and the unreliability of estimates in the early stages of mine development; uncertainties as to title to our properties and the availability of sufficient properties to allow for planned activities; variations in ore grade and other characteristics affecting mining, crushing, milling and smelting operations and mineral recoveries; geological, metallurgical, technical, permitting approvals; uncertainties regarding future changes in tax and foreign-investment legislation or implementation of existing tax legislation and the availability of experienced employees.

Our Business

We were organized under the laws of the State of Nevada on October 28, 1993, as Mattress Showrooms, Inc. In 1997, we changed our corporate name to International Star, Inc. and became engaged in the business of construction, sale and operation of state of the art waste management systems, specializing in turnkey systems for management of hospital, industrial, petroleum, chemical and municipal solid waste collection systems. Despite our efforts, we were unable to develop this business beyond the start-up stage. Following our unsuccessful venture in waste management, we refocused our business efforts on mineral exploration in 1998. Currently, we are engaged in the acquisition and exploration of precious and base metals mineral properties.

Since 1998, we have examined various mineral properties prospective for precious and base metals and minerals and have acquired interests in those we believe may contain precious and base metals and minerals. Our properties are located in Arizona. Although we have confirmed the existence of mineralization in our properties, we have not established that any of our properties contain reserves. A reserve is that part of a mineral deposit which could be economically and legally extracted or produced at the time of the reserve determination. Further exploration will be needed before a final determination can be made whether any mineral extraction on our property is economically and legally feasible. Therefore, at present we have no reserves and no income from mineral production.

Our determination as to whether any of the mineral properties we now hold, or which we may acquire in the future, contain commercially mineable deposits, and whether such properties should be brought into production, will depend upon the availability of financing, the results of our exploration program and independent feasibility analysis and the recommendation of engineers and geologists. We cannot be certain that any of our properties contain commercially mineable mineral deposits, and no assurance can be given that

we will ever generate a positive cash flow from production operations on such properties.

Our Properties

We currently hold interests in properties that we believe show potential for mineral development. These properties consist of unpatented mining claims located on federal public land managed by the United States Department of Interior, Bureau of Land Management ("BLM"). We are obligated to pay a maintenance fee to the BLM of $189 per claim plus a $14 local filing fee for each newly filed claim and $140 per claim per year for each existing claim.

Unpatented mining claims are "located" or "staked" by individuals or companies on particular parcels of federal public land upon which the individual or company asserts the right to extract and develop a mineral deposit. Mining claims may be one of two types: lode and placer. Lode claims are claims on land where mineral deposits have been discovered encased in or surrounded by hard rock, such as veins, fissures, lodes and disseminated ore bodies. Placer claims are claims upon land containing deposits of loose, unconsolidated material, such as gravel beds, or containing certain consolidated sedimentary deposits lying at the surface. Federal law limits each lode claim to no more than 1,500 feet along the length of the deposit and no more than 300 feet to either side of the center line of the deposit. A placer claim may be up to 20 acres for a single individual or corporation, and up to as many as 160 acres for an association of at least eight owners.

If the statutes and regulations for the location and maintenance of a mining claim are complied with, the locator obtains a valid possessory right to the contained minerals. Failure to pay maintenance fees may render the mining claim void or voidable. We believe we have valid claims, but, because mining claims are self-initiated and self-maintained, it is impossible to ascertain their validity solely from public real estate records. If the government challenges the validity of an unpatented mining claim, we would have the burden of proving the present economic feasibility of mining minerals located on the claims.

Property and Location

Our current mineral properties consist of a total of approximately 1.9 square miles of land located in the northern Black Mountains in Mohave County, Arizona, approximately 56 miles from Las Vegas, Nevada, and 22 miles south of the Hoover Dam on U.S. Highway 93 (collectively, the "Black Mountains Property"). The properties are easily accessed by partially paved entry off Highway 93 and have availability to electricity and water.

Our Black Mountains Property consists of approximately 60 lode claims, 53 of which have been recorded with the BLM and Mohave County. Our claim holdings in this area began with placer claims in the adjacent Detrital Wash area acquired in 1998 through a mineral lease and in 2004 through an exploration rights agreement. In 2008, we released all of our placer claims in the Detrital Wash area due to economically insufficient placer mineralization. Our subsequent claims, except for five lode claims acquired by lease in April 2011, have been staked by the Company over or nearby the Company's previous claim holdings. The claims we have staked in our Black Mountains Property cover areas of bedrock mineralization indicated by historical data obtained by the Company and confirmed by geochemical assays of mineral samples performed for the Company by licensed independent labs and evaluated according to Canadian National Instrument (NI) 43-101 standards, as well as other areas where we have obtained evidence of mineralization occurring in the bedrock.

Effective April 1, 2011, we acquired five lode mining claims covering the former Van Deemen gold mine located within the area of our existing claims in the northern Black Mountains in Mohave County through a 10-year lease agreement with La Cuesta International, Inc. We are required to make rental payments every six months, beginning upon signing of the lease, in an amount of $5,000 for each of the first two six-month periods, $7,500 for each of the next two periods, and $10,000 per period thereafter. Upon commencement of any commercial mineral production on the leased property, we must pay the greater of 2% of the net smelter returns or $10,000 during each calendar quarter in which we produce and sell ores and minerals from the property in commercial quantities.

In addition to the five leased claims, we have located and recorded 18 lode claims covering areas surrounding the leased Van Deemen mine claims. Active load claims in Mohave county as of 2013 total 48; with 15 claims recorded in 2009, 24 recorded in 2010, and 9 recorded in 2011. This does not include the five lode mining claims leased form La Cuesta International, Inc.

Based on historical information we have obtained, the Van Deemen area was initially explored for gold in the 1930s and 1940s. In the 1970s, the area was actively explored for copper, with the greatest focus of copper exploration occurring east of the old Pope Mine about 2.5 miles north of the Van Deemen. Since the 1980s, the area has been explored primarily for gold. From 1983 to 1985, Amselco Exploration Inc. conducted the first serious exploratory drilling for gold on the Van Deemen prospect. Amselco completed 13 drill holes in 1983 and nine drill holes in 1985. Red Dog Mining also completed a brief phase of shallow air track drilling in 1985 in the zone of gold mineralization identified by Amselco. The area was then acquired by Fischer-Watt Gold Co. in late 1985. In 1986 and 1987, Fischer-Watt Gold Co. and Arizona Star Resources, through a joint venture, conducted a more complete evaluation of the property. Drilling results from the Fischer-Watt and Arizona Star work reported gold mineralization in three small open pits occurring in low angle faults with associated quartz-sericite-hematite-pyrite- clay alteration.

The Black Mountains Property is underlain by three basic rock units or “packages” of rocks. The oldest rock unit consists of Precambrian schist and gneissic rocks which are the reconstituted (metamorphic) equivalents of former shale, siltstone, and volcanic rocks. The next youngest rock unit, which is believed to be of Laramide (Upper Cretaceous/Lower Tertiary) age, comprises a suite of granitoid plutonic rocks that intrude the Precambrian strata and that, in large part, consist of alaskite and subordinate pegmatitic masses. The youngest rock unit is a succession of volcanic rocks of intermediate composition. This unit forms a partial cover over the older units and has been dated in age as Miocene (Middle Tertiary).

The property exhibits features of a metamorphic core complex. These features include the somewhat arch-like, cross-sectional (east-west) profile of this area of the Black Mountains, detached cover rocks, a preponderance of shallow-dipping penetrative structures (foliations) in the plutonic/metamorphic basement, and the composition of the plutonic rocks. Our 2010 mapping revealed that a portion of the section of metamorphic rocks (schist, etc.) that separates the plutonic rocks of the core from the cover rocks (known as the carapace) is also detached and, throughout the property, variously rests on plutonic rocks and other sections of the carapace. This is commonly referred to as a detachment (or decollement) zone. This detachment zone contains evidence of mineralization including gold, copper, molybdenum and other minerals. Based on the presence of gold producing mines in the Black Mountains area and the data we have collected, we believe deposits of precious and base metals may exist within the Black Mountains Property. Our current exploration efforts are primarily focused on the establishment of gold reserves with a secondary focus on copper and other minerals. We cannot assure that we will establish the existence of such reserves or that, if such reserves are established, we will be able to commercially exploit such ore deposits.

Historically, from time to time, various third parties have located or attempted to locate placer and lode claims over portions of our lode claim holdings in the Black Mountains area. As of this Report, we do not believe there are currently any valid claims conflicting with our existing claims in this area. We plan to continue to monitor for and investigate any claims that appear to conflict with our Black Mountains lode claims. We believe our claims are properly located and that we have valid and superior legal interest in these properties over any subsequent claim holders.

Operations

In 2008, through geology and mining engineer consultants, we developed a program of testing geological samples from our Detrital Wash property for mineralization and mapping the existing geology. Assay results from the initial phases of this program during 2008 and 2009 indicated significant copper and molybdenum mineralization in the areas of our Detrital Wash claims as well as the presence of gold and silver rich zones of mineralization along trends containing historically mined deposits. We converted our placer claims to lode claims in 2008 and since then have progressively modified our claim holdings in the northern Black Mountains based on the ongoing results of our exploration program, which has included drilling, sampling, assays and mapping along with the evaluation of historical exploration data. Our sampling, assays and mapping during 2010 showed gold mineralization to be the most prevalent of the tested minerals in our properties, with some evidence of copper, molybdenum and other minerals. As a result, during 2010 we shifted the primary focus of our exploration program to the establishment of gold reserves.

During the first nine months of 2011, we have recorded claims staked during the fourth quarter of 2010, located and recorded additional claims in areas nearby our existing claims, and acquired the Van Deemen claims by lease agreement as part of our continued effort to focus on the areas that our data indicates hold the most significant potential for mineral reserves. We have also obtained substantial information regarding historical exploration in the Van Deemen area. During the third quarter of 2011, we continued efforts to compile and evaluate this historical information under current industry standards and to compile and evaluate current data through ongoing sampling and assays.

During the remainder of 2011, we continued sampling and assay work on our properties as well as efforts to compile and evaluate the historical data regarding our Black Mountains Property, particularly in the Van Deemen area, along with results of our ongoing work. Based on the recommendations of our geologist, we may locate additional claims or release existing claims depending on our assessments of their mineral potential and available funds. We intend to evaluate the need for additional geochemical and geophysical testing to further assess the mineral reserve potential of the property, subject to available funds. We also plan to continue to consider potential joint venture or other opportunities to complete the exploration work and to bring the property to the production stage should sufficient reserves be established, as well as options to raise additional capital to fund our exploration program and our operating and compliance costs in 2014. We cannot guarantee that we will have, or be able to obtain, the necessary funds to complete our planned exploration activities.

ITEM V – **LEGAL PROCEEDINGS**

From time to time we may be involved in legal proceedings relating to claims arising out of operations in the normal course of business, as well as, claims arising from our status as an issuer of securities and/or a publicly reporting company. At June 30, 2014, we know of no current or threatened legal proceedings involving us or our properties.

ITEM VI – **DEFAULTS OF SENIOR SECURITIES**

The Company is in default on various loans and is in negotiations to extend maturities.

ITEM VII – **OTHER INFORMATION**

Prior to year end, new management took over and the prior management and directors resigned.

ITEM VIII – **EXHIBITS AND MATERIAL CONTRACTS**

None.

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;

See Item IV section – Our Business/Our Properties

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

Nevada: October 28, 1993

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

1000 &1040

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

The principal products of the Company projects are gold, silver and other materials extracted from ore bodies. All these products are considered commodities and have ready, well established, worldwide markets for as much as the Company can produce.

7) Describe the Issuer's Facilities

See Item IV – Our Business/Our Properties

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.

Michael Shea, CEO & President

Donnell Vigil, Corporate Secretary

Barbara Carroll, VP Development

Howard Metzler, VP Operations

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);

   N/A

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;

   N/A

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

N/A

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.

N/A

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.

N/A

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

Courtney Crouch, III
Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C.
425 W. Capitol Ave., Suite 1800
Little Rock, AR 72201
(501) 688-8822

Accountant or Auditor
Name: N/A

Investor Relations Consultant
Name: N/A

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

N/A

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, Michael Shea certify that:

1. I have reviewed this Report for International Star, Inc. for period ending June 30, 2014:

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.

August 15, 2014

/s/ Michael Shea