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April 30, 2015

OTC Markets Group, LLC
304 Hudson Street, Second Floor
New York, New York 10013

**Re: International Consolidated Companies, Inc.**
Opinion of Counsel regarding Adequate Current Information and Continuing Disclosure Requirements for period ending June 30, 2014

Dear Sir or Madam:

This firm has acted as legal counsel for International Consolidated Companies Inc. (INCC or the "Company"), and has been retained for the purpose of preparing this Opinion of Counsel, applying the applicable laws of the United States, regarding its corporate operations and level of disclosure of corporate information with regard to the Pink OTC Markets Disclosure Guidelines.

In the course of preparing this opinion, counsel has reviewed the following documents relating to the Company (together with the date they were posted through the OTC Disclosure and News Service, if applicable):

| Publish Date | Report Title | Period End Date |
|---|---|---|
| Apr 15, 2015 | Annual Report | Dec 31, 2014 |
| Mar 31, 2015 | Annual Report (Financial Statements) | Dec 31, 2014 |
| Nov 17, 2015 | Quarterly Report and Financial Statements | Sep 30, 2014 |
| Sep 10, 2014 | Quarterly Report - June 30, 2014 Financial Statements w Notes | Jun 30, 2014 |
| Sep 10, 2014 | Quarterly Report - June 30, 2014 Quarterly Report | Jun 30, 2014 |
| Sep 8, 2014 | Interim Financial Report - 2013 FS w Notes | Dec 31, 2013 |
| Sep 8, 2014 | Annual Report - 2012 Annual Report (Amended) | Dec 31, 2012 |
| Sep 8, 2014 | Annual Report - 2013 Annual Report | Dec 31, 2013 |
| Sep 4, 2014 | Annual Report - 2012 FS w Notes | Dec 31, 2012 |
| Sep 4, 2014 | Annual Report - 2012 Annual Report | Dec 31, 2012 |
| Sep 4, 2014 | Annual Report - 2012 Annual Report | Dec 31, 2012 |

- Other related corporate information as were necessary and provided by the corporation's management for the purposes of this letter.

Additionally, counsel has personally met with management and a majority of the directors of the Company.

The opinions and conclusions contained in this Opinion Letter are based upon documentation and facts made available to this firm, and are solely based on the accuracy of those documents and facts. Further, counsel has reviewed all prior disclosures posted by the Company with OTC Disclosure and News Service, as amended. All such information is believed to be accurate and reliable. In the event that the facts and information in any or all of such documents are determined not to be true, this opinion is rescinded to and to be deemed null and void. Counsel has discussed the above documentation, and the underlying assumptions this firm is relying upon, with the management of the corporation.

The Company has 1,900,000,000 (One Billion Nine Hundred Million) authorized common shares and 100,000,000 (One Hundred Million) Preferred Shares of which: 1,629,100,158 shares of common stock, 1,000,000 shares of Preferred A are issued and outstanding as of the date hereof. The Company's fiscal year end is December 31.

The party responsible for the preparation of the unaudited financial statements of INCC is:

Antonio F. Uccello III. 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 having held securities licenses for more than 13 years.

The Company's Transfer Agent is:

Pacific Stock Transfer
4045 South Spencer St.
Las Vegas, NV 89119
Phone: 702-761-3033

An inquiry to the transfer agent was the source of confirmation of the Company’s shares outstanding. Additionally, a search of the SEC's EDGAR system confirmed that Pacific Stock Transfer is a registered transfer agent.

Further, to inquiry of management and directors of the corporation, to the best of this firm’s knowledge, neither INCC nor any person or entity holding at least five percent (5%) of the corporation’s stock is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities law.

No person or entity other than OTC Markets is entitled to rely upon this opinion. OTC Markets, however, is granted full and complete permission and rights to publish this document via the OTC Disclosure and News Service for viewing by the general public and regulators. The public and OTC Markets Group may rely on the above in determining whether the Company has made adequate current information publicly available within the meaning of Rule 144(c)(2) of the Securities Act of 1933. However, the information which has been posted via OTC Disclosure and News Service constitutes adequate current public information, is available within the meaning of S.E.C. Rule 144(c)(2) of the Securities Act, includes all the information that a broker-dealer would be required to obtain from an issuer in order to publish a quotation for its

securities pursuant to Rule 15c2-11 under the Securities Exchange Act of 1934, and complies as to form with the OTC Markets Guidelines for Providing Adequate Current Information.

The author of this letter has been admitted to practice in the State of Florida and is resident of the United States. Counsel is permitted to practice before the Securities and Exchange Commission and has not been prohibited from practice thereunder.

Very Truly Yours,
JONATHAN D. LEINWAND, P.A.

By: _____
Jonathan D. Leinwand, Esq.