INTERNATIONAL CONSOLIDATED COMPANIES, INC.
BALANCE SHEETS

ASSETS

	Year Ended December 31,	
	2014	**2013**
CURRENT ASSETS		
Cash	$ 10,489	$ -
TOTAL ASSETS	$ 10,489	$ -

LIABILITIES AND STOCKHOLDERS' (DEFICIT)

CURRENT LIABILITIES		
Accounts Payable & Accrued expenses	$ 591,580	$ 621,109
Due to Related Party	1,037,847	1,000,000
Short Term - Notes Payable	511,100	1,010,500
Accrued Interest	896,831	701,463
TOTAL CURRENT LIABILITIES	3,037,358	3,333,072
NOTES PAYABLE - LONG TERM	815,400	-
TOTAL LIABILITIES	3,852,758	3,333,072
STOCKHOLDERS' EQUITY (DEFICIT)		
Preferred Stock Series A, no par value, 100,000,000 shares authorized; 1,000,000 issued and outstanding at December 31, 2014 and 2013	50,000	50,000
Common stock, no par value, 1,900,000,000 shares authorized 1,835,290,547 and 4,063, 756,425 shares issued and outstanding at December 31, 2014 and 2013	25,626,259	15,261,659
Common stock subscribed	10,000	-
Treasury Stock: 3,000,000,000 and 0 shares; no par value as at December 31, 2014 and 2013	(9,000,000)	-
Accumulated deficit	(20,528,528)	(18,644,731)
TOTAL STOCKHOLDERS' (DEFICIT)	(3,842,269)	(3,333,072)
TOTAL LIABILITIES AND STOCKHOLDERS' (DEFICIT)	$ 10,489	$ -

The accompanying notes are an integral part of the financial statements.

INTERNATIONAL CONSOLIDATED COMPANIES, INC.
STATEMENTS OF OPERATIONS

	Year Ended December 31,	
	2014	**2013**
OPERATING EXPENSES		
Consulting expenses	$ 588,100	$ 250,000
General and Administrative	69,362	25,200
		-
TOTAL OPERATING EXPENSES	657,462	275,200
NET OPERATING (LOSS)	(657,462)	(275,200)
OTHER INCOME (EXPENSE)		
Other Income	-	25,000
Loss on Investment	(1,020,000)	-
Other Expense	(974)	-
Interest Expense	(205,361)	(191,701)
TOTAL OTHER INCOME (EXPENSE)	(1,226,335)	(166,701)
NET LOSS	$ (1,883,797)	$ (441,901)
NET LOSS PER BASIC AND DILUTED SHARES	$ (0.00)	$ (0.00)
WEIGHTED AVERAGE OF COMMON SHARES OUTSTANDING BASIC AND DILUTED	3,301,212,291	4,063,756,425

The accompanying notes are an integral part of the financial statements.

INTERNATIONAL CONSOLIDATED COMPANIES, INC.
STATEMENTS OF CASH FLOWS

	Year Ended December 31,	
	2014	**2013**
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Loss	$ (1,883,797)	$ (441,901)
Loss on Investment	1,020,000	-
Stock issued for services	60,600	-
Conversion of accounts payable to notes payable	200,000	-
Notes payable issued on behalf of related party	116,000	-
Adjustment to Reconcile Net Income items to Net Cash Provided by Operating Activities:		
Increase (Decrease) in Liabilities:		
Accounts Payable	114,471	102,607
Due to Related Party	37,847	250,000
Accrued Interest Payable	195,368	89,294
Total Cash Used By Operating Activities	(139,511)	-
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from sale of stock	150,000	-
Total Cash Provided By Financing Activities	150,000	-
INCREASE IN CASH	10,489	-
CASH - BEGINNING OF YEAR	-	-
CASH - END OF YEAR	$ 10,489	$ -
Supplemental Cash Flow Disclosure:		
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -
Noncash Investing and Financing Activities:		
Conversion of Accounts Payable to common stock	$ 144,000	$ -
Total Noncash Investing and Financing Activities	$ 144,000	$ -

The accompanying notes are an integral part of the financial statements.

INTERNATIONAL CONSOLIDATED COMPANIES, INC.
STATEMENTS OF CHANGES IN STOCKHOLDERS' (DEFICIT)
YEARS ENDED DECEMBER 31, 2013 AND 2014

	Preferred Stock Series A		Common Stock		Treasury Stock			
	Shares	Amount	Shares	Amount	Shares	Amount	(Deficit)	Total
Balance, January 1, 2013	1,000,000	$ 50,000	4,063,756,425	$ 15,261,659	-	$ -	$ (18,202,830)	$ (2,891,171)
Net loss for the year ended December 31, 2013							(441,901)	(441,901)
Balance, December 31, 2013	1,000,000	$ 50,000	4,063,756,425	$ 15,261,659	-	$ -	$ (18,644,731)	$ (3,333,072)
Retired Shares			(3,000,000,000)	9,000,000	3,000,000,000	(9,000,000)		-
Stock Cash Sales			64,534,122	140,000				140,000
Stock issued for services			67,000,000	60,600				60,600
Stock issued in lieu of Payables			40,000,000	144,000				144,000
Shares issued for investment			600,000,000	1,020,000				1,020,000
Common stock subscribed				10,000				10,000
Net loss for the year ended December 31, 2014							(1,883,797)	(1,883,797)
Balance, December 31, 2014	1,000,000	$ 50,000	1,835,290,547	$ 25,636,259	3,000,000,000	$ (9,000,000)	$ (20,528,528)	$ (3,842,269)

The accompanying notes are an integral part of the financial statements.

International Consolidated Companies Inc.
Notes to Financial Statements
December 31, 2013 and 2014

1 – Nature of Operations

International Consolidation Companies, Inc (the "Company") was previously known Sign Media Systems Inc. The Company was incorporated on January 28, 2002 as a Florida corporation.

International Consolidation Companies, Inc. (INCC) is focused on acquiring and expanding businesses that offer services and technologies to assist medical marijuana growers and patients. The company will provide or arrange for venture capital funding for qualified projects in the expanding legal cannabis industry. Through targeted acquisitions, brand recognition and real-estate and technology joint ventures the company believes it can capture significant market share in Colorado, Washington State, and California. Working with a team of experienced growers and financial experts, the company will evaluate small and large business opportunities. International Consolidation Companies, Inc. will provide both technology and consulting services to medical cannabis growers, activists and industry professionals. Through perpetual rental agreements, the company offers growers' state of the art turnkey solutions to improve efficiency, efficacy and increase yield. The company believes it will generate revenue by renting its propriety technologies to qualified licensed medical growers; and by providing training and consulting services to assist lessees in operating their businesses more profitably.

2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements are prepared in accordance with accounting principles generally accepted in the United States. These financial statements include the accounts of the Company, International Consolidation Companies, Inc.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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 date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate could change in the near term due to one or more future non-confirming events. Accordingly, the actual results could differ significantly from estimates.

Cash and Cash Equivalents

The Company considers all highly liquid instruments with maturities of three months or less at the time of issuance to be cash equivalents.

2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Property and Equipment

Property and equipment are stated at cost less accumulated depreciation. The Company computes depreciation using the straight-line method over the estimated useful lives of the assets acquired as follows:

Computers and office equipment	3 years
Equipment	5 - 10 years

Fair Value of Financial Instruments

The Company measures assets and liabilities at fair value based on an expected exit price as defined by the authoritative guidance on fair value measurements, which represents the amount that would be received on the sale of an asset or paid to transfer a liability, as the case may be, in an orderly transaction between market participants. As such, fair value may be based on assumptions that market participants would use in pricing an asset or liability. The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value
on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level. The following are the hierarchical levels of inputs to measure fair value:

- Level 1: Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2: Inputs reflect: quoted prices for identical assets or liabilities in markets that are not active; quoted prices for similar assets or liabilities in active markets; inputs other than quoted prices that are observable for the assets or liabilities; or inputs that are derived principally from or corroborated by observable market
  data by correlation or other means.
- Level 3: Unobservable inputs reflecting the Company's assumptions incorporated in valuation techniques used to determine fair value. These assumptions are required to be consistent with market participant assumptions that are reasonably available.

The Company's financial instruments consisted primarily of cash and loans from officer. The carrying amounts of the Company's financial instruments generally approximate their fair values as of December 31, 2013 and 2014.

Advertising expenses:

The company expenses advertising costs as incurred Advertising expenses for the years ended December 31, 2014 and 2013 totaled $1,470 and $0 respectively.

Income Taxes

The Company uses the asset and liability method of accounting for income taxes in accordance with ASC Topic 740, "Income Taxes." Under this method, income tax expense is recognized for the amount of: (i) taxes payable or refundable for the current year and (ii) deferred tax consequences of temporary differences resulting from matters that have been recognized in an entity's financial statements or tax returns. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the results of operations in the period that includes the enactment date. A valuation allowance is provided to reduce the deferred tax assets reported if based on the weight of the available positive and negative evidence, it is more likely than not some portion or all of the deferred tax assets will not be realized.

ASC Topic 740.10.30 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements and prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. ASC Topic 740.10.40 provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. We have no material uncertain tax positions for any of the reporting periods presented.

Reclassifications:

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

Recently Issued Accounting Pronouncements

In May 2014, the FASB issued ASU 2014-09, "Revenue from Contracts with Customers (Topic 606)," which is the new comprehensive revenue recognition standard that will supersede all existing revenue recognition guidance under GAAP. The standard's core principle is that a company will recognize revenue when it transfers promised goods or services to a customer in an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. This ASU is effective for annual and interim periods beginning on or after December 15, 2016, and early adoption is not permitted. Entities will have the option of using either a full retrospective approach or a modified approach to adopt the guidance in the ASU. The Company currently has no revenues and does not expect any impact of adopting this guidance.

In June 2014, the FASB issued ASU 2014-12, "Compensation - Stock Compensation (Topic 718): Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could be Achieved after the Requisite Service Period." This ASU provides more explicit guidance for treating share-based payment awards that require a specific performance target that affects vesting and that could be achieved after the requisite service period as a performance condition. The new guidance is effective for annual and interim

reporting periods beginning after December 15, 2015. The Company does not expect the adoption of this guidance to have a material impact on the financial statements.

In August 2014, the FASB issued ASU 2014-15, "Presentation of Financial Statements – Going Concern (Topic 205-40)", which requires management to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern for each annual and interim reporting period. If substantial doubt exists, additional disclosure is required. This new standard will be effective for the Company for annual and interim periods beginning after December 15, 2016. Early adoption is permitted. The Company expects to adopt this new standard for the fiscal year ending December 31, 2015 and the Company will continue to assess the impact on its financial statements.

3 – GOING CONCERN

As reflected in the accompanying financial statements, the Company has sustained net losses, has a working capital deficit of $3,026,869 and a stockholders' deficit of $3,842,269 at December 31, 2014, and has a
working capital deficit and a stockholders' deficit of $3,333,072, at December 31, 2013. In addition, the Company has minimal current liquid assets of $10,489 as of December 31, 2014.

The ability of the Company to continue as a going concern is dependent on its ability to obtain debt or equity based financing and upon future commencement of operations from the development of its planned business.

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. These financial statements do not include any adjustments relating to the recovery of the recorded assets or the classification of the liabilities that might be necessary should the Company be unable to continue as a going concern.

4 – LOSS ON INVESTMENT

On June 27, 2014, the Company acquired an investment in GroPro Systems, Inc. for the value of 600,000,000 shares of the Company common stock, a market value of $ .0017 per share, $1,020,000 respectively. During the year, the investment was considered to be worthless and was written off.

5 – RELATED PARTY TRANSACTIONS

During the years ended December 31, 2014 and 2013, the Company had a note payable to the Chief Executive Officer, a related party. Due to related parties are unsecured and bearing interest of 12% per annum. Related party note payable for the years ended December 31, 2014 and 2013 was $300,000 and is currently past due.

The Chief Executive Officer has a consulting agreement with the Company for $250,000 per year, which commenced on January 1, 2010. No payments have been made under this agreement. Balances owing to the CEO for the years ended December 31, 2014 and 2013 amounted to $1,037,847 and $1,000,000, respectively.

6 – NOTES PAYABLE

	December 31, 2014	December 31, 2013
Trust note payable, with interest rate 18%, due on various dates.	$ 683,500	$ 567,500
TJM note payable, with interest rate 18%, due on July 1, 2019.	$ 193,000	$ 143,000
Uccello note payable, with interest rate 12%, due on July 1, 2019	$ 300,000	$ 300,000
Ciaravella note payable, with interest rate 12%, due on July 2019	$ 150,000	$ -
	1,326,500	1,010,500
Less: Short Term Portion of Notes Payable	$ 511,100	$ -
Long Term Notes Payable	$ **815,400**	$ **-**

7 – STOCKHOLDERS' EQUITY (DEFICIT)

As of December 31, 2014 and 2013, the Company had issued 1,000,000 of its Preferred Stock Series A shares.

There were 1,900,000,000 shares of common stock authorized, with 1,835,290,547 and 4,063,756,425 shares issued and outstanding at December 31, 2014 and 2013, respectively.

During the year, 3 billion shares of common stock were retired.

8 – INCOME TAXES

Due to the uncertainty of utilizing the net operating losses, a deferred tax asset for $659,321 and $154,665 for the years ended December 31, 2014 and 2013, respectively. In concurrence, an offsetting valuation allowance for $669,329 and $154,665 for the years ended December 31, 2014 and 2013, respectively.

	December 31, 2014	December 31, 2013
Net Loss	$ (1,883,797)	$ (441,901)
35% Tax Rate	x 35%	x 35%
Deferred Tax Asset/Valuation Allowance	$ **(659,329)**	$ **(154,665)**

9 – SUBSEQUENT EVENTS

On January 21, 2015, a termination agreement between GroPro Systems, Inc. and the Company was completed whereby the shares issued by the Company to acquire the investment are to be returned to the Company.



ZBS GROUP LLP

Certified Public Accountants and Advisors

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and
Stockholders of International Consolidated Companies Inc.

We have audited the accompanying balance sheets of International Consolidated Companies Inc. as of December 31, 2014 and 2013, and the related statements of operations, stockholders' equity, and cash flows for each of the years in the two-year period ended December 31, 2014. International Consolidated Companies Inc.'s management is responsible for these financial statements. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of International Consolidated Companies Inc. as of December 31, 2014 and 2013, and the results of its operations and its cash flows for each of the years in the two-year period ended December 31, 2014, in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the company will continue as a going concern. As discussed in Note 3 to the financial statements, the company is an early stage company with limited operations and resources, which raises substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters are also described in Note 3. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

// ZBS Group LLP

Plainview, NY
August 14, 2015

255 Executive Drive, Suite 400 Plainview, New York 11803
Tel: (516) 394-3344 Fax: (516) 908-7867
www.zbscpas.com