## Annual Report

#### **Financial Report and Information Statement**

**December 31, 2018** 

### INTEGRATED CANNABIS SOLUTIONS, INC.

Stock Symbol: IGPK

6810 N State Road 7 Coconut Creek, FL 33073

Phone: (954) 906-0098

Corporate Website: www.IntegratedCannabisSolutionsInc.com

CUSIP No: 45825Q100

#### **ISSUER'S EQUITY SECURITIES**

#### Common Stock

1,500,000,000 Common Shares Authorized 1,075,517,059 Shares Issued and Outstanding 650,769,597 Shares Restricted 424,747,462 Shares in the Float

#### Preferred Stock

5,000,000 Shares Issued and Outstanding

The securities described in this document are not registered with, and the information contained in this statement has not been filed with, or approved by, the U.S. Securities and Exchange Commission.

This Annual Report contains all the representations by the Company, and no person shall make different or broader statements than those contained herein. Investors are cautioned not to rely upon any information not expressly set forth in this document.

#### **Forward-Looking Statements**

Forward-looking statements in this document are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts included in this document, are forward-looking statements. Investors are cautioned that such forward-looking statements involve risks and uncertainties, including without limitation, continued acceptance of the Company's products and services, increased levels of competition for the Company, new products and technological changes, the Company's dependence on third-party vendors, and other risks detailed in the Company's prospectus and periodic reports filed with OTCMarkets.

#### 1) Name of the issuer and its predecessors (if any)

Integrated Cannabis Solutions, Inc. (as of April 2014)
Formerly Integrated Parking Solutions, Inc.
Formerly Great Lakes Acquisition, Inc. and Posh International, Inc.

#### 2) Address of the issuer's principal executive offices

6810 N State Rd 7 Coconut Creek, FL 33073

Email: matt@integratedcannabissolutionsinc.com

 $Website(s): \underline{http://IntegratedCannabisSolutionsInc.Com}$ 

IR Contact

None

#### 3) Security Information

Trading Symbol:

**IGPK** 

Exact title and class of securities outstanding:

CUSIP: 45825Q100

Par or Stated Value: \$0.0001

Class of Stock	December 31, 2018	September 30, 2018
Common Shares Authorized	1,500,000,000	1,500,000,000
Shares Issued and Outstanding	1,075,517,059	1,015,517,059
Shares Restricted	650,769,597	650,769,597
Shares in the Float	424,747,462	364,747,462
*Preferred Shares Authorized	5,000,000	5,000,000
Share Issued and Outstanding	5,000,000	5,000,000

<sup>\*</sup>The Issuer Designated 5 million shares of its Preferred stock as Series A, each share of Series A is convertible into 10,000 shares of Common stock and carries voting rights of 10,000 per share.

Transfer Agent

Action Stock Transfer, 2469 E Fort Union Blvd, Suite 214, Salt Lake City, UT 84121 Phone: 801-274-1088

Is the Transfer Agent registered under the Exchange Act? Yes

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months. List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

#### 4) Issuance History

On June 27, 2017 the Issuer issued shares to the party listed in the table below:

Shares Issued Due to Debt Conversion:

On 06/28/2018 The Cook County District Court award 262,285,000 shares to the holder of a Note to settle a suit filed against the Company for an outstanding debt since 2015. The Issuer is working with the holder to enter into a leak out agreement and to limit sales, if the market value drops below 9.9% in a single day. The shares are capped at a max of 5% each issuance. The Note Holder has 202,285,000 shares remaining as of 12/31/18.

There is an outstanding Convertible Note addressed in the footnotes owed to Matheau J. W. Stout Esq. for \$38,887.38 plus accrued interest since 2014. On January 9, 2019, the parties entered into a Settlement Agreement under which the Company has agreed to pay Stout \$70,000 in ten monthly payments in exchange for a mutual release of all claims. The Company has the incentive to accelerate such payments, and the Company may elect to pay Stout a total of \$50,000 by April 20, 2019 in full settlement.

Shares Issued for Services:

None this Quarter

#### 5) Financial Statements

The Company's unaudited financial statements are prepared in accordance with US GAAP by persons with sufficient financial skills.

## **Integrated Cannabis Solutions Inc** Balance Sheet As of December 31, 2018

	Dec 31, 18
ASSETS	0.00
LIABILITIES & EQUITY Liabilities Current Liabilities Accounts Payable Accounts Payable	13,100.00
Total Accounts Payable	13,100.00
Other Current Liabilities Accrued Payroll Convertible Notes Matheau J. W. Stout Securities Compliance Group	180,000.00 38,887.38 20,228.50
Total Convertible Notes	59,115.88
Loan From Matt Dwyer	30,885.00
Total Other Current Liabilities	270,000.88
Total Current Liabilities	283,100.88
Total Liabilities	283,100.88
Equity Additional Paid-In Capital Capital Stock Opening Balance Equity Retained Earnings Net Income	637,750.00 107,552.00 -702,297.00 -116,155.52 -209,950.36
Total Equity	-283,100.88
TOTAL LIABILITIES & EQUITY	0.00

## **Integrated Cannabis Solutions Inc** Profit & Loss January through December 2018

	Jan - Dec 18
Income	0.00
Expense	
Dues and Subscriptions	5,000.00
Legal Fee	5,000.00
Marketing	10,000.00
Payroll Expense	180,000.00
Rent	6,000.00
Stock Transfer Fee	265.36
Taxes and Lincenses	3,685.00
Total Expense	209,950.36
Net Income	-209,950.36

# Integrated Cannabis Solutions Inc Statement of Cash Flows January through December 2018

	Jan - Dec 18
OPERATING ACTIVITIES	
Net Income	-209,950.36
Adjustments to reconcile Net Income	
to net cash provided by operations:	
Accrued Payroll	180,000.00
Convertible Notes:Securities Compliance Group	-6,000.00
Loan From Matt Dwyer	29,885.00
Net cash provided by Operating Activities	-6,065.36
FINANCING ACTIVITIES	
Capital Stock	6,000.00
Retained Earnings	65.36
Net cash provided by Financing Activities	6,065.36
Net cash increase for period	0.00
Cash at end of period	0.00

## Integrated Cannabis Solutions, Inc. Notes to Financial Statements (Unaudited) December 31, 2018

#### **Organization**

Integrated Cannabis Solutions, Inc., (the "Company"), was incorporated in the State of Texas in 1995. The Company changed the state of incorporation from Texas to Nevada in 2003. The Company became Great Lakes Acquisition, Inc. when it merged with Posh International, Inc. in May 2003. The Company became Integrated Parking Solutions, Inc. when it merged with Great Lakes Acquisition, Inc. in March 2006. In April of 2014, the Company changed its business plan and corporation direction and changed its name to Integrated Cannabis Solutions, Inc., J. Zev Jankovic, who became CEO and Director of Integrated Cannabis Solutions, Inc. following IGPK's acquisition of Skywalker on September 24, 2014 until December 27, 2015 at which time Cannabis Agritech Corporation and Skywalker's LLC ceased being part of the Issuer and Adam Tracy was elected by the Board and assumed the role as sole officer and director. Mr. Jankovic sold his control block in a private transaction to Adam Tracy. The Company entered into a Development Stage in January 2016 after Cannabis Agritech and Skywalker's LLC ceased being part of the Issuer. Current Management is exploring new businesses to merge into the Issuer and hopes to complete a transaction soon. On October 17, 2017 Trans Global Group, Inc. acquired the control block of Common stock and Matthew Dwyer acquired the Control block of Preferred. On November 8, 2017 Adam Tracy resigned and Matthew Dwyer was named CEO and Director of the Issuer.

The Company's primary focus is entering the Cannabis sector since October of 2017. Delays in obtaining all the information needed to get the past reports filed have cost the Issuer opportunities it was exploring. The Issuer is currently focused on obtaining its Grow and Processing licenses in Wisconsin. Wisconsin was once known as the Hemp Capital of the United States. The Issuer has an opportunity to establish a strong foothold in the State of Wisconsin and become a significant player in the CBD market. The Issuer's CEO has experience in the CBD sector, having just successfully completed a test grow on 15 acres of land in Colorado. The Issuer plans to piggyback off that experience and duplicate its success in Wisconsin.

#### **Going Concern**

The Company operates in an industry that is subject to rapid change. The Company's operations will be subject to significant risk and uncertainties including financial, operational, technological, regulatory and other risks, including the potential risk of business failure.

The ability of the Company to continue as a going concern is dependent on the successful execution of Management's plans, which include obtaining the necessary licenses from the State of Wisconsin to grow and process CBD.

The accompanying unaudited 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.

#### **Basis of Presentation and Summary of Significant Accounting Policies**

The accompanying unaudited financial statements have been prepared in accordance with U.S. GAAP. The summary of significant accounting policies presented below is designed to assist in understanding our financial statements. Such financial statements and accompanying notes are the representation of our management, who are responsible for their integrity and objectivity. Certain prior year amounts have been reclassified to conform to the current year presentation.

#### **Use of Estimates**

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and the 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. Actual results could differ from those estimates.

#### **Intangibles**

None

#### **Cash Equivalents**

We consider all highly liquid investments purchased with an original maturity of less than three months at date of purchase to be cash equivalents.

#### **Property and Equipment**

Property and equipment are recorded at cost and depreciated using the straight-line method over the estimated useful lives of the assets. Leasehold improvements are amortized over the life of the lease. Maintenance and repairs are charged to expense when incurred and the cost of additions, replacements, and improvements is capitalized.

#### **Earning Per Share (EPS)**

Basic earnings (loss) per share are computed by dividing net income (loss) by weighted average number of shares of common stock outstanding during each period. Diluted earnings (loss) per share are computed by dividing net income (loss) by the weighted average number of shares of common stock, common stock equivalents and potentially dilutive securities outstanding during the period.

#### **Related Party Transactions**

The Issuers Control Blocks of Common stock and Preferred stock are controlled directly by its CEO, Matthew Dwyer.

#### Convertible Debt

On November 16<sup>th</sup> 2015 the Issuer entered into a Convertible Note with Matheau J.W. Stout, Esq. for accrued legal fees beginning on October 1, 2014 through November 1, 2015. The principle amount of the Note due and owed is \$38,887.38 and the Note carries an interest rate of 10% per annum. The Note has a Conversion feature that allows the Holder to convert the Note into free trading shares of the Issuer subject to not exceeding 9.99% per issuance.

#### **Contingencies**

The Company is involved in a legal proceeding Stout Law Group, P.A. vs. Integrated Cannabis Solutions, Inc., Case Number 1-18-CV-03488-ELF in the District Court of Maryland Northern Division.

On January 9, 2019, the parties entered into a Settlement Agreement under which the Company has agreed to pay Stout \$70,000 in ten monthly payments in exchange for a mutual release of all claims. The Company has the incentive to accelerate said payments, and the Company may elect to pay Stout a total of \$50,000 by April 20, 2019 as full settlement.

#### 6) Describe the Issuer's Business, Products and Services

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

The Issuer was incorporated 1995 and is a Nevada corporation.

- B. The issuer's primary and secondary SIC Codes; Primary SIC Code 5150
- C. The issuer's fiscal year end date; December 31
- D. Principal products or services, and their markets;

The Company has been focused on entering the Cannabis sector since October of 2017. Delays in obtaining all the information needed to get the past reports filed have cost the Issuer opportunities it was exploring. The Issuer is currently focused on obtaining its Grow and Processing licenses in Wisconsin. Wisconsin was once known as the Hemp Capital of the United States. The Issuer has an opportunity to establish a strong foothold in the State of Wisconsin and become a significant player in the CBD market. The Issuer's CEO has experience in the CBD sector, having just successfully completed a test grow on 15 acres in Colorado. The Issuer plans to piggyback off that experience and duplicate its success in Wisconsin.

#### **Wisconsin Plans**

The Issuer has located a 200-acre farm with 160 acres of tillable land on which to perform a test plant of 20 acres. Once a successful crop has been harvested the Issuer plans to purchase the farm for \$1,450,000. The farm has a long history dating back to early 1900's of successful harvests of hemp and, later, tobacco. Today and the farm is still producing successful harvests of corn. Wisconsin's soil is rich due to the fact the land only freezes about 4 feet deep which allows water to flow underneath, nourishing the soil.

The farm owners have found us farmers to work the farm with all the necessary equipment. This minimizes our start-up costs to the cost of the seedlings and a hemp consultant to teach the

farmers how to grow the crop.

As of February 8, 2019, the Issuer submitted applications for both Growing and Processing of Industrial Hemp for its own farm, and others. The farm currently has a 3,000 square foot building located on the property which can be used for storage of harvested crops and equipment. There is also an existing concrete pad located adjacent to the building which allows for the construction of another building will be used as a hemp-to-CBD processing plant.

The person who introduced the Issuer to the farm owners is a native of Wisconsin and will begin working for the Company in March 2019. Amongst his many tasks of getting the first crop planted and the processing plant setup, is to visit surrounding farms and talk with farmers about their interest in growing hemp and selling the biomass back to the Company for processing.

The Issuer plans to develop a Co-op with surrounding farms and teach them how to grow hemp. Then the Company will purchase biomass from those farms and give them a small percentage of the finished product after it has been processed. Our model does not require us to become farmers. Our model is to own farming rights, and to pay farmers to farm.

#### **Future plans**

We have been looking into other assets to roll into the Company on the Cannabis side. The goal of the Issuer is to secure licenses that would allow the Company to operate in both CBD and THC segments, or to form alliances with other companies that may have just THC interests.

We are focusing on three States: Nevada, California, and Florida. We feel these States offer the Company the biggest potential returns.

#### **Corporate Clean-up**

When the entity was purchased from Adam Tracy, we believed at that time all the liabilities had been disclosed. In November 2018 the Issuer was sued by its former Counsel for money he was owed that was not listed on the financial statements prepared by Tracy. The former Counsel then informed us the former CEO who sold his Control Blocks to Tracy had not been paid either and both debts were known about when Tracy took over in January 2016. We also came to find out Tracy sold the entity to another person in May of 2017. That person was unable gain control of the Common or Preferred shares which we did, giving us the upper hand. The former CEO's debt has now been settled and a settlement agreement was worked out with the buyers from May of 2017. These debts did not belong to the Company and were settled by our CEO saving the Company over \$50,000. As previously stated the Company was able to obtain the original Quickbooks file to ensure there were no additional surprises and it was safe to move forward.

The Issuer plans on auditing its financials since there is very little activity during 2016-2018. We have identified a consulting company to assist in compiling the financials for an auditor. This includes doing testing, writing all footnotes, disclosures, and communicating directly with the auditors for a smooth and fast turnaround. With audited financials the Company will look very attractive to new shareholders and enhance the Company's value as an acquisition target.

#### 7) Describe the Issuer's Facilities

The Issuer currently uses a mail address at an executive office facility, and uses space within the CEO's office for its daily activities.

#### 8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons.

President - Kelani Long resigned effective January 16, 2019 CEO, Director - Matthew Dwyer

- 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);

#### None

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;

#### None

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

#### None

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.

#### None

#### C. Beneficial Shareholders.

Trans Global Group, Inc. owns 540 million shares, its CEO is Matthew Dwyer, and its Registered Agent is CSC Global, DE.

Matthew Dwyer owns 5,000,000 shares of the Issuers Convertible Series A Preferred stock.

#### 9) Third Party Providers

1. Investment Banker: None

2. Promoters: None

3. Legal Counsel:

George J. Tate, PLLC 130 Main Street Abbeville, LA 70511

- 4. Accountants or Auditor: None The company financial statements are currently prepared internally; they are not reviewed or audited.
- 5. Public Relations Consultant(s): None
- 6. Investor Relations Consultant: None
- 10) Issuer Certification

#### **CERTIFICATION**

- I, Matthew Dwyer certify that:
- 1. I have reviewed this <u>Disclosure Statement for the period ending December 31, 2018</u> of Integrated Cannabis Solutions, 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 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.

February 12, 2019

/S/Matthew Dwyer CEO, Director