

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Integrated Cannabis Solutions, Inc.**

1300 N. Florida Mango Road, Site 30, West Palm Beach, FL 33409

561-235-2295

www.igpk.org

Shareholder@igpk.org

100

## **Quarterly Report**

**For the period ending June 30, 2023 (the “Reporting Period”)**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

2,311,817,059 as of June 30, 2023

2,311,817,059 as of March 31, 2023

1,888,317,059 as of December 31, 2022

### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company’s shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

**1) Name and address(es) of the issuer and its predecessors (if any)**

Integrated Cannabis Solutions, Inc. as of April 2014 - present  
Formerly Integrated Parking Solutions, Inc. March 2006 to April 2014  
Formerly Great Lakes Acquisition, Inc. May 2003 to March 2006  
Formerly Posh International, Inc. October 1995 to May 2003

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years:

Nevada July 2018 – present and Active  
Wyoming April 2016 to July 2018  
Nevada December 2003 to April 2016  
Texas 1995 to May 2003

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None

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

**Consolidated Apparel, Inc.**

On October 3, 2022, completed an Acquisition Agreement via an Addendum pertaining to our acquisition of Consolidated Apparel, Inc, as follows: (a) purchase price of \$1,200,000; (b) the Company assumes Consolidated's outstanding debt of \$950,000; (c) \$374,778 of the assumption of debt in (b) will be exchanged with 175,000,000 common stock shares of the Company to Consolidated's President, Gene Caiazzo, who is now the Company's Chief Executive Officer; International Holding Solutions, Inc., our wholly-owned subsidiary, will issue a promissory note for \$250,000 to Caiazzo in exchange for 250,000 common stock shares of Consolidated owned by Caiazzo, which shares are to be issued to International Holding Solutions, Inc.

Upon the closing of our 100% acquisition of Consolidated on October 3, 2022, Consolidated became our wholly-owned subsidiary.

Since 2017, Consolidated has conducted its principal business activities in the development, marketing and distribution of customized Performance Apparel using its dba branded names, Native Outfitters and Incite Performance Wear. The sale of Consolidated's products occurs in the leisure market.

***October 24, 2022 Acquisition Agreement – MTO Wear, LLC***

On October 24, 2022, Integrated Holdings Solutions, Inc. ("IHS" or "Buyer"), our wholly owned subsidiary, as the Buyer, completed an Asset Purchase Agreement (the "Agreement") with MTO Wear, LLC (the "Seller" or "MTO Wear"), a Florida Limited Liability Company to purchase and acquire from the Seller, only the accounts of the Seller, which consist of names, addresses, phone numbers, and email addresses of previous buyers in return for consideration by the Buyer of \$240,000 via a promissory note obligating the Buyer to pay the Seller \$240,000 for the Purchased Assets at 8% with monthly payments of \$10,000 beginning on January 15, 2023, and a balloon payment of the balance on July 15, 2023.

***On April 6, 2023, the Company completed an Acquisition Agreement with Global Consortium Group, LLC and Houdini Group, Inc., our wholly-owned subsidiary to acquire 100% of Global as follows:***

**1. CONSIDERATION**

1.1 Houdini shall issue 250,000 shares of its Common stock to Roland.

1.2 Global shall work with Buyer to conduct an audit of its 2021 and 2022 financials. If the audit is not completed within 90 days after Closing, then Houdini can either choose to extend the time for the audit or rescind the transaction.

1.3 Integrated Cannabis shall agree to invest \$1,000,000 in Houdini after the Closing from the proceeds of a Regulation A Offering that Integrated Cannabis is filing. If the investment is not completed within 90 days after Closing, then Roland can either choose to extend the time for the investment or rescind the transaction.

1.4 Upon the Closing, the operations of Global shall become the operations of the Buyer.

1.5 Buyer and Seller agree to bear all expenses incurred by this transaction, not limited to legal, accounting, and filing fees. However, should either Buyer or Seller choose to rescind the transaction, they would need to pay the other party (the Buyer or the Seller as the circumstances dictate) One Hundred Thousand Dollars (\$100,000) as a breakup fee.

On June 15, 2023, the Company suspended its SEC reporting requirements and began filings its periodic reports on OTC Markets.

**The address(es) of the issuer's principal executive office:**

1300 N Florida Mango Road, Suite 30, West Palm Beach, FL 33409

The address(es) of the issuer's principal place of business:

☒ Check if principal executive office and principal place of business are the same address:

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐ If Yes, provide additional details below:

**2) Security Information**

**Transfer Agent**

Name: Worldwide Stock Transfer, LLC  
Phone: 201-820-2008  
Email: ykopstick@wwstr.com  
Address: One University Plaza, Suite 505, Hackensack, NJ 07601

**Publicly Quoted or Traded Securities:**

Trading symbol:	<u>IGPK</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>45825Q100</u>
Par or stated value:	<u>\$ .0001</u>
Total shares authorized:	<u>2,650,000,000</u> as of date: <u>06/30/2023</u>
Total shares outstanding:	<u>2,311,817,059</u> as of date: <u>06/30/2023</u>
Total number of shareholders of record:	<u>286</u> as of date: <u>06/30/2023</u>

**Other classes of authorized or outstanding equity securities:**

Exact title and class of the security:	<u>Series A Convertible Preferred</u>	
CUSIP (if applicable):		
Par or stated value:	<u>\$ .0001</u>	
Total shares authorized:	<u>1,000,000</u>	as of date: <u>06/30/2023</u>
Total shares outstanding (if applicable):	<u>984,400</u>	as of date: <u>06/30/2023</u>
Total number of shareholders of record (if applicable):	<u>02</u>	as of date: <u>06/30/2023</u>

Exact title and class of the security: Series B Convertible Preferred

CUSIP (if applicable):		
Par or stated value:	<u>\$ .0001</u>	
Total shares authorized:	<u>1,500,000</u>	as of date: <u>06/30/2023</u>
Total shares outstanding (if applicable):	<u>0</u>	as of date: <u>06/30/2023</u>
Total number of shareholders of record (if applicable):	<u>0</u>	as of date: <u>06/30/2023</u>

Exact title and class of the security:	<u>Series C Convertible Preferred</u>	
CUSIP (if applicable):		
Par or stated value:	<u>\$ .0001</u>	
Total shares authorized:	<u>540,000</u>	as of date: <u>06/30/2023</u>
Total shares outstanding (if applicable):	<u>540,000</u>	as of date: <u>06/30/2023</u>
Total number of shareholders of record (if applicable):	<u>1</u>	as of date: <u>06/30/2023</u>

### **Security Description:**

#### **1. For common equity, describe any dividend, voting, and preemption rights.**

As per the By-laws, each share of Common stock shall be entitled to 1 vote per share. Each share of Common stock is entitled to receive a dividend as directed by the Board of Directors.

#### **2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

#### **Designation of Series A Preferred Stock**

- A. Designation. There is a series of Preferred Stock denominated as "Series A Preferred Stock" consisting of 1,000,000 shares, \$0.0001 par value per share.
- B. Liquidation Rights. The Series A Preferred Stock shall not have any preferences in the event of any liquidation, dissolution or winding up of the Corporation.
- C. Conversion. The holders of the Series A Preferred Stock shall have the right to convert their Series A Preferred Stock into Common Stock at the rate of 50,000 shares of Common Stock for each share of Series A Preferred Stock outstanding.
- D. Equity Blocker. The Holder of the Series A Preferred Shares is entitled, at its option, at any time after the issuance of the shares, to convert all or any of the Preferred Shares into Common Stock so as not to exceed 4.99% at the time of conversion. The Holder may seek to convert additional shares of Series A Preferred at any time so long as their cumulative holdings do not exceed 4.99% at any time.
- E. Voting rights. The holder of Series A Preferred Stock shall have 50,000 votes per Series A Preferred Stock Share, which voting rights shall be applicable regardless of whether Series A Preferred Shares are converted or not.

#### **Designation of Series B Convertible/Redeemable Preferred Stock**

- A. Designation. There is designated a series of Preferred Stock denominated as "Series B Convertible/Redeemable Preferred Stock" consisting of 1,500,000 shares, \$10.00 par value per share, having the powers, preferences, rights, and limitations set forth below.

- B. **Liquidation Rights.** The Series B Preferred Stock shall not have any preferences in the event of any liquidation, dissolution, or winding up of the Corporation.
- C. **Conversion.** The holders of the Series B Preferred Stock shall have the right to convert each one share of Series B Preferred Stock into twenty (20) Common Stock shares. **Voting Rights.** Holders of Series B Preferred Stock shall have no voting power prior to conversion into Common Stock. After conversion into Common Stock, holders of Series B Preferred Stock will have the same per-share voting power as other Common Stockholders relative to the number of shares of Common Stock the Series B Preferred Stock holders hold post conversion.
- D. **Redeemable. Rights.** The Corporation shall have redemption rights to purchase back from holders of Series B Preferred within 6 months of the issuance of Series B Preferred to a holder at \$10.00 Preferred Share ("Redemption Rights) in addition to which the Corporation has the right to extend the Redemption Rights for an additional 6 month period.
- E. **Protective Provisions.** So long as shares of Series B Preferred Stock are outstanding, the Corporation shall not without first obtaining the approval (by voting or written consent, as provided by Nevada law) of the holders of at least a majority of the then outstanding shares of Series B Preferred Stock: (i) alter or change the rights, preferences of the shares of Series B Preferred Stock so as to affect adversely the holders of Series B Preferred Stock; or (ii) Do any act or thing not authorized or contemplated by this Designation which would result in taxation of the holders of shares of the Series B Preferred Stock under Section 305 of the Internal Revenue Code of 1986, as amended (or any comparable provision of the Internal Revenue Code as hereafter from time to time amended).

#### **Designation of Series C Preferred Stock**

- A. **Designation.** There is designated a series of Preferred Stock denominated as "Series C Preferred Stock" consisting of 540,000 shares, \$0.0001 par value per shares, having the powers, preferences, rights and limitations set forth below.
- B. **Liquidation Rights.** The Series C Preferred Stock shall not have any preferences in the event of any liquidation, dissolution or winding up of the Corporation.
- C. **Conversion. Convertible – 1000 to 1** The holders of the Series C Preferred Stock shall have the right to convert each one share of Series C Preferred Stock into one-thousand (1,000) Common Stock shares.
- D. **Equity Blocker.** The Holder of the Series A Preferred Shares is entitled, at its option, at any time after the issuance of the shares, to convert all or any of the Preferred Shares into Common Stock so as not to exceed 4.99% at the time of conversion. The Holder may seek to convert additional shares of Series A Preferred at any time so long as their cumulative holdings do not exceed 4.99% at any time.
- E. **Voting rights.** Holders of Series C Preferred Stock shall have no voting power prior to conversion into Common Stock. After conversion into Common Stock, holders of Series C Preferred Stock will have the same per-share voting power as other Common Stockholders.
- F. **Protective Provisions.** So long as shares of Series C Preferred Stock are outstanding, the Corporation shall not without first obtaining the approval (by voting or written consent, as provided by Nevada law) of the holders of at least a majority of the then outstanding shares of Series C Preferred Stock: (a) alter or change the rights, preferences or privileges of the shares of Series C Preferred Stock so as to affect adversely the holders of Series C Preferred Stock; or (b) Do any act or thing not authorized or contemplated by this Designation which would result in taxation of the holders of shares of the Series C Preferred Stock under

Section 305 of the Internal Revenue Code of 1986, as amended (or any comparable provision of the Internal Revenue Code as hereafter from time to time amended).

**3. Describe any other material rights of common or preferred stockholders.** None other than material rights detailed above.

**4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

On July 21, 2022, our Board of Directors approved the Amended and Restated Certificate of Designation, including the rights, preferences, and limitations assigned to Series A, Series B, and Series C of 5,000,000 of our Preferred Shares, as follows:

- ☐ 1,000,000 Series A Preferred Stock A Shares, which have 50,000 votes  
Per Preferred A Share; the Company's r Chief Executive Officer owns 981,400 Preferred A Shares  
or 49,072,000,000 votes.
- ☐ 1,500,000 Preferred B Shares, each Preferred B share of which may be converted into  
20 Common Stock Shares.
- ☐ 540,000 Preferred C Shares, each Preferred C Share of which may be converted  
into 1,000 Common Stock Shares, of which our Chief Executive Officer owns all  
540,000 Preferred C Shares.

The Amended and Restated Certificate of Designation was filed with the State of Nevada on July 21, 2022.

On July 21, 2022, our Board of Directors approved Amended and Restated Articles of Incorporation, which Amended and Restated Articles of Incorporation were filed with the State of Nevada on July 21, 2022, including an increase of our authorized shares of Common Stock to Two Billion Six Hundred Fifty Million (2,650,000,000).

On July 21, 2022, our Board of Directors approved the Amended and Restated Certificate of Designation, including the rights, preferences, and limitations assigned to Series A, Series B, and Series C of 5,000,000 of our Preferred Shares, as follows: The Series C conversion feature was amended to allow each share of Series C Preferred to convert into Common shares at the rate of 1000:1

On March 7, 2023, our Board of Directors approved the Amended and Restated Certificate of Designation, including the rights, preferences, and limitations assigned to Series A and Series C of 5,000,000 of our Preferred Shares, as follows: An equity kicker has been added to the rights and preferences limiting any conversion to a maximum of 4.99% of the total number of shares outstanding.

On March 31, 2023, the Company entered into an agreement with its former CEO, Matthew Dwyer, to exchange 200 million Common stock shares to be issued later for the cancelation of all accrued wages owed.

### **3) Issuance History**

#### **A. Changes to the Number of Outstanding Shares**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: X (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/2020</u> Common: <u>1,483,317,059</u> Preferred Series A: <u>993,400</u> Preferred Series C: <u>540,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>06/28/2021</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$ .0036</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>12/10/2021</u>	<u>New Issuance</u>	<u>100,000,000</u>	<u>Common</u>	<u>\$ .0033</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>07/25/2022</u>	<u>New Issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>\$ .0023</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>08/03/2022</u>	<u>New Issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>\$ .0019</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>10/03/2022</u>	<u>New Issuance</u>	<u>175,000,000</u>	<u>Common</u>	<u>\$ .0017</u>	<u>No</u>	<u>Gene Caiazza</u>	<u>Acquisition</u>	<u>Restricted</u>	
<u>11/09/2022</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common</u>	<u>\$ .0016</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>01/01/2021-12/31/2022</u>	<u>Converted</u>	<u>4,600</u>	<u>Series A Preferred</u>						
<u>01/11/2023</u>	<u>New Issuance</u>	<u>203,500,000</u>	<u>Common</u>	<u>\$ .000735</u>	<u>No</u>	<u>***Brian McLain</u>	<u>IR Services</u>	<u>Restricted</u>	
<u>02/03/2023</u>	<u>New Issuance</u>	<u>70,000,000</u>	<u>Common</u>	<u>\$ .0007</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>03/09/2023</u>	<u>New Issuance</u>	<u>100,000,000</u>	<u>Common</u>	<u>\$ .0009</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>03/31/2023</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$ .0015</u>	<u>Yes</u>	<u>**VS Services, LLC</u>	<u>*Series A Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>01/01/2023-03/31/2023</u>	<u>Converted</u>	<u>4,400</u>	<u>Series A Preferred</u>						

Shares Outstanding on Date of This Report:	
<u>Ending Balance:</u>	
Date <u>06/30/2023</u>	Common: <u>2,311,817,059</u>
	Preferred: <u>984,400</u>
	Preferred Series C: <u>540,000</u>

\*Series A Preferred shares convert at the rate of 1 Preferred equals 50,000 shares of Common stock.

\*\*Richard Houraney is the sole member of VS Services, LLC, and has full control over the shares.

\*\*\*IGPK has canceled this contract and is in the process of canceling these shares.

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

## 4) Issuer's Business, Products and Services

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

### Industry Data

As reported by 360I Research (Americas Athleisure Market (360iresearch.com), The Americas Athleisure Market size has been estimated at USD 49.47 Billion in 2020 and is expected to reach USD 57.55 Billion in 2021, at a Compound Annual Growth Rate (CAGR) 17.62% to reach USD 131.06 Billion by 2026.

### Products

Consolidated goes to market utilizing two DBA's, Native Outfitters and Incite Performance Wear, both entities which provide short and long runs of customized Performance Apparel, operating within the Athleisure market space. Additionally, both entities have the availability to sell "Bandit-Shields", adorned face masks.

Consolidated sources unadorned shirts and apparel from both US and overseas suppliers. Customization is completed by employing 'Dye-Sublimation', a technique of adornment on garments that are 100% polyester (man-made) or blended fabric



with at least 50% polyester content. Prior to adornment, all products are warehoused in Consolidated's West Palm Beach location. Consolidated has non-competes in place with its primary supplier of Anti-Snag performance shirts, protecting it in the marketplace. Shirts currently offered by Consolidated are considered to be a premium product, and one of the finest available today.

## **Artwork**

All apparel items are adorned utilizing in-house or client sourced images and artwork. Consolidated provides customized and one-off artwork to its clients free of charge. When a client engages with the company, artwork, and proofs are created by our on-staff artists and forwarded to the client for approval. The artwork is considered a valuable asset of Consolidated, never shared outside of the company.

## **Marketplace**

Consolidated focuses its sales effort on the following markets, which constitute its target markets:

- Brick and Mortar, including bars, marinas, dining establishments, sports stores/venues, and specialty retail.
- Ad-Specialty – Businesses utilizing apparel to identify and advertise.
- Internet – Consolidated makes primary use of the Internet as a showcase for its products.

Consolidated's principal business activities are the development, marketing and distribution of customized Performance Apparel using our dba branded names, Native Outfitters and Incite Performance Wear. The sale of Consolidated's products occurs in the leisure market. Consolidated also sells "Brandit Shields" which are adorned face masks for Covid protection. Consolidated sells its products primarily through its retail clients.

Consolidated's markets are primarily concentrated in the continental US. However, we also service the Caribbean Islands and Saipan. Consolidated's products are geared toward all age groups and consumers

## **Suppliers**

Consolidated's unadorned shirts and apparel are obtained from both US and overseas suppliers.

## **Our Adornment Processes**

Consolidated currently adorns exclusively using state-of-the-art Dye-Sublimation, allowing for millions of colors and unparalleled detail. Other adornment methods, screen printing, embroidery, etc., are always being closely considered.

Consolidated completes customization of its products by employing 'Dye-Sublimation', a technique of adornment on garments that are 100% polyester (man-made) or blended fabric with at least 50% polyester content. Consolidated has non-competes in place with our primary supplier of Anti-Snag performance shirts, protecting us in our marketplace. All apparel items are adorned utilizing in-house or client-supplied images and artwork. Consolidated provides customized and one-off artwork to its clients free of charge. When a client engages with Consolidated's artwork, proofs are created by its on-staff artists and forwarded to the client for written signoff approval. Consolidated considers its Artwork one of its most valuable assets and 'print ready' artwork is never shared outside of the company with the exception of its customers.

## **Consolidated's Future Plans**

Over the next 24 months, Consolidated plans to expand its business and service offerings as follows:

- Develop brands designed exclusively for Internet sales.
- Growth through acquisition to utilize cross-selling opportunities and the leveraging of operational efficiencies through a centralized platform.
- Targeting acquisitions, such as companies in the hat/embroidery, and screen print space, that either complement Consolidated's current product offerings or expand product offerings to existing and prospective customers.
- Reducing long-term debt.

Plans in excess of 24 months would include the purchase and development of property 10,000 sq. ft. or greater to house both headquarters and manufacturing, as well as provide for potential real-estate income.

There are no assurances that we will be successful in any of the above expansion plans.

Consolidated's future plans are contingent upon receiving adequate financing of \$250,000, of which there are no assurances.

## **Strategies**

Consolidated's goal is to continue to provide innovative, market-leading solutions for its marketplace, which incorporate proprietary artwork that is in high demand. The anchor product, the Native Z-1 Anti-snap performance shirt with a UPF 50 rating, introduced in 2015, is considered a performance shirt in the Leisure market.

Consolidated will continue to leverage this product to introduce new wrap-around items. To date, versions for both women and youth have had product launches, as well as a quarter-zip pullover. In 2021, the Native line also added a 'TriBlend' shirt to the line-up.

Consolidated plans to achieve the above goals through the implementation of the following strategies:

- Acquire complementary companies such as customized apparel companies, such as embroidering companies.
- Attract new customers via offering new product categories, such as hats and other adorned apparel (decorated apparel)

Consolidated plans to continue to grow its long-term business through:

- Increased sales of apparel
- Expansion of wholesale distribution
- Expansions in international markets, Caribbean and Latin America

We provide products and services to customers primarily in the United States, Canada, and Australia.

## **Intellectual Property**

Consolidated's trademark, "Native Outfitters", is registered as a trademark with the US Patent and Trademark Office (Registration number 5,786,376).

Consolidated does not hold any patents or other intellectual property.

## **Sources and Availability of Products**

Consolidated purchases, inventory, and delivers products from its leased fulfillment center in West Palm Beach, Florida. Consolidated sources products for sale using the following channel:

1. Direct-Indirect Import from Asia Laos based supplier provides domestic handling and import duties on Consolidated's behalf from their Missouri location.

Primary items purchased for sale, all include pre-paid freight to the Consolidated location in West Palm Beach, Florida.

## **Revenues**

Consolidated generates revenue primarily from the creation of custom artwork and the adornment of shirts pre-assembled by others that are sold to destination locations and ad specialty accounts such as: (a) Ron Jon (b) Ritz Carlton (c) The Breakers (d) The Hotel Del Coronado.

## **Employees**

Consolidated has 7-14 employees, depending on the season, commensurate with the level of activity as indicated below under "Seasonality of Business":

- 1 – President
- 1 – Operations Vice-President
- 2 – Sales Vice-Presidents
- 2 – Artists/Graphic Designers
- 1 – Manufacturing Manager
- 3-7 Manufacturing persons

### **Seasonality of Business**

Seasonality is applicable to Consolidated's business. Historically, September and October represent lower sales, and March through August represent Peak sales.

### **B. List any subsidiaries, parent company, or affiliated companies.**

Integrated Cannabis Holdings, Inc.

Consolidated Apparel, Inc.

Houdini Group, Inc.

### **C. Describe the issuers' principal products or services.**

Consolidated goes to market utilizing two DBA's, Native Outfitters and Incite Performance Wear, both entities which provide short and long runs of customized Performance Apparel, operating within the Athleisure market space. Additionally, both entities have the availability to sell "Bandit-Shields", adorned face masks.

Consolidated sources unadorned shirts and apparel from both US and overseas suppliers. Customization is completed by employing 'Dye-Sublimation'; a technique of adornment on garments that are 100% polyester (man-made) or blended fabric with at least 50% polyester content. Prior to adornment, all products are warehoused in Consolidated's West Palm Beach location. Consolidated has non-competes with its primary supplier of Anti-Snag performance shirts, protecting it in the marketplace. Shirts currently offered by Consolidated are considered to be a premium product and one of the finest available today

### **5) Issuer's Facilities**

The Company's executive, administrative and operating offices are located at 1300 North Florida Mango Rd., Suite 30, West Palm Beach, Florida, 33409. Currently, Consolidated pays \$5,097.38 per month for the 4,200+ square foot offices it occupies are composed of executive and administrative, and production facilities, warehousing for our products and processing machines, offices, and a conference room, 2/3 of such space of which is devoted to warehousing and manufacturing. On September 19, 2022, we renewed our lease for a monthly lease payment of \$5,425.

Manufacturing requires specific printers, ink and heat presses. Consolidated believes that its facilities are adequate for our immediate needs and that additional suitable space, if available on acceptable terms, will be leased as required. Consolidated is considering, in the future, the purchase of acceptable office and manufacturing facilities, which would reduce its costs, add revenue stream(s) and allow it to grow its core business further.

### **6) Officers, Directors, and Control Persons**

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Gene Caiazzo</u>	<u>Director/Owner</u>	<u>Stuart, FL</u>	<u>175,000,000</u> <u>981,400</u>	Common <u>Series A Preferred</u>	9.2% <u>98%</u>	<u>N/A</u>
<u>Manuel Losada</u>	<u>Director</u>	<u>Basking Ridge, NJ</u>	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>

## 7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 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);

No

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;

No

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

No

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.

No

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding, and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

On February 23, 2021, our Chief Executive Officer and we were served with a Complaint in the Superior Court for Sacramento, California, alleging negligence and premises liability by over 100 persons and entities. The complaint has no merit, and we intend to defend the matter vigorously.

Apart from the above, we are not a party to any legal proceedings. We may occasionally become involved in various lawsuits and legal proceedings arising in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm our business. We are unaware of any such legal proceedings or claims that we believe will have a material adverse effect on our business, financial condition, or operating results.

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Frederick M. Lehrer, P.A.  
Address 1: 2108 Emil Jahna Road  
Address 2: Clermont, FL 34711  
Phone: 561-706-7646  
Email: flehrer@securitiesattorney1.com

Accountant or Auditor

Name: Venita R. Ackerman, CPA  
Firm: Ackerman Rodgers & Russell CPA PA  
Address 1: 1665 Palm Beach Lakes Blvd  
Address 2: 10<sup>th</sup> Floor, Suite 1004, West Palm Beach, FL 33401  
Phone: 561-293-4120  
Email: VAckerman@ARCPATAX.com

*All other means of Investor Communication:*

Twitter: @IGPKOTC  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ]: \_\_\_\_\_

## 9) Financial Statements

A. The following financial statements were prepared in accordance with:

☐ IFRS  
☒ U.S. GAAP

B. The following financial statements were prepared by:

Name: Venita Ackerman, CPA  
Title: \_\_\_\_\_

Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:

The Company's management participated in the gathering of the Information for the Issuer's financial statements and is responsible for the accuracy and completeness of the Information. The financial statements were prepared in accordance with US Generally Accepted Accounting Principles (GAAP) by Venita R. Ackerman, a Certified Public Accountant located at 1665 Palm Beach Lakes Boulevard, 10<sup>th</sup> Floor, Suite 1004, West Palm Beach, Florida, an accountant located at Ackerman Rodgers & Russell CPA PA, who has over 20 years of accounting experience, including preparing financial statements in accordance with US GAAP ("GAAP") and licensed CPA.

**Consolidated Apparel, Inc.**  
**Balance Sheet**  
As of June 30, 2023

	Jun 30, 23	Jun 30, 22
<b>ASSETS</b>		
Current Assets		
Checking/Savings		
CA WF 6610 - Operating	22,623.34	14,283.58
CA WF 6628 - Clearing	1,262.65	2,928.64
Houdini Cash	23,907.00	0.00
WF Payroll 9210	19,473.66	20,657.73
Total Checking/Savings	67,266.65	37,869.95
Accounts Receivable	189,480.25	114,722.50
Other Current Assets		
Employee advance	2,905.00	0.00
Houdini Assets		
Accumulated Depreciation	432,308.00	0.00
Equipment Deposit	30,000.00	0.00
Houdini Inventory	220,000.00	0.00
Houdini Assets - Other	1,652,181.00	0.00
Total Houdini Assets	2,334,489.00	0.00
Inventory Asset	249,857.49	222,301.11
Undeposited Funds	5,239.90	0.00
Total Other Current Assets	2,592,491.39	222,301.11
Total Current Assets	2,849,238.29	374,893.56
Fixed Assets		
Equipment	2,980.00	2,980.00
X - Accumulated Depreciation	-397.00	-2,980.00
Total Fixed Assets	2,583.00	0.00
Other Assets	418,724.71	23,122.00
<b>TOTAL ASSETS</b>	<b>3,270,546.00</b>	<b>398,015.56</b>
<b>LIABILITIES &amp; EQUITY</b>		
Liabilities		
Current Liabilities	1,288,283.14	998,958.27

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	Jun 30, 23	Jun 30, 22
Long Term Liabilities		
Debt Discount	-10,843.00	0.00
Loan Payable - Matt Dwyer	282,327.07	217,388.57
Loan Payable - Neil Dolgin	5,000.00	0.00
Note Payable Gene Caiazzo - CA	240,000.00	0.00
Note Payable Gene Caiazzo - MTO	250,000.00	0.00
Note Payable IGPK	29,450.00	11,000.00
Note Payable RP Caiazzo	-684.79	231,546.49
ROU Liability	213,175.80	16,626.99
SBA Cares Act Loan	52,290.00	53,600.00
SBA Loan - Incite 42	179,231.92	211,689.73
SBA Loan - NO 26	194,151.11	233,083.25
VS Services LLC	398,294.30	394,919.30
Total Long Term Liabilities	1,832,392.41	1,369,854.33
Total Liabilities	3,120,675.55	2,368,812.60
Equity	149,870.45	-1,970,797.04
TOTAL LIABILITIES & EQUITY	3,270,546.00	398,015.56

**Consolidated Apparel, Inc.**  
**Profit & Loss**  
January through June 2023

	Jan - Jun 23	Jan - Jun 22
Ordinary Income/Expense		
Income		
Cash REWARDS	855.23	683.54
Gross Sales	688,634.64	666,592.37
Houdini Sales	393,190.00	0.00
Retail Sales	15,204.65	10,792.88
Uncategorized Income	96,800.00	0.00
Total Income	1,194,684.52	678,068.79
Cost of Goods Sold		
Cost of Goods Sold	248,069.44	224,856.98
Freight and Shipping Costs	9,467.31	12,824.75
In-Field Discounts (Defectives)	562.40	56.55
Materials & Supplies	22,570.02	12,329.46
Merchant Account Fees	8,531.89	6,433.55
Supplies	0.00	8,843.38
Total COGS	289,201.06	265,344.67
Gross Profit	905,483.46	412,724.12
Expense	835,304.94	538,156.38
Net Ordinary Income	70,178.52	-125,432.26
Other Income/Expense		
Other Income		
Sales tax	0.00	111.45
Total Other Income	0.00	111.45
Other Expense		
Ask My Accountant	0.00	-343,002.71
Obsolete Inventory	1,644.74	569.50
Total Other Expense	1,644.74	-342,433.21
Net Other Income	-1,644.74	342,544.66
Net Income	<b>68,533.78</b>	<b>217,112.40</b>



**INTEGRATED CANNABIS SOLUTIONS, INC. AND SUBSIDIARIES**  
**UNAUDITED STATEMENTS OF STOCKHOLDERS' DEFICIT**

	Preferred Stock Series C		Preferred Stock Series A		Common Stock		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	Stockholders' Deficit
Balance at December 31, 2021	540,000	\$ 54	989,400	\$ 99	1,683,317,059	\$ 168,332	\$ (168,485)	\$ (760,419)	\$ (760,419)
Net income for the three months ended March 31, 2022	-	-	-	-	-	-	-	21,203	21,203
Balance at March 31, 2022	<u>540,000</u>	<u>\$ 54</u>	<u>989,400</u>	<u>\$ 99</u>	<u>1,683,317,059</u>	<u>\$ 168,332</u>	<u>\$ (168,485)</u>	<u>\$ (739,216)</u>	<u>\$ (739,216)</u>
Balance at December 31, 2022	540,000	\$ 54	988,800	\$ 99	1,888,317,059	\$ 188,832	\$ (1,020,801)	\$ (1,222,351)	\$ (2,054,167)
Common stock issued for services	-	-	-	-	203,500,000	20,350	122,100	-	142,450
Conversion of preferred Series A for common stock	-	-	(4,400)	(1)	220,000,000	22,000	(21,999)	-	-
Stock compensation expense	-	-	-	-	-	-	6,297	-	6,297
Net Income for the three months ended June 30, 2023	-	-	-	-	-	-	-	68,534	68,534
Balance at June 30, 2023	<u>540,000</u>	<u>\$ 54</u>	<u>984,400</u>	<u>\$ 98</u>	<u>2,311,817,059</u>	<u>\$ 231,182</u>	<u>\$ (914,403)</u>	<u>\$ (1,402,574)</u>	<u>\$ (2,085,643)</u>

The accompanying notes are an integral part of these unaudited financial statements.

**Consolidated Apparel, Inc.**  
**Statement of Cash Flows**  
January through June 2023

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	<u>Jan - Jun 23</u>
<b>OPERATING ACTIVITIES</b>	
Net Income	68,533.78
Adjustments to reconcile Net Income to net cash provided by operations:	
Net cash provided by Operating Activities	-2,243,713.28
<b>INVESTING ACTIVITIES</b>	
Intangible Assets - IGPK:X - Accum Amort - IGPK	12,083.00
ROU Asset:Accum ROU Asset	12,006.70
Suspense	-429.96
Net cash provided by Investing Activities	23,659.74
<b>FINANCING ACTIVITIES</b>	
Loan Payable - Matt Dwyer	10,144.00
Note Payable RP Caiazzo	-684.79
ROU Liability	-7,549.66
SBA Cares Act Loan	-1,310.00
SBA Loan - Incite 42	-15,394.37
SBA Loan - NO 26	-17,608.46
APIC:APIC - IGPK	-42,350.00
Common Stock:Common Stock - IGPK	42,350.00
Opening Balance Equity	2,296,489.00
Net cash provided by Financing Activities	2,264,085.72
Net cash increase for period	44,032.18
Cash at beginning of period	28,474.37
Cash at end of period	<u><u>72,506.55</u></u>

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**June 30, 2023 and 2022**

**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PRESENTATION**

The accompanying unaudited interim financial statements of Integrated Concepts, Inc. (“Integrated”, or the “Company”) have been prepared in accordance with Generally Accepted Accounting Principles in the United State of America (“GAAP”) and should be read in conjunction with the audited financial statements and notes thereto. In the opinion of management, such statements reflect all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of the condensed financial statements of the Company as of June 30, 2023 and for the three months ended June 30, 2023 and 2022. The results of operations for the three months ended June 30, 2023 are not necessarily indicative of the results to be expected for the full year the full year ending December 31, 2023 or any other period. These unaudited condensed financial statements should be read in conjunction with the audited financial statements and related disclosures of the Company as of December 31, 2022 and for the year then ended included elsewhere in this filing.

***Use of estimates***

The preparation of financial statements in conformity with GAAP 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 amount of revenues and expenses during the reporting period. Changes in estimates and assumptions are reflected in reported results in the period in which they become known. Significant estimates made by management include, but are not limited to, the valuation allowance associated with deferred tax assets. Management evaluates its estimates and assumptions on an ongoing basis using historical experience and other factors, including the current economic environment, which management believes to be reasonable under the circumstances. Actual results could differ from those estimates.

***New Accounting Pronouncements***

Integrated has implemented all new accounting pronouncements that are in effect and that may impact its financial statements. The Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

***Basic and Diluted Income Per Share***

Integrated presents both basic and diluted earnings per share (EPS) on the face of the statements of operations. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period including convertible debt, stock options, and warrants, using the treasury stock method, and convertible debt instruments, using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti-dilutive. There are no potentially dilutive common shares outstanding on June 30, 2023 and December 31, 2022.

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**June 30, 2023 and 2022**

The anti-dilutive shares of common stock outstanding at June 30, 2023 and 2022 were as follows:

	June 30,	
	2023	2022
Potentially dilutive securities:		
Series A Preferred Stock	49,070,000,000	49,520,000,000
Series B Preferred Stock	-	-
Series C Preferred Stock	540,000,000	226,890,756
Common stock options	50,000,000	-
	49,660,000,000	49,746,890,756

**NOTE 2 - RELATED PARTY TRANSACTIONS**

Notes Payable

The Chief Executive Officer and President of Integrated, Eugene Caiazzo, (“CEO”) provides operating cash advances to the Company when necessary. The advances are unsecured, due upon demand and accrue interest at 10% per annum. As of June 30, 2023 and December 31, 2022, Integrated owed \$29,450 and \$29,450 in principal and \$2,791 and \$2,065 in accrued interest payable on related party advances, respectively.

The former Chief Executive Officer/Chairman of the Board (“Former CEO”) and significant shareholder has advanced amounts to the Company by paying expenses on its behalf during the year ended December 31, 2022 for working capital purposes. The Company accrued \$500 per month for rent and use of the Former CEO’s office space until September 2022. The loans bear interest at 10% per annum and are payable on demand. The balance of the loans was \$282,327 and \$272,183 and accrued interest was \$64,577 and \$50,724 as of June 30, 2023 and December 31, 2022, respectively.

On October 3, 2022, as consideration for the acquisition of Integrated, Integrated issued 175,000,000 shares of common stock and a note payable in the amount of \$250,000 to the current CEO of Integrated. The note payable is unsecured, due on April 20, 2023, incurs interest at 7.5% per annum and has a default interest rate of 15% per annum. Accrued interest on the note payable was \$9,195 and \$4,572 as of June 30, 2023 and December 31, 2022, respectively. The note was recorded at its fair market value upon issuance, resulting in a debt discount of \$8,332 that is being accreted to interest expense over the life of the note. Accretion of debt discount was \$4,121 during the three months ended June 30, 2023 and the balance was \$4,257 and \$136 as of June 30, 2023 and December 31, 2022, respectively.

On October 24, 2022, Integrated acquired a customer list from a related party company controlled by our CEO. Integrated issued a note payable in the amount of \$240,000. The note payable is unsecured, incurs interest at 8.0% and default interest rate of 15% per annum and is due in monthly payments of \$10,000 through July 15, 2023, when a balloon payment for remaining principal and interest are due. Accrued interest on the note payable was \$8,311 and \$3,577 as of June 30, 2023 and December 31, 2022, respectively. The note was recorded at its fair market value upon issuance, resulting in a debt discount of \$11,442 that is being accreted to interest expense over the life of the note. Accretion of debt discount was \$3,901 during the three months ended June 30, 2023 and the balance was \$6,586 and \$2,685 as of June 30, 2023 and December 31, 2022, respectively.

A summary of notes payable is as follows:

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**June 30, 2023 and 2022**

	June 30, 2023	December 31, 2022
	<hr/>	<hr/>
Advances payable, former CEO, interest at 10%, due upon demand, unsecured	\$ 282,327	\$ 272,183
Advances payable, CEO, interest at 8%, due upon demand, unsecured	29,450	29,450
Note payable for purchase of Integrated, interest at 7.5% per annum, unsecured, due April 3, 2023, net of discount	249,863	245,834
Note payable for purchase of customer list, interest at 8.0% per annum, unsecured, due July 15, 2023, net of discount	237,315	233,323
Total:	<hr/> 798,955	<hr/> 780,790
Less: current portion	(798,955)	(780,790)
Long-term debt, net	<hr/> \$ -	<hr/> \$ -
	<hr/> <hr/>	<hr/> <hr/>

Employment Agreement

On October 3, 2022, as a result of the acquisition of Integrated, Integrated entered into an employment agreement with Eugene Caiazzo to be its CEO and President. The employment agreement provides for an annual salary of \$120,000 through December 31, 2022, \$1490,000 through December 31, 2023, and \$178,800 for the period from January 1, 2024 through December 31, 2024. The employment agreement terminates on January 1, 2025 and is automatically extended for an additional year unless notice of intent to terminate is given in advance. At the discretion of the CEO, he may elect to receive up to 30% of his pay in shares of Integrated common stock. As additional compensation, the CEO was provided options to purchase 100,000,000 shares of common stock of Integrated. The option vest at the rate of 50,000,000 on the date of signing and 50,000,000 options on the one-year anniversary of the signing. The stock options expire in three years if unexercised and have an exercise price equal to the quoted closing price of Integrated common stock on the date of signing and one-year anniversary. During the three months ended June 30, 2023, Integrated recognized \$6,297 related to the vesting of stock options.

**NOTE 3 - STOCKHOLDERS' EQUITY**

Common Stock

During January 2023, Integrated issued 203,500,000 shares of common stock valued at the market price on the date of issue of \$0.0007 per share, or \$142,450, for public relations services.

During March 2023, a holder of 3,400 shares of our Preferred Series A stock converted those shares into 170,000,000 shares of the Company's common stock as per the terms of the agreement, with no gain or loss recorded.

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**June 30, 2023 and 2022**

Common Stock Options

The following table presents the stock option activity during the three months ended June 30, 2023:

	Options	Weighted Average Exercise Price	Weighted Average Remaining Term (Years)
Outstanding - December 31, 2022	100,000,000	\$ 0.0017	2.75
Granted	-	-	-
Expired	-	-	-
Exercised	-	-	-
Outstanding – June 30, 2023	100,000,000	\$ 0.0017	2.50
Exercisable – June 30, 2023	50,000,000	\$ 0.0017	2.50

The intrinsic value of the exercisable stock options as of June 30, 2022 and December 31, 2022 was \$0 and \$0, respectively.

**NOTE 4 - NOTES PAYABLE**

A summary of notes payable is as follows:

	June 30, 2022	December 31, 2022
Line of credit, variable interest, currently 5.75%, secured by a personal guarantee from Gene Caiazzo, due in monthly payments of principal and interest	\$ 91,155	\$ 94,554
SBA loan, interest at 6.05% per annum, due in monthly payments of principal and interest through June 2027, secured by a first perfected security interest in certain personal property and personal guarantees	194,151	211,760
SBA loan, interest at 6.05% per annum, due in monthly payments of principal and interest through September 2027,	179,232	194,626

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**June 30, 2023 and 2022**

secured by a first perfected security interest in certain personal property and personal guarantees from the Company CEO

Promissory note, interest at 10.00% per annum, due on demand, unsecured	398,294	398,294
EIDL, interest at 3.75% per annum, due in monthly payments beginning 2021	52,290	53,600
Advance payable, interest at 10.00% per annum, due on demand, unsecured	5,000	5,000
Total:	920,122	957,835
Less: current portion	(494,449)	(379,740)
Long-term debt, net	\$ 425,673	\$ 578,095

**NOTE 5 - GOING CONCERN**

Integrated's financial statements are prepared using Generally Accepted Accounting Principles applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, Integrated has accumulated losses since its inception, which raises substantial doubt about its ability to continue as a going concern. Management's plans with respect to alleviating the adverse financial conditions that caused management to express substantial doubt about Integrated's ability to continue as a going concern are as follows:

Integrated intends to complete an acquisition agreement with Integrated Cannabis Solutions, Inc., which would open access to public capital markets, facilitate synergies with existing businesses, expand existing and grow new product lines and identify cost reduction opportunities to achieve profitability. The continuation of Integrated as a going concern is dependent upon its ability to generate profitable operations that produce positive cash flows. If Integrated is not successful, it may be forced to raise additional debt or equity financing.

There can be no assurance that Integrated will be able to achieve its business plans, raise any more required capital or secure the financing necessary to achieve its current operating plan. The ability of Integrated to continue as a going concern is dependent upon its ability to successfully accomplish the plan described in the preceding paragraph and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

**NOTE 6 - SUBSEQUENT EVENTS**

None

## 10) Issuer Certification

The certifications shall follow the format below:

I, Gene Caiazzo certify that:

1. I have reviewed this Disclosure Statement for 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.

August 22, 2023

/s/Gene Caiazzo

*Principal Financial Officer:*

I, Gene Caiazzo certify that:

1. I have reviewed this Disclosure Statement for 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.

August 22, 2023

/s/Gene Caiazzo