

# **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 September 30, 2023 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

2,411,817,059 as of September 30, 2023

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

**The Company has rescinded its agreements with Consolidated, Global, and Tahoe, and dissolved Houdini Group. Management has resigned, and new management has taken over. The new entity is JFH Digital E-Commerce Corp. They will be making updates on OTC and the State of NV over the coming weeks. The September 30, 2023 financials reflect the Company prior to JFH merging in.**

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:	Common
CUSIP:	45825Q100
Par or stated value:	\$.0001
Total shares authorized:	2,650,000,000 as of date: <u>09/30/2023</u>
Total shares outstanding:	<u>2,411,817,059</u> as of date: <u>09/30/2023</u>
Total number of shareholders of record:	<u>286</u> as of date: <u>09/30/2023</u>

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

Exact title and class of the security:	Series A Convertible Preferred	
CUSIP (if applicable):		
Par or stated value:	\$.0001	
Total shares authorized:	1,000,000	as of date: <u>09/30/2023</u>
Total shares outstanding (if applicable):	984,400	as of date: <u>09/30/2023</u>
Total number of shareholders of record (if applicable):	02	as of date: <u>09/30/2023</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>09/30/2023</u>

Total shares outstanding (if applicable):	0	as of date: 09/30/2023
Total number of shareholders of record (if applicable):	0	as of date: 09/30/2023
Exact title and class of the security:	<u>Series C Convertible Preferred</u>	
CUSIP (if applicable):		
Par or stated value:	\$ .0001	
Total shares authorized:	440,000	as of date: 09/30/2023
Total shares outstanding (if applicable):	440,000	as of date: 09/30/2023
Total number of shareholders of record (if applicable):	1	as of date: 09/30/2023

### **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 or 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.

### 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	Were the shares issued at a discount to market price at	Individual/ Entity Shares were issued to.  *You must disclose the	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

				share) at Issuance	the time of issuance? (Yes/No)	control person(s) for any entities listed.	Services Provided		
<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>						
<u>07/21/2023</u>	<u>Issuance</u>	<u>100,000,000</u>	<u>Common</u>		<u>Yes</u>	<u>****MSC Capital Advisors, LLC</u>	<u>Series C Preferred Conversion</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>07/01/2023-09/30/2023</u>	<u>Converted</u>	<u>100,000</u>	<u>Series C Preferred</u>						
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date <u>0/930/2023</u>									
Common: <u>2,411,817,059</u>									
Preferred: <u>984,400</u>									
Preferred Series C: <u>440,000</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.

\*\*\*\*Christopher Shufeldt is the sole member of MSC Capital Advisors, LLC, and has full control over the 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: X      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.  *You must disclose the control person(s) for any entities listed.	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")

The Company has rescinded its agreements with Consolidated, Global, and Tahoe, and dissolved Houdini Group. Management has resigned, and new management has taken over. The new entity is JFH Digital E-Commerce Corp. They will be making updates on OTC and the State of NV over the coming weeks. The September 30, 2023 financials reflect the Company prior to JFH merging in.

## 5) Issuer's Facilities

The Company has rescinded its agreements with Consolidated, Global, and Tahoe, and dissolved Houdini Group. Management has resigned, and new management has taken over. The new entity is JFH Digital E-Commerce Corp. They will be making updates on OTC and the State of NV over the coming weeks. The September 30, 2023 financials reflect the Company prior to JFH merging in.

## 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	9.2% <u>98%</u>	<u>N/A</u>

				<u>Series A Preferred</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:  
Firm:  
Address 1:  
Address 2:  
Phone:  
Email:  
*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: Gene Caiazzo  
Title:  
Relationship to Issuer: CEO

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 Gene Caiazzo, who has decades of experience operating and running companies using QuickBooks.

# Integrated Cannabis Solutions Inc

## Balance Sheet

As of September 30, 2023

	TOTAL	
	AS OF SEP 30, 2023	AS OF SEP 30, 2022 (PY)
<b>ASSETS</b>		
Current Assets		
Other Current Assets		
13100 Prepaid Retainer	0.00	0.00
<b>Total Other Current Assets</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Total Current Assets</b>	<b>\$0.00</b>	<b>\$0.00</b>
Fixed Assets		
14100 Land Purchase	0.00	0.00
<b>Total Fixed Assets</b>	<b>\$0.00</b>	<b>\$0.00</b>
Other Assets		
17010 Customer List	0.00	
17012 Tradename-Trademark	0.00	
17014 Customer Base	0.00	
17016 Non-compete	0.00	
17210 Accumulated Amortization	0.00	
17500 Goodwill	0.00	
<b>Total Other Assets</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>TOTAL ASSETS</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>LIABILITIES AND EQUITY</b>		
Liabilities		
Current Liabilities		
Accounts Payable		
20000 Accounts Payable	0.00	28,675.00
<b>Total Accounts Payable</b>	<b>\$0.00</b>	<b>\$28,675.00</b>
Other Current Liabilities		
22100 Accrued Expenses	0.00	0.00
22200 Accrued Interest Payable	0.00	132,536.10
22500 Accrued Legal Fee	0.00	0.00
22600 Accrued Payroll	0.00	545,000.00
24100 Loan From Matt Dwyer	0.00	233,454.57
25100 Notes Payable	0.00	25,000.00
25200 VS Services LLC	0.00	394,919.30
25300 Neil Dolgin	0.00	
25400 Gene Caiazza	0.00	
25410 Gene Caiazza - MTO	0.00	
26200 Stout Settlement	0.00	0.00
28100 Convertible Notes		
28200 Matheau J. W. Stout	0.00	0.00
28300 Securities Compliance Group	0.00	0.00
28400 J. Zev Janovick	0.00	0.00

# Integrated Cannabis Solutions Inc

## Balance Sheet

As of September 30, 2023

	TOTAL	
	AS OF SEP 30, 2023	AS OF SEP 30, 2022 (PY)
<b>Total 28100 Convertible Notes</b>	<b>0.00</b>	<b>0.00</b>
29100 Derivative Liability	0.00	0.00
<b>Total Other Current Liabilities</b>	<b>\$0.00</b>	<b>\$1,330,909.97</b>
<b>Total Current Liabilities</b>	<b>\$0.00</b>	<b>\$1,359,584.97</b>
<b>Total Liabilities</b>	<b>\$0.00</b>	<b>\$1,359,584.97</b>
Equity		
30100 Capital Stock	241,182.00	168,332.00
30200 Additional Paid-In Capital	2,538,232.80	2,604,845.30
30210 Preferred C Stock	44.00	54.00
31000 Preferred A Stock	98.20	98.70
32000 Retained Earnings	-4,213,820.47	-3,819,034.98
Net Income	1,434,263.47	-313,879.99
<b>Total Equity</b>	<b>\$0.00</b>	<b>\$ -1,359,584.97</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$0.00</b>	<b>\$0.00</b>

# Integrated Cannabis Solutions Inc

## Profit and Loss

January - September, 2023

	TOTAL	
	JAN - SEP, 2023	JAN - SEP, 2022 (PY YTD)
Income		
<b>Total Income</b>		
GROSS PROFIT	<b>\$0.00</b>	<b>\$0.00</b>
Expenses		
64100 Legal Fee		37,000.00
64200 Accounting		74,330.70
64210 Edgar Filing		3,396.00
64300 Stock Transfer Fee		4,500.00
66000 Payroll Expense		135,000.00
66100 Rent		4,500.00
66200 Dues and Subscriptions		1,950.00
66300 OTC Fees		3,500.00
66400 Press Releases		1,100.00
66510 State NV Filing Fees		2,475.00
66520 Taxes and Lincenses		120.00
66530 Office Supplies		1,386.99
<b>Total Expenses</b>	<b>\$0.00</b>	<b>\$269,258.69</b>
NET OPERATING INCOME	<b>\$0.00</b>	<b>\$ -269,258.69</b>
Other Income		
86100 Interest Expense		-44,621.30
<b>Total Other Income</b>	<b>\$0.00</b>	<b>\$ -44,621.30</b>
Other Expenses		
92100 Gain on Debt Settlement	-1,434,263.47	
<b>Total Other Expenses</b>	<b>\$ -1,434,263.47</b>	<b>\$0.00</b>
NET OTHER INCOME	<b>\$1,434,263.47</b>	<b>\$ -44,621.30</b>
NET INCOME	<b>\$1,434,263.47</b>	<b>\$ -313,879.99</b>

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

	<u>Preferred Stock Series C</u>		<u>Preferred Stock Series A</u>		<u>Common Stock</u>		<u>Additional Paid-In Capital</u>	<u>Accumulated Deficit</u>	<u>Total Stockholders' Deficit</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
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	\$ (2,538,233)	\$ (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 & C for common stock	(100,000)	10	(4,400)	(1)	320,000,000	32,000	(31,998)	-	-
Stock compensation expense	-	-	-	-	-	-	6,297	-	6,297
Net Income for the three months ended Sept 30, 2023	-	-	-	-	-	-	-	1,434,263	68,534
Balance at Sept 30, 2023	<u>440,000</u>	<u>\$ 44</u>	<u>984,400</u>	<u>\$ 98</u>	<u>2,411,817,059</u>	<u>\$ 231,182</u>	<u>\$ (2,634,632)</u>	<u>\$ 211,912</u>	<u>\$ (2,085,643)</u>

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

# Integrated Cannabis Solutions Inc

## Statement of Cash Flows

January - September, 2023

	TOTAL
OPERATING ACTIVITIES	
Net Income	1,434,263.47
Adjustments to reconcile Net Income to Net Cash provided by operations:	
20000 Accounts Payable	-26,473.00
22200 Accrued Interest Payable	-157,863.10
22600 Accrued Payroll	-545,000.00
24100 Loan From Matt Dwyer	-272,183.07
25100 Notes Payable	-29,450.00
25200 VS Services LLC	-398,294.30
25300 Neil Dolgin	-5,000.00
<b>Total Adjustments to reconcile Net Income to Net Cash provided by operations:</b>	<b>-1,434,263.47</b>
<b>Net cash provided by operating activities</b>	<b>\$0.00</b>
FINANCING ACTIVITIES	
30100 Capital Stock	52,350.00
30200 Additional Paid-In Capital	-52,339.56
30210 Preferred C Stock	-10.00
31000 Preferred A Stock	-0.44
<b>Net cash provided by financing activities</b>	<b>\$0.00</b>
<b>NET CASH INCREASE FOR PERIOD</b>	<b>\$0.00</b>
<b>CASH AT END OF PERIOD</b>	<b>\$0.00</b>

**INTEGRATED, INC.**  
**FOOTNOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**September 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 States 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 September 30, 2023, and for the three months ended September 30, 2023, and 2022. The results of operations for the three months ended September 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 any other new accounting pronouncements 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 September 30, 2023 and December 31, 2022.

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

The anti-dilutive shares of common stock outstanding on September 30, 2023, and 2022 were as follows: All shares of preferred stock that were not converted have been returned to the Company, and all options were canceled as a result of the merger being completed.

	September 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	440,000,000	226,890,756
Common stock options	50,000,000	-
	<u>49,560,000,000</u>	<u>49,746,890,756</u>

**NOTE 2 - RELATED PARTY TRANSACTIONS**

Notes Payable

Due to the merger that was completed, all prior transactions have been rescinded, and all Note payables and related party transactions have been canceled.

A summary of notes payable is as follows:

	September 30, 2023	December 31, 2022
Advances payable, former CEO, interest at 10%, due upon demand, unsecured	\$ 0	\$ 272,183
Advances payable, CEO, interest at 8%, due upon demand, unsecured	0	29,450
Note payable for purchase of Integrated, interest at 7.5% per annum, unsecured, due April 3, 2023, net of discount	0	245,834
Note payable for purchase of customer list, interest at 8.0% per annum, unsecured, due July 15, 2023, net of discount	0	233,323
Total:	<u>0</u>	<u>780,790</u>



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

Less: current portion	0	(780,790)
Long-term debt, net	\$ 0	\$ -

Employment Agreement

The Employment Agreement of the former CEO has been canceled, and all outstanding options have been canceled.

**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.

During July 2023, a holder of 100,000 shares of Preferred Series C stock converted those shares into 100,000,000 shares of the Company's common stock as per the terms of the Agreement, with no gain or loss recorded.

Common Stock Options

All stock options have been canceled as a result of the completed merger.

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

The intrinsic value of the exercisable stock options as of September 30, 2023, and December 31, 2022, was \$0 and \$0, respectively.

**NOTE 4 - NOTES PAYABLE**

A summary of notes payable is as follows:

	September 30, 2023	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	\$ 0.00	\$ 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	0.00	211,760
	0.00	194,626

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

SBA loan, interest at 6.05% per annum, due in monthly payments of principal and interest through September 2027,

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

0.00                      398,294

EIDL, interest at 3.75% per annum, due in monthly payments beginning 2021

0.00                      53,600

Advance payable, interest at 10.00% per annum, due on demand, unsecured

5,000                      5,000

Total:

0.00                      957,835

Less: current portion

0.00                      (379,740)

Long-term debt, net

\$ 0.00                      \$ 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**

On November 30, 2023, the Company completed a reverse merger with JFH Digital E-Commerce Corp. As a result of the reverse merger, a rescission agreement was entered into with Consolidated, Global, and Tahoe. The subsidiary Houdini Group was dissolved. As a result of the merger, there were no shares of Preferred outstanding at

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

Closing, and the shares of Series A were issued to the incoming company along with shares of common stock. All officers and directors resigned, and below is a list of the new incoming management team:

1. CEO: Wang Dejun - Room #1801, Building #5, Vanke Jinyu International Garden, No.144, Houjie Section, Guantai Road, Houjie Town, Dongguan City, Guangdong Province, China
2. CFO: Xie Weiji - No. 3, Changgang Village, Hedong Village Committee, Longjing Town, Qingxin County, Guangdong Province, China
3. Yang Lanfang - Chishuiwan International Hotel, No. 1 General Road, Shexian County, Handan City, Hebei Province, China
4. Zhu Henian - Room #302, Unit one, Building #2, International Industry Center, Zhanggong District, Ganzhou City, Jiangxi Province, China
5. Wang Wei - Building #16, Sunshine Garden, Chengdong Street, Qianjiang District, Chongqing City, China

## 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.

December 18, 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.

December 18, 2023

/s/Gene Caiazzo