Edgar Filing: International Consolidated Companies, Inc. - Form 8-K

International Consolidated Companies, Inc. Form 8-K March 24, 2008

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## FORM 8-K

## **CURRENT REPORT**

Pursuant To Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)
March 24, 2008

### INTERNATIONAL CONSOLIDATED COMPANIES, INC.

(Exact name of registrant as specified in its charter)

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Florida 050742 (State or other jurisc Number)	02-05559 diction of incorporation) (IRS Employer Identification No.)	(Commission File
	2100 19th Street, Sarasota, FL (Address of principal executive office)	34234 ees) (Zip Code)
Issuer's telephone n Code	number including Area	(941) 330-0336
	Not Applicable (Former name of former address, if chang	ged since last report)
Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:		
[] Written commun	cications pursuant to Rule 425 under the Securities	Act (17 CFR 230.425)
[] Soliciting materia	al pursuant to Rule 14a-12 under the Exchange Ac	t (17 CFR 240.14a-12)
[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))		
[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))		

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### Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

- 1. Stephen F. Seidensticker has resigned as an officer and director of the Company. Mr. Seidensticker had no disputes with the Company.
- 2. Effective March 19, 2008, the Company's Board of Directors voted to appoint Richard Dorfman as a Director of the Company.
- 3. The Company knows of no arrangements or understandings between the new Director identified herein and other persons.
- 4. At this time the Company's Board of Directors has not made any provision for committees of the Board. Therefore, it is not anticipated that the new Director identified herein will be appointed to any such committee in the foreseeable future.
- 5. There have been no transactions, since the beginning of the Company's last fiscal year, or any currently proposed transaction, in which the Company was or is to be a participant and the amount involved exceeds the lesser of \$120,000 or one percent of the average of the Company's total assets at year-end for the last three completed fiscal years, and in which the newly elected Director identified herein, had or will have a direct or indirect material interest.
- 6. The Company has not entered into, adopted, or otherwise commenced any material plan, contract or arrangement (whether or no written) to which the newly elected Director identified herein, is a party or in which he participates that has entered into or material amendment in connection with the appointment of Richard Dorfman as a Director or any grant or to any such covered person or modification thereto, under any such plan, contract or arrangement in connection with any such event.
- 7. From 2003 to the present, Mr. Dorfman has worked as an independent consultant specializing in the maximization of media rights, primarily in the sports and entertainment fields. Consulting services include strategic planning, marketing, sales and servicing of television, 3G/Wireless and other media rights for sports rights holders, governing bodies and media outlets on a local or global basis. Mr. Dorfman is also on the board of Energem Natural Resources Company.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**REGISTRANT:** 

Date: March 24, 2008 CONSOLIDATEDCOMPANIES, INC. INTERNATIONAL

By: /S/ Antonio F. Uccello, III Antonio F. Uccello, III, President and Chief Executive Officer