INFRASTRUCTURE DEVELOPMENTS CORP.
Form 10-Q
November 19, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM10-Q

(Mark One)

þ Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the quarterly period ended **September 30, 2014**.

o Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the transition period from ________ to ________.

Commission file number: **000-52936**

INFRASTRUCTURE DEVELOPMENTS CORP.

(Exact name of registrant as specified in its charter)

Nevada	**27-1034540**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

299 S. Main Street, 13th Floor, Salt Lake City, Utah 84111

(Address of principal executive offices) (Zip Code)

(801) 488-2006

(Registrant s telephone number, including area code)

n/a

(Former name, former address and former fiscal year, if changes since last report)

Indicate by check markwhether the registrant: (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days: Yes þ No o.

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes þ No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company as defined by Rule 12b-2 of the Exchange Act:

Large accelerated filer o Accelerated filer o Non-accelerated filer o Smaller reporting company þ

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act): Yes o No þ____

Indicate the number of shares outstanding of each of the issuer s classes of common stock, as of the latest practicable date. As of August 19, 2014, the number of shares outstanding of the issuer s common stock, $0.001 par value, was 1,113,774,657.

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PART I FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

As used herein, the terms Company, we, our, and us refer to Infrastructure Developments Corp., a Nevada corporation, and our subsidiaries and predecessors, unless otherwise indicated. In the opinion of management, the accompanying unaudited financial statements included in this Form 10-Q reflect all adjustments (consisting only of normal recurring accruals) necessary for a fair presentation of the results of operations for the periods presented. The results of operations for the periods presented are not necessarily indicative of the results to be expected for the full year.

Infrastructure Developments Corp
Condensed Balance Sheets
(Unaudited)

		September 30, 2014 (Unaudited)		December 31, 2013
ASSETS				
Current assets:				
Cash	$	60	$	2,946
Accounts Receivable		-		-
Other current assets		28,858		-
Total current assets		28,918		2,946
Property and Equipment (net)		12,776		-
Goodwill		279,939		
Total Assets	$	**321,633**	**$**	**2,946**
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities:				
Accounts payables		1,757		-
Accrued expenses		129,534		92,884
Notes payable		199,733		22,185
Total current liabilities		331,023		115,069
Total liabilities	$	**331,023**	**$**	**115,069**
Stockholders' equity:				
Preferred stock, $0.001 par value, 10,000,000 shares authorized 9,000,000 shares issued and outstanding		9,000		9,000
Common stock, $0.001 par value, 3,000,000,000 shares authorized; 653,774,657shares issued		653,775		491,775
Additional paid-in capital		8,707,141		8,705,141
Retained earnings		(9,379,306)		(9,318,039)
Total stockholders' equity:		**(9,390)**		**(112,123)**
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	**$**	**321,633**	$	**2,946**

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

Infrastructure Developments Corp
Condensed Statements of Operations
(Unaudited)

	Three Months Ended September 30, 2014	Three Months Ended September 30, 2013	Nine Months Ended September 30, 2014	Nine Months Ended September 30, 2013
Net revenues:				
Revenue from commission	$ 71,289	$ -	$ 71,289	$ -
Total net revenues	**71,289**	**-**	**71,289**	**-**
Direct costs commission splits	**44,554**	**-**	**44,554**	**-**
Gross Profit	**26,735**	**-**	**26,736**	**-**
Operating expenses:				
General, selling and administrative expenses	42,996	31,000	53,888	45,331
Salaries and wages	20,325	6,000	32,325	18,000
Depreciation	1,789	0	1,789	0
Total operating expenses	**65,110**	**37,000**	**88,002**	**63,331**
Income (loss) from operations	**(38,375)**	**(37,000)**	**(61,266)**	**(63,331)**
Other income (expense)				
Interest income (expense)	-	-	-	14,979
Loss on Investment	-	-	-	(19,301)
Other income (expense)	-	-	-	-
Total other income (expense)	**-**	**-**	**-**	(4,322)
Income (loss) before income tax	(38,375)	**(37,000)**	(61,266)	(67,653)
Provision for income taxes	-		-	-
Net income (loss)	$ **(38,375)**	$ **(37,000)**	$ **(61,266)**	$ **(67,653)**
Basic income (loss) per share	$ -	$ -	$ -	$ -
Diluted income (loss) per share	$ -	$ -	$ -	$ **-**
Weighted average shares - Basic	653,774,657	472,441,324	564,663,546	471,996,879
Weighted average shares - Diluted	653,774,657	472,441,324	564,663,546	471,996,879

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

Infrastructure Developments Corp
Condensed Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended September 30, 2014	September 30, 2013
CASHFLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	$ (61,266)	$ (67,653)
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation expense	1,789	-
(Gain) Loss on investment	-	19,301
Changes in operating Assets and Liabilities:		
Other assets	(14,565)	-
Other current assets	(28,858)	-
Increase (decrease) in:		
Notes Payable	177,548	(261,341)
Accounts Payable	1,757	-
Accrued liabilities	36,650	21,016
Net Cash Provided (Used) in Operating Activities	**113,052**	**(288,577)**
CASHFLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	-	-
Increase in goodwill due to acquiring business	(279,938)	-
Repayment of related party payable	-	-
Net Cash Provided (Used) by Investing Activities	**-**	**-**
CASHFLOWS FROM FINANCING ACTIVITIES		
Common stock issued for services	4,000	20,000
Common stock issued against acquiring business	160,000	-
Proceeds from convertible debt	-	264,528
Net Cash Provided by Financing Activities	**164,000**	**284,528**
NETINCREASE IN CASH	(2,886)	(4,049)
CASHAT BEGINNING OF PERIOD	2,946	7,601
CASHAT END OF PERIOD	**$ 60**	**$ 3,552**

The accompanying notes are an integral part of these consolidated financial statement

NOTE 1 - ORGANIZATION AND HISTORY

Infrastructure Developments Corp. (the Company), formerly st Home Buy and Sell Ltd., was incorporated under the laws of the state of Nevada on August 10, 2006. The Company changed its name to Infrastructure Developments Corp. on March 1, 2010.

On April 14, 2010, the Company and Interspec International, Inc. (Interspec , formerly Intelspec International, Inc.), a Nevada corporation, engaged in engineering, construction, and project management executed a stock exchange agreement, whereby the Company agreed to acquire 100% of the issued and outstanding shares of Interspec in exchange for 14,000,000 shares of the Company s common stock. Because the owners of Interspec became the principal shareholders of the Company through the transaction, Interspec was considered the acquirer for accounting purposes and this transaction is accounted for as a reverse acquisition or recapitalization of Interspec. Interspec was dissolved during the period ended September 30, 2014.

On April 1, 2014, the Company agreed to acquire the assets, business, and operations of Orbis Real Estate ("Orbis"), a real estate brokerage firm based in Dubai, United Arab Emirates. The transaction involved and acquisition agreement, whereby the Company agreed to acquire full control of Orbis in exchange for 160,000,000 restricted shares of the Company s common stock. The management has assumed all the book value of the assets and liabilities of Orbis are equal to the market value. All the pro forma adjustments are made as per the management s assumptions.

The Company is a global engineering and project management business that provides services through a network of consultants and subsidiaries located in markets where the Company either has active projects, is bidding on projects, or is investigating project opportunities and opportunities to market its Wing House mobile shelters.

NOTE 2 GOING CONCERN

The accompanying consolidated financial statements have been prepared on a going concern basis, which contemplates the realization of assets and liabilities in the normal course of business. Accordingly, they do not include any adjustments relating to the realization of the carrying value of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company has accumulated losses and working capital and cash flows from operations are negative which raises doubt as to the validity of the going concern assumptions. These financials do not include any adjustments to the carrying value of the assets and liabilities, the reported revenues and expenses and balance sheet classifications used that would be necessary if the going concern assumption were not appropriate; such adjustments could be material.

NOTE 3 SIGNIFICANT ACCOUNTING POLICIES

a. Principles of Consolidation

The consolidated financial statements herein include the operations of Orbis and the consolidated operations of the Company and its wholly-owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation.

NOTE 3 SIGNIFICANT ACCOUNTING POLICIES (Continued)

b. Cash and Cash Equivalents

For the purpose of the Statement of Cash Flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash equivalent to the extent the funds are not being held for investment purpose.

c. Accounts Receivable

Accounts receivable are carried at original invoice amount less an estimate made for doubtful receivables based on a review of all outstanding amounts on a monthly basis. Specific reserves are estimated by management based on certain assumptions and variables, including the customer s financial condition, age of the customer s receivables, and changes in payment histories. Trade receivables are written off when deemed uncollectible. Recoveries of trade receivables previously written off are recorded when received. A trade receivable is considered to be past due if any portion of the receivable balance has not been received by the contractual pay date. Interest is not charged on trade receivables that are past due.

d. Property and Equipment

Property and Equipment are recorded at cost, less accumulated depreciation. Depreciation and amortization on property and equipment are determined using the straight line method over the estimated useful life of the assets. Expenditure for maintenance and repairs are expensed when incurred and betterments are capitalized. Gains or losses on the sale of property & equipment are reflected in operations.

	September 30, 2014	**December 31, 2013**
Furniture and fixtures	$19,934	$21,479
Less: accumulated depreciation	7,156	1,544
Property and equipment (net)	$12,778	$19,935

e. Revenue Recognition

Revenues from sales and services consist of revenues earned in activity by the Company through project & construction management, sales of Wing Houses, and misc. services provided. All sales/service revenue is recognized when the sale/service is complete and the Company has determined that the sale/service proceeds are collectible.

Revenue from buy/sale and leasing services consist of revenues earned in the Company s capacity as real estate buying & selling and leasing property agent. All revenue is recognized when the buy/sale is complete or services duly rendered as per the agreements and the Company has determined that proceeds are collectible.

NOTE 3 SIGNIFICANT ACCOUNTING POLICIES (Continued)

f. Stock Based Compensation

The Company adopted SFAS No. 123-R effective January 1, 2006 using the modified prospective method. Under this transition method, stock compensation expense includes compensation expense for all stock-based compensation awards granted on or after January 1,2006, based on the grant-date fair value estimated in accordance with the provisions of SFAS No. 123-R.

The Company issued no compensatory options to its employees during the period ended September 30, 2014 and the year ended December 31, 2013.

g. Foreign Exchange

The Company s reporting currency is the United States dollar. The Company s functional currency is also the U.S. Dollar. (USD) Transactions denominated in foreign currencies are translated into USD and recorded at the foreign exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies, which are stated at historical cost, are translated into USD at the foreign exchange rates prevailing at the balance sheet date. Realized and unrealized foreign exchange differences arising on translation are recognized in the income statement.

h. Advertising

The Company expenses the cost of advertising as incurred.

i. Income Taxes

The Company accounts for income taxes using the asset and liability method. Under the asset and liability method, deferred tax assets and liabilities are recognized for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

j. Income per Common Share

The computation of basic earnings per common share is based on the weighted average number of shares outstanding during each year. The computation of diluted earnings per common share is based on the weighted average number of shares outstanding during the year, plus the common stock equivalents that would arise from the exercise of stock options and warrants outstanding, using the treasury stock method and the average market price per share during the year.

NOTE 3 SIGNIFICANT ACCOUNTING POLICIES (Continued)

k. Impairment of Long-Lived Assets

We evaluate whether events and circumstances have occurred which indicate the remaining estimated useful life of long lived assets, including other intangible assets, may warrant revision or the remaining balance of an asset may not be recoverable. The measurement of possible impairment is based on a comparison of the fair value of the related assets to the carrying value using discount rates that reflect the inherent risk of the underlying business. Impairment losses, if any, would be recorded to the extent the carrying value of the assets exceeds the implied fair value resulting from this calculation. As of September 30, 2014 and December 31, 2013, the Company has no long lived assets and this has not recognized any impairment associated with long lived assets.

l. Concentration of Credit Risk and Significant Customers

Financial instruments, which potentially subject the Company to concentration of credit risk, consist primarily of receivables and notes receivable. In the normal course of business, the Company provides credit terms to its customers. Accordingly, the Company performs ongoing credit evaluations of its customers and maintains allowances for possible losses which, when realized, have been within the range of management's expectations.

The Company maintains its cash in bank deposit accounts, which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

m. Long-Term Notes Payable

The Company has long-term borrowings from un-related entities. These advances are non-interest bearing, unsecured and due upon demand. The lender is Emerging Market Property Advisers, Ltd. of London, United Kingdom

NOTE 4 ESTIMATES

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts. Accordingly, actual results could differ from those estimates.

NOTE 5 OTHER CURRENT ASSET

As of September 30, 2014, the Company had $28,632 as other current assets; the detail is as per below:

Prepaid Office rent	$ 5,213
Refundable deposits	7,893
Employee advances	2,838
Prepaid advertisement	9,004
Accounts receivable	$ 3,683

NOTE 6 SHORT-TERM NOTES PAYABLE AND LINES OF CREDIT

The Company has from time to time short-term borrowings from various unrelated and related entities. These advances are non-interest bearing, unsecured and due upon demand. Because of the short-term nature of the notes the Company has not imputed an interest rate.

NOTE 7 REVERSE ACQUISITION

On April 14, 2010, the Company, Interspec and those shareholders of Interspec holding a majority of its outstanding shares closed a transaction pursuant to that certain Share Exchange Agreement, whereby the Company acquired up to 100% of the outstanding shares of Interspec s common stock from the shareholders of Interspec in exchange for an aggregate of 14,000,000 shares of its common stock. As a result of closing the transaction the former shareholders of Interspec held at closing approximately 70% of the Company s issued and outstanding common stock.

NOTE 8 LITIGATION

The Company may become or is subject to investigations, claims or lawsuits ensuing out of the conduct of its business. The Company is currently not aware of any such items, which it believes could have a material effect on its financial position.

NOTE 9   RELATED PARTY TRANSACTIONS

The Company had no payables to related parties as of September 30, 2014 and December 31, 2013.

NOTE 10   FAIR VALUE OF FINANCIAL INSTRUMENTS

The Company s financial instruments consist of cash, investments, receivables, payables, and notes payable. The carrying amount of cash, investments, receivables, and payables approximates fair value because of the short-term nature of these items. The carrying amount of long-term notes payable approximates fair value as the individual borrowings bear interest at market interest rates.

NOTE 11   RECENT ACCOUNTING PRONOUNCEMENTS

The Company has evaluated recent accounting pronouncements and their adoption has not had or is not expected to have a material impact on the Company s financial position, or statements.

NOTE 12   STOCKHOLDERS' EQUITY

a.   Authorized

The Company is authorized to issue 3,000,000,000 shares of $0.001 par value common stock and 10,000,000 shares of preferred stock, par value $0.001 per share. All common stock shares have equal voting rights, are non-assessable and have one vote per share. Voting rights are not cumulative and, therefore, the holders of more than 50% of the common stock could, if they choose to do so, elect all of the directors of the Company.

NOTE 12   STOCKHOLDERS' EQUITY (Continued)

b.   Outstanding

· On January 11, 2013, the Company issued 19,545,455 shares of common stock to an unrelated party against 8% Convertible Note.

· On January 15, 2013, the Company issued 19,545,455 shares of common stock to an unrelated party against 8% Convertible Note.

· On February 4, 2013, the Company issued 9,000,000 shares of Preferred stock to an unrelated party against a Debt Settlement Agreement.

· On September 10, 2013, the Company issued 20,000,000 shares of common stock to a former officer and director of the Company for services rendered.

· As of December 31, 2013, the Company had 491,774,657 shares of common stock and 9,000,000 preferred Stock issued and outstanding.

· On February 18, 2014, the Company issued 2,000,000 shares of common stock to an individual in exchange for the satisfaction of $4,000 in debt.

· As of March 31, 2014, the Company had 493,774,657 shares of common stock and 9,000,000 preferred Stock issued and outstanding.

· On June 25, 2014, the Company authorized the issuance of 160,000,000 shares of common stock to an individual pursuant to an acquisition agreement in exchange for the full control of Orbis business.

· As of June 30, 2014, the Company had 653,774,657 shares of common stock and 9,000,000 preferred stock issued and outstanding.

· On July 24, 2014, the Company entered into a debt settlement agreement with Adderley Davis & Associates for the settlement of $15,000 in amounts owed in exchange for 10,000,000 shares of the Company's common stock.

· On July 24, 2014, the Company authorized the conversion of 9,000,000 shares of preferred stock issued on February 4, 2013, to Adderley Davis & Associates to 450,000,000 shares of the Company's common stock.

· As of September 30, 2014, the Company had 1,113,774,657 shares of common stock and no preferred stock issued and outstanding.

NOTE 13 ACQUISITION

On June 1, 2014, the Company agreed to acquire the assets, business, and operations of Orbis Real Estate, a real estate brokerage firm based in Dubai, United Arab Emirates. The transaction involved and acquisition agreement, whereby the Company agreed to acquire full control of Orbis in exchange for 160,000,000 restricted shares of the Company s common stock.

Dubaiwas the world s top performing real estate market through 2013 and early 2014, leading the Global Property Guide s house price survey for five consecutive quarters. Residential prices rose 31.57 per cent during the year prior to Q1 2014. UK-based Knight Frank reports that house prices rose 27.7 per cent over the 12 months to March 2014, the fastest pace among the 54 countries tracked by the consultancy s global house price index.

The goodwill of $279,939arising from acquisition consists largely of the synergies and economics of scale expected from combining the operations of the Company and Orbis.

NOTE 13 AQUISITION (Continued)

None of the goodwill recognized is expected to be deductible for income tax purposes. The following table summarizes the consideration paid for Orbis and the amounts of the assets acquired and liabilities assumed recognized at the acquisition date.

At June 25, 2014 total consideration paid was 160,000,000 restricted shares of Company s common stock.

Recognized amounts of identifiable assets acquired and liabilities assumed

Cash	$ 6,482	
Receivables	4,400	
Prepaid Expenses	13,506	
Property & Equipment	16,355	
Other Current Asset	12,259	
Financial liabilities	(172,940)	
Total identifiable assets		(119,938)
Goodwill	279,939	
	$ 160,000	

The fair value of the 160,000,000 shares issues against consideration was measured using the closing market price of the Company s common share on the acquisition date.

NOTE 14 SUBSEQUENT EVENTS

In accordance with Accounting Standards Codification (ASC) topic 855-10 Subsequent Events the Company has evaluated subsequent events through the date which the financial statements were available to be issued. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

Item 2. MANAGEMENT S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This *Management s Discussion and Analysis of Financial Condition and Results of Operations* and other parts of this current report contain forward-looking statements that involve risks and uncertainties. Forward-looking statements can also be identified by words such as anticipates, expects, believes, plans, predicts, and similar terms. Forward-loo statements are not guarantees of future performance and our actual results may differ significantly from the results discussed in the forward-looking statements. Factors that might cause such differences include but are not limited to those discussed in the subsection entitled *Forward-Looking Statements and Factors That May Affect Future Results and Financial Condition* below. The following discussion should be read in conjunction with our financial statements and notes thereto included in this current report. Our fiscal year end is December 31.

Corporate History

The Company was incorporated in Nevada as 1st Home Buy & Sell Ltd. on August 10, 2006, to operate as a real estate company. On August 31, 2008, the Company ceased all operations to become a shell company as that term is defined in Rule 12b-2 of the Securities Exchange Act of 1934, as amended, and sought to identify a suitable business opportunity. On March 1, 2010, while evaluating possible business combinations, acquisitions or development opportunities, the Company changed its name from 1st Home Buy & Sell Ltd. to Infrastructure Developments Corp.

On April 7, 2010 the Company signed a share exchange agreement to acquire Intelspec International, Inc. (Intelspec) in exchange for 14,000,000 shares of its common stock. The acquisition of Intelspec was completed on April 14, 2010, whereby the shareholders of Intelspec acquired 70% of the Company. The closing of the transaction represented a change in control which for financial reporting purposes was characterized as a reverse acquisition or recapitalization of Intelspec. Following the closing, our principal business became that of Intelspec. On April 26, 2010, the Company disclosed the information that would have been required if it were filing a general form for registration of securities on Form 10, as required under Item 2.01(f) of Form 8-K, thereby removing its status as a shell company.

The Company effected a six for one forward split of its common stock on June 11, 2010 that increased the Company s issued and outstanding shares from 20,000,000 to 120,000,000.

Intelspec changed its name to Interspec International, Inc. ("Interspec") pursuant to an out-of-court legal settlement with Intel Corporation on November 21, 2011

On February 6, 2012, the Company made the determination to change its fiscal year end from June 30 to December 31.

On February 4, 2013, the Company authorized the issuance of 9,000,000 of its 10,000,000 available shares of Super Voting Preferred Stock for the settlement of nearly $256,000 in debt. The holders of Super Voting Preferred Stock are entitled to fifty votes for each share of Super Voting Preferred Stock held at each meeting of stockholders of the Company.

On March 31, 2014, stockholders consented in writing to amend the Company's Articles of Incorporation (the "Articles of Amendment") to increase the Company s authorized shares of common stock from 500,000,000 common shares to 3,000,000,000 shares. The Company subsequently disseminated a Definitive Information Statement. The Articles of Amendment became effective upon filing with the Nevada Secretary of State on June 23, 2014.

On June 25, 2014, the Company acquired the assets, business, and operations of Orbis Real Estate ("Orbis"). The transaction involved issuance of 160,000,000 of the Company's common shares, plus a nominal amount of working capital financing, in return for full control of Orbis business. This transaction was not treated as a merger or share exchange, as Orbis is not a stock company.

The Company

Wing Houses

The Company's current operations consist of marketing efforts for prefabricated housing. The Company s prefabricated housing business is focused around the marketing and sale of Wing Houses in North America, the Middle East and parts of South-East Asia as a distributor pursuant to an agreement with the Renhe Group. The Wing House is a solution for any application requiring low-cost, rapidly-mobile structures. The Company also offers project management services for various types of construction projects in Southeast Asia.

The standard Wing House units are mobile modular prefabricated structures that fold out from standard 40-foot or 20-foot shipping containers to ready-to-use structures, with all baths, water, plumbing, air conditioning, lighting, cable, network and electrical fittings in place. This folding capacity allows a standard 40-foot unit delivered with a 320 square foot footprint to open into an 880 square foot structure in 4 to 5 hours, in a process requiring only basic hand tools and workers capable of following simple instructions. Any truck and hoisting equipment capable of handling standard shipping containers can transport and place a Wing House. Since container sizes are standard around the world, this equipment is widely available. The combination of standard ISO container dimensions and fittings and the ability to quickly unfold into a structure much larger than the original container makes the Wing House extremely economical to ship. Two or more Wing Houses can be joined end to end or side to side to form larger structures. Multiple standard floor plan configurations are available and custom plans can be ordered.

While other container-based prefabricated structures are available, they offer final available space equal to that of the original container. We are aware of no other container-based prefabricated modular structure that shares the ability of the Wing House to open into a structure much larger than the delivered unit.

Wing Houses are rated for extreme temperatures, safe in hurricanes and earthquakes, meet the highest safety and building code standards, and are very economical. The units use insulation sourced from Bradford Insulation, Australia s leading insulation brand. The units carry a 5-star energy use rating and are ideal for use in extreme climates

Wing Houses come in many building configurations and room configurations, and they retail at approximately $45,000-$85,000 ex-port in China. The Wing House is built in China by Renhe Manufacturing and has been re-branded by the Company. Renhe has an exclusive worldwide distribution agreement with MKL Asia, a company owned by the original patent holder who is also the principal of Renhe. MKL Asia has granted a sub-distribution license to the Company and its affiliates to market and sell Wing House in North America, the Middle East region (including Gulf Cooperation Council nations Bahrain, Kuwait, Oman, Qatar, Saudi Arabia, and the United Arab Emirates)and most of Southeast Asia.

Wing Houses are suitable for a wide range of applications, including:

- living and office space
- on site showrooms
- restaurants
- worker accommodation
- forward operations bases

Standard configurations include:

- 3 bedrooms + 1 living room + 1 kitchen + 1 bath + 1 laundry
- 4 bedrooms + 2 kitchens + 2 baths
- 4 bedrooms + 4 baths
- 6 bedrooms + 6 baths

- 8 bedrooms + 4 baths
- 1 classroom + 1 bath + 1 office
- 1 large room

The Wing House is available in configurations specifically optimized for classroom use, wired with high-speed Internet and with computer stations included.

The range of products also includes the newly developed pop out 20 and 40 foot rapid deployment units that slide out in minutes and are also pre-fit with all baths and fixtures.

Orbis Real Estate

Orbis Real Estate is a full-service Real Estate broker located in Dubai, United Arab Emirates, handling residential and commercial property transactions. Orbis offices are Al Shafar Tower 1, No 803, Tecom, Dubai, United Arab Emirates. Orbis Real Estate is fully licensed by Dubai s Real Estate Regulatory Authority (RERA) registration number 12387. Orbis was formed as a sole establishment on August 12, 2014 and received its license to transact real estate brokerage business, sales and rental, on August 18, 2014, by the Government of Dubai, United Arab Emirates, Department of Economic Development.

Dubaiwas the world s top performing real estate market through 2013 and early 2014, leading the Global Property Guide s house price survey for five consecutive quarters. Residential prices rose 31.57 per cent during the year prior to Q1 2014. UK-based Knight Frank reports that house prices rose 27.7 per cent over the 12 months to March 2014, the fastest pace among the 54 countries tracked by the consultancy s global house price index.

At the time of its acquisition by the Company Orbis maintained a multilingual staff of 7 licensed real estate brokers. The Company plans to expand this to 12 by the end of 2014 and to at least 25 by the end of 2015, and is investigating the possibility of opening a new office in the Dubai Marina/Dubai Business Bay area.

Orbis provides a wide range of property brokerage services, linking qualified buyers and renters with practical, affordable properties and matching property owners with qualified buyers and tenants. Orbis provides experienced-based advice on investment properties and links to properties suitable for medium to long-term investment in rental property.

Orbis serves a range of clients:

- UAE Residents who wish to move to another property;
- Expatriates moving to the UAE;
- UAE property owners seeking qualified buyers or tenants;
- UAE residents or foreigners seeking investment-grade properties in the UAE;
- Companies seeking office, retail, industrial and other commercial properties;
- Foreign investors seeking housing for long term and transient employees;

The last category is emerging as a particularly important category for Orbis. Many companies include housing in the basic package of benefits for expatriate employees, and the very high cost of hotels in Dubai makes it common for companies to maintain apartments or villas for the use of transient staff. Corporate clients in this category are a continuing source of transactions, and Orbis places a high priority of developing these relationships.

In each case, Orbis emphasizes practical, livable properties, those that by virtue of location, quality, and affordability serve the needs of real-world people living and working in the UAE, rather than the high profile properties prioritized by many highly visible brokerages. By handling residential properties that appeal directly to professional and managerial workers and commercial properties suitable for small to medium scale businesses, Orbis taps into a market segment that includes a large percentage of Dubai s transaction volume and that offers a deep supply of both properties and clients.

Orbis prioritizes property sales over rentals, but handles both. The Company is also investigating alternative commercial real estate transactions such as leasing entire buildings and renting out the units.

Orbis markets its services through traditional advertising including regular advertising in *Gulf News*, the dominant local conventional advertising venue, and online advertising portal Dubizzle. Orbis maintains an aggressive social media presence, both in the UAE and in markets supplying significant numbers of overseas investment buyers and expatriate workers.

As of September 30, 2014, Orbis had a total of 210 rental and 55 sales listings.

Additional Operational Opportunities

The Company has been involved in managing design/build construction projects in the past in Southeast Asia, namely barracks and other facilities managed for the US Navy. Operational opportunities in this industry are still being pursued. On October 20, 2013, the Company was engaged by Sindalan Realty, Inc. ("Sindalan") to manage all planning and construction of a 130 home upscale residential subdivision near the Clark Special Economic Zone, Pampanga, Philippines. Sindalan is waiting for institutional funding and will not start the project until all funding is in place.

Analysis of Financial Condition and Results of Operations

For the three and nine month period ended September 30, 2014, the Company generated real estate brokerage revenue and incurred related expenses due to its consolidation of Orbis s operations, and:

· On February 18, 2014, the Company issued 2,000,000 shares of common stock to an individual in exchange for the satisfaction of $4,000 in debt.

· On March 31, 2014, two of the Company shareholders holding more than 50% of the Company's voting power signed a shareholders consent action to increase the Company's authorized common stock to 3,000,000,000 shares.

· On April 1, 2014, the Company entered into an acquisition agreement with Sagar Joseph Choran to acquire all the rights of ownership of Orbis.

· On May 26, 2014, the Company disseminated an information to the Company's stockholders to advise them of the corporate actions authorized by the March 31, 2014, written consent

· On June 25, 2014, the Company acquired the assets, business, and operations of Orbis. The transaction involved issuance of 160,000,000 of the Company's common shares, plus a nominal amount of working capital financing, in return for full control of Orbis business.

- On July 23, 2014, Interspec International, Inc. ("Interspec"), a wholly-owned subsidiary of the Company, was dissolved as a corporation in the State of Nevada.
- On July 24, 2014, the Company authorized the issuance of 10,000,000 shares of the Company's common stock to Adderley Davis, an unrelated party, pursuant to and accord and satisfaction agreement to satisfy and outstanding loan.
- On July 24, 2014, the Company authorized the conversion of 9,000,000 shares of Preferred stock issued on February 4, 2013, to Adderley Davis to 450,000,000 shares of the Company's common stock.

<u>Net Losses</u>

Net loss for the three month period ended September 30, 2014, was $38,374 as compared to $37,000 for the three month period ended September 30, 2013. Net loss for the nine month period ended September 30, 2014, was $61,266 as compared to $67,653 for the nine month period ended September 30, 2013. Net loss in the current period was primarily from the operations of Orbis. Net loss in the previous period was from operations prior to the acquisition of Orbis. The Company is confident that it will transition to net income in the next twelve months based on the anticipated development of its Wing House and Orbis businesses.

Net Revenues

Net revenue for the three month period ended September 30, 2014, was $71,289 as compared to $0 for the three month period ended September 30, 2013. Net revenue for the nine month period ended September 30, 2014, was also $71,289 as compared to $0 for the nine month period ended September 30, 2013. The increase in net revenues was due to the consolidation of Orbis revenue in the periods. Net revenue was the same for the three and nine month periods because the nine months only includes the operations from Orbis since its acquisition on June 25, 2014. We expect net revenues to increase over the next twelve months as a result of our development of our Wing House and Orbis businesses.

Gross Profit

Gross profit for the three month period ended September 30, 2014, was $26,736 as compared to $0 for the three month period ended September 30, 2013. Gross profitfor the nine month period ended September 30, 2014, was $26,736 as compared to $0 for the nine month period ended September 30, 2013. The realization of gross profit is due to the consolidation of Orbis' operations. Gross profit was the same for the three and nine month periods because the nine months only includes the operations from Orbis since its acquisition on June 25, 2014. We expect gross income to increase over the next twelve months as revenues increase and cost of sales decrease as a percentage of revenues.

Operating Expenses

Operating expense for the three month period ended September 30, 2014, was $65,110 as compared to $37,000 for the three month period ended September 30, 2013. Operating expense for the nine month period ended September 30, 2014, was $88,002 as compared to $63,331 for the nine month period ended September 30, 2013. Operating expenses are from general, selling and administrative expenses, and salaries and wages, and depreciation.Over the three and nine month periods general, selling and administrative expenses increased to $42,996 from $31,000 and to $53,888 from $45,331, respectively. Over the three and nine month periods salaries and wages increased to $20,325 from $6,000 and to $32,325 from $18,000, respectively. The increases are due to the consolidation of Orbis' operations. We expect operating expenses to increase in the near term as we develop operations.

Other Expenses

Other expenses for the three month periods ended September 30, 2014, and September 30, 2013 were $0. Other expenses for the nine month period ended September 30, 2014, were $0 as compared to $4,322 for the nine month period ended September 30, 2013.

Liquidity and Capital Resources

Our financial statements have been prepared assuming that we will continue as a going concern and, accordingly, do not include adjustments relating to the recoverability and realization of assets and classification of liabilities that might be necessary should we be unable to continue operations.

As of September 30, 2014, we had a working capital deficit of $302,331. Our current assets were $28,692 of which $60 was in cash and our total assets were $323,422, of which $279,939 was in goodwill from the acquisition of Orbis. Our current and total liabilities were $331,023 consisting of notes payable of $199,733, accrued expenses of $129,534, and accounts payable of $1,757. Stockholders deficit was $391,499 as of September 30, 2014.

Cash flows provided by operating activities for the nine month period ended September 30, 2014 were $113,052 compared to cash flows used in operations of $288,577 for the nine month period ended September 30, 2013. Cash flow provided by operating activities in the current period is primarily due to an increase in notes payable.

Cash flows used in investing activities for the nine month periods ended September 30, 2014 were $279,928 as compared to $0 for the nine month period ended September 30, 2013. We expect to use cash flow in investing activities over the next twelve months as we develop our Wing House and Orbis businesses.

Cash flows provided by financing activities for the nine month period ended September 30, 2014 were $164,000 as compared to $284,528 for the nine month period ended September 30, 2013. Cash flows provided by financing activities in the current period are attributable to common stock issued against acquiring Orbis. We expect to realize cash flows provided by financing activities over the next twelve months.

Our current assets are insufficient to meet the Company s business objectives over the next twelve months. We need a minimum of $100,000 in debt or equity financing to maintain operations and to fulfill our business plan. Although, we have no commitments or arrangements for this level of financing, our shareholders remain the most likely source of loans or equity placements to ensure our continued operation though such support can in no way be assured. Our inability to obtain additional financing will have a material adverse affect on our business operations.

We have no lines of credit or other bank financing arrangements in place.

We have no commitments for future capital expenditures that were material at the end of the period.

We have no defined benefit plan or contractual commitment with any of our officers or directors.

We have no current plans for the purchase or sale of any plant or equipment.

We have no current plans to make any changes in the number of employees.

We do not expect to pay cash dividends in the foreseeable future.

Future Company Financings

We will continue to rely on debt or equity sales to continue to fund our business operations even though the issuance of additional shares will result in dilution to our existing stockholders.

Company Reporting Obligations

We do not anticipate any contingency upon which it would voluntarily cease filing reports with the Securities and Exchange Commission as it is in the interest of the Company to report its affairs quarterly, annually and currently to provide accessible public information to interested parties.

Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors.

Interest Rates

Interest rates are generally controlled. The majority of our debt is owed to a related party at a fixed interest rate so fluctuations in interest rates do not impact our result of operations at this time. However, we may need to rely on bank financing or other debt instruments in the future in which case fluctuations in interest rates could have a negative impact on our results of operations.

Forward Looking Statements and Factors That May Affect Future Results and Financial Condition

The statements contained in the section titled Management s Discussion and Analysis of Financial Condition and Results of Operations and elsewhere in this quarterly report, with the exception of historical facts, are forward looking statements. We are ineligible to rely on the safe-harbor provision of the Private Litigation Reform Act of 1995 for forward looking statements made in this quarterly report. Forward-looking statements reflect our current expectations and beliefs regarding our future results of operations, performance, and achievements. These statements are subject to risks and uncertainties and are based upon assumptions and beliefs that may or may not materialize. These statements include, but are not limited to, statements concerning:

· our financial performance;

· the sufficiency of existing capital resources;

· our ability to fund cash requirements for future operations;

· uncertainties related to the growth of our business and the acceptance of our services;

· our ability to achieve and maintain an adequate customer base to generate sufficient revenues to maintain and expand operations;

· the volatility of the stock market; and

· general economic conditions.

We wish to caution readers that our operating results are subject to various risks and uncertainties that could cause our actual results to differ materially from those discussed or anticipated including the factors set forth in the section entitled Risk Factors included elsewhere in this report. We also wish to advise readers not to place any undue reliance on the forward looking statements contained in this report, which reflect our beliefs and expectations only as of the date of this report. We assume no obligation to update or revise these forward-looking statements to reflect new events or circumstances or any changes in our beliefs or expectations, other than is required by law.

Going Concern

Our auditors included an explanatory statement in their report on the Company s consolidated financial statements for the years ended December 31, 2013 and 2012, expressing an opinion as to our ability to continue as a going concern as a result of a working capital deficit, negative cash flows, and accumulated net losses. Our ability to continue as a going concern is subject to the ability of the Company to transition to net income in 2014 and obtaining additional funding from outside sources. Management s plan to address the Company s ability to continue as a going concern includes (i) increasing our gross profit; (ii) financing from private placement sources; and (iii) converting outstanding debt to equity. Although the Company believes that it will be able to remain a going concern, through the methods discussed above, there can be no assurances that such methods will prove successful.

Recent Accounting Pronouncements

Please see Note 10 to our consolidated financial statements for recent accounting pronouncements.

Stock-Based Compensation

We have adopted Accounting Standards Codification Topic (ASC) 718, Share-Based Payment, which addresses the accounting for stock-based payment transactions in which an enterprise receives employee services in exchange for (a) equity instruments of the enterprise or (b) liabilities that are based on the fair value of the enterprise s equity instruments or that may be settled by the issuance of such equity instruments.

We account for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with ASC 505. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Not required.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

In connection with the preparation of this quarterly report, an evaluation was carried out by the Company s management, with the participation of the chief executive officer and the chief financial officer, of the effectiveness of the Company s disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 (Exchange Act)). Disclosure controls and procedures are designed to ensure that information required to be disclosed in reports filed or submitted under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the Commission s rules and forms and that such information is accumulated and communicated to management, including the chief executive officer and chief financial officer, to allow timely decisions regarding required disclosures.

Based on that evaluation, the Company s management concluded, as of the end of the period covered by this report, that the Company s disclosure controls and procedures were not effective in recording, processing, summarizing, and reporting information required to be disclosed, within the time periods specified in the Commission s rules and forms, and that such information was not accumulated and communicated to management, including the chief executive officer and chief financial officer, to allow timely decisions regarding required disclosures.

Changes in Internal Control over Financial Reporting

There have been no changes in internal control over financial reporting (as defined in Rule 13a-15(f) of the Exchange Act) during the period ended September 30, 2014, that materially affected, or are reasonably likely to materially affect, the Company s internal control over financial reporting.

PART II OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None.

ITEM 1A. RISK FACTORS

Our operations and securities are subject to a number of risks. Below we have identified and discussed the material risks that we are likely to face. Should any of the following risks occur, they will adversely affect our operations, business, financial condition and/or operating results as well as the future trading price and/or the value of our securities.

Risk Factors Relating To Our Business

The Company s ability to continue as a going concern is in question

Our auditors included an explanatory statement in their report on our consolidated financial statements for the years ended December 31, 2013 and 2012, stating that there are certain factors which raise substantial doubt about the Company s ability to continue as a going concern. These factors include a working capital deficit, negative cash flows, and accumulated losses.

We depend on the recruitment and retention of qualified personnel, and our failure to attract and retain such personnel could seriously harm our business.

Due to the specialized nature of our businesses, our future performance is highly dependent upon the continued services of our key personnel and executive officers, the development of additional management personnel, and the recruitment and retention of new qualified engineering, manufacturing, marketing, sales, and management personnel for our operations. Competition for personnel is intense, and we may not be successful in attracting or retaining qualified personnel. In addition, key personnel may be required to receive security clearances and substantial training in order to work on government sponsored programs or perform related tasks. The loss of key employees, our inability to attract new qualified employees or adequately train employees, or the delay in hiring key personnel could impair our ability to prepare bids for new projects, fill orders, or develop new products.

International and political events may adversely affect our operations.

To date our revenue is derived entirely from non-United States operations, which exposes us to risks inherent in doing business in each of the countries in which we transact business. The occurrence of any of the risks described below could have a material adverse effect on our results of operations and financial condition. Operations in countries other than the United States are subject to various risks peculiar to each country. With respect to any particular country, these risks may include:

- expropriation and nationalization of our assets in that country;
- political and economic instability;
- civil unrest, acts of terrorism, force majeure, war, or other armed conflict;
- natural disasters, including those related to earthquakes and flooding;
- inflation;
- currency fluctuations, devaluations, and conversion restrictions;
- confiscatory taxation or other adverse tax policies;
- governmental activities that limit or disrupt markets, restrict payments, or limit the movement of funds;
- governmental activities that may result in the deprivation of contract rights; and
- governmental activities that may result in the inability to obtain or retain licenses required for operation.

Risks Relating to Our Common Stock

Our stock price is volatile.

The market price of our common stock is highly volatile and could fluctuate widely in price in response to various factors, many of which are beyond our control, including the following:

- services offered by us or our competitors;

· additions or departures of key personnel;

· our ability to execute its business plan;

· operating results that fall below expectations;

· loss of any strategic relationship;

· industry developments;

· economic and other external factors; and

· period-to-period fluctuations in our financial results.

In addition, the securities markets have from time to time experienced significant price and volume fluctuations that are unrelated to the operating performance of particular companies. These market fluctuations may also materially and adversely affect the market price of our common stock.

We incur significant expenses as a result of the Sarbanes-Oxley Act of 2002, which expenses may continue to negatively impact our financial performance.

We incur significant legal, accounting and other expenses as a result of the Sarbanes-Oxley Act of 2002, as well as related rules implemented by the Commission, which control the corporate governance practices of public companies. Compliance with these laws, rules and regulations, including compliance with Section 404 of the Sarbanes-Oxley Act of 2002, as discussed in the following risk factor, has increased our expenses, including legal and accounting costs, and made some activities more time-consuming and costly.

FINRA sales practice requirements may limit a stockholder s ability to buy and sell our stock.

The Financial Industry Regulatory Authority (FINRA) has adopted rules that relate to the application of the Commission s penny stock rules in trading our securities and require that a broker/dealer have reasonable grounds for believing that the investment is suitable for that customer, prior to recommending the investment. Prior to recommending speculative, low priced securities to their non-institutional customers, broker/dealers must make reasonable efforts to obtain information about the customer s financial status, tax status, investment objectives and other information. Under interpretations of these rules, the FINRA believes that there is a high probability that speculative, low priced securities will not be suitable for at least some customers. The FINRA requirements make it more difficult for broker/dealers to recommend that their customers buy our common stock, which may have the effect of reducing the level of trading activity and liquidity of our common stock. Further, many brokers charge higher transactional fees for penny stock transactions. As a result, fewer broker/dealers may be willing to make a market in our common stock, reducing a stockholder s ability to resell shares of our common stock.

Our internal controls over financial reporting are not considered effective, which conclusion could result in a loss of investor confidence in our financial reports and in turn have an adverse effect on our stock price.

Pursuant to Section 404 of the Sarbanes-Oxley Act of 2002 we are required to furnish a report by our management on our internal controls over financial reporting. Such report must contain, among other matters, an assessment of the effectiveness of our internal controls over financial reporting as of the end of the year, including a statement as to whether or not our internal controls over financial reporting are effective. This assessment must include disclosure of any material weaknesses in our internal controls over financial reporting identified by management. For the period ending September 30, 2013, we were unable to assert that our internal controls were effective. Accordingly, our shareholders could lose confidence in the accuracy and completeness of our financial reports, which in turn could cause our stock price to decline.

Our past capital funding needs have resulted in dilution to existing shareholders.

We have realized funding from Asher Enterprises, Inc. ("Asher"), in the form of convertible notes, which has been converted into shares of our common stock. Additionally, we will need to realize capital funding over the next year to further our business plan. We intend to raise this capital through equity offerings, debt placements or joint ventures. Should we secure a commitment to provide us with capital, such commitment may obligate us to issue shares of our common stock, warrants or create other rights to acquire our common stock. Any new issuances of our common stock result in a dilution of our existing shareholders interests.

Our common stock is currently deemed to be penny stock , which makes it more difficult for investors to sell their shares.

Our common stock is and will be subject to the penny stock rules adopted under section 15(g) of the Exchange Act. The penny stock rules apply to companies whose common stock is not listed on the NASDAQ Stock Market or other national securities exchange and trades at less than $5.00 per share or that have tangible net worth of less than $5,000,000 ($2,000,000 if the company has been operating for three or more years). These rules require, among other things, that brokers who trade penny stock to persons other than established customers complete certain documentation, make suitability inquiries of investors and provide investors with certain information concerning trading in the security, including a risk disclosure document and quote information under certain circumstances. Many brokers have decided not to trade penny stocks because of the requirements of the penny stock rules and, as a result, the number of broker-dealers willing to act as market makers in such securities is limited. If the Company remains subject to the penny stock rules for any significant period, it could have an adverse effect on the market, if any, for our securities. If our securities are subject to the penny stock rules, investors will find it more difficult to dispose of the Company s securities.

<u>The elimination of monetary liability against our directors, officers and employees under Nevada law and the existence of indemnification rights for our directors, officers and employees may result in substantial expenditures by the Company and may discourage lawsuits against our directors, officers and employees.</u>

Our certificate of incorporation contains a specific provision that eliminates the liability of directors for monetary damages to the Company and the Company s stockholders; further, the Company is prepared to give such indemnification to its directors and officers to the extent provided by Nevada law. The Company may also have contractual indemnification obligations under its employment agreements with its executive officers. The foregoing indemnification obligations could result in the Company incurring substantial expenditures to cover the cost of settlement or damage awards against directors and officers, which the Company may be unable to recoup. These provisions and resultant costs may also discourage the Company from bringing a lawsuit against directors and officers for breaches of their fiduciary duties and may similarly discourage the filing of derivative litigation by the Company s stockholders against the Company s directors and officers even though such actions, if successful, might otherwise benefit the Company and its stockholders.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIESAND USE OF PROCEEDS

None.

ITEM 3. DEFAULTS ON SENIOR SECURITIES

None.

ITEM 4. MINE SAFTETY DISCLOSURES

Not applicable.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS

Exhibits required to be attached by Item 601 of Regulation S-K are listed in the Index to Exhibits on page 27 of this Form 10-Q, and are incorporated herein by this reference.

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, thereunto duly authorized.

Infrastructure Developments Corp. ***Date***

/s/ Eric Montandon

November 17, 2014

By: Eric Montandon

Its: Chief Executive Officer, Chief Financial Officer,

Principal Accounting Officer and Director

INDEX TO EXHIBITS

Number Description

3.1.1* Articles of Incorporation filed with the Nevada Secretary of State on August 10, 2006. Incorporated by reference as Exhibits to the Form SB-1 filed on May 11, 2007.

3.1.2* Certificate of Amendment to the Articles of Incorporation filed with the Nevada Secretary of State on April 23, 2007. Incorporated by reference to the Company s Registration Statement on Form SB-1 filed with the Commission on May 11, 2007.

3.1.3* The Certificate of Amendment to the Company s Articles of Incorporation was filed with the Secretary of State of the Nevada on March 1, 2010. Incorporated by reference to the Company s Definitive Information Statement on Schedule 14C as filed with the Commission on February 2, 2010.

3.1.4* The Certificate of Amendment to the Company s Articles of Incorporation was filed with the Secretary of State of the Nevada on April 9, 2010. Incorporated by reference to the Company s current Report on Form 8-K as filed with the Commission on April 14, 2010.

3.1.5* Certificate of Amendment filed with the Nevada Secretary of State on June 23, 2014. Incorporated by reference to the Company's Form 8-K/A-2 filed with the Commission on November 12, 2014.

3.2* Bylaws. Incorporated by reference to the Company s Registration Statement on Form SB-1 filed with the Commission on May 11, 2007.

10.1* Securities Purchase Agreement, dated July 1, 2008, between Interspec, Interspec LLC and Tom Morgan. Incorporated by reference to our current Report on Form 8-K as filed with the Commission on April 26, 2010.

10.2* Employment Agreement, dated August 1, 2008, between Interspec and Tom Morgan. Incorporated by reference to the Company s current Report on Form 8-K as filed with the Commission on April 26, 2010.

10.3* Share Exchange Agreement dated April 1, 2010, between the Company and Interspec. Incorporated by reference to the Company s current Report on Form 8-K as filed with the Commission on April 8, 2010.

10.4* Promissory Note with WWA Group, Inc., dated May 17, 2011. Incorporated by reference to the Company s Form 10-Q filed with the Commission on May 23, 2011.

10.5* Security Purchase Agreement and Convertible Promissory Note with Asher Enterprises, Inc. Incorporated by reference to the Company s Form 10-K filed with the Commission on October 7, 2011.

10.6* Memorandum of Understanding and Addendum with Cleanfield Energy, Inc. Incorporated by reference to the Company s Form 10-K filed with the Commission on October 7, 2011.

10.7* Accord and Satisfaction with Thomas R. Morgan. Incorporated by reference to the Company s Form 10-Q filed with the Commission on November 18, 2011.

10.8* Share Exchange Agreement with InterMedia Development Corporation (dated January 11, 2012) entered into on February 1, 2012. Incorporated by reference to the Company s Form 8-K filed with the Commission on February 13, 2012.

10.9* Debt Settlement Agreement with Morningstar Corporate Communications (dated April 11, 2012). Incorporated by reference to the Company's Form 10-Q filed with the Commission on May 15, 2012.

10.10* Debt Settlement Agreement with Cleanfield Communications (dated June 4, 2012). Incorporated by reference to the Company's Form 10-Q filed with the Commission on August 20, 2012.

10.11* Acquisition Agreement with Sagar Joseph Choran dated April 1, 2014. Incorporated by reference to the Company's Form 8-K/A-2 filed with the Commission on November 12, 2014.

10.12* Orbis Lease. Incorporated by reference to the Company's Form 8-K/A-2 filed with the Commission on November 12, 2014.

14* Code of Ethics adopted October 6, 2011. Incorporated by reference to the Company s Form 10-K filed with the Commission on October 7, 2011.

21* Subsidiaries. Incorporated by reference to the Company s current Report on Form 8-K as filed with the Commission on April 26, 2010.

31 Certification of the Chief Executive Officer and Chief Financial Officer pursuant to Rule 13a-14 of the Securities and Exchange Act of 1934, as amended, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (attached).

32 Certification of the Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (attached).

101. INS XBRL Instance Document

101. PRE XBRL Taxonomy Extension Presentation Linkbase

101. LAB XBRL Taxonomy Extension Label Linkbase

101. DEF XBRL Taxonomy Extension Label Linkbase

101. CAL XBRL Taxonomy Extension Label Linkbase

101. SCH XBRL Taxonomy Extension Schema

* Incorporated by reference from previous filings of the Company.

Pursuant to Rule 406T of Regulation S-T, these interactive data files are deemed furnished and not filed or part of a registration statement or prospectus for purposes of Section 11 or 12 of the Securities Act of 1933, or deemed furnished and not filed for purposes of Section 18 of the Securities and Exchange Act of 1934, and otherwise is not subject to liability under these sections.