

INTERCONTINENTAL RESOURCES, INC

Form DEFR14C

August 17, 2007

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14C  
Information Statement Pursuant to Section 14(c)  
of the Securities Exchange Act of 1934  
(Amendment No. 1)**

Check the appropriate box:

- Preliminary information statement
- Confidential, for Use of the Commission only (as permitted by Rule 14c-5(d)(2))
- Definitive information statement

**INTERCONTINENTAL RESOURCES, INC.**

(Name of Registrant as Specified in Its Charter)

Payment of filing fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14c-5(g) and 0-11
    - (1) Title of each class of securities to which transaction applies:
    - (2) Aggregate number of securities to which transactions applies:
    - (3) Per unit price of other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
    - (4) Proposed maximum aggregate value of transaction:
    - (5) Total fee paid:
  - Fee paid previously with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
    - (1) Amount Previously Paid:
    - (2) Form, Schedule or Registration Statement No.:
    - (3) Filing Party:
    - (4) Date Filed:
-

INTERCONTINENTAL RESOURCES, INC.  
9454 Wilshire Blvd., Suite 301  
Beverly Hills, CA 90212

AMENDMENT TO INFORMATION STATEMENT

This Amendment No. 1 to the Information Statement of Intercontinental Resources, Inc. (the Company), filed with the Securities and Exchange Commission on August 15, 2007, amends the last sentence of the first paragraph under the caption One-for-Five Hundred Reverse Stock Split of the Company's Outstanding Common Stock by changing the words one-half to read one five-hundredth. The amended paragraph reads in its entirety as follows:

ONE-FOR-FIVE HUNDRED REVERSE STOCK SPLIT  
OF THE COMPANY'S OUTSTANDING COMMON STOCK

The Board of Directors has approved a resolution to effect a one-for-five hundred (1:500) reverse split of our issued and outstanding shares of common stock (the Reverse Stock Split). The Board of Directors has set the close of business on the twentieth day following the mailing of this Information Statement to the shareholders as the date on which the Reverse Stock Split will become effective. Each share of common stock issued and outstanding immediately prior to that effective date will be reclassified as and changed into one five-hundredth of one share of common stock.

By Order of the Board of Directors

/s/ Matthew Markin

Matthew Markin, Secretary

Beverly Hills, California  
August 17, 2007