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(Requestor's Name)

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(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

_____
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8/18/08

Old City Exchange, LLC

July 24, 2008

Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

RE: Sol Solution, Inc.

Dear Sir or Madam

Enclosed please find the original Articles of Incorporation and Designation of Registered Agent on behalf of Sol Solution, Inc., together with my client's check in the amount of $78.75 to cover the cost of registration and one (1) certified copy.

Thank you for your attention to this matter, and please do not hesitate to contact me if you have any questions.

Sincerely,

Mark E. Simpson
Managing Partner

Daren Hendrix
Ken Soles

ARTICLE VII
Subscriber

The name and address of the incorporator of this corporation is as follows:

Ken Soles
7804 Renoir Dr
Jacksonville, FL 32221

ARTICLE VIII
Officers

This corporation shall have the following officers: a President, Vice-President, and a Secretary-Treasurer, and such other officers as may be appointed by the Board of Directors or established by the By-Laws from time to time.

ARTICLE IX
Miscellaneous

This corporation shall have the following powers: All powers as are now and as are hereafter conferred upon it by law. This corporation shall continue to have all powers which the law now confers upon it, even though the law conferring such power or powers is later amended or repealed. This provision shall be construed to give this corporation the broadest and the most comprehensive powers permitted by law.

This corporation shall establish plans such as, but not limited to, pension and/or profit sharing, wage continuation, group terms, medical care and accident and health.

Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director or officer in this corporation.

Any subscriber or stockholders present at any meeting either in person or by proxy, and any director in person or by proxy, and any director present in person at any meeting of the board of directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting of any defect or insufficiency of notice.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and condition upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

Unless otherwise provided in the By-Laws, stockholders shall have a preemptive right to purchase their pro rata share of new stock.

Unless otherwise provided in the By-Laws, cumulative voting shall not be permitted.

No contract or other transaction between this corporation and any other corporation shall be

affected by the fact that any director or officer of this corporation is interested in or is a director or officer of such other corporation.

Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.

ARTICLE X

Amendment

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be amended in any other manner permitted by law.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these Articles of Incorporation and certified to the truth of the facts herein, this ___ day of July, 2008.

_____

Ken Soles

STATE OF FLORIDA)

     :

COUNTY OF ~~DUVAL~~
     ST. JOHNS

   BEFORE ME, the undersigned authority, this day personally appeared Ken Soles, to

me well known or who has produced a Florida driver's license as identification, and known to

me to be the individual described in and who executed the foregoing Articles of Incorporation,

and acknowledged before me that he executed the same for the purposes therein expressed.
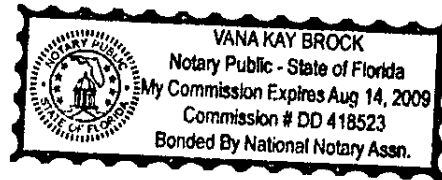
   WITNESS my hand and official seal in the County and State named above, this 15 TH

day of ~~July,~~ 2008.
  AUGUST

_____

Notary Public, State of Florida

_____

Vana Kay Brock

Printed or typed name of notary

My commission expires: 08-14-09

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT & REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,

FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.
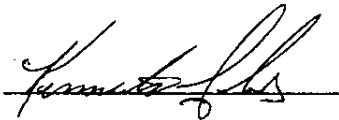
The name of the corporation is Sol Solution, Inc.

The name and address of the registered agent and office is:

Ken Soles
7804 Renoir Dr
Jacksonville, FL 32221

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SOL SOLUTION, INC.

Ken Soles