

F200000005776

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

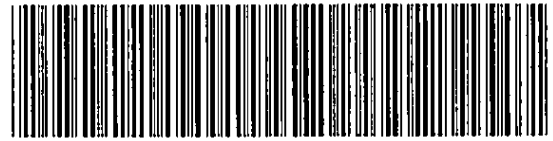
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700399614317

W23-67057

N/C & Amend

FILED

2023 MAY -8 PM12:02

RECEIVED

2023 MAY -8 PM12:26

CLERK OF COURT
TALLAHASSEE, FL 091

A. RAMSEY

MAY 10 2023

A02250, 01092, 00524, 00671



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 9, 2023

FLORIDA CAPITAL COURIER SERVICES, INC.

TALLAHASSEE, FL 32309

SUBJECT: EDGE CARRIER INC
Ref. Number: F20000005776

We have received your document for EDGE CARRIER INC and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The current name of the entity is as referenced above. Please correct your document accordingly.

Please include a certified copy that shows both the name change and jurisdiction change.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
OPS

Letter Number: 723A00010475

FLORIDA CAPITAL COURIER SERVICES, INC
2330 CLARE DRIVE
TALLAHASSEE, FL 32309
(850) 524-5437
(850) 524-6243

Please use funds from this account: I20210000160 **\$35.00**

Authorization Signature: 

Edge Carrier Inc. F20000005776

Business Name Document #

☐ Certified Copy of articles

☐ Certificate of Status

NEW FILINGS

- ☐ Profit Corp
☐ Not For Profit
☐ **INC.**
☐ Limited Liability

☐ Domestication
☐ Other
☐ **CORP**
☐ LLLP

AMENDMENTS

- ☒ Amendment
☐ Statement of Fact

☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Revocation of Dissolution
☐ Merger
☐ Conversion
☐ Amended and restated Articles
☐ Statement of Authority

OTHER FILINGS

- ☐ Annual Report

☐ Fictitious Name

☐ APOSTILLE ☐ ☐
Country

REGISTRATION/QUALIFICATIONS

- ☐ Foreign filing
☐ Limited Partnership
☐ Reinstatement

☐ Other

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: EDGE CARRIER INC

Name of Corporation

DOCUMENT NUMBER: F20000005776

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan Caballero

Name of Contact Person

EDGE CARRIER INC

Firm/Company

200 NW 41ST ST., STE. 200

Address

DORAL, FL 33166

City/State and Zip Code

edgecarrier@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jonathan Caballero

at (786) 486-6654

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

FILED
2023 MAY -8 PM 12 02

SECTION I
(1-3 MUST BE COMPLETED)

F20000005776

(Document number of corporation (if known))

1. EDGE CAPITAL GROUP INC

(Name of corporation as it appears on the records of the Department of State)

2. Illinois

3. 10/14/2020

(Incorporated under laws of)

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 04/14/2023

5. EDGE SOLUTIONS GROUP INC

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

DELAWARE

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:


I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jonathon Caballero
 (Typed or printed name of person signing)

President
 (Title of person signing)

FILING FEE \$35.00

STATE OF DELAWARE
CERTIFICATE OF INCORPORATION
A STOCK CORPORATION

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:14 PM 03/21/2023
FILED 03:14 PM 03/21/2023
SR 20231084674 - FDe Number 7364183

The undersigned Incorporator, desiring to form a corporation under pursuant to the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the Corporation is EDGE SOLUTIONS GROUP INC .
2. The Registered Office of the corporation in the State of Delaware is located at 3411 SILVERSIDE RD. TATNALL BUILDING SUITE 104 (street), in the City of WILMINGTON , County of New Castle Zip Code 19810 . The name of the Registered Agent at such address upon whom process against this corporation may be served is CORPORATE CREATIONS NETWORK INC. .
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
4. The total amount of stock this corporation is authorized to issue is 1087 shares (number of authorized shares) with a par value of \$ 0.0000000000 per share.
5. The name and mailing address of the incorporator are as follows:

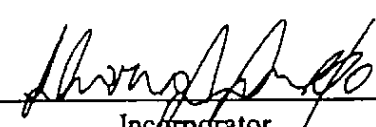
Name ALVARO A. ACEVEDO

Mailing Address 1395 BRICKELL AVENUE SUITE 800

MIAMI FL

Zip Code 33131

By: _____


Incorporator

Name: _____

ALVARO A. ACEVEDO

Print or Type

Delaware

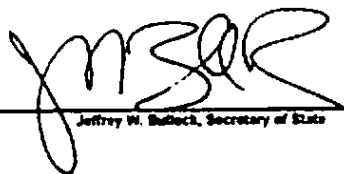
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "EDGE SOLUTIONS GROUP INC", A CORPORATION CREATED AND EXISTING UNDER THE LAWS OF UNITED STATES FILED IN THIS OFFICE, THE TWENTY-FIRST DAY OF MARCH, A.D. 2023, AT 3:14 O'CLOCK P.M., A CERTIFICATE ISSUED BY AN AUTHORIZED OFFICER OF THE JURISDICTION OF ITS INCORPORATION EVIDENCING ITS CORPORATE EXISTENCE, TOGETHER WITH A SWORN STATEMENT SETTING FORTH "CORPORATE CREATIONS NETWORK INC.", IN THE CITY OF WILMINGTON, AS A REGISTERED AGENT IN THIS STATE, AND ALL THE INFORMATION REQUIRED BY SECTION 371(B)(2), AND IS ENTITLED TO DO BUSINESS IN THIS STATE.

PROVIDED, HOWEVER, THAT THE SAID "EDGE SOLUTIONS GROUP INC" SHALL NOT WITHIN THE LIMITS OF THIS STATE, BY ANY IMPLICATION OR CONSTRUCTION, BE DEEMED TO POSSESS THE POWER OF DISCOUNTING BILLS, NOTES, OR OTHER EVIDENCE OF DEBT, OF RECEIVING DEPOSITS, OF BUYING AND SELLING BILLS OF EXCHANGE, OR OF ISSUING BILLS,




Jeffrey W. Bullock, Secretary of State

7364183 8210
SR# 20231084674

Authentication: 202971617
Date: 03-21-23

You may verify this certificate online at corp.delaware.gov/authver.shtml

Delaware

The First State

Page 2

*NOTES OR OTHER EVIDENCE OF DEBT UPON LOAN FOR CIRCULATION AS
MONEY.*




Jeffrey M. Bullock, Secretary of State

7364183 8210
SR# 20231084674

Authentication: 202971617
Date: 03-21-23

You may verify this certificate online at corp.delaware.gov/authver.shtml

Exhibit A



Brickell Law Group

International Tax Law

1395 Brickell Ave, Suite 800
Miami, FL 33131
+1 (305) 517-3457
<http://www.brickelllawgroup.com>



January 30th of 2023

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756

Re: Dissolution Application of Edge Capital Group Inc.

Dear Department of Business Services,

We are sending this documentation to process the Dissolution Application of Edge Capital Group Inc. We are also sending you a check for \$5.00 payable to the Illinois Secretary of State for this process. Enclosed with this communication, you will find the following documents:

Exhibit A:

- Articles of Dissolution for a Corporation of Edge Capital Group Inc. signed by Jonathan Caballero as President.

You will find a copy of this letter (the "Duplicate") alongside a pre-stamped, pre-addressed envelope. Please sign/stamp the Duplicate provided herein and return it to us for our records.

If you have any questions or concerns, don't hesitate to contact me at (305) 716-4274 or write to me at al@lawyer CPA.com. You may also reach me at 1395 Brickell Ave, Suite 800, Miami, FL 33131.

Sincerely,

s/Alvaro A. Acevedo Jr., Esq., CPA, EA
Attorney for Edge Capital Group Inc.



FORM **BCA 12.20** (rev. Dec. 2003)
ARTICLES OF DISSOLUTION
Business Corporation Act

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-6961
www.ilsos.gov

Remit payment in the form of a
check or money order payable
to Secretary of State.

File # _____ Filing Fee: **\$5** Approved: _____

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name: Edge Capital Group Inc
2. Post Office Address to which the Secretary of State may mail a copy of any process served upon it against the corporation:
55 E Monroe St Suite 3800
Chicago, Illinois 60603
3. Dissolution of the Corporation was duly authorized on December 31st, 2022 in the manner indicated below:
Month Day Year

Mark an "X" in one box only.

☐ By a majority of the incorporators, provided no directors were named in the Articles of Incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 12.05, the Corporation having issued no shares as of the authorization of the dissolution. (See Notes 1 and 2 on reverse.)

☒ By a written consent signed by all shareholders entitled to vote on dissolution, in accordance with Section 12.10, board of director action not being required. (See Note 3 on reverse.)

☐ By the shareholders, in accordance with Section 12.15, a resolution having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the Articles of Incorporation were voted in favor of the dissolution. (See Note 3 on reverse.)

☐ By the shareholders, in accordance with Sections 12.15 and 7.10, a resolution having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (See Note 3 on reverse.)
4. a. List all issuances of shares not previously reported to the Secretary of State (including shares issued for cash or other property, share dividends, share splits, share exchanges pursuant to Section 11.10, and shares to effect an exchange or reclassification of issued shares), and give the value of the entire consideration received therefor, less expenses: list any amounts added or transferred to paid-in capital, without the issuance of shares. (See Note 4 on reverse.)

Date of Issuance or Contribution	Class	Par Value	Number of Shares Issued	Entire Consideration Received
				\$ _____
				\$ _____
			TOTAL	\$ _____

(COMPLETE BOTH SIDES OF DOCUMENT)

b. List all cancellations of shares not previously reported to the Secretary of State and give the cost.

<u>Date of Cancellation</u>	<u>Class</u>	<u>Number of Shares Cancelled</u>	<u>Cost</u>
			\$ _____
			\$ _____
		TOTAL	\$ _____

5. Issued shares at date of execution:

<u>Class</u>	<u>Series</u>	<u>Par Value</u>	<u>Number of Shares</u>
Common			1087

6. Paid-in capital at date of execution:

Paid-in Capital \$ 94124

("Paid-in Capital" replaces the terms "Stated Capital" and "Paid-in Surplus" and is equal to the total of these accounts.)

7. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated December 31st, 2022

Edge Capital Group Inc.

Exact Name of Corporation

[Signature]
Any Authorized Officer's Signature

Jonathan Caballero, President
Name and Title (type or print)

*If dissolution is authorized by the Incorporators or by the board of directors, a majority of them must sign below, and type or print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true and correct.

Dated _____, _____, _____
Month Day Year

Exact Name of Corporation

NOTES

- Incorporators are authorized to dissolve a corporation ONLY before any shares have been issued AND before any directors have been named or elected. The signatures of a majority of the incorporators must appear on these Articles of Dissolution.
- Directors are authorized to dissolve a corporation ONLY before any shares have been issued. In the event there are no officers, the signature of a majority of the directors or such directors as many be designated by the board must appear on these Articles of Dissolution.
- All dissolutions not authorized by the incorporators or the directors must be authorized by the shareholders.
 - Shareholders may authorize dissolution by their unanimous written consent. This does not require any action of the board of directors and does not require a shareholders meeting.
 - Shareholder authorization may also be by vote at a shareholders meeting or by less than unanimous consent, in writing, without a meeting.
 - To be effective, the dissolution must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding shares entitled to vote on dissolution and, if class voting applies, then also at least two-thirds of the votes within each class.
 - If the Articles of Incorporation so provide, the two-thirds vote requirement may be superseded by any smaller or larger vote requirement, not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies.
 - When shareholder authorization is by less than unanimous written consent, all shareholders must be given notice of the proposed dissolution action at least five days before the consent is signed. Shareholders who have not signed the consent must be given prompt notice that dissolution was duly authorized.
- In the event of an increase in paid-in capital, all applicable franchise taxes, penalties and interest must be paid before this document can be accepted for filing.

Exhibit B

ACTION TAKEN WITHOUT MEETING OF THE SHAREHOLDER OF EDGE CAPITAL GROUP INC.

The Sole Shareholder of Edge Capital Group Inc., an Illinois corporation (Company), acting without a meeting pursuant to Illinois Business Corporation Act and the Company Bylaws, adopts the following resolutions:

Dissolution of Company

RESOLVED: that the Company will dissolve voluntarily effective January 1st of 2023, in accordance to Section 12.10 of the Illinois Business Corporation Act.

Approval of Stock Certificate Cancellation

RESOLVED: that the Shareholder of the Company approves the cancellation of the Stock Certificate Number 003 of Jonathan Caballero, dated September 17th of 2018.

These resolutions are approved as actions of the Owners of the Company without formal meeting, all as of December 31st of 2022.

Date: _____



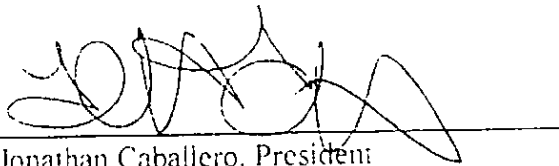
Jonathan Caballero, Shareholder

Exhibit C

**STOCK CERTIFICATE
OF EDGE CAPITAL GROUP INC.
Number 003**

This certifies that Jonathan Caballero is the lawful owner of 1,087 shares of Edge Capital Group Inc., an Illinois Corporation.

Dated: September 17th of 2018.

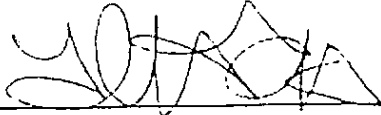


Jonathan Caballero, President

Transfer & Assignment

I transfer and assign to _____,
my interest of Edge Capital Group Inc., as represented by this certificate, on _____.

This certificate is canceled in exchange for new certificate No. _____.

A handwritten signature in black ink, appearing to read 'Jonathan Caballero', is written over a horizontal line.

Jonathan Caballero, Shareholder

Certificate #003