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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-07/11/02--01047--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: SOL, US, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☒ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
ADDITIONAL COPY REQUIRED

FROM: LASSITER & ASSOCIATES  
Name (Printed or typed)

720 N. OCEAN STREET  
Address

JACKSONVILLE, FLORIDA 32202  
City, State & Zip

904-354-0099  
Daytime Telephone number

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

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**ARTICLES OF INCORPORATION**  
**OF**  
**SOL, US, INC.**

The undersigned acting as Incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for said corporation:

**ARTICLE I - NAME**

The name of this corporation is Sol, US, Inc.

**ARTICLE II - GENERAL PURPOSE**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III -. PRINCIPAL OFFICE/MAILING ADDRESS**

The street address of the initial principal office is: 8552 Baymeadows Road  
Jacksonville, Florida 32257

**ARTICLE IV - CAPITAL STOCK**

The total number of shares of capital stock which the corporation shall have the authority to issue is as follows:

- (1) 1000 shares of non-cumulative, non-participating, non-

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voting Preferred Stock having a par value of One Dollar (\$1) per share.

- (b) 1000 shares of voting Common Stock having a par value of One Dollar (\$1) per share.

#### **ARTICLE V - PERPETUAL EXISTENCE**

The corporation is to exist perpetually.

#### **ARTICLE VI - REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of this corporation is:

Name: CT Corporation Systems, Inc.

Address: 1200 South Pine Island  
Plantation, FL 33324

#### **ARTICLE VII - INITIAL DIRECTORS**

This corporation shall have one (1) director initially. The name and address of each person who is to serve as a member of the Board of Directors is as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Sam Kazran	8552 Baymeadows Road Jacksonville, Florida 32257

#### **ARTICLE VIII - INITIAL OFFICERS**

This corporation shall have four (4) officers initially. The name, title and address of each

person who is to serve as an officer are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Sam Kazran	CEO/ Vice President	8552 Baymeadows Road Jacksonville, Florida 32257
Timothy Catalfo	President	8552 Baymeadows Road Jacksonville, Florida 32257
Lorretta Bretz	Secretary	8552 Baymeadows Road Jacksonville, Florida 32257
Lorretta Bretz	Treasurer	8552 Baymeadows Road Jacksonville, Florida 32257

#### **ARTICLE IX - PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### **ARTICLE X - NON CUMULATIVE DIVIDENDS**

The holders of shares of Preferred Stock shall at no time be entitled to receive payment of any dividends declared and paid in any prior given year.

## **ARTICLE XI - DISSOLUTION, LIQUIDATION**

In the event of the dissolution, whether voluntary or involuntary, liquidation, distribution of assets, or winding up of the corporation, the holders of preferred stock shall be paid an amount equal to zero percent (0%) of the par value of such Preferred Stock, with the balance of all assets and funds remaining to be distributed to the holders of Common Stock in the manner provided for in Bylaws of the Corporation.

**ARTICLE XII - INCORPORATORS**

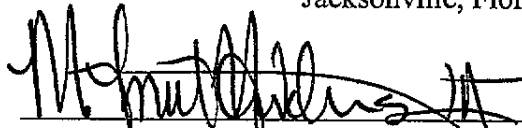
The name and address of each Incorporator is:

**Name**

**Address**

M. Forest Hutchinson, III, Esquire

720 North Ocean Street  
Jacksonville, Florida 32202

  
M. FOREST HUTCHINSON, III, INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Sol, US, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8552 Baymeadows Road, Jacksonville, FL 32257, has named CT Corporation Systems, Inc., located at 1200 South Pine Island Road, Plantation, Florida, 33324, as its agent to accept service of process within Florida.

**Incorporator**

By: 

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02 JUN 11 PM 2:52  
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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
**Registered Agent**

**James A. Bordonaro  
Assistant Secretary**