

3/12/24, 2:55 PM

Division of Corporations

**P24000026201**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H24000096320 3)))



H240000963203ABC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850)517-6381

From: Account Name : FASTKIT CORP  
Account Number : I20100000009  
Phone : (305)599-0839  
Fax Number : (305)592-9591

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**SOLES GROUP USA CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MAR 21 PM 5:11

**FILED**

TJH  
3/22/24

Electronic Filing Menu

Corporate Filing Menu

Help



March 13, 2024

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FASTKIT CORP

SUBJECT: SOLES CORP.  
REF: W24000040604

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is P00000023547.

Please return the corrected original and one copy of 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) 245-6052.

Tekayla T Matthews  
Regulatory Specialist II  
New Filings Section

FAX Aud. #: H24000096320  
Letter Number: 424A00005442

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

0001 MAR 21 PM 5:11

FILED

ARTICLES OF INCORPORATION OF  
SOLES GROUP USA CORP.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, and compliance with Chapter 607 and Chapter 621, F.S. hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is SOLES GROUP USA CORP.

ARTICLE II PRINCIPAL OFFICE

The physical business and mailing address of this corporation shall be:

13271 SW 251<sup>st</sup> Lane  
Homestead, FL 33032

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares of \$1.00 per value common stock

ARTICLE IV INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of the initial board of directors are:

NAME	ADDRESS
Ernesto Castillero Santana President, Secretary	13271 SW 251 <sup>st</sup> Lane Homestead, FL 33032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR 21 2024 11:16 AM

FILED

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Ernesto Castellero Santana  
13271 SW 251<sup>st</sup> Lane  
Homestead, FL 33032

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Ernesto Castellero Santana  
13271 SW 251<sup>st</sup> Lane  
Homestead, FL 33032



Ernesto Castellero Santana

ACKNOWLEDGMENT:

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.



Ernesto Castellero Santana

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2024 MAR 21 PM 5:17

FILED

ARTICLE VII DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE VIII NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IX PRE-EMPTIVE RIGHTS

Every shareholder upon the sale of cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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 most of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent, or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

FILED

STATE  
OF  
FLORIDA  
MAR 21 2024

ARTICLE XII INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XIII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

FILED  
MAR 21 04 5:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA