

It all began...



with just one shoe.



Soles4Souls™ Inc. started with a tragic image that flashed across my television screen: a single shoe lying on a desolate beach. The Asian tsunami had just devastated an entire region and left all of us gasping in horror at the scope of the destruction.

The vision of that lonely shoe – and the immense amount of suffering that it implied – haunted me as I sat on my comfortable couch in the United States. Like many of you, I was moved to do something, anything, with the resources at my disposal to make a difference for people struggling to rebuild their shattered lives. With the help of many individuals and companies, we were able to send 250,000 pairs of shoes to help people during their greatest time of need.

Less than a year later, Hurricane Katrina devoured a large portion of our own country. We issued another challenge to companies and individuals and were elated to receive more than 750,000 pairs of shoes for our relief effort. Soon after, we founded Soles4Souls Inc. as a 501(c)(3) organization and started our relief work full-time.

We recently crossed an important threshold for our young charity: we have given away more than 3 million pairs of shoes. Yet this statistic pales in comparison to the need that exists. More than 300 million children around the world don't own a single pair of shoes. A sad irony is that the same amount of footwear was thrown into American landfills last year alone.

We understand that footwear doesn't cure cancer, or alleviate hunger, or fight AIDS. But shoes certainly do play a part in lifting the spirits of people struggling to improve their lives. It's a simple yet effective way to erase the stigma of poverty, stop puncture wounds, end scrapes and prevent burns to feet of the poor and destitute. And it's something we all have, in abundance, lying in our closets.

This past year was a remarkable time of growth for our new charity. We grew from 3 employees to over 20. We leased several large warehouses to handle the influx of shoes from all corners of North America. We produced hundreds of events, from massive "awareness concerts" to simple shoe drives at your children's school. We received thousands of phone calls and emails from people all over the world asking to participate in our programs.



Wayne Elsey, Founder and CEO

These shoes are treasured beyond description, and it's at that very moment that we understand just how awesome shoes can be.

We are deeply honored to have the support of footwear companies, retailers, individuals, civic groups, houses of worship, schools, and individuals as we continue to reach out to hurting and needy people around the world. Every single pair of shoes you have donated turns into a giant smile when delivered to a person in need.

We are footwear people to the core. We love all types of footwear, from sleek running shoes to stylish pumps, from rugged work boots to the coolest sandals on the beach. But the reward of buying a new pair of shoes simply cannot compare to the joy of giving a pair of shoes to someone in need. These shoes are treasured beyond description, and it's at that very moment that we understand just how awesome shoes can be.

Your continued involvement in our cause is crucial to the success of our programs and events. Whether you donate shoes, money and/or time to Soles4Souls, you are helping make a tangible difference to people without access to footwear. We hope that you will continue to support our mission by including Soles4Souls in your giving plans.

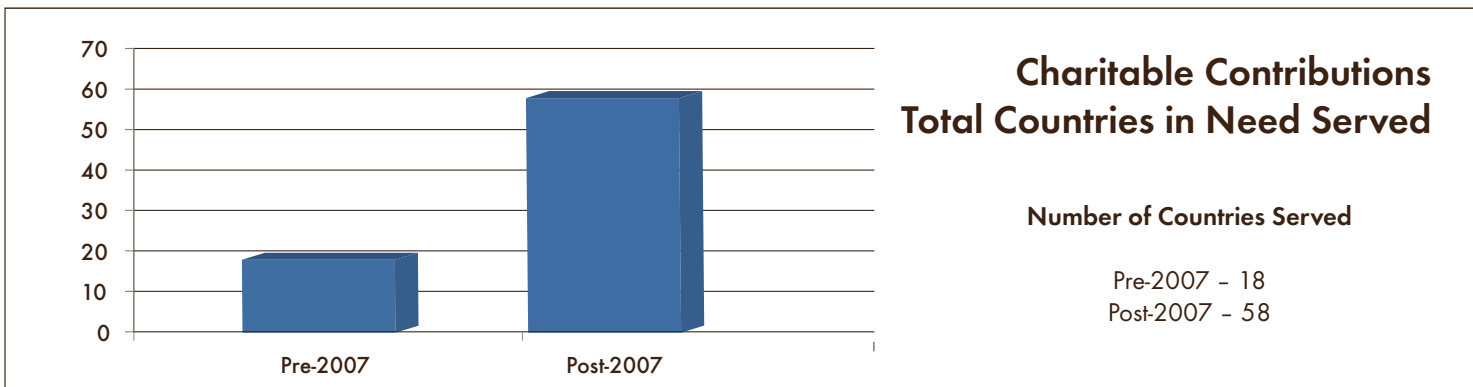
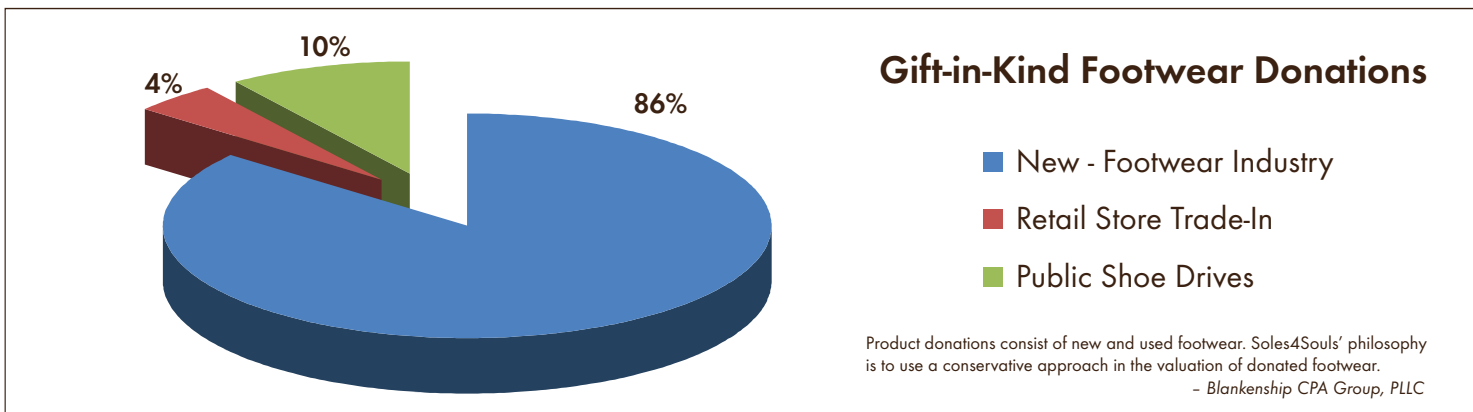
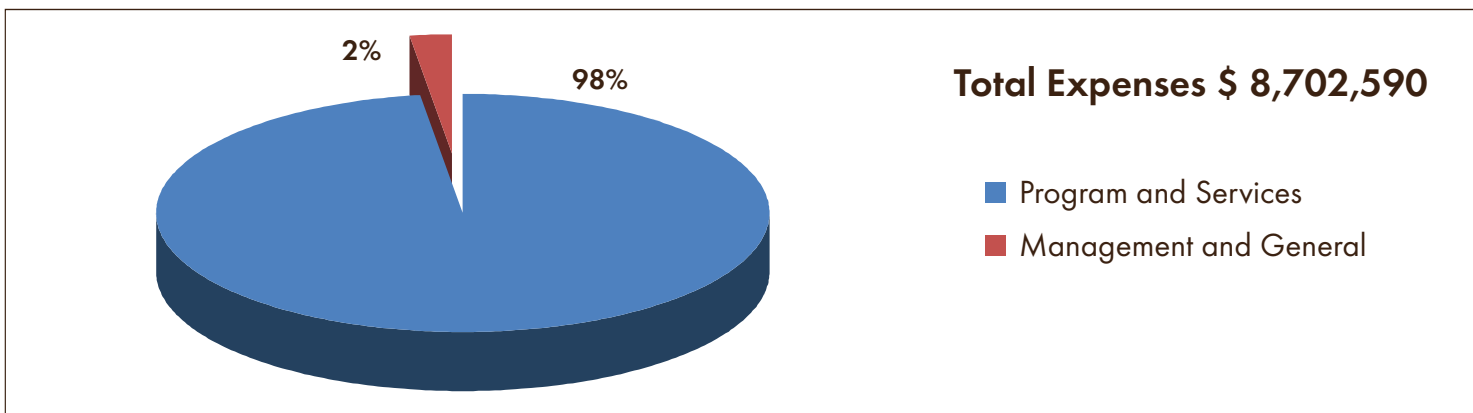
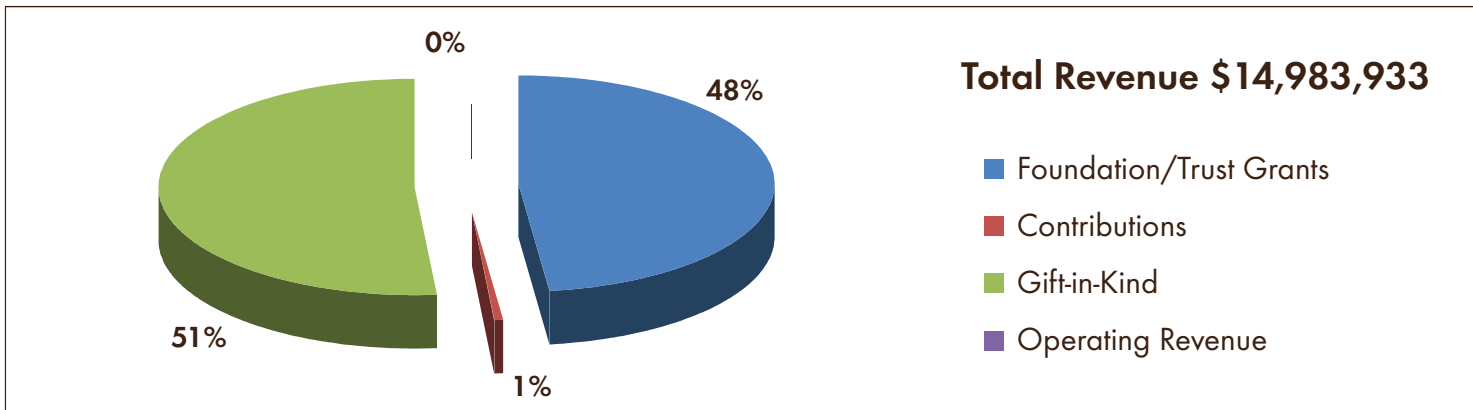
Even though the problem may seem staggering when viewed as a whole, we remain focused on "Changing the World, One Pair at a Time™." And one pair is all it takes to change the world for one person.

Very Respectfully Yours,

A handwritten signature in black ink, appearing to be 'Wayne Elsey', written in a cursive style.

it all began with

2007 Audited Financial Results



Fiscal Year Ending June 2007

just one shoe.

Soles4Souls has a simple concept – we get shoes and give them away

In the aftermath of the 2004 tsunami that hit Southeast Asia, Wayne Eelsey, the Founder and CEO of Soles4Souls™ Inc., felt compelled to do something. Like many of us, he did not know what to do.

He was at home one night, watching TV and **he saw a picture of a single shoe washing up on the beach**. That triggered a few calls to some other executives in the footwear industry and the subsequent donation of a quarter of a million shoes to victims in the devastated countries.

A year later when Katrina hit, Wayne called the same group of friends (check out www.katrinashoes.org), and they sent three-quarters of a million shoes down to the gulf coast communities affected by the hurricane. In all honesty, he admits that he did not expect such an immediate and successful turnout. This left him wondering,



Over 300 million children are without shoes. And in 2006, over 300 million pairs of shoes were thrown away in the United States.



Soles4Souls, Inc. gives away a pair of shoes every 28 seconds.



it all began with



Over 1.3 billion hookworm infections have been accounted for, mostly in developing countries. Hookworm is transmitted through the feet when walking without shoes and has chronic and disabling effects, significant morbidity and even death.
- Journal of Parasitology



why not start a non-profit and do this all the time? One year later, Soles4Souls was formally created.

It has been that simple: to "change the world, one pair at a time™."

Elsy recently left an executive position at a large footwear company to join the charity he founded. "I'm happy to be able to help people with such a simple mission," Elsey said. "The growth of this organization has been rapid and I am excited to get involved on a daily basis so that I can devote more time to a cause that makes a difference in people's lives."



We have distributed product to people in need in over 50 countries on 5 continents, including the U.S., Honduras, Haiti, Guatemala, Dominican Republic, Swaziland, Sudan, and Iraq.

Soles4Souls continues to receive some very large donations from footwear companies, retailers, churches, nonprofit ministries, civic groups, schools, and individuals and saw that this could become a full-time ministry. That's why Soles4Souls was created - to facilitate the donations from these groups to the people who desperately need footwear.

just one shoe.

Our Friends

2007 Celebrity Supporters of Soles4Souls

Actors and Actresses

- Jessica Alba
- Devon Aoki
- Ashleigh Banfield
- Jim Belushi
- Stacey Bendet
- Elizabeth Berkeley
- Don Cheadle
- Kristin Chenoweth
- Heather Christine
- Lauren Conrad
- Viola Davis
- Gina Gershon
- Scarlett Johansson
- Susan Lucci
- Vanessa Manillo
- Melissa McIntyre
- Beverly Mitchell
- 7th Heaven
- Cristina Nardozzi
- Diane Neal
- Julianne Nicholson
- Manny Perez
- Parker Posey
- Jeff Probst
- Melissa Rivers
- Jamie-Lynn Sigler
- Cassie Steele
- Sharon Stone
- Tamara Tunie



Our Friends

2007 Celebrity Supporters of Soles4Souls



Musicians

- Booker T & the MGs
- Chuck Berry
- Lionel Cartwright
- Bo Diddley
- Hall & Oates
- Avery Hovey
- Tiffany Johnson
- Billy Joel
- Jerry Lee Lewis
- Reba McEntire
- Moby
- Stevie Nicks
- Little Richard
- Mary Wilson

Athletes

- Chris Brown
- Tennessee Titans Running Back
- Keith Bulluck
- Tennessee Titans Linebacker
- Chris Hope
- Tennessee Titans Safety
- Jeff Fischer
- Tennessee Titans Head Coach
- Manny Mota
- Raul Mondesi
- Orlando Cabrera



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CHANGING THE WORLD
ONE PAIR AT A TIME™

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