EXLITES HOLDINGS INTERNATIONAL, INC.

Quarterly Disclosure Statement

For

The Quarter Ended October31, 2014

December 22, 2014

Item 1: **Name of the issuer and its predecessor (if any)**

The exact name of the issuer is Exlites Holdings International, Inc. (herein sometimes called the "Company"). Exlites is a New Mexico corporation that was incorporated April 26, 1979. The name of the Company has been Exlites Holdings International, Inc. with the exception of the changes by management listed below for a short period of time.

- Formerly=Vision International, Inc. until September 2008 (Then changed to Exlites Holdings, International, Inc.)
- Formerly=Shining Bell Holdings International, Inc. until March 2013, (Then changed back to Exlites Holdings International, Inc.)
- On December 19, 2014 The company acquired Soleez Wave

Item 2 **Address of the Issuer's principal executive offices**

7425 Sailfish Drive
Hudson, FL 34667
Phone: 813-270-0064
Website: www.soleeze.com
E-mail:Info@exlitesmedical.com

Item 3 **Security Information**

The Company has one class of capital stock consisting of 500,000,000 shares of common stock. The Company's common stock is entitled to one vote for one share and there are no preemptive rights or cumulative voting. The Company's trading symbol is EXHI and its CUSIP number is 30207P102.

The Company also has 8,000,000 shares of preferred stock.

The Company's current authorized and outstanding information is as follows as of October 31, 2014:

Common Stock Authorized: 500,000,000
Common Stock Outstanding: 36,000,540
Par $0.001

The Transfer Agent for the Company's common stock is Madison Stock Transfer. Madison Stock Transfer is registered under the Exchange Act and is regulated pursuant to the Securities and Exchange Commission ("SEC"). The Transfer Agent's address is 1688 East 16th Street Brooklyn, NY 11229.

There are no trading suspension orders issued by the SEC in the past 12 months for the Company.

Item 4: **Issuance History**

There have been none.

Item 5: **Financial Statements**

The financial statements are prepared by TLJ Accounting Services dated as of the Company's fiscal year ended January 31, 2013 and for the Quarter ended July 31, 2013 and were filed on the public website otcmarkets.com and are incorporated by reference with this report.

Item 6: **Describe the Issuer's Business, Products and Services**

A. Description of the Issuer's Business Operations

The company manufactures and markets patented, patent pending and proprietary products through various selling channels including but not limited to catalogs, trade show and niche retailers.

The Company has never been involved in any bankruptcy, receivership or any similar proceeding. There has never been any delisting of the Company's securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that would have a material effect on the issuer's business, financial condition or operations. There are no current, past or pending trading suspensions by securities regulators.

B. Date land State of Incorporation

The Company was incorporated in New Mexico April 26, 1979

C. Issuer's primary and secondary SIC Codes

The Company's primary SIC Code is 5049 and its secondary SIC Code is 5048.

D. Issuer's fiscal year end

January 31 is the Company's fiscal year end.

E. Principal products or services and their markets

The company manufacturers patented, patent pending or proprietary products including but not limited to massagers, spring loaded shoe insoles, heated steering wheels, specialty TEN's medical units, back braces, knee braces and other health care type goods. The customers include but are not limited to major catalog companies Hammacher Schlemmer, Sharper Image, Herrington Catalog, private medical suppliers and selling venues including major trade shows located throughout the United States.

Item 7: Describe the Issuer's Facilities

The administrative offices include 500 square feet of office space. The Company's office space is leased to the Company at approximately $200 per month and includes electric, phone access and receptionist.

Item 8: Officers, Directors, and Control Person

A. Names of Officers, Directors and Control Persons

Mark Julian: President, CEO, Treasure

Mark Julian a graduate of Notre Dame and a former CPA at Crowe Chizek (Crowe Horvath) with extensive experience in manufacturing and marketing through various companies and individuals. Mr. Julian bought a niche product company in August of 2000. At that time the company had one product and only sold at trade shows. Mr. Julian increased the sales revenue four fold in 3 years. Mr. Julian continued to grow the company and adjusted his business plan to meet the demands of a changing market. Mr. Julian became a product innovator and has manufactured, developed and imported over forty products. In 2012 Mr. Julian incorporated Soleeze Wave in his home state of Florida. Mr. Julian has great understanding of overseas manufacturing and product design. Mr. Julian is the holder of four US patents US6979300, US7691036, US7621057 and US7306570 with seven other patents pending.

Mr. Julian was also a member of the US Army and attended Military Intelligence school at Ft. Huachuca, AZ.

Mike Dillon: Secretary

Mr. Dillon received his Bachelors from California State University Sacramento. Mr. Dillon has held several managerial positions as President, Vice President and CEO, of public and private companies he has played an integral part in several startup companies. Mr. Dillon has a wealth of experience working with consumer products such as Coke Cola, Unilever, Clorox, and S.C. Johnson to mention a few. Mr. Dillon was also involved in the Health and wellness market and designed several wellness products with a patented ingredient in which he help develop. Mr. Dillon is well versed in intellectual property and assisted in the writing of patents. Mr. Dillon traveled the US giving lectures on the benefits of Beta Glucan and the immune system. Mr. Dillon was also a host of the call in talk show Healthy Wealthy and Wise. Mr. Dillon has written policies on PCI compliance and is well versed in merchant services.

Marty Burns: Director

Marketing and product placement extraordinaire with over 20 years of athlete product placement, catalyst marketing, dynamic public relations and quality brand building experience. His ability to connect the dots is unmatched. He can and has proven to be able to reach out to anyone he has set his mind on. That includes 4 Presidents of the United States, Jimmy Carter, George Bush Jr., Bill Clinton and President Obama. He has helped companies establish brands and has consulted with some of the biggest names in professional sports helping them establish themselves as brands. Marty has executed license agreements with some of the oldest brands in MLB and the PGA and has proven to be an excellent partner with each agreement. His product placement ability has been proven on shows like Entourage, Biggest Loser, ESPN's "I Wish", and countless sitcoms. Fox's Pregame NFL cast, ESPY's, NFL Channel and ESPN and TNT's NBA Finals.

"Marty has been able to put together the "right" people for whatever project he has been asked to consult with. He gets the job done and done quickly."

Quote from Mark Mastrov

B. Legal/Disciplinary History

None of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Shareholders

The following table sets forth certain information regarding the ownership of the common stock of the Company's officers and directors and of each person who is known to the Company to be the beneficial owner of 10% or more of the outstanding common stock:

Item 9: Third Party Providers

Law Offices of Thomas C. Cook
8250 West Charleston Ste 110
Las Vegas, NV 89117

TLJ Accounting Services, Inc.
5703 Red Bug Lake Rd Suite 158
Winter Springs, FL 32707 / PH: 866-813-3428

Investor Relations Consultant – none

Other Advisor(s) – none

Item 10: Issuers Certifications

I, Mike Dillon, certify that:

1. I have reviewed this Disclosure Statement of Exlites Holdings International, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

*/s/Mike Dillon
Name: Mike Dillon
Title: Secretary
Date: December 22, 2014