

P100000022595

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(City/State/Zip/Phone #)

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PICK-UP

☐

WAIT

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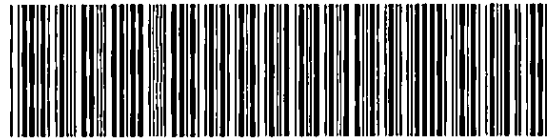
(Business Entity Name)

(Document Number)

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18 FEB 15 AM 12:31
TALLAHASSEE, FLORIDA

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2018 FEB 16 AM 8:25
TALLAHASSEE, FLORIDA

Anund

FEB 19 2018

I ALBRITTON

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SCOTLYNN USA DIVISION, INC.

Signature _____

Requested by: BA

2/15/18

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
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____ ☒ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
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____ Cert. Copy _____
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____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
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____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 16, 2018

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: SCOTLYNN USA DIVISION, INC.
Ref. Number: P10000022595

We have received your document for SCOTLYNN USA DIVISION, INC. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file your document is \$35.

There is a balance due of \$10.00.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 318A00003321

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18 FEB 16 AM 11:55
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
SCOTLYNN USA DIVISION, INC.

Document Number: P10000022595

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

ARTICLE III.

A. CLASS A COMMON SHARES

1. Unlimited number of shares authorized;
2. Par value \$.50 per share;
3. Unlimited divided rights subject only to the restriction that no dividends may be declared if such dividends would leave insufficient net assets in the corporation to satisfy the redemption value of any issued and outstanding special shares and any declared and unpaid dividends outstanding on the special shares;
4. Said shares may be purchased and canceled at any amount up to their Fair Market Value subject to the same restrictions as on the payment of dividends;
5. Each share will have one (1) vote; and
6. Said shares upon liquidation, dissolution, etc., will be entitled to the remaining assets of the corporation after full redemption of the special shares.

B. CLASS A SPECIAL SHARES.

1. Unlimited number of shares authorized;
2. Redeemable and retractable at an amount to be determined by the Board of Directors. The redemption amount for the Class A special shares shall be equal to the Fair Market Value of the property received by the corporation in consideration of the Class A special shares issued by the corporation (minus any liabilities assumed by the corporation and any other non-share consideration given by the corporation therefore), divided by the number of special shares so issued. The share attributes should include a provision providing that if the Fair Market Value of the property for which the shares were issued, is determined to be an amount different than the amount initially determined by the Directors, the redemption value of the shares will be adjusted accordingly;
3. Entitled to an annual non-cumulative dividend, in priority to all other classes of shares of no more than 8% of their redemption amount if and when declared by the Board of Directors;
4. Purchasable for cancellation at any amount up to, but not exceeding, their redemption amount;
5. Non-voting; and
6. On liquidation, dissolution, etc., entitled to their redemption amount plus any declared and unpaid dividends and no more, in priority to all other classes of shares.

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2019 FEB 15 PM 6:25
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

The date of each amendment(s) adoption: February 14, 2018, if other than the date this document was signed.

Effective date if applicable: February 15, 2018
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

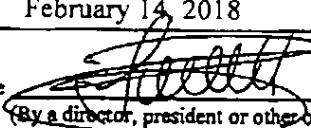
"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated February 14, 2018

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Scott Biddle

(Typed or printed name of person signing)

Director

(Title of person signing)