

P24000023367

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S. PRATHER

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: OTTER CLAIMS SOLUTIONS, INC.

DOCUMENT NUMBER: P24000023367

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John M. Hemenway

Name of Contact Person

Bivins & Hemenway, P.A.

Firm/ Company

1060 Bloomingdale Ave

Address

Valrico, FL 33596

City/ State and Zip Code

jhemeway@bhpalaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John M. Hemenway

Name of Contact Person

at ( 813 ) 643-4900

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

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Pursuant to Sections 607.1006 and 607.0120 of the Florida Business Corporation Act, **OTTER CLAIMS SOLUTIONS, INC.**, a Florida corporation, adopts these First Articles of Amendment to Articles of Incorporation:

FIRST: The name of the corporation is OTTER CLAIMS SOLUTIONS, INC.:

SECOND: Article IV of the corporation's Articles of Incorporation is deleted in its entirety and shall be replaced in its entirety by the following provision:

## ARTICLE IV. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding at any time is 10,000 shares of common stock having no par value per share and divided into 9,000 shares of Class A voting stock and 1,000 shares of Class B non-voting stock. The corporation is not authorized to issue fractional shares of its common stock. The consideration to be paid for each share of capital stock shall be fixed by the Board of Directors and may consist of any tangible or intangible property or benefit to the corporation, including, but not limited to, cash, promissory notes, services performed, other securities of the corporation, or promises to perform services for the corporation that are evidenced by a written contract with a value, in the judgement of the Board of Directors, that is adequate. The corporation has the right to purchase or otherwise acquire shares of its own capital stock to the extent provided by law, its Bylaws, the Articles of Incorporation, or any agreement duly executed on behalf of the corporation.

The Class A common stock is voting stock and is entitled to (a) one vote per share on all corporate actions requiring shareholder approval and (b) participate in all distributions declared by the corporation's Board of Directors on a 90/10 basis with the Class B common stock such that 90% of all distributions are payable to the holders of the Class A common stock, and otherwise shall have all the benefits, entitlements, and privileges of common stock under Florida law. The Class B common stock is non-voting stock and shall (a) not be entitled to vote on any corporate action requiring shareholder approval unless a vote of the Class B common stock is expressly required by Florida law for non-voting shares and (b) participate in all distributions declared by the corporation's Board of Directors on a 10/90 basis with the Class A common stock such that 10% of all distributions are payable to the holders of the Class B common stock.

If Florida law expressly requires a vote of the Class B common stock on any corporate action, the Class A common stock and Class B common stock, together, shall constitute a single separate voting group on the corporate action requiring shareholder approval under Florida law and a separate vote of the Class A common stock as a single separate voting group also is required on that matter requiring shareholder approval; otherwise, the Class A common stock shall constitute the only voting group entitled to vote on any corporate action requiring shareholder approval. The Class A common stock and Class B common stock have the same preferences, limitations, and relative rights except as set forth in these Articles of Incorporation with respect to voting rights and distribution rights.

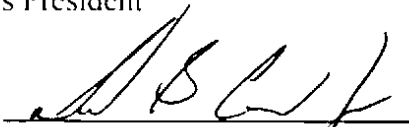
THIRD: The foregoing amendment to Article IV of the corporation's Articles of Incorporation was adopted and approved on September 30, 2024, by written consent of all of the shareholders of the corporation. The number of votes cast for the amendment by the shareholders was sufficient for the approval of the amendment; and

FOURTH: The foregoing amendment will become effective when these First Articles of Amendment to Articles of Incorporation are filed with the Florida Department of State. When these First Articles of Amendment to Articles of Incorporation become effective, the 275 issued and outstanding shares of the corporation's common stock, no par value, will be reclassified into 3,755 fully paid and nonassessable shares of common stock having no par value per share and divided into 3,750 shares of the Class A voting stock and 5 shares of Class B non-voting stock.

EXECUTED: September 30, 2024

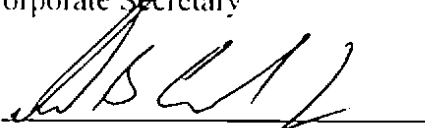
**OTTER CLAIMS SOLUTIONS, INC.,**  
a Florida corporation

By: **LUTRINAE, LLC,**  
a Wyoming limited liability company,  
as its President

By:   
**Donald B. Crouch, Jr.**  
Manager

ATTEST:

**LUTRINAE, LLC,**  
a Wyoming limited liability company,  
as Corporate Secretary

By:   
**Donald B. Crouch, Jr.**  
Manager

Otter Claims Solutions, Inc.\2024 Recapitalization\Articles of Amendment.Otter.1st.v2.10-22-24

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