

**ATTORNEY LETTER FOR
AMENDED AND RESTATED ANNUAL REPORT FOR
FISCAL YEAR ENDED DECEMBER 31, 2023**

Michael J. FitzGerald*
Eoin L. Kreditor*
Lynne Bolduc
Robert C. Risbrough
George Vausher, LLM, CPA‡
David M. Lawrence
Brook John Changala
Natalie F. Foti
Josephine Rachelle Aranda
Pfrancez C. Quijano
William Allen Miller
Litao Zhou
Ikechukwu (Ike) Ubaka
Vivian K. Pham
John M. Marston†
Kelly P Pfeiffer†
Deborah M. Rosenthal†
Maria M. Rullo†
Paul J. Sievers†

September 20, 2024

OTC Markets Group Inc.
304 Hudson Street, 3rd Floor
New York, NY 10013

Re: AmeraMex International Inc.
Amended and Restated Annual Report for the Fiscal Year ended
December 31, 2023

Dear OTC Markets Group:

This law firm has been retained as securities counsel to AmeraMex International Inc., a Nevada corporation, with its principal office in Chico, California (the “Issuer”), which issues securities quoted on the OTC Pink Sheets (the “Securities”). As counsel to the Issuer, we have been requested to provide a letter with respect to the information publicly disclosed by the Issuer in its Amended and Restated Annual Report for the fiscal year ended December 31, 2023 and published through the OTC Disclosure & News Service on September 20, 2024. Specifically, we have been asked to determine whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933 (the “Act”).

I am a U.S. resident, and I am licensed to practice law in the State of California. This opinion is limited to the laws of the United States of America. I am not currently, nor have I been in the past five years, been suspended or barred from practicing in any state or jurisdiction and have not been charged in a civil or criminal case. I am permitted to practice before the Securities and Exchange Commission (“SEC”) and have not, at any time, been prohibited from practice thereunder. I do not beneficially own any shares of the Issuer’s securities and there is no agreement between me and the Issuer to receive in the future, shares of the Issuer’s stock, in payment for services.

In connection with the opinion set forth below, I have examined the corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering the letter. The documents (the “Documents”) that I have reviewed included, but were not limited to the Issuer’s Amended and Restated Annual Report for the fiscal year ended December 31, 2023, which includes the Issuer’s financial statements (the Balance Sheet,

Statement of Cash Flow, and Statement of Operations) for the fiscal year ended December 31, 2023, and published on the OTC Markets website on September 20, 2024.

In examining the Documents, I have assumed that:

1. All statements and representations contained therein were accurate and truthful;
2. All signatures contained therein were genuine;
3. All documents submitted to me as originals were true and completed;
4. All copies submitted to me were true and accurate copies; and
5. All natural persons who signed documents had the legal capacity to do so.

I have also relied upon certain matters of fact contained in public information, disseminated by public officials and obtained from officers of the Issuer. After reasonable investigation, I believe these sources for such information to be reliable and truthful.

I have reviewed the Documents published by the Issuer on the OTC Disclosure & News Service and, after reasonable investigation, it is my opinion that the Documents constitute “adequate current public information” concerning the Issuer’s securities and “is available” within the meaning of Rule 144(c)(2) under the Act. It is my further opinion that the Documents include all of the information that a broker-dealer would be required to obtain for the Issuer’s securities under Rule 15c2-11 of the Securities Exchange Act of 1934. It is my opinion that such Documents comply as to form with the OTC Markets Group’s Guidelines Pink Basic Disclosure Guidelines, which are located on the internet at www.otcmarkets.com. Finally, the Documents have been posted through the OTC Disclosure & News Service.

The person responsible for the preparation of the unaudited financial statements contained in the Documents was Michael McKennon of DBBMcKennon, the accountant of the Issuer. DBBMcKennon is a full-service, PCAOB Registered Certified Public Accounting firm and Michael McKennon is a Certified Public Accountant.

The Issuer’s transfer agent is Securitize (f/k/a Pacific Stock Transfer Co.), which is registered with the SEC. We reviewed the shareholder list provided by such transfer agent to confirm the number of outstanding shares set forth in the Documents.

The Issuer was previously a “shell company” as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934. However, based on my review of the current and historical financial statements of the Issuer, publicly available reports of the Issuer, and relevant information made available to me by the Issuer, it is my opinion that the Issuer is not now a “shell company.”

I have met personally with Lee Hamre, the Issuer’s CEO, and have met via video conference all of the Directors and management. I have reviewed the Documents published by the Issuer through the OTC Disclosure & News Service. I have also discussed the Documents with management and all of the Directors of the Issuer.

To the best of my knowledge, after inquiry of management and the Directors of the Issuer, neither the Issuer of the Securities, any 5% holder of such securities, nor counsel is currently under investigation by any federal or state regulatory authority for any violation of federal or states securities laws.

OTC Markets Group is entitled to rely upon this letter in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Act. No person other than OTC Markets Group is entitled to rely upon this letter and I hereby grant OTC Markets Group full and complete permission and rights to publish the letter through the OTC Disclosure & News Service for viewing by the public and regulators.

Very truly yours,



Lynne Bolduc, Esq.

cc: Lee Hamre, CEO of AmeraMex International, Inc.