REVISED BY-LAWS

of

DAIRY CANYON, INC.

Offices ARTICLE I

The principal office of the corporation in the State of Utah shall be located in the City of Kanab, County of Kane, State of Utah. The corporation may have such other offices either within or without the State of Utah as the Board of Directors may designate or as the business of the corporation may require from time to time.

The registered office of the corporation required by the Utah Business Corporation Act to be maintained in the State of Utah may be, but need not be, identical with the principal office in the State of Utah, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

Shareholders and Family Representatives

Section 1. The original eight (8) shareholders namely, Leonard Heaton, Jennie Brown, Clifford Heaton, Richard Heaton, Grant Heaton, Grace Judd, Alyce Parsons, and LaVina Meeks, are deceased without the proper transfer of their original shares.

Section 2. The present Board of Directors, (family representatives) authorize the Corporation to reissue shares only to the family representatives of each of the original eight (8) shareholders. Shares can only be transferred to members of the original shareholder families. The Articles of Incorporation are hereby amended. The number of shares is eight (8), one share for each of the original shareholders. The shareholders and the Board of Directors are the same.

Section 3. The new shareholders will have the authority to act in accordance with the Revised By-Laws of the Corporation.

Section 4. The shares carry no monetary value but have the voting rights of the Corporation. The ownership of the Corporation is vested in the undivided interest of the descendants of the original eight (8) shareholders. The purpose of this statement is to prevent any share holder from requesting a “cash out” option.

Section 5. The final disposition of the Corporation and the ranch, when the purpose of providing a family reunion place can no longer be maintained, will be decided by the leadership of the Corporation and the manner in which the proceeds will be dispersed among the family members.

Section 6. The restated purpose of the Dairy Canyon Corporation and any following organization is to maintain the Dairy Canyon Ranch for the use of family members for Family Reunions and any other family gatherings.

ARTICLE III

Shareholders Meetings

Section 1. Meetings of the shareholders shall be held on the 1st Sunday of the month at the hour of 7:00 o’clock P.M. Utah time, as called, for the purpose of transacting such business as may come before the meeting. The shareholders meeting may be held virtually.

Regular or Special Meetings

Section 2. Regular or special meetings of the shareholders, for any purpose or purposes, may be called by the President or shall be called by the President at the request of two or more of the sharholders of the corporation.

Place of Meeting

Section 3. The Board of Directors may designate any place, either within or without the State of Utah, or to be held virtually, as the place of meeting called by the Board of Directors.

Notice of Meeting

Section 4. Written, printed, or email, notice stating the place, day and hours of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than three (3) nor more than ten (10) days before the date of the meeting, either personally, by mail, or emaiI, by or at the direction of the President, or the Secretary, or the officer or persons calling the meeting.

Closing of Transfer Books Or Fixing of Record Date

Section 5. For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or in order to make a determination of shareholders for any other proper purpose, the Board of Directors of the corporation may provide that the transfer books shall be closed prior to the meeting.

Voting Lists

Section 6. The officer or agent having charge of the share transfer books of the corporation shall make a complete list, including address and contact information, of the shareholders upon request of any shareholder.

Quorum

Section 7. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If less than a majority of the outstanding share are represented at a meeting, a majority of the share so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

Proxies

Section 8. At all meetings of shareholders, a shareholder may vote by proxy by a substitute member of the same family.

Voting of Shares

Section 9. Each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote at a meeting of shareholders.

Voting of Shares by Certain Holders

Section 10. Shares standing in the name of a family trust may be voted by the designated share holder or their substitute.

Informal Action by Shareholders

Section 11. Any action required to be taken at a meeting of the shareholders, or any other action which may be taken at a meeting of the shareholders may be taken without a meeting if a consent in writing, setting forth the action so taken shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof.

ARTICLE IV

Board of Directors General Powers

Section 1. The business and affairs of the corporation shall be managed by its Board of Directors.

Number, Tenure, And Qualification

Section 2. The number of directors of the corporation shall be eight (8). Each director shall hold office until his successor shall have been designated by their family. Directors need not be residents of the State of Utah.

Regular Meetings

Section 3.

Regular meetings Board of directors shall be held on the first Sunday of each month, by internet, at 7PM Utah time. Internet notices shall be sent at least 3 days prior to the meeting.

Special Meetings

Section 4. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) or more of the directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Utah, as the place for holding any special meeting of the Board of Directors called by them, or by internet.

Notice

Section 5. Notice of any special meeting shall be given at least three (3) days previously thereto by written notice delivered personally or mailed or emailed, to each director at his business address, or by telegram

Quorum

Section 6. A majority of the number of directors fixed by Section 2 of Article II shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such majority is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Manner of Acting

Section 7. The act of the majority of the directors present a meeting at which a quorum is present shall be the act of the Board of Directors.

Vacancies

Section 8. Any vacancy occurring in the Board of Directors must be filled by the family of the vacant Director.

Compensation

Section 9. By resolution of the Board of Directors, the Directors may be paid their expenses, if any, of attendance at a meeting of the Board of Directors.

Presumption of Assent

Section 10. A Director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting.

Officers ARTICLE V

Section 1. The officers of the corporation shall be a President, a Vice-President, and a Secretary, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two (2) or more offices may be held by the same held by the same person, except the offices of President and Secretary.

Election and Term of Office

Section 2. The officers of the corporation to be elected by the Board of Directors shall be elected annually by the Board of Directors at the annual meeting of the shareholders. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until their successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Removal

Section 3. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interest of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Vacancies

Section 4. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, must be filled by the Board of Directors for the unexpired portion of the term.

President

Section 5. The president shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the shareholders of the Board of Directors. He may sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, certificates for shares of the corporation, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Vice-President

Section 6. In the absence of the President or in the event of his death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President may sign, with the Secretary, certificates for shares of the corporation; and shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Secretary

Section 7. The Secretary shall: (a) keep the minutes of the shareholders’ and the Board of Directors’ meetings; (b) see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized; (d) keep a register of the post office address and email address of each shareholder which shall be furnished to the Secretary by such shareholder; (e) sign with the President or Vice-President, certificates for share of the corporation, the issuance of which shall have been authorized by resolution of the Board of Directors: (f) have general charge of the stock transfer books of the corporation; and (g) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If requited by the Board of Directors he shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositaries as shall be selected in accordance with the provisions of Article V of these By-laws.

Salaries

Section 9. The salaries of the officers shall be fixed from time to time by the Board of Directors and no officer shall be prevented from receiving such salary by reason of the fact that he is a director of the corporation.

ARTICLE VI

Contracts, Loans, Checks, And Deposits Contracts

Section 1. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contracts or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Loans

Section 2. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Checks, Drafts, etc.

Section 3. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Deposits

Section 4. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositaries as the Board of Directors may select.

ARTICLES VII

Certificates for Shares and Their Transfer

Section 1. Certificates representing shares of the corporation shall be in such form as shall be determined by the Board of Directors. Such certificates shall be signed by the President or Vice-President and by the Secretary. All certificates for shares shall be consecutively numbered or otherwise identified. The name and address of the person to whom the shares represented thereby are issued, with the number of shares and date of issue, shall be entered on the stock transfer books of the corporation. All certificates surrendered to the corporation for transfer shall be canceled and no new certificate shall be issued until the former certificate for a like number of shares shall have been surrendered and cancelled, except that in case of a lost, destroyed, or mutilated certificate a new one may be issued therefore upon such terms and indemnity to the corporation as the Board of Directors may prescribe.

Transfer of Shares

Section 2. Transfer of shares of the corporation shall be made only on the stock transfer books of the corporation by the holder of record thereof or by his legal representative, who shall furnish proper evidence of authority to transfer, and filed with the Secretary of the Corporation, and on surrender for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the corporation shall be deemed by the corporation to be the owner thereof for all purposes.

ARTICLE VIII

Fiscal Year

The fiscal year of the corporation shall begin on the first day of January, except that the first fiscal year shall commence upon the date that the corporation commences to do business and end on the 31st day of December each year.

Article IX

Dividends

The corporation shall not pay dividends.

Article X

Seal

The Board of Directors shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the corporation and the state of incorporation and the words,

“Corporate Seal”.

ARTICLE XI

Waiver of Notice

Whenever any notice is required to be given to any shareholder or director of the corporation under the provisions of these By-laws or under the provisions of the Articles of Incorporation or under the provisions of the Utah Business Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such notice, shall be accepted.

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