

**BY-LAWS
OF
SALTIRE INVESTMENT CORP**

SECTION I: CORPORATE ADDRESSES

1. PRINCIPAL OFFICE

The Corporation shall initially maintain its principal office and mailing address at 5 Lone Hollow Cove, Sandy Utah 84092.

The Corporation may change its principal place of business or its mailing address at any time without the need to amend these bylaws, and may maintain other offices or places of business, in or outside Utah, as the shareholders deem useful to the conduct of its business, so long as the Corporation shall comply with the laws of said locations.

2. REGISTERED OR STATUTORY OFFICE AND AGENT

The Corporation shall have Chris Neil as its registered agent, whose street address is 5 Lone Hollow Cove, Sandy Utah 84092.

The Corporation may change its registered agent at any time without the need to amend these bylaws, by making the required filing with the Utah Division of Corporations and Commercial Code.

SECTION II: SHAREHOLDERS

1. SHAREHOLDER(S) TO ELECT DIRECTOR(S)

The Shareholders shall elect the directors, who shall have the authority to manage the Corporation pursuant to Section III below, except for those matters expressly reserved to the shareholders by these bylaws.

2. ANNUAL MEETING

Beginning in 2019, the shareholder(s) shall hold an annual meeting each year during the month of February, at any location agreed to by the shareholders. As long as the Corporation has two or fewer shareholders, the Corporation may, but need not, send a written notice of the meeting, stating the date, time and place of the meeting.

At the annual shareholders' meeting, the shareholders shall elect directors and transact any business of the Corporation that may need the input or decision of the shareholders

3. SPECIAL MEETINGS

The Board of Directors, the President of the Corporation, or the holders of not less than ten percent (10%) of the outstanding shares of the Corporation may call a special meeting of the

shareholders for any purpose permitted under the laws of Utah. The notice of the special meeting shall state the purpose or purposes of the meeting, and no other business may be heard at the special meeting except with the consent of all shareholders.

4. **INFORMAL MEETINGS AND ACTIONS WITHOUT MEETINGS**

Any action which would normally require a vote at a meeting of the shareholders, may be taken telephonically by informal meeting, without the need for advance notice, as long as (i) all shareholders waive the need for a meeting, and (ii) if telephonically, each shareholder can hear each other shareholder. Any consent to an action without a meeting shall be made in writing and shall be signed by shareholders holding at least the minimum number of shares necessary for the action to be taken at a meeting.

5. **VOTING; MINUTES OF MEETINGS**

Each shareholder shall have one vote per share owned. All actions of the shareholders shall require a simple majority vote unless otherwise stated in these bylaws. The shareholders shall cause minutes of their meetings, votes and key decisions to be made and kept with the other key records of the Corporation.

SECTION III: DIRECTORS

1. **DIRECTORS**

The Corporation shall have the minimum number of directors required by law, unless the shareholders unanimously agree to a different number of directors by an amendment of the Corporation's Articles of Incorporation.

2. **DIRECTORS TO MANAGE CORPORATION**

The director(s) will manage the day to day affairs of the Corporation and shall have all powers typically delegated to directors, including, without limitation, the power to appoint officers, the power to establish bank accounts and reserves, the power to hire and fire employees, and the power to cause the Corporation to enter into contracts and agreements of all types.

3. **MEETINGS OF DIRECTORS**

The directors will hold an annual meeting immediately following the annual meeting of shareholders. The directors shall hold additional meetings at such times and places the directors deem expedient for the efficient management of the Corporation's business. The directors shall cause minutes of their meetings and key decisions to be made and kept with the other key records of the Corporation. Each director shall have one vote on all matters coming to a vote of the directors.

4. **INFORMAL MEETINGS AND ACTIONS WITHOUT MEETINGS**

The Board of Directors may act without a formal meeting so long as each member of the

Board consents to such action, in writing, before any action is taken. The Minutes of the Corporation shall contain written evidence of the unanimous consent of the Directors to any such action. All participants must be able to hear all other participants in any informal action by telephone or other voice and or video communications equipment. Participation in such an informal meeting shall constitute attendance in person at such meeting.

5. QUORUM

Unless the Corporation shall have more than three directors, all directors must be present to have a quorum at any meeting of directors.

6. VACANCIES

The shareholders shall fill any vacancy on the board of directors at a special meeting called for that purpose as soon as possible after the vacancy is created.

SECTION IV: OFFICERS

1. ELECTION OF OFFICERS

The Corporation shall have a President, who shall be Chris Neil until replaced by the directors. The Corporation may, but does not need to have secretary, treasurer and one or more vice presidents, if the shareholders so determine by majority consent. All officers serve at the pleasure of the shareholders. Election or appointment to an office of the Corporation shall not, in itself, create any contract rights.

2. DUTIES OF PRESIDENT

The President shall be the chief executive officer of the Corporation. The President shall preside at all meetings of shareholders; shall carry out all orders and resolutions of the directors and shareholders; shall have the general charge and responsibility for the conduct of the Corporation's business usually vested in the office of president of a Corporation, subject to the authority of the shareholders; shall direct and supervise all other officers of the Corporation; may enter into and execute contracts or other instruments in the normal course of business; shall be an ex-officio member of all standing committees; shall prepare and present an annual report to the shareholders prior to annual meeting of shareholders, and shall also present a report to the shareholders at their annual meeting.

Unless the Corporation shall have a treasurer, the President shall have custody of the funds and securities of the Corporation and keep complete and accurate records and books which shall document the receipts and disbursements of the corporate funds, and provide a complete accounting of all the Corporation's financial activities to the Shareholders as requested. The President shall maintain a ledger showing all shares of stock in the Corporation issued and/or transferred.

Unless the Corporation shall have a secretary, the President shall also attend all meetings of

the shareholder(s), and record, or cause to be recorded, the minutes or proceedings of said meetings, and shall ensure that all such minutes are kept in the permanent records of the Corporation.

3. **REPLACEMENT OF OFFICERS; NAMING NEW OFFICERS**

The directors may remove any officer for cause. The directors shall select the replacement for any officer who resigns, is removed or who ceases to be an officer for any other reason. The directors shall appoint individuals to serve in any other officer positions the shareholders shall determine is in the Corporation's best interest to have.

4. **SIGNATURES ON CHECKS**

The President shall be authorized to sign checks or check vouchers for payment of Corporate debts, and may authorize any other person to do so as well.

SECTION V: FEDERAL TAX ELECTIONS

1. **SUBCHAPTER "S" ELECTION**

If the Corporation's shareholder(s) shall elect to have the Corporation taxed as a subchapter S corporation in accordance with 26 U.S.C. §1361, the officers shall have the responsibility to cause the Corporation to file the necessary election with the IRS, and that the Corporation takes all measures required to maintain its S Corporation status.

2. **SECTION 1244 ELECTION**

The corporation shall operate in a manner that allows the Corporation to be defined as a "Small Business Corporation" pursuant to IRC §1244, and to issue its capital stock as defined in IRC §1244(c)(1), as amended. Its stock shall be designated as Section 1244 Stock, to allow Shareholders to treat loss on sale or exchange of stock as an "ordinary loss" on personal income tax returns, assuming compliance to IRC Section 1244. The officers of the corporation shall insure that all the applicable requirements of IRC Section 1244 are and shall continue to be met.

SECTION VI: NOTICES AND WAIVERS OF NOTICE

1. **NOTICE**

The Corporation may notify the shareholders or directors of any meeting or event informally, by telephone or other method, and need not give written notice of any meeting or event. Any time one person entitled to notice of any meeting or event requests written notice, however, the Corporation shall send written notice to all those entitled to notice.

Any written notice shall state the place, date, day, and time the meeting. Notice of any special meeting shall state the purpose(s) for the meeting. Notice shall be delivered not less

than five (5) days nor more than thirty (30) days before the date of the meeting. Notices shall be considered delivered as follows: (i) if mailed, two business days after deposit with all postage prepaid, in the first class in the United States mail addressed to the shareholder at the address listed in the share transfer records of the Corporation for such shareholder; (ii) if sent by a nationally recognized overnight courier service, one business day after deposit with the courier, all delivery charges prepaid and addressed to the shareholder at the street address listed in the share transfer records of the Corporation for such shareholder; (iii) when sent by email, the day the sender receives back a receipt of delivery to the email address listed in the share transfer records of the Corporation for such shareholder; and (iv) when sent by facsimile, when the sender receives a confirmation of transmission to the facsimile number listed in the share transfer records of the Corporation for such shareholder.

2. WAIVER OF NOTICE

Anyone entitled to notice by these bylaws, the Articles of Incorporation or the laws of Utah may waive such notice in a writing, executed before, during or after the meeting or event for which notice was required. Any person who attends a meeting or event without formally protesting a failure to receive proper notice prior to the conclusion of the meeting or event, shall have waived such notice conclusively.

SECTION VII: SHARES, CERTIFICATES AND TRANSFERS OF STOCK

1. VOTING

Every shareholder shall have one vote per share owned on any matter coming to the shareholders for a vote. Votes may be taken informally or in writing, as the President determines is in the best interest of the Corporation, or as required by law.

2. SHAREHOLDERS OF RECORD

Only shareholders of record may vote. The shareholders listed in the Corporation's stock ledger on the date before giving notice of any meeting or event (or the day before any meeting or event for which no notice was given) shall be considered "shareholders of record" for such meeting or event. The Corporation will not be bound to recognize any equitable or other claim to or interest in any shares on the part of any person not listed in the Corporation's stock ledger, except as expressly required by the laws of Utah.

3. RECORD OF TRANSFERS

The Corporation shall record all transfers of shares in its stock ledger and shall confirm that any certificates are properly endorsed and canceled and shall issue new Certificates as required. Only the holder of shares shown in the stock ledger of the Corporation, or his or her lawfully appointed representative, may request a transfer of shares from the listed shareholder.

4. ISSUANCE OF CERTIFICATES

Shares of the corporation's stock need not be represented by certificates. If the Corporation chooses to issue stock certificates, it shall issue a certificate to each shareholder of record as the Corporation's stock ledger discloses. Any certificates shall be numbered in sequence, shall be signed by the President of the Corporation, and shall exhibit the shareholder's name and the number of shares held. The Corporation's stock ledger shall record the certificate number(s) issued to each shareholder.

If the Corporation issues certificate and a certificate becomes lost or stolen, the Corporation may issue a replacement certificate. The shareholder must notify the President in the form of a written affidavit. The President shall authorize, at its discretion, the issuance of a replacement certificate(s), and may, at her discretion, require a bond or other indemnity with surety in a form satisfactory to her.

SECTION VIII: DIVIDENDS AND DISTRIBUTIONS

1. NO RIGHT TO DIVIDENDS OR DISTRIBUTIONS

No shareholder has a right to any dividend or distribution. The President may set aside in a reserve any portion of the funds otherwise available for payment of dividends for any purpose the President deems to be in the best interest of the Corporation. Any reserve fund may be changed or abolished by the President at his discretion, and no person obtains any vested right to any funds so reserved.

2. DECLARING DIVIDENDS

The President shall determine whether and when to distribute profits and other reserved funds to shareholders. The President may only cause the Corporation to make a distribution made if the Corporation has funds available to do so without causing the Corporation to suffer adverse financial consequences. The Corporation may pay distributions in cash, property or in shares of the capital stock of the Corporation.

SECTION IX: INDEMNIFICATION AND DEALING WITH SHAREHOLDERS AND OFFICERS

1. INDEMNIFICATION

The Corporation shall indemnify the shareholders and officers to the greatest extent permitted by law. The Corporation may purchase insurance to cover its indemnity obligations.

2. CORPORATE TRANSACTIONS WITH DIRECTORS, OFFICERS AND SHAREHOLDERS

To the extent permitted by applicable law, any director, officer or shareholder acting on behalf of the Corporation, is hereby authorized to purchase property from, sell property to, or otherwise deal with the Corporation, any other shareholder or officer, without violating

any fiduciary obligations, *provided that* any such purchase, sale, or other transaction is made on terms and conditions no less favorable to the Corporation than if the sale, purchase, or other transaction had been entered into with an independent third party. The directors shall seek the advice of a disinterested person in any case where they cannot determine that the transaction is on terms as favorable to the Corporation as a similar transaction with an independent third party.

SECTION X: MISCELLANEOUS

1. AMENDMENTS

The shareholders may, by majority vote, amend these bylaws or the Articles of Incorporation from time to time as they deem to be in the best interest of the Corporation. No amendment shall conflict with the laws of the state of Utah then in force.

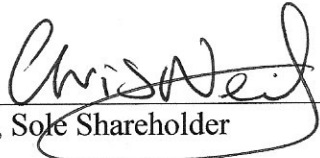
2. FISCAL YEAR

The fiscal year of the Corporation shall begin on the 1st day of January in each year.

3. BOOKS AND RECORDS

The Corporation shall keep its books and records at a place designated by the President, consistent with the laws of Utah.

THE FOREGOING BYLAWS ARE ADOPTED THIS 1 DAY OF NOVEMBER, 2018 by the shareholders of Saltire Investment Corp, all of whom have set their signatures below, confirming their consent to the foregoing bylaws.


Chris Neil, Sole Shareholder