

GALLANT KNIGHTS
A WYOMING LIMITED LIABILITY COMPANY

BYLAWS

ARTICLE I

DIRECTORS

1.1 General Powers.

The Wyoming Limited Liability Company shall have a Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Wyoming Limited Liability Company managed under the direction of, its Board of Directors, subject to any limitation set forth in the Wyoming Gallant Knights, LLC Operating Agreement.

1.2 Number.

The number of directors of the Limited Liability Company shall be not less than three (3) and not more than five (5). The number of directors may be increased or decreased from time to time by the Board of Directors.

1.3 Election and Term.

Additional or successor directors shall be elected in the manner and for the term set forth in the Articles of Limited Liability Company. No individual shall be appointed or elected without the individual's prior consent.

1.4 Removal; Vacancies.

The Board of Directors may remove any director, with or without cause, but only at a meeting called for that purpose, and the notice of the meeting must state that the purpose, or one of the purposes, of the meeting is the removal of the director. The removal of a director shall be effective only upon the affirmative vote of two-thirds of

the directors at any regular or special meeting called for that purpose. A vacancy on the Board of Directors, including a vacancy resulting from the removal of a director or an increase in the number of directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors, and may, in the case of a resignation that will become effective at a specified later date, be filled before the vacancy occurs, but the new director may not take office until the vacancy occurs.

1.4 Meetings.

The Board of Directors may hold regular or special meetings at such place, either within or without the State of Florida, as may be provided in the notice of the meeting and approved by the President or the Secretary Board of Directors. If no such place is designated in the notice of a meeting, it shall be held at the via live video Conference systems or principal office of the Company.

1.5 Notice of Meetings.

Notice of meetings of the Board of Directors shall be given to each director not less than five (5) days before the meeting, by delivering the same to the director in person or to the director's residence or business address (or such other place as the director may have directed in writing) by mail, electronic mail, app messenger, telecopier, telegraph, or other means of written communication or by telephoning such notice to the director. Any such notice shall set forth the time and place of the meeting.

1.6 Waiver of Notice.

A director's attendance at or participation in a meeting waives any required notice to the director of the meeting unless the director at the beginning of the meeting or promptly upon arrival objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting. A director may waive any notice required by law, the Articles of limited liability Company, or these Bylaws before or after the date and time stated in the notice, and such waiver shall be equivalent to the giving of such notice. Except as provided in the next paragraph of this section, the waiver shall be in writing, signed by the director entitled to the notice, and filed with the minutes or corporate records.

1.7 Quorum; Voting.

A majority of the number of directors fixed in these Bylaws shall constitute a quorum for the transaction of business at a meeting of the Board of Directors. The act of a majority of the directors' present at a meeting at which a quorum is present shall be the act of the Board of Directors. A director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is deemed to have assented to the action taken unless the director (i) objects at the beginning of the meeting, or promptly upon arrival, to holding it or transacting specified business at the meeting; or (ii) votes against, or abstains from, the action taken.

1.8 Video Conference or Telephonic Meetings.

The Board of Directors may permit any or all directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

1.9 Action Without Meeting.

Action required or permitted to be taken at a Board of Directors' meeting may be taken without a meeting if the action is taken by all members of the Board. The action shall be evidenced by one or more written consents stating the action taken, signed by each director either before or after the action is taken, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this section shall be effective when the last director signs the consent unless the consent specifies a different effective date and states the date of execution by each director, in which event it shall be effective according to the terms of the consent.

1.10 Compensation and Expenses.

No director shall be entitled to any direct or indirect compensation related to that person's services as a director. A director may be reimbursed for any out-of-pocket expenses incurred on behalf of the Company or in connection with the transaction of the Company's affairs and approved for reimbursement by the Board of Directors or any committee of the Board of Directors specifically authorized to grant such approval.

ARTICLE II

COMMITTEES OF DIRECTORS

2.1 Committees.

The Board of Directors may create one or more committees, including an Executive Committee, may appoint members of the Board of Directors to serve on them.

2.2 Authority of Committees.

To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors, except that a committee may not (i) fill vacancies on the Board of Directors or on any of its committees; (ii) amend the Articles of Limited Liability Company; (iii) adopt, amend, or repeal these Bylaws; (iv) approve a plan of merger or consolidation; (v) approve the sale, lease, or exchange, or the mortgage, pledge, or other disposition of all, or substantially all, of the property and assets of the Company; or (vi) approve revocation of voluntary dissolution proceedings. Committee Meetings; Miscellaneous.

ARTICLE III

Duties of Officers

The provisions of these Bylaws which govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of the Board of Directors shall apply to committees of directors and their members as well.

3.1 Officers.

The officers of the Company shall be a Chairman President, Vice President Executive Director, Secretary and Treasurer, and in the discretion of the Board of Directors, other officers and assistant officers as may be deemed necessary or advisable to carry on the business of the Company. Any two or more offices may be held by the same person.

3.2 Election.

Officers shall be elected by the Board of Directors. They shall hold office, unless removed, until their successors are elected. Any officer may resign at any time upon written notice to the Board of Directors, and no acceptance of a resignation shall be necessary to make it effective.

3.3. Removal of Officers

The Board of Directors may remove any officer or assistant officer at any time, with or without cause.

ARTICLE IV

CONFLICTS OF INTERESTS

The Chairman shall be the Chief Executive Officer of the Limited Liability Company. The Chairman and the other officers of the Company shall have such powers and duties as generally pertain to their respective offices as well as such powers and duties as may be delegated to them from time to time by the Board of Directors.

4.2 Duty of Directors, Officers, and Employees

The directors, officers, and employees of the Company shall exercise the utmost good faith in all transactions touching upon their duties to the Company and its property. In their dealings with and on behalf of the Company, they are held to a strict rule of honest and sincere dealing between themselves and the Company. They shall not use their positions, or knowledge gained therefrom, so that a conflict might arise between the Company's interest and that of the director, officer, or employee.

4.2 Interest.

For purposes of this policy, a person shall be deemed to have an "interest" in a contract, transaction, or other arrangement, or in the same or related business as the Company, if the person is the party (or one of the parties) or is a director, trustee, officer, or general partner of, or has a material financial or influential interest in, an entity that is the party (or one of the parties) contracting or dealing with the Company. Relationships and dealings of the Company with Company's, partnerships, joint ventures, or other entities owned, controlled, or managed by the Company shall not constitute interests under this Article.

4.3 Full Disclosure

Any director, officer, or employee having an interest in a contract, transaction, or arrangement presented to the Board of Directors or a committee thereof for consideration, authorization, approval, discussion, or ratification, shall make a prompt, full, and frank disclosure of his or her interest to the Board of Directors at the first meeting

of the Board in each year, or before the Board or committee takes action on such contract, transaction, or arrangement. Such disclosure shall include any relevant and material facts known to such person that might reasonably be construed to be adverse to or potentially adverse to the Company's interest.

4.4 Standards and Procedures

Corrective and Disciplinary Action

(a) The Board of Directors shall determine, by majority vote, whether the disclosure shows that a conflict of interests exists, or can reasonably be construed to exist.

(b) The Board of Directors may request the person to provide factual information regarding the potential or actual conflict of interests and such proposed contract, transaction, or arrangement.

(c) If deemed appropriate, the Board of Directors may appoint a non-interested person or committee or subcommittee, respectively, to investigate alternatives to such proposed contract, transaction, or arrangement.

(d) If a conflict of interests is deemed to exist, the person having the conflict of interests shall not participate or attend, vote on, or use his or her personal influence in connection with, the discussions, deliberations, or vote with respect to such contract, transaction, arrangement, or related matters affecting the Company.

(e) At any meeting of the Board of Directors where such contract, transaction,

arrangement, or related matters are under discussion or are being voted upon, a quorum is present if a majority of directors who have no direct or indirect personal interest in such contract, transaction, or arrangement participate in the vote held to authorize, approve, or ratify such contract, transaction, or arrangement.

(f) In order to approve such contract, transaction, or arrangement, the Board of Directors must first find, by majority vote without counting the vote of the interested director or directors, that: (i) the proposed contract, transaction, or arrangement is in the Company's best interest and for its own benefit; and (ii) the proposed contract, transaction, or arrangement is fair and reasonable to the Company.

(g) The minutes of the meeting shall reflect the disclosure made, the persons present for the discussion and vote, the content of the discussion, the vote thereon (including any roll call), and, where applicable, the abstention from voting and participation, and that a quorum was present. The Company shall keep minutes of the discussions and deliberations as part of the minutes of the Company.

ARTICLE V

MISCELLANEOUS PROVISIONS

5.1 The violation of this Conflicts of Interests

Policy is a serious matter and may constitute "cause" for removal or termination of a director, officer, or employee.

5.2 Directors Agreement.

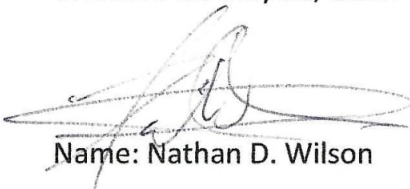
The provisions of these Bylaws shall constitute a director agreement under Wyoming CHAPTER 29 - WYOMING LIMITED LIABILITY COMPANY ACT "Articles of organization" means the articles required by W.S. 17-29-201.

5.3 Fiscal Year

The fiscal year of the Limited Liability Company shall be determined in the discretion of the Board of Directors, but in the absence of any such determination it shall be the calendar year.

Interpretation. For the purpose of construing these Bylaws, unless the context indicates otherwise, words in the singular number shall be deemed to include words in the plural and vice versa, and words in one gender shall be deemed to include words in other genders. Amendments. These Bylaws may be amended or repealed, and new Bylaws may be made at any meeting of the Board of Directors.

These Bylaws were adopted by unanimous written consent by the Board of Directors effective on May 22, 2021



Name: Nathan D. Wilson

Sole Ownership-Chairman and CEO
Gallant Knights, LLC

STATE OF WYOMING
Office of the Secretary of State

I, ED MURRAY, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

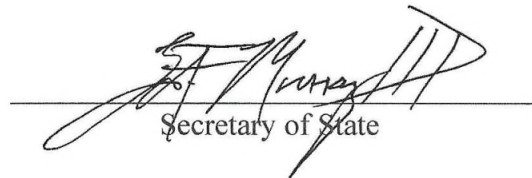
Gallant Knights, LLC
is a
Limited Liability Company

formed or qualified under the laws of Wyoming did on **August 27, 2010**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2010-000589165**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 3rd day of July, 2017 at 7:17 AM. This certificate is assigned 023504622.




Secretary of State

Notice: A certificate issued electronically from the Wyoming Secretary of State's web site is immediately valid and effective. The validity of a certificate may be established by viewing the Certificate Confirmation screen of the Secretary of State's website <http://wyobiz.wy.gov> and following the instructions displayed under Validate Certificate.