

FIRST AMENDMENT TO
BYLAWS OF
ROCKING STAR RANCH ASSOCIATION, INC.

This FIRST AMENDMENT TO BYLAWS OF ROCKING STAR RANCH ASSOCIATION, INC. (as amended, restated, supplemented, or otherwise modified from time to time, this "**First Amendment**") is made as of August 16, 2025 by ROCKING STAR RANCH ASSOCIATION, INC. (the "**Corporation**").

RECITALS

- A. WHEREAS, the Corporation has previously adopted certain bylaws (the "**Bylaws**").
- B. WHEREAS, pursuant to Section XXV of the Bylaws, the Board of Directors has the power to make, alter, amend, or repeal the Bylaws after the affirmative vote of two-thirds (2/3) of the members having voting rights at any annual or special meeting.
- C. WHEREAS, the Corporation held an annual meeting on August 16, 2025.
- D. WHEREAS, at said annual meeting, the Corporation set forth a proposal to amend the terms of the officers of the Board of Directors, as more particularly set forth below.
- E. WHEREAS, at said annual meeting, such proposal was affirmed by at least two-thirds (2/3) of the members having voting rights.
- F. NOW THEREFORE, the Corporation adopts the following amendments to the Bylaws.

AGREEMENT

- 1. **Defined Terms.** Capitalized terms used herein but not otherwise defined shall have the meanings given thereto in the Bylaws.
- 2. **Amendments to Bylaws.**
 - a. **Board Term.**
 - i. **Two Year Terms.** Section XI of the Bylaws is hereby amended and restated in its entirety as follows: "The Board of Directors shall elect a President, a Vice President, a Treasurer, a Secretary, and an At-Large position, who shall each hold their offices for two (2) years until their successors shall have been duly elected and qualified. No two (2) offices may be held by the same person at any one time."
 - ii. **Staggered Board; 2025 Election.** Notwithstanding the above, only for the first election after the date of this First Amendment (2025 election), three (3) of the Directors shall hold their offices for two (2) years each and two (2) of the Directors shall hold their offices for one (1) year each. The Board of Directors elected in the 2025 election shall decide amongst themselves by a majority vote regarding which Directors shall hold office for two (2) years and which Directors shall hold office for one (1) year.

3. **Name.** Notwithstanding anything to the contrary in the Bylaws, the Board of Directors hereby confirms that the correct name of the Corporation is "ROCKING STAR RANCH ASSOCIATION, INC."
4. **Counterparts.** This First Amendment may be executed in counterparts, each of which will be deemed to be an original and all of which will be deemed to be the same instrument. Executed copies of this First Amendment will be regarded as originals. This First Amendment may be signed electronically.
5. **Severability.** If any term or provision of this First Amendment will, to any extent, be determined by judicial order or decision to be invalid or unenforceable, the remainder of this First Amendment shall not be affected, and each such remaining term and provision of this First Amendment will remain valid and will be enforced to the fullest extent permitted by applicable law.
6. **Gender.** As used in this First Amendment, any references to the masculine gender shall include the feminine gender, and the singular shall include the plural, in each case as may be appropriate.
7. **Governing Law.** This First Amendment shall be governed by the laws of the State of Wyoming.
8. **Indemnification.** The Corporation shall indemnify every director or officer and his heirs, executors, and administrators against all loss, costs, and expenses, including counsel fees, reasonably incurred by him in connection with any action, suit, or proceedings to which he may be made a party by reason of his being or having been a director or officer of the Corporation, including the execution of this First Amendment. This indemnification shall not be exclusive of other rights to which such director or officer may be entitled.

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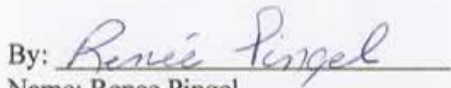
IN WITNESS WHEREOF, the Corporation has adopted this First Amendment as of the date first set forth above.

ROCKING STAR RANCH ASSOCIATION, INC.

By: 

Name: Don Wood

Its: President

By: 

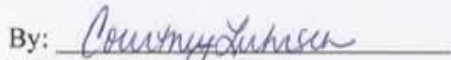
Name: Renee Pingel

Its: Vice President

By: 

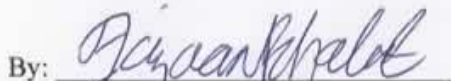
Name: Steve Ross

Its: Treasurer

By: 

Name: Courtney Luhrsen

Its: Secretary

By: 

Name: Faizaan Bholat

Its: At Large