

**RESOLUTION OF THE GOVERNING BODY OF
THE THREE AFFILIATED TRIBES OF THE
FORT BERTHOLD RESERVATION**

WHEREAS, This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and

WHEREAS, The Constitution of the Three Affiliated Tribes generally authorizes and empowers the Tribal Business Council to engage in activities on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and

WHEREAS, On October 7, 1992, the Tribe signed a Tribal-State Class III Gaming Compact, between itself and the State of North Dakota pursuant to the Indian Gaming Regulatory Act (IGRA), 25 U.S.C. Sections 2701 et seq., which was approved by the Department of the Interior on December 11, 1992, amendments to which were approved by the Department of Interior on November 26, 1999; and

WHEREAS, On October 14, 1992, the Tribal Business Council enacted a Class III Gaming Ordinance, which has been approved by the National Indian Gaming Commission; and was last amended on May 11, 2000, and approved by the National Indian Gaming Commission; and

WHEREAS, The IGRA permits tribes to engage in Class III gaming activities, provided certain conditions are met; and

WHEREAS, The Tribe has taken all steps necessary to meet the requirements of IGRA; and

WHEREAS, Management of the 4 Bears Casino and Lodge has determined that placing 2 "Triple/Five Play Poker" machines and a \$25 dollar slot machine at the Casino are likely to draw additional gaming patrons to the Casino and bring in additional revenue; and

WHEREAS, The Tribal Council desires the Three Affiliated Tribes enter into an Agreement for the purchase of the above machines and a lease of the program for the poker games, a facsimile copy of which is attached hereto, with Sodak Gaming, Inc., in the amount of \$32,129.79 for the purchase of the machines and \$15 per day for the software license for the operation of the poker games, to be financed if possible with the proceeds of a line of credit with BNC Bank of Bismarck, North Dakota; and

WHEREAS, The Agreement with Sodak requires a limited waiver of sovereign immunity, with such waiver of sovereign immunity limited to enforcement of the terms of the Agreement; and with disputes under the Agreement to be resolved through an arbitration procedure, the results of which are to be enforced first in Tribal Court; and

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, SEVEN were present at a REGULAR Meeting thereof duly called, noticed, convened, and held on the 14 day of DECEMBER, 2000; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 6 members, 0 members opposed, 1 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 14 day of DECEMBER, 2000.

Marcus Wells, Jr.

Marcus Wells, Jr.
Secretary, Tribal Business Council

ATTEST:
Tex G. Hall

Tex G. Hall
Chairman, Tribal Business Council

WHEREAS, The Tribal Business Council has determined that purchase of the gaming machines from Sodak and the lease of the poker program from Sodak as described in the Agreement is in the best interests of the Three Affiliated Tribes and its members; and

WHEREAS, The Tribal Business Council has determined that the accompanying limited waiver of sovereign immunity is in the best interests of the Tribe and its members, and in the best interests of the 4 Bears Casino and Lodge;

NOW, THEREFORE, BE IT RESOLVED, That the Chairman or Vice Chairman, along with the Treasurer of the Three Affiliated Tribes Tribal Council be, and hereby are authorized and directed to execute and deliver, on behalf of the Tribe, such Agreement and any other documents necessary to execute the attached Agreement for the purchase of the 3 gaming machines from Sodak described in the Agreement, and the lease of the poker program, in the total amount of \$32,121.79, with the purchase to be financed if possible from loan funds obtained from a line of credit with BNC Bank of Bismarck, North Dakota; and

THEREFORE BE IT FURTHER RESOLVED, that the Tribal Business Council hereby determines that no less than annually, the management of the 4 Bears Casino and Lodge will provide to the Executive Committee a revenue report for the slot machines purchased from Sodak; and

THEREFORE BE IT FURTHER RESOLVED, That the Tribe expressly consents to a limited waiver of sovereign immunity as to any actions or arbitration from any dispute arising under said Agreement with Sodak, it being understood that any disputes relating to said Agreement will be settled through an arbitration process, the results of which are to be first enforced in Tribal Court pursuant to the terms of the Agreement, and it being understood that such waiver is in the best interests of the Tribe and its members, and it being finally understood that the purchase of the machines pursuant to this resolution is conditioned upon Sodak agreeing to the limited waiver of sovereign immunity and choice of law as stated herein; and

THEREFORE BE IT FURTHER RESOLVED, That the Chairman or Vice Chairman and the Treasurer of the Tribal Business Council of the Tribe be, and hereby are authorized and directed to take such other action necessary, required, and appropriate to carry out the purposes of this Resolution; and

THEREFORE BE IT FINALLY RESOLVED, That the Tribal Chairman or Vice Chairman and the Tribal Treasurer of the Tribal Business Council of the Tribe are authorized to take the above-described actions pursuant to the powers granted and specified in the Constitution and Bylaws of the Three Affiliated Tribe of Indians, adopted March 11, 1936, as amended, at Article VI, Sections 3, 5(a) and 5(c), and the Tribal Gaming Ordinance, Section 3.4, enacted October 14, 1992, as amended.