

**RESOLUTION OF THE GOVERNING BODY OF
THE THREE AFFILIATED TRIBES OF THE
FORT BERTHOLD INDIAN 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 of the Tribes and of the enrolled members thereof; and
- WHEREAS**, the Tribal Business Council of the Three Affiliated Tribes has issued a corporate charter to Themed Products Corporation (TPC), a wholly owned entity of the Tribe; and,
- WHEREAS**, the Tribal Business Council directed the business to seek funding via a Bureau of Indian Affairs guaranteed loan; and,
- WHEREAS**, any business endeavor relying solely upon borrowed funds faces a difficult task in achieving any degree of success; and,
- WHEREAS**, TPC's product line consists of souvenir and gift items with an identified and proven market; and
- WHEREAS**, based upon research and historical data there exists an opportunity for significant growth and expansion by TPC in its chosen fields of business; and,
- WHEREAS**, TPC will offer employment opportunities for Tribal members who have not previously been able to take advantage of employment openings due to take advantage of employment opening due to a variety of physical limitations; and,
- WHEREAS**, TPC has secured the services of individuals whose expertise and management capabilities in the souvenir and gift fields is proven and seasoned for a limited time period of three years; and,
- WHEREAS**, management training programs will be implemented immediately for qualified and interested Tribal members by TPC; and,
- WHEREAS**, the purchase and relocation of the business to New Town has the support of the North Segment Community Board; and,

Themed Products Corporation

Funds Requested:	\$ 60,000.00
Use of Funds Requested:	
Salaries & Fringe	\$ 11,250.00
Legal Fees	\$ 5,000.00
Accounting Fees	\$ 3,000.00
Office Equipment Purchase	\$ 7,500.00
Moving Costs	\$ 7,500.00
Building Remodeling	\$ 7,500.00
Credit Card Processing System	\$ 1,250.00
Misc.	\$ 3,000.00

Salaries to be paid will accomplish:

- A. Startup and operations necessary in the orderly administrative functions of the business.
- B. Initial marketing activities of business needed to generate sales.

Other items listed are self-explanatory.

The requested funds would be an equity investment by the Tribe.

With these funds the business would greatly enhance the borrowing capability of the corporation and increase potential for a successful operation.

Because of the nature of the souvenir business immediate acquisition of funds will allow marketing activities, production of merchandise and shipment of sold goods to take place in a timely manner.

WHEREAS, TPC has a completed business plan and requests start-up financing from the Three Affiliated Tribes in the amount of \$60,000.00 to be used as per the attached Use of Funds listings

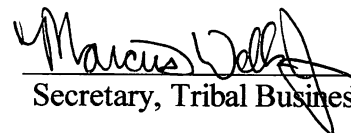
NOW THEREFORE BE IT RESOLVED, the Tribal Business Council of the Three Affiliated Tribes grants funds to and authorizes a equity investment in Themed Products Corporation in the amount of \$60,000.00 from general funds.

BE IT FURTHER RESOLVED, the authorized funds shall be immediately available to Themed Products Corporation.

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation, hereby certify that the Tribal Business Council is composed of seven members of whom five constitute a quorum, 7 were present at a Regular thereof duly called, noticed, convened, and held on the 12th day of FEBRUARY, 2001, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 7 members; 0 members opposed, 0 members abstained, 0 members not voting, and said Resolution has not been rescinded has not been rescinded or amended in any way.

Dated this 12 day of FEBRUARY, 2001


Secretary, Tribal Business Council

ATTEST:


Chairman, Tribal Business Council