



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

A Resolution entitled, "Approval of Appointments to MHA Systems Board of Directors"

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

WHEREAS, The Three Affiliated Tribes Constitution authorizes and empowers the Mandan, Hidatsa & Arikara Tribal Business Council to engage in activity on behalf of and in the interest of the welfare and benefit of the Tribes and of the enrolled members thereof; and

WHEREAS, Article VI, Section 3 of the Constitution of the Three Affiliated Tribes specifically grants to the Tribal Business Council all necessary sovereign authority for the purpose of exercising the jurisdiction granted by the people of the Three Affiliated Tribes in Article 1 of the Constitution; and

WHEREAS, The Tribal Business Council has the power, under the Constitution, to own and charter businesses to be owned by the Tribe, and has previously established MHA Systems, Resolution No. 02-033-MWJR, as an entity that is now certified as a Section 8(a) corporation by the Small Business Administration; and

NOW, THEREFORE BE IT RESOLVED, Consistent with the Charter and By-laws, the Tribal Business Council, pursuant to its Constitutional power and authority, does hereby appoint the following individuals to the MHA Systems Board of Directors: One year terms ending December 31, 2002: and Two year terms ending December 31, 2003: and three year terms ending December 31, 2004: 1) Term one Marcus Wells, Jr. 2) Term two Fred Fox 3) Term three Dennis R. Fox, Jr.

BE IT FINALLY RESOLVED, that the newly appointed Board of Directors shall initially meet at least weekly with the first meeting to be held not earlier than July 1, 2002 with the full Board in place and at such other times as may be necessary to conduct business for MHA Systems, and shall do the following: 1) have all necessary authority to obtain services needed for the purpose of providing to the Tribal Business Council a full financial statement and accounting of MHA Systems and all other entities being managed by the Board within 90 days from the date of the appointment of the new Board; 2) shall make recommendations for amendments to the Charters and By-laws of MHA Systems; and 3) shall make a recommendation as to compensation for Board members.

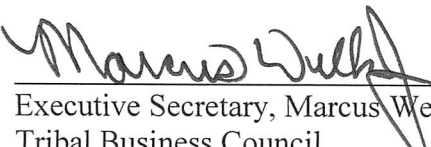


CERTIFICATION

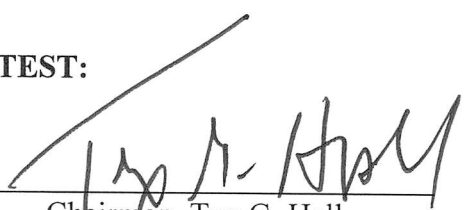
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 27th day of June, 2002, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 1 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman Voting. [] Not Voting.

Dated this 27th day of June, 2002.


Executive Secretary, Marcus Wells, Jr.
Tribal Business Council

ATTEST:


Chairman, Tex G. Hall
Tribal Business Council