



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

*A resolution entitled "Authorization for Dale Little Soldier to proceed with planned development of Casino on the South Segment."*

**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,** 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 I of the Constitution; and

**WHEREAS,** Over a period of several years, from 1995 to the present, Dale Little Soldier, an enrolled member of the Three Affiliated Tribes, has presented to the Tribal Business Council a plan for development of a Casino on land that is held in trust for his benefit near Beaver Creek within the exterior boundaries of the Fort Berthold Indian Reservation (hereinafter the "Casino"); and

**WHEREAS,** The Tribal Business Council has previously approved the plan for development of the Casino, which plan calls for the land (known in the Lease Agreement as "Site 1") to be leased by the Three Affiliated Tribes from Dale Little Soldier for the purpose of operation by the Tribe of a Class III casino pursuant to the Indian Gaming Regulatory Act (IGRA), 25 U.S.C. Sections 2701 et seq., and the provisions of the current Tribal-State Gaming Compact between the Three Affiliated Tribes and the State of North Dakota as approved by the Department of Interior in November, 1999, and which plan also calls for Dale Little Soldier d/b/a Lake Sakakawea & Associates to obtain the funding necessary to construct and furnish the casino, with said financing to be repaid with proceeds from the Casino, (also known as the "Project"); and

**WHEREAS,** The Tribal Business Council and Dale Little Soldier, d/b/a Lake Sakakawea & Associates have previously entered into a Participating Lease ("Lease" or "Lease Agreement") dated December 9, 2002, for operation of the Casino to be

developed by Dale Little Soldier, which Lease Agreement has also been approved by the Bureau of Indian Affairs of the Department of Interior; and

**WHEREAS,** The above referenced Lease Agreement is contingent upon Dale Little Soldier d/b/a Lake Sakakawea & Associates obtaining the necessary financing for construction and furnishing of a casino at which Class III gaming would be conducted, which financing is currently in the process of final approval with the Marshall Group, Minneapolis, Minnesota; and

**WHEREAS,** Pursuant to the express terms of the above referenced Lease Agreement, “the Tribe has no financial obligation other than those lease monies and/or those to be reimbursed/obligated as described herein; neither has the Tribe guaranteed any loans, nor is the Tribe at risk financially in any way for the financing of the Project”; and

**WHEREAS,** The Tribal Business Council wants to assure the Tribal membership that the parties have not changed their position in any way with regard to the issue of the Tribe having no financial obligation other than those payments described in the Lease Agreement; and

**WHEREAS,** The Tribal Business Council has determined it is also in the best interests of the Tribe to have an option available to it to “buy-out” Dale Little Soldier d/b/a Lake Sakakawea & Associates after the initial seven years of the project; and

**WHEREAS,** Dale Little Soldier d/b/a Lake Sakakawea & Associates is also in agreement that such a “buy-out” should be in place; and

**WHEREAS,** In order for various infrastructure elements needed for the Casino to be completed, such as roads, water and sewer, the U.S. Army Corps of Engineers is requiring that the Three Affiliated Tribes gives its approval to the permits being requested for such purposes by Dale Little Soldier d/b/a Lake Sakakawea & Associates, with the understanding that approval of such permits by the Tribe does not impose any financial obligation on the Tribe other than as set forth in the Lease Agreement.

**NOW, THEREFORE, BE IT RESOLVED,** that the Tribal Business Council of the Three Affiliated Tribes does hereby reaffirm its commitment to the previously approved plan for development of the Casino, which plan calls for Site I Premises to be leased by the Three Affiliated Tribes from Dale Little Soldier for the purpose of operation by the Tribe of a Class III casino pursuant to the Indian Gaming Regulatory Act, 25 U.S.C. Sections 2701 et seq., and the provisions of the current Tribal-State Gaming Compact between the Three Affiliated Tribes and the State of North Dakota as approved by the Secretary of Interior in November, 1999; and

**NOW THEREFORE BE IT FURTHER RESOLVED,** that the Tribal Business Council of the Three Affiliated Tribes hereby reaffirms its permission and authorization for Dale Little Soldier d/b/a Lake Sakakawea & Associates to pursue to the original plan for development of a Casino

near Beaver Creek to be operated by the Three Affiliated Tribes on trust land within the boundaries of the Fort Berthold Indian Reservation, pursuant to a Lease Agreement between Dale Little Soldier d/b/a Lake Sakakawea & Associates and the Three Affiliated Tribes as already has been approved by the Bureau of Indian Affairs of the Department of Interior, including agreeing to any and all permits necessary from the U.S. Army Corps of Engineers for rights-of-way, use of water from Lake Sakakawea and other infrastructure and improvements that may be necessary on or over land managed or owned by the U.S. Army Corps of Engineers as a part of the Garrison Dam project; and

**NOW THEREFORE BE IT FINALLY RESOLVED**, upon proof Dale Little Soldier has secured financing necessary for the project, the Tribal Business Council of the Three Affiliated Tribes hereby agrees to negotiate in good faith the terms and conditions of a "Buy-out" Agreement with Dale Little Soldier d/b/a Lake Sakakawea & Associates, with the option for said buy-out to take place at the end of the seventh year of operation of the Casino, which "Buy-out" Agreement shall contain, at a minimum, the following terms: i) transfer of all real property interests in the Site I Premises as defined in the Lease Agreement; ii) compensation for transfer of land and expenses incurred; and iii) termination of the Lease Agreement between the parties.

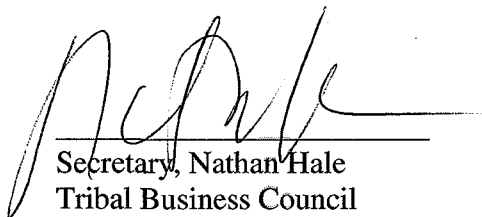
#### CERTIFICATION

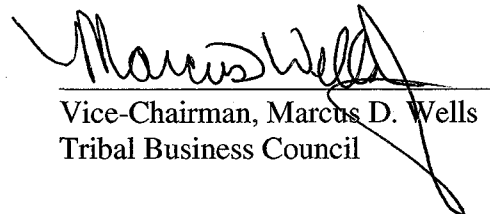
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, and of whom 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 15 day of August, 2005; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, and 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Chairman  Voting. [ ] Not Voting.

Dated this 15 day of August, 2005.

**ATTEST:**

  
Secretary, Nathan Hale  
Tribal Business Council

  
Vice-Chairman, Marcus D. Wells  
Tribal Business Council