



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

A Resolution entitled, "Approval of Letter Agreement Pertaining to the Black Rock Resources Revised Oil & Gas Lease."

- 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 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,** The Fort Berthold Indian Reservation of the Three Affiliated Tribes comprises approximately 1,000,000 acres and had within it potentially significant oil and gas resources worth many hundreds of millions of dollars, as it lies within the generally accepted geologic formation known as the Williston Basin, a proven oil field since the early 1950's; and
- WHEREAS,** The Three Affiliated Tribes is actively seeking to develop its resources for the economic benefit of all of its members which will provide both increased revenue to individual members and increased employment for tribal members; and
- WHEREAS,** The Three Affiliated Tribes of and Black Rock Black Rock Resources, LLC ("Black Rock") entered into an Oil and Gas Lease ("Lease") with the Tribes as Lessor and Black Rock as Lessee on June 30, 2005 pursuant to Resolution No. O5-100-NH; and
- WHEREAS,** The Lease is a minerals agreement under the Indian Mineral Development Act of 1982 and the Bureau of Indian Affairs ("BIA") regulations at 25 C.F.R. Part 225; and
- WHEREAS,** Changes were made to said Lease and the Tribal Business Council approved a Revised Oil & Gas Lease and a Letter Agreement dated December 4, 2006 pursuant to Resolution No. 06-018-VJB; and
- WHEREAS,** The BIA has reviewed the land descriptions under the Revised Agreement and, By letter dated March 15, 2007, the BIA notified the Three Affiliated Tribes that Exhibit C to the proposed Indian Mineral Development Act agreement between the Tribes and Black Rock Resources, LLC needs to be modified before the BIA will approve the Agreement; and
- WHEREAS,** The BIA further explained that it does not have to approve the lease of the Tribes' "non-trust" or non-restricted status oil and gas mineral interests; and
- WHEREAS,** The BIA HAS stated that Exhibit C to the Agreement should cover only the Tribes' trust or restricted status oil and gas mineral interests; and



MANDAN, HIDATSA, & ARIKARA NATION

Three Affiliated Tribes • Fort Berthold Indian Reservation

404 Frontage Road • New Town, North Dakota 58763-9402

TRIBAL BUSINESS COUNCIL

(701) 627-4781

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April 10, 2007

William F. Benjamin
Regional Director
Bureau of Indian Affairs
Great Plains Regional Office
115 Fourth Avenue S.E.
Aberdeen, South Dakota 57401

Dear Mr. Benjamin:

By letter dated March 15, 2007, the Bureau of Indian Affairs (the "BIA") notified the Three Affiliated Tribes ("Tribes") that Exhibit C to the proposed Indian Mineral Development Act agreement ("Agreement") between the Tribes and Black Rock Resources, LLC ("Black Rock") needs to be modified before the BIA approves the Agreement.

The Tribes have approved the Agreement, which is an oil and gas lease, by resolution number 06-102-VJB, signed on December 11, 2006.

The BIA stated that Exhibit C to the Agreement should cover only the Tribes' trust or restricted status oil and gas mineral interests. By this letter, the Tribes and Black Rock request the BIA to replace Exhibit C to the Agreement with Exhibit C that accompanies this letter. Exhibit C has been modified in accord with the BIA's March 15, 2007 letter, and it includes only those oil and gas mineral interests held in trust or restricted status solely for the Tribes. Please approve the Agreement by approving the Revised Oil and Gas Lease and the Letter Agreement dated December 4, 2006 with the revised Exhibit C attached to this letter.

The BIA explained that it does not have to approve the lease of the Tribes' non-trust or non-restricted status oil and gas mineral interests. Those interests are described on Exhibit D to this letter. The Tribes and Black Rock agree that the interests described on Exhibit D are subject to the terms and conditions of the Agreement, except that BIA approval of the Agreement as to the interests described on Exhibit D shall not be required, and any monetary payments made by Black Rock under the Agreement that are attributed to the interests on Exhibit D shall be made directly to the Tribes.

Thank you for approving the Agreement.

THE THREE AFFILIATED TRIBES OF THE FORT BERTHOLD RESERVATION

By: _____

Marcus Wells, Jr., Chairman

Three Affiliated Tribes
March 23, 2007
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BLACK ROCK RESOURCES, LLC

By: Savant Resources LLC, its Manager

By: Savant Operating Company, its Manager

By: _____
Patterson Shaw, President

Enclosures

REVISED EXHIBIT C to Letter Agreement dated 12-4-06
Trust Lands, subject to approval by the Bureau of Land Management

BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
1	152	94	19	E/2SW, E/2NW, LOT 1 (NWNW), LOT 2 (SWNW)	228.5
1	152	94	20	NONE	0
1	152	94	28	NONE	0
1	152	94	29	NONE	0
1	152	94	30	NONE	0
1	152	94	31	NONE	0
1	152	94	32	NONE	0
1	152	94	33	NONE	0
1	152	95	13	NONE	0
1	152	95	24	NONE	0
1	152	95	25	NONE	0
1	152	95	36	NONE	0
1	151	94	4	NWSW, S/2SW, SE	280
1	151	94	5	SESE	40
1	151	94	6	NONE	0
1	151	95	1	NONE	0
Total, Block 1					548.5
2	151	94	1	W/2SE, LOT 8 (NESE), LOT 13 (SESE), SWNE, LOT 1 (NENE), LOT 2 (NWNE), LOT 3 (NENW), LOT 7 (SENE)	363.64
2	151	94	2	SWSW	40
2	151	94	3	SW, S/2NWSE, S/2SE, SWNESE	270
2	151	94	10	E/2SE	80
2	151	94	11	NESE, N/2SW, S/2SW, NWSE, SESE, NW, S/2NE, NENE	560
2	151	94	12	S/2NW, W/2NE, Lot 1 (NENE), Lot 2 (SENE) NWSE, SW, Lot 3 (W/2NESE), Lot 4 (SWSE)	482.16
2	151	94	12	None	0
2	151	94	13	N/2SW, S2NW, SESW, Lot 4 (NWNE), Lot 5 (W/2SWNE), Lot 6 (W/2W/2NWSE), Lot 7 (W/2W/2SWSE), N/2NW	330.5
2	151	94	13	None	0
2	151	94	13	Lot 1, Lot 2, Lot 3	39.32

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BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
2	151	94	14	E/2SE, E/2NE, E/2W/2NE	200
2	151	94	15	NONE	0
2	151	94	22	NONE	0
2	151	94	23	NONE	0
2	151	94	24	N/2NENW, E/2SW, S/2NENW, SENW, Lot 4 (W/2W/2NENW), Lot 5 (W/2W/2SESW), LOT 6 (W/2NESW)	191.57
2	151	94	24	None	
2	151	94	24	Lot 1, Lot 2, Lot 3	56.17
Total, Block 2					2613.36
3	150	93	4	NONE	0
3	150	93	5	NONE	0
3	150	93	6	LOT 4, LOT 5, E/2SW, LOT 6 (NWSW), LOT 7 (SWSW)	229.94
3	150	93	7	LOT 5 (SWSWSW), N/2SE, SESE, LOT 6, W/2E/2NE, W/2NE, E/2NW, LOT 1(NWNW), LOT 2 (SWNW), LOT 3 (NESW), LOT 4 (N/2NWSW)	483.21
3	150	93	7	None	0
3	150	93	7	None	0
3	150	93	8	N/2SE, SWSE, S/2SW, W/2NWSW	220
3	150	93	9	NONE	0
3	150	93	16	N/2SW, S/2NW, SE, NENW, SESW, LOT 1	432.64
3	150	93	17	NWNE, SNE, LOT 4 (NESE), LOT 5 (NWSE), SESW, LOT 1 (NWNW), LOT 2 (NESWNW), LOT 3 (SESW), LOT 6 (N/2SW), LOT 7 (E/2SWSW), LOT 8 (SWSE), LOT 9 (SWSESE), LOT 10 (NESESE), NENW	407.34
3	150	93	17	None	0

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BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
3	150	93	18	LOT 1 (NENE), LOT 2 (SWNENW), LOT 3 (NWNW), LOT 4 (SWNW), LOT 5 (SEW), E/2SW, LOT 6 (W/2NWSE), LOT 7 (NWSW), LOT 8 (SWSW), LOT 9 (SWSE), LOT 10 (SWSESE)	342.1
3	150	93	18	None	0
3	150	93	19	NENW, NWNE, LOT 1, LOT 2	156.55
3	150	93	19	None	0
3	150	93	20	SWSE, LOT 7 (NWSE), LOT 8 (SESE), LOT 1 (NENE), LOT 2 (NWNE), LOT 3 (NENW), LOT 6 (N/2SENE), E/2SW, SWNW, LOT 4 (NWNW), LOT 5 (SEW)	381.17
3	150	93	20	None	0
3	150	93	21	LOT 9 (SWSWSW), N/2NE, SENE, LOT 5, LOT 1 (NENW), LOT 2 (SWNWNW), LOT 3 (SWNW), LOT 4 (SEW), LOT 6 (NESE), LOT 7 (W/2NWSE), LOT 8 (NESW), LOT 10 (N/2SWSE), LOT 11 (E/2SESE)	350.52
3	150	93	21	None	0
Total, Block 3					3003.47
4	150	92	4	NONE	0
4	150	92	5	NONE	0
4	150	92	6	LOT 3 (NENW), LOT 4 (NWNW)	76.35
4	150	92	7	NONE	0
4	150	92	8	NONE	0
4	150	92	9	NONE	0
4	150	92	16	None	0
4	150	92	17	None	0
4	150	92	18	N/2NE, NENW, LOT 1	157.04
4	150	92	19	E/2W/2, W/2NE, LOT 1 (NWNW), LOT 2 (SWNW), LOT 3 (NWSW), LOT 4 (SWSW)	389.92
4	150	92	20	NWSE, SWSW, SESE, NESE	160
4	150	92	21	None	0

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BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
Total, Block 4					783.31
Total Tribal Net Mineral Acres, BRR Blocks 1-4					6948.64
Totals for bonus calculation					6948.64
Bonus Calculation					
Bonus (net ac. X \$35/net ac)					\$243,202.40
Adv. Rental (net ac. X \$2/net ac)					\$13,897.28
Filing fee (\$75)					\$75.00
Total consideration due at Effective Date					\$257,174.68

Exhibit D

Attached to letter dated April 4, 2007

Non-Trust Lands, not subject to approval by the Bureau of Indian Affairs

BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
1	152	94	19	NONE	0
1	152	94	20	NONE	0
1	152	94	28	NONE	0
1	152	94	29	NONE	0
1	152	94	30	NONE	0
1	152	94	31	NONE	0
1	152	94	32	NONE	0
1	152	94	33	NONE	0
1	152	95	13	NONE	0
1	152	95	24	NONE	0
1	152	95	25	NONE	0
1	152	95	36	NONE	0
1	151	94	4	NONE	0
1	151	94	5	NONE	0
1	151	94	6	NONE	0
1	151	95	1	NONE	0
Total, Block 1					0
2	151	94	1	NONE	0
2	151	94	2	NONE	0
2	151	94	3	NONE	0
2	151	94	10	W/2SE, NE, W/2	400
2	151	94	11	NONE	0
2	151	94	12	NONE	0
2	151	94	12	MO River in SE and NE	86.5
2	151	94	13	NONE	0
2	151	94	13	MO River in SE and NE	241
2	151	94	13	NONE	0
2	151	94	14	NONE	0
2	151	94	15	NONE	0
2	151	94	22	NONE	0
2	151	94	23	NONE	0
2	151	94	24	NONE	0
2	151	94	24	MO River in SW, NE and SE	228
2	151	94	24	NONE	0
Total, Block 2					955.5
3	150	93	4	NONE	0

Exhibit D

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BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
3	150	93	5	NONE	0
3	150	93	6	NONE	0
3	150	93	7	NONE	0
3	150	93	7	MO River in SE, SW and NW	112.5
3	150	93	7	NONE	0
3	150	93	8	NONE	0
3	150	93	9	NONE	0
3	150	93	16	NONE	0
3	150	93	17	NONE	0
3	150	93	17	MO River in NW, SW and SE	300.9
3	150	93	18	NONE	0
3	150	93	18	MO River in SE, NE and NW	291
3	150	93	19	NONE	0
3	150	93	19	NONE	0
3	150	93	20	NONE	0
3	150	93	20	MO River in SE, NE and NW	292.9
3	150	93	21	NONE	0
3	150	93	21	MO River in SE, NE, SW and NW	463.5
Total, Block 3					1460.8
4	150	92	4	NONE	0
4	150	92	5	NONE	0
4	150	92	6	NONE	0
4	150	92	7	NONE	0
4	150	92	8	NONE	0
4	150	92	9	NONE	0
4	150	92	16	NONE	0
4	150	92	17	NONE	0
4	150	92	18	NONE	0
4	150	92	19	NONE	0
4	150	92	20	NONE	0
4	150	92	21	NONE	0
Total, Block 4					0
Total Tribal Net Mineral Acres, BRR Blocks 1-4					2416.3
Totals for bonus calculation					2416.3
Bonus Calculation					
Bonus (net ac. X \$35/net ac)				\$84,570.50	
Adv. Rental (net ac. X \$2/net ac)				\$4,832.60	

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BRR Block #	Twp	Range	Section	Description of Tribal mineral (oil and gas) acres in Section	Tribal net mineral acres in Section
Total consideration due at Effective Date				\$89,403.10	



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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 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, The Fort Berthold Indian Reservation of the Three Affiliated Tribes comprises approximately 1,000,000 acres and had within it potentially significant oil and gas resources worth many hundreds of millions of dollars, as it lies within the generally accepted geologic formation known as the Williston Basin, a proven oil field since the early 1950's; and

WHEREAS, The Three Affiliated Tribes is actively seeking to develop its resources for the economic benefit of all of its members which will provide both increased revenue to individual members and increased employment for tribal members; and

WHEREAS, The Three Affiliated Tribes of and Black Rock Black Rock Resources, LLC ("Black Rock") entered into an Oil and Gas Lease ("Lease") with the Tribes as Lessor and Black Rock as Lessee on June 30, 2005 pursuant to Resolution No. O5-100-NH; and

WHEREAS, The Lease is a minerals agreement under the Indian Mineral Development Act of 1982 and the Bureau of Indian Affairs ("BIA") regulations at 25 C.F.R. Part 225; and

WHEREAS, Changes were made to said Lease and the Tribal Business Council approved a Revised Oil & Gas Lease and a Letter Agreement dated December 4, 2006 pursuant to Resolution No. 06-018-VJB; and

WHEREAS, The BIA has reviewed the land descriptions under the Revised Agreement and, By letter dated March 15, 2007, the BIA notified the Three Affiliated Tribes that Exhibit C to the proposed Indian Mineral Development Act agreement between the Tribes and Black Rock Resources, LLC needs to be modified before the BIA will approve the Agreement; and

WHEREAS, The BIA further explained that it does not have to approve the lease of the Tribes' "non-trust" or non-restricted status oil and gas mineral interests; and

WHEREAS, The BIA HAS stated that Exhibit C to the Agreement should cover only the Tribes' trust or restricted status oil and gas mineral interests; and



WHEREAS, Exhibit C has been modified in accord with the BIA's March 15, 2007 letter, and it includes only those oil and gas mineral interests held in trust or restricted status solely for the Tribes which totals 6,948.64 acres; and

WHEREAS, Exhibit D to the Letter Agreement describes those "non-trust" acres which total 2,416.3 acres and which the Tribes recognize shall not be subject to BIA approval; and

WHEREAS, The Tribes agree that the interests described on Exhibit D are subject to the terms and conditions of the Agreement, except that BIA approval of the Agreement as to the interests described on Exhibit D shall not be required, and any monetary payments made by Black Rock under the Agreement that are attributed to the interests on Exhibit D shall be made directly to the Tribes.

WHEREAS, The Tribal Business Council desires that the BIA approve of the Black Rock Revised Oil and Gas Lease under the terms provided above and in accordance with the Letter Agreement dated April 10, 2007.

NOW THEREFORE BE IT RESOLVED, The Three Affiliated Tribes hereby approves the Letter Agreement dated April 10, 2007 and authorizes the Chairman to execute said Agreement and to forward the same to the Area Director.

BE IT FINALLY RESOLVED, That the Tribal Business Council hereby requests that the Bureau of Indian Affairs Regional Director approve the Revised Black Rock IMDA in accordance with this Resolution and the April 10, 2007 Letter Agreement as soon as possible.

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, 5 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 10th April 2007; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 4 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 [X] Voting. [] Not voting.

Dated this 10th day of April, 2007.

[Signature]
Executive Secretary, Judy Brugh
Tribal Business Council
Three Affiliated Tribes

ATTEST:
[Signature]
Tribal Chairman, Marcus Wells, Jr.
Tribal Business Council
Three Affiliated Tribes



WHEREAS, Exhibit C has been modified in accord with the BIA’s March 15, 2007 letter, and it includes only those oil and gas mineral interests held in trust or restricted status solely for the Tribes which totals 6,948.64 acres; and

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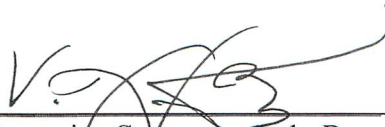
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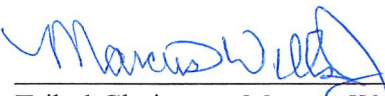
Chairman [] Voting. [] Not voting.

Dated this 10th day of April, 2007.



Executive Secretary, Judy Brugh
Tribal Business Council
Three Affiliated Tribes

ATTEST:



Tribal Chairman, Marcus Wells, Jr.
Tribal Business Council
Three Affiliated Tribes