



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

A Resolution entitled, “Final Approval of Dakota-3, LLC Indian Mineral Development Agreement”

- WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act and having adopted a Constitution and By-laws under said Act; and
- WHEREAS,** pursuant to Article III, Section 1 of the Constitution and By Laws of the Three Affiliated Tribes, the Tribal Business Council is the governing body of the Tribes; and
- WHEREAS,** pursuant to Article VI, Section 5 (l) of said Constitution, the Tribal Business Council has the power to adopt resolutions regulating the procedures of the Tribal Business Council and other Tribal agencies and Tribal officials on the Reservation; and
- WHEREAS,** The Fort Berthold Indian Reservation of the Three Affiliated Tribes comprises approximately 1,000,000 acres and has within it potentially significant oil and gas resources of several billion dollars value, as it lies within Williston Basin, a geologic formation that has been developed 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 and increased employment to Tribal members; and
- WHEREAS,** Subject to approval by the Bureau of Indian Affairs (BIA), Dakota-3, LLC, has entered into an Oil and Gas Lease with the Three Affiliated Tribes contained within an Agreement with the Three Affiliated Tribes under the Indian Mineral Development Act (IMDA) of 1982 and regulations issued by the BIA pursuant to that Act found at Title 25 of the Code of Federal Regulations (CFR), Part 225; and
- WHEREAS,** The total acreage of Tribal minerals subject to the Lease and the IMDA Agreement is listed as approximately 42,842 acres; and
- WHEREAS,** The Tribal Business Council of the Three Affiliated Tribes has previously approved by Resolution No. 07-127-VJB the revised Agreement, and now has received comments to the revised Agreement from BIA, and there are now additional amendments requested by the Dakota-3 and through discussion



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between the Tribe and Dakota-3 that have been made to the Agreement as of the date of this Resolution; and

WHEREAS, The Tribal Business Council has reviewed the proposed amendments to the Agreement and desires to approve the IMDA Agreement and Lease as amended, subject to further non-substantive amendments as may be required by legal counsel for the Tribe and by the BIA or other federal agencies with review responsibility for this Agreement.

NOW THEREFORE BE IT RESOLVED that the Tribal Business Council of the Three Affiliated Tribes does hereby approve the attached IMDA Agreement and Lease of Tribal Mineral Acres between the Three Affiliated Tribes and Dakota-3, LLC, subject to further non-substantive amendments as may be found to be necessary by legal counsel for the Three Affiliated Tribes or by the BIA or any other agency that has review responsibility for the IMDA Agreement; it being understood that if substantive amendments are deemed necessary by legal counsel or the BIA or any other agency that has review responsibility for the IMDA Agreement, the Agreement will be brought back before the Tribal Business Council for further review and possible approval; and

NOW THEREFORE BE IT FURTHER RESOLVED that the Chairman, Vice-Chairman, Secretary and Treasurer of the Tribal Business Council of the Three Affiliated Tribes, or such of them as may be necessary, are hereby authorized to execute the herein described IMDA Agreement and Lease, and that the above officers are authorized to execute the IMDA Agreement and Lease as it may be amended in a non-substantive manner from time to time as discussed in this Resolution; and

NOW THEREFORE BE IT FINALLY RESOLVED that the Tribal Business Council hereby requests that the BIA Regional Director review and approve the amended IMDA Agreement and Lease of Tribal Mineral Acres as soon as possible.

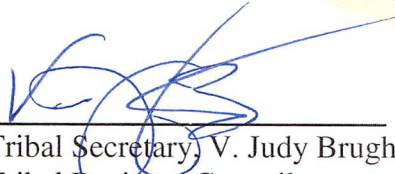


CERTIFICATION

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 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 19 day of September 2007, 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 that said Resolution has not been rescinded or amended in any way.

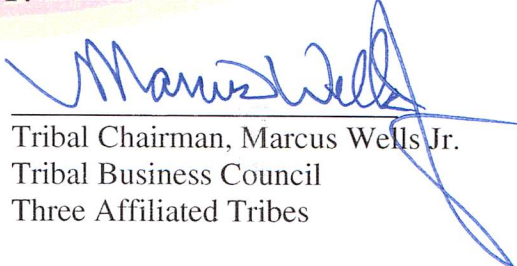
Chairman [] Voting. [] Not voting.

Dated this 19 day of September, 2007.



Tribal Secretary, V. Judy Brugh
Tribal Business Council
Three Affiliated Tribes

ATTEST:



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