



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

A Resolution entitled, "Approval of Oil and Gas Regulatory Agreement Between The Three Affiliated Tribes And State of North Dakota"

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, Article III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council is the governing body of the Tribes; and

WHEREAS, Article VI, Section 5(d) empowers the Tribal Business Council to negotiate with the Federal, State and local governments on behalf of the Tribes; and

WHEREAS, the State of North Dakota has authorized the Office of the Governor to enter negotiations with the Tribe for an agreement(s) on the regulation and taxation of the production and extraction of oil and gas within the exterior boundaries of the Fort Berthold Reservation; and

WHEREAS, the Tribal Business Council has authorized the Tribal Legal Department and Tribal Oil & Gas Department to negotiate with the Office of the Governor for an agreement(s) on the regulation of the production and extraction of oil and gas within the exterior boundaries of the Fort Berthold Reservation; and

WHEREAS, the Tribal Legal and Oil & Gas Departments have consulted with the Bureau of Land Management on the proposed regulations and have diligently negotiated with the Office of the Governor to incorporate provisions to protect tribal sovereignty and jurisdiction on such matter; and

NOW, THEREFORE BE IT RESOLVED, the Tribal Business Council has considered and now approves an intergovernmental agreement with the State of North Dakota through the Office of the Governor entitled "*Approval of Oil and Gas Regulatory Agreement Between The Three Affiliated Tribes And State of North Dakota*" (attached).



WHEREAS, The Tribal Business Council desires terminate its leases with Playa and to lease said minerals to Sundance Energy, Inc under the terms described.

NOW THEREFORE BE IT RESOLVED, The Tribal Business Council hereby cancels its leases with Playa for non-payment of the bonus due under said leases and hereby accepts Sundance Energy, Inc.'s offer to lease said minerals and authorizes the Tribal Chairman to execute an oil and gas lease or leases as necessary on behalf of the Tribe for the lands and under the terms described above.

NOW THEREFORE BE IT FINALLY RESOLVED, the Tribal Business Council hereby requests that the Bureau of Indian Affairs expedite the approval of said lease(s).

CERTIFICATION

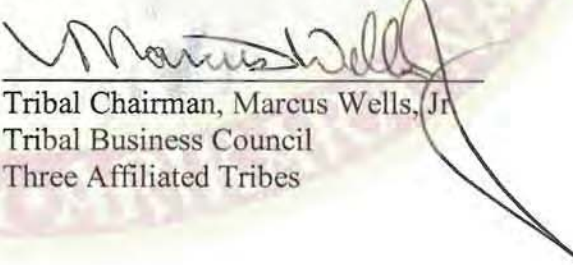
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 15th day of August 2008; 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 1 day of August, 2008.

ATTEST:


Executive Secretary, Judy Brugh
Tribal Business Council
Three Affiliated Tribes


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