



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

A Resolution entitled, "Approval of Tribal Financial Advisors to serve as Financial Advisor for the Three Affiliated Tribes' Proposed Bond Financing"

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 pursuant to said Act; and

WHEREAS, The Constitution and By-laws of the Three Affiliated Tribes was adopted by membership of the Tribes on May 15th, 1936 pursuant to the Indian Reorganization Act of 1934 and duly approved by the Secretary of Interior; 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, The Constitution of the Three Affiliated Tribes 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, The Tribal Business Council desires to refinance the current tribal obligations, new working capital needs and new construction needs into a single financial instrument; and

WHEREAS, The Tribal Business Council has reviewed the Proposals and now finds it desirable to enter into a contract with Tribal Financial Advisors to provide the necessary financial advice and services for the proposed financing through General Obligation Taxable and Tax Exempt Bonds for the Three Affiliated Tribes.

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council of the Three Affiliated Tribes hereby approves proposal with Tribal Financial Advisors to serve as Financial Advisor for the Tribes' proposed financing through General Obligation Taxable and Tax Exempt Bonds for the Three Affiliated Tribes; and

BE IF FURTHER RESOLVED, the Tribal Business Council authorizes and directs the Legal Department to finalize the Financial Services Contract with Tribal Financial Advisors; and

BE IT FINALLY RESOLVED, The Tribal Business Council directs the Tribal Chairman and the Tribal Treasurer to execute Financial Services Contract and any other necessary documents to carry out the intent of this Resolution.




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 Special Meeting thereof duly called, noticed, convened and held on the 4th day of June, 2009, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 6 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

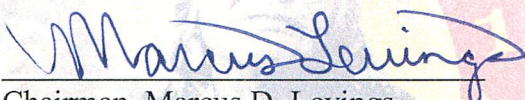
Chairman [] Voting. [] Not Voting.

Dated this 4th day of June, 2009.

ATTEST:



Executive Secretary, V. Judy Brugh.
Tribal Business Council



Chairman, Marcus D. Levings
Tribal Business Council