



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

*A Resolution entitled, “Organization and Formation of First Cents Inc.”*

**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 of the Three Affiliated Tribes (“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 III of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council (“Council”) is the governing body of the Tribes; and

**WHEREAS**, The Three Affiliated Tribes (“Tribes”) has determined that it is in the best economic interest, pursuant to its inherent sovereignty and the Constitution and By-Laws, and on behalf of and in the interests of the welfare and benefit of the Tribes and of the enrolled members thereof to pursue Tribal economic development opportunities through and with the formation of separate Tribal corporation under Tribal authority and law; and

**WHEREAS**, the Council desires to form and organize First Cents Inc. ( the “Company”) under Tribal authority and law to pursue such economic development opportunities as a wholly owned Tribal entity; and

**WHEREAS**, because the Tribes and its members have routinely suffered from economic depression and slow economic growth, the purpose of the Company is to promote the self-sufficiency of the Tribes and its members and families, and to address the socio-economic and cultural needs of the Tribes, its members, and its community; and

**WHEREAS**, the Tribes desire to establish the Company to build capital within the Tribal community, which capital will subsequently be dispersed to the Tribes, and used in the Tribes’ governmental discretion for the benefit of its members, and the community through Tribal initiatives and Tribal governmental programs. The increase in capital, as well as the initiatives and programs funded by the increase in capital, will guarantee that the Tribes can continue to care for itself, its members, and its community by promoting greater self-determination, political and social autonomy and cultural rejuvenation and survival; and





**NOW THEREFORE BE IT RESOLVED**, that the Council approves the formation of and organization of the Company, a Tribal corporation formed under the authority and laws of the Tribes, to be wholly owned and managed by the Tribes through and as a wholly owned subsidiary of Makes Cents Inc., and formed and organized pursuant to the attached Articles of Incorporation; and

**BE IT FINALLY RESOLVED**, that the Chairman is hereby authorized to take such further actions as are deemed necessary or desirable to carry out the terms and intent of this resolution.


**CERTIFICATION**

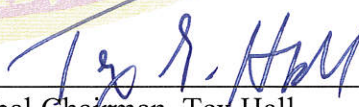
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 5 were present at a **Regular** Meeting thereof duly called, noticed, convened and held on the 14<sup>th</sup> day of **December**, 2011, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 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 14<sup>th</sup> day of December, 2011

**ATTEST:**

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

  
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Tribal Chairman, Tex Hall  
Tribal Business Council  
Three Affiliated Tribes

