



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

A Resolution Entitled: "Employment Benefits to Employees of MHA Systems Incorporated Makes Cents Inc. and 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 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 corporations under Tribal authority and law; and

WHEREAS, The Council has taken action to form and organize MHA Systems Incorporated and more recently Makes Cents Inc. and First Cents Inc. (MHA Systems Incorporated, Makes Cents Inc. and First Cents Inc. collectively the "Companies") under Tribal authority and law to pursue such economic development opportunities, including pursuing an E-Commerce infrastructure to engage in business, including an internet-based consumer lending business, as wholly owned Tribal entities, and accordingly, wish to take such additional action as is deemed advisable in order to enable afford the Companies with the greatest likelihood for success; and

WHEREAS, Because the Tribes and its members have routinely suffered from economic depression and slow economic growth, the purpose of the Companies 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 established the Companies 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 and authorizes each of the Companies and any additional tribal entity that may be subsequently formed and organized for similar purposes to allow its employees to be eligible to participate in all normal and standard employee benefits, including health insurance benefits, provided by the Tribes and its subdivisions and agencies to its employees, subject to applicable law; and

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

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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 12th day of July, 2012, 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 12th day of July, 2012.

ATTEST:

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

Tribal Chairman, Tex Hall
Tribal Business Council
Three Affiliated Tribes