



**RESOLUTION OF THE GOVERNING BODY
OF THE MANDAN, HIDATSA & ARIKARA NATION**

A Resolution entitled, "Legal Services Contract with Hobbs, Straus, Dean & Walker"

WHEREAS, the Mandan, Hidatsa and Arikara Nation (the "Tribe") has accepted the Indian Reorganization Act of June 18, 1934 (the "Act"), and the authority under Section 16 of the Act; and

WHEREAS, the Tribe's Constitution (the "Constitution") authorizes and empowers the Tribe's Tribal Business Council (the "Tribal Business Council") to engage in activity on behalf of and in the interest of the welfare and benefit of the Tribe and of the enrolled members thereof; and

WHEREAS, pursuant to Article III, Section 1 of the Constitution, the Tribal Business Council is the governing body of the Tribe; and

WHEREAS, the Tribe wishes to authorize Hobbs, Straus, Dean & Walker, LLP to act as co-bond counsel with the law firm of Hawkins Delafield & Wood LLP in connection with the financing of the Thunder Butte Refinery, utilizing Tribal Economic Development Bonds; and

NOW THEREFORE BE IT RESOLVED that the Tribal Business Council hereby authorizes Hobbs, Straus, Dean & Walker, LLP to serve as co-bond Counsel with Hawkins Delafield & Wood LLP in connection with the financing of the Thunder Butte Refinery; and

BE IT FURTHER RESOLVED that the Chairman of the Tribe is authorized to execute such Agreements and documents as are necessary to carry out the terms and intent of this Resolution.




CERTIFICATION

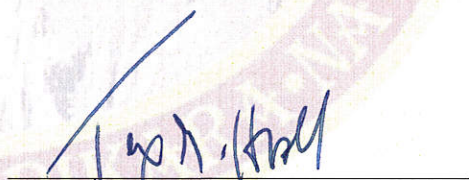
I, the undersigned, as Secretary of the Tribal Business Council of the Mandan, Hidatsa and Arikara Nation, hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 9th day of August, 2012, that the forgoing 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vote of 5 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.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 9th day of August, 2012.



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



Tribal Chairman, Tex G. Hall
Tribal Business Council
Three Affiliated Tribes