



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

A Resolution entitled, "Approval to Retain Chemex, LLC as Primary Contractor for Design and Fabrication of MHA Nation Clean Fuels Refinery Project"

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, Article III, Section 1 of the Constitution of the Three Affiliated Tribes provides that the Tribal Business Council is the governing body of the Nation; and

WHEREAS, The Constitution 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, The Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation is empowered by Article VI, Sections 1(c) and 1(f) of the Constitution and By-Laws of the Tribe to regulate the economic affairs of the Tribe; and

WHEREAS, The Nation has dedicated several years to the development of the MHA Nation Clean Fuels Refinery Project ("Project") near Makoti, North Dakota on tribally-owned lands within the exterior boundaries of the Fort Berthold Reservation; and

WHEREAS, The Nation has commenced construction on the Project; and

WHEREAS, Thunder Butte Petroleum Services, Inc. ("TBPS") issued a Request for Proposals ("RFP") on June 12, 2012, for services of an independent Contractor to provide labor, equipment, and materials necessary to execute the design and fabrication of the specified components for an ULSD refinery located on the Fort Berthold Indian Reservation in North Dakota;

WHEREAS, Chemex, LLC, submitted a Proposal in response to the RFP on July 30, 2012;

WHEREAS, TBPS accepted the Proposal submitted by Chemex, LLC;

WHEREAS, The Tribal Business Council has determined that it is in the best interest of the Nation to retain Chemex, LLC, as the Primary Contractor for the design and fabrication of the Project and for Schedule A Engineering to be Contracted 8.4 million dollars; and



NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council hereby authorizes and approves the retention of Chemex, LLC, as the Primary Contractor for the design and fabrication of the Project.

BE IT FINALLY RESOLVED, that the Tribal Business Council hereby authorizes the Chairman to carry out the purpose and intent of this Resolution and sign any and all documents necessary to carry out the purpose and intent of the 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, 6 were present at a Meeting thereof duly called, noticed, convened and held on the 15th day of November, 2012, 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.

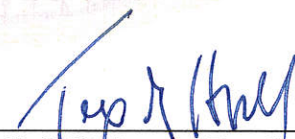
Chairman [] Voting. [] Not Voting.

Dated this 15th day of November, 2012.

ATTEST:



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



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