



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

A Resolution entitled, "Makes Cents Inc. and First Cents Inc. – Approval of Lead Purchase Agreement with PartnerWeekly LLC of 325 E Warm Springs Road, Suite 210, Las Vegas Nevada 89119"

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 Tribal Business Council has formed and organized Makes Cents Inc. and First Cents Inc. as Tribal corporations under Tribal authority and law to pursue such economic development opportunities as wholly owned Tribal entities; and

WHEREAS, the Tribes, through Makes Cents Inc. and First Cents Inc., desire to authorize and approve a Lead Purchase Agreement to obtain consumer leads in order to offer its loan related products; and

WHEREAS, Makes Cents Inc. and First Cents Inc. have identified PartnerWeekly as a reputable source for such consumer leads.

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council hereby approves the attached Lead Purchase Agreement with PartnerWeekly to provide consumer leads for Make Cents Inc. and First Cents Inc.; and

BE IT FURTHER RESOLVED, the term of the initial Lead Purchase Agreement with PartnerWeekly shall be twelve (12) months with a initial deposit of \$2,000.00 and



ongoing compensation due under the Agreement shall be set forth in the Agreement and attachments; and

BE IT FINALLY RESOLVED, the Tribal Business Council, pursuant to its inherent sovereign powers and the powers vested to the Council, hereby expressly and unequivocally waives the sovereign immunity of Makes Cents Inc. and First Cents Inc., but only insofar as described in the Lead Purchase Agreement as attached hereto and approved hereby. Such action is deemed necessary and desirable as a material inducement for the non-tribal party to enter in to such agreements with Makes Cents Inc. and First Cents Inc.; and


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, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 16 day of April, 2013, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 7 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

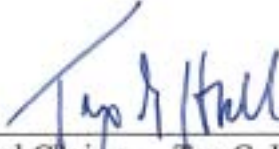
Chairman [] Voting. [] Not Voting.

Dated this 16 day of April, 2013.

ATTEST:



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



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