



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

A Resolution entitled, "Approval of lease of certain lands from Nation to Missouri River Resources and Approval of funds for Missouri River Resources to participate in the authorization for expenditure for the Marathon Roehr Well."

WHEREAS, The Mandan Hidatsa and Arikara Nation ("Nation" or "Tribes") having accepted the Indian Reorganization Act of June 18, 1934 ("IRA"), and the authority under said Act and having adopted a Constitution and By-Laws pursuant to said Act; and

WHEREAS, The Constitution of the Nation 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, Section 1 of the Constitution of the Nation provides that the Tribal Business Council is the governing body of the Tribes; and

WHEREAS, The Constitution of the Three Affiliated Tribes 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 VI, Section 5 (i) and Article IX of the Constitution authorizes the Tribal Business Council to lease tribal lands and resources, including minerals; and

WHEREAS, The Tribal Business Council created Missouri River Resources (MRR) to participate in and profit from the oil and gas exploration on Reservation lands, and to ensure the MHA Nation receives the benefits of the natural resources that lay beneath its land; and

WHEREAS, The Tribal Business Council finds it in the best interest of the Nation to lease to MRR its 24.584109% working interest ownership in Sections 6 & 7, Township 146 North, Range 92 West, 5th P.M., Dunn County, North Dakota, including its interest in the Roehr 34-7H Well.

WHEREAS, The Tribal Business Council finds it in the best interest of the MHA Nation to authorize a loan to MRR in the amount of two million one hundred sixty eight thousand dollars and 84/100 (\$2,168,000.00) to fund its participation in the drilling of Roehr 34-7H Well, in which MRR would have an interest and would be operated by Marathon Oil.



NOW THEREFORE BE IT RESOLVED, The Tribal Business Council hereby approves the lease to MRR of its 24.584109% working interest ownership in Sections 6 & 7, Township 146 North, Range 92 West, 5th P.M., Dunn County, North Dakota, including its interest in the Roehr 34-7H Well.

BE IT FURTHER RESOLVED, That the Tribal Business Council authorizes and approves a loan to MRR in the amount of two million one hundred sixty eight thousand dollars and 84/100 (\$2,168,000.00) to fund its participation in the drilling of Roehr 34-7H Well, in which MRR would have an interest and would be operated by Marathon Oil. The loan will be repaid from MRR's share of production from the wells over a term not to exceed seven (7) years from the date production in paying quantities, and to be evidenced by a Promissory Note Executed by MRR consistent with the terms of this Resolution.

BE IT FURTHER RESOLVED, the Tribal Chairman is hereby authorized to take such action as is necessary 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, 7 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 13th day of August, 2013, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 1 members abstained, 1 members not voting, and that said Resolution has not been rescinded or amended in any way.

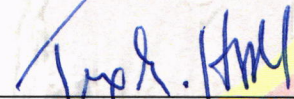
Chairman [] Voting. [] Not Voting.

Dated this 13th day of August, 2013.

ATTEST:



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



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