



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

A Resolution Entitled: “Approval of the Construction Loan Agreement, Disbursing Agreement, Reimbursement Agreement for the Renovation of the Non-Gaming Area, and the Promissory Note of the Construction Loan for the Four Bears Casino”

WHEREAS, The Three Affiliated Tribes (the “MHA 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 MHA 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 MHA Nation and of the enrolled members thereof; and

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

WHEREAS, The 4 Bears Casino & Lodge (“Casino”) has a new event center and parking structure project in development to be funded by a loan from the Three Affiliated Tribes; and

WHEREAS, The Casino has renovated the non-gaming area of the casino and requests reimbursement for the project.

NOW, THEREFORE BE IT RESOLVED, the Tribal Business Council hereby approves the Construction Loan Agreement, Disbursing Agreement, Reimbursement Agreement for the Renovation of the Non-Gaming Area, and the Promissory Note of the Construction Loan for the Four Bears Casino.

NOW, THEREFORE BE IT RESOLVED, the Tribal Business Council hereby approves the Construction Loan Agreement, Disbursing Agreement, Reimbursement Agreement for the Renovation of the Non-Gaming Area, and the Promissory Note of the Construction Loan for the Four Bears Casino, not to exceed a maximum amount of \$47,000,000.00 without the express written consent of the Tribal Business Council.

NOW, THEREFORE, BE IT FINALLY RESOLVED that the Tribal Business Council of the Three Affiliated Tribes authorizes the Casino management and the Tribal Chairman to execute the Construction Loan Agreement, Disbursing Agreement, Reimbursement Agreement for the Renovation of the Non-Gaming Area, and the Promissory Note of the Construction Loan for the Four Bears Casino; and



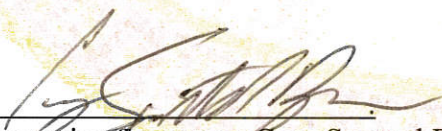
CERTIFICATION

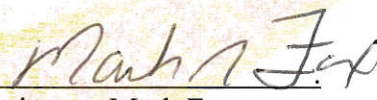
I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Indian Reservation hereby certify that the Tribal Business Council is composed of seven (7) members of whom five (5) constitute a quorum, 6 were present at a Special Meeting thereof duly called, noticed, convened and held on the 28th day of January, 2015, 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 28th day of January, 2015.

ATTEST:


(Acting) Executive Secretary: Cory Spotted Bear
Tribal Business Council
Three Affiliated Tribes


Chairman: Mark Fox
Tribal Business Council
Three Affiliated Tribes