



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

A Resolution entitled, “*Approval of Loan for Thunder Butte Petroleum Services, Inc. Start-Up Costs*”

WHEREAS, The Mandan Hidatsa and Arikara Nation (“MHA 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 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 Tribes and of the enrolled members thereof; and

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

WHEREAS, Article VI, Section 5(1) of the Constitution of the MHA Nation provides that the Tribal Business Council has the power to adopt resolutions regulating the procedure of the Tribal Business Council and other Tribal agencies and Tribal officials of the Reservation; and

WHEREAS, The MHA Nation has dedicated much time to the development of the MHA Nation Clean Fuels Refinery Project (“Project”) near Makoti, North Dakota on tribal trust lands; and

WHEREAS, The MHA Nation began construction on the Project; and

WHEREAS, It is necessary for Thunder Butte Petroleum Services, Inc. (“TBPS”) to secure one million dollars (\$1,000,000.00) to cover start-up costs for the synthetic crude storage facility; and

WHEREAS, TBPS has prepared the attached Promissory Note outlining the terms and conditions for TBPS to secure a loan for the start-up costs from the MHA Nation; and

WHEREAS, The Tribal Business Council has determined that it is in the best interest of the Nation to authorize and approve the attached Promissory Note for TBPS.

NOW THEREFORE BE IT RESOLVED, that the Tribal Business Council hereby authorizes and approves the attached Promissory Note to loan TBPS one million dollars (\$1,000,000.00) to cover start-up costs for the synthetic crude storage facility.



BE IT FURTHER RESOLVED, the Tribal Chairman is hereby authorized to take such other actions as are necessary to carry out the terms and intent of this Resolution.

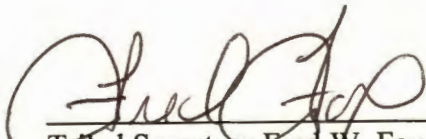
CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the 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 Special Meeting thereof duly called, noticed, convened and held on the 9th day of February, 2017, that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, 2 members not voting, and that said Resolution has not been rescinded or amended in any way.

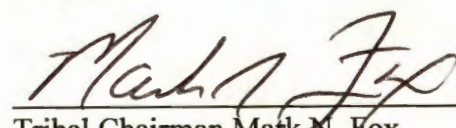
Chairman [X] Voting. [] Not Voting.

Dated this 9th day of February, 2017.

ATTEST:



Tribal Secretary Fred W. Fox
Tribal Business Council
Three Affiliated Tribes



Tribal Chairman Mark N. Fox
Tribal Business Council
Three Affiliated Tribes