

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

- WHEREAS,** This Nation having accepted the Indian Reorganization Act of June 18, 1934, and the authority under said Act; and
- WHEREAS,** The Constitution of the Three Affiliated 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,** The Three Affiliated Tribes has entered into a Settlement Agreement with Bruce H. Lien Co. dated September 27, 1996, in which the Tribe will assume, as of the Date of Closing of the Settlement Agreement, all of the assets and liabilities of the gaming operation known as Four Bears Casino and Lodge, which has previously been approved by the Tribal Business Council; and
- WHEREAS,** There exist certain agreements between Bruce H. Lien Co., a wholly owned subsidiary of Concorde Gaming, Inc., a Colorado corporation, and SoDak Gaming, Inc. for the purchase of certain equipment associated with certain Wide Area Progressive systems that involve the interlinking of slot machines in which a large jackpot is available to be won on machines in more than one location; and
- WHEREAS,** The Tribe, in order to effectuate the transfer of the purchase agreements for the progressive jackpot equipment and conclude the Settlement Agreement referred to above between Bruce H. Lien Co. and the Tribe, must execute an Assumption Agreement, a copy of which is attached hereto, which will bind the Tribe to the original terms of the agreement between Bruce H. Lien Co. and SoDak Gaming Inc., and
- WHEREAS,** The Assumption Agreement also contains a release by Bruce H. Lien Co. and Concorde Gaming Inc., releasing the Tribe from any liability incurred under the existing agreements between Bruce H. Lien Co. and SoDak Gaming, Inc.; and
- WHEREAS,** The Assumption Agreement also requires the Tribe to execute a limited waiver of sovereign immunity, limited to the right of SoDak Gaming, Inc. to come on the Fort Berthold Reservation and recover their equipment which is the subject of the purchase agreement; and
- WHEREAS,** The Tribal Business Council has determined that it is in the best interests of the Tribe to execute the Assumption Agreement containing the limited waiver of sovereign immunity in order that the Settlement Agreement with Bruce H. Lien Co. be completed without further complication;

NOW, THEREFORE, BE IT RESOLVED, That the Tribal Business Council of the Three Affiliated Tribes hereby authorizes the Chairman of the Three Affiliated Tribes to execute on behalf of the Tribe the Assumption Agreement as attached hereto, which transfers the purchase agreement and all the rights and obligations thereto to the Three Affiliated Tribes; and

NOW, THEREFORE, BE IT FURTHER RESOLVED, That the Tribal Business Council hereby expressly waives its sovereign immunity to the extent provided for in the Assumption Agreement, which limits the waiver to the recovery of the equipment that is the subject of the Agreement.

CERTIFICATION

I, the undersigned, as Secretary of the Tribal Business Council of the Three Affiliated Tribes of the Fort Berthold Reservation, hereby certify that the Tribal Business Council is composed of 7 members of whom 5 constitute a quorum, 6 were present at a Special Meeting thereof duly called, noticed, convened, and held on the 12th day of February, 1997; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 4 members, 2 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

Dated this 12th day of February, 1997.

Daylon Spotted Bear
Secretary, Tribal Business Council

ATTEST:



Chairman, Tribal Business Council