

**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 Tribal Business Council (The "Council") has determined that it would be in the best interests of the Tribe and its enrolled members to acquire funds to supplement the needs of the Tribe relating to education, social welfare, economic development and other purposes; and

WHEREAS, The Council desires to enter into a loan agreement with the Community First National Bank of Dickinson, North Dakota for the above purposes in an amount up to \$750,000, including a \$500,000 revolving line of credit expiring on September 30, 1998, and a \$250,000 term note due on September 30, 1998; and

WHEREAS, In order to acquire the loan from Community First National Bank (the "Lender"), the Council must execute a Loan Agreement, Promissory Notes, Security Agreement, UCC-1 form and related documents and instruments referred to therein as well as other documents required by the Lender; and

NOW, THEREFORE, BE IT RESOLVED, that the form, terms and provisions of that certain Loan Agreement, regarding a loan of up to \$750,000 (the "Loan"), between the Tribe and the Community First national Bank; those certain Promissory Notes, totalling up to \$750,000 payable to the order of the Community First National Bank; that certain Security Agreement between the Tribe and Community First National Bank, and the UCC-1 form (collectively referred to as the "Loan Documents"), substantially in the form reviewed by the Council, and the performance of its obligations under the Loan Documents be, and hereby are, in all respects, approved;

NOW, THEREFORE BE IT FURTHER RESOLVED, that the Chairman of the Tribe and of the Council, Russell D. Mason, Sr., and the Treasurer thereof, Mark N. Fox, be and hereby are, authorized and directed to execute and deliver the Loan Documents in the name and on behalf of the Tribe, substantially in the form approved, with such changes therein and modifications and amendments thereto as the may in their sole discretion approve, which approval shall be conclusively evidenced by their execution thereof, and that the signatures of both of the above-named officers shall be sufficient to bind the Tribe. The Chairman and the Treasurer are hereby specifically authorized and directed to enter into those

portions of the Loan Documents concerning the waiver of sovereign immunity and consent to jurisdiction; and

NOW, THEREFORE BE IT FURTHER RESOLVED, that the Chairman and Treasurer of the Council be, and hereby are, authorized and directed to take all such further actions including, without limitation, to arrange for and enter into supplemental agreements, instruments, certificates or documents relating to the transactions contemplated by the Loan Documents, and to seek and obtain any required approval for this transaction from the Bureau of Indian Affairs, and to execute and deliver all such supplemental agreements, instruments, certificates or documents in the name and on behalf of the Tribe, which in their sole judgment be necessary, proper or advisable in order to perform the Tribe's obligations under or in connection with the Loan Documents and the transaction contemplated therein, and to carry out fully the intent and effectuate the purposes of the foregoing resolutions and that the signature of both of the above-named officers shall be sufficient to bind the Tribe; and

NOW, THEREFORE BE IT FURTHER RESOLVED, that the foregoing resolutions shall be effective as of the date of these resolutions and shall remain in full force and effect thereafter and may be relied upon by the Community First National Bank thereafter until it has received written notification from the Tribe of the rescission of such authority; and

NOW, THEREFORE BE IT FURTHER RESOLVED, that the obligations incurred by the Tribe in the Loan Documents are general obligations of the Tribe, secured as provided in the Security Agreement between Community First National Bank and the Tribe.

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, 7 were present at a Regular Meeting thereof duly called, noticed, convened, and held on the 13th day of January, 1998; that the foregoing Resolution was duly adopted at such Meeting by the affirmative vote of 5 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 13th day of January, 1998.

Daylon Spotted Bull
Secretary, Tribal Business Council

ATTEST

[Signature]

Chairman, Tribal Business Council