



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

A Resolution entitled: "Approval to lease 20 Acres of Tribal Fee Lands located in Dunn County to Questar Exploration and Production Company, for Oil and Gas Development on 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 Tribe 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 Natural Resources Committee of the Tribal Business Council has reviewed the proposal by Questar Exploration and Production Company, ("Questar") of Denver, Colorado; and

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

WHEREAS, pursuant to Article VI, Section 5(1) of the Constitution, the Tribal Business Council has the power to adopt resolutions regulating the procedures of the Tribal Business Council and other tribal agencies and tribal officials on the Reservation; and

WHEREAS, Article VI, Section 5(i) of the Constitution specifically authorizes and empowers the Tribal Business Council of the Tribes to make assignments and leases of Tribal lands and otherwise to manage tribal lands. Interests in Tribal lands, and property upon such lands, in conformity with Article IX of the Constitution; and

WHEREAS, Article IX of the Constitution specifically authorizes and empowers the Tribal Business Council to manage and lease or otherwise deal with tribal lands and resources in accordance with law; and

WHEREAS, the Fort Berthold Reservation comprises approximately 1,000,000 acres and has within it potentially significant oil and gas resources as the Reservation lies within the generally accepted geologic formation known as the Williston Basin, a geologic formation that has been developed since the early 1950's; and

WHEREAS, the Three Affiliated Tribes, exercising its rights as an Indian Nation, is actively seeking to develop its resources for the economic benefit of all of its members, which will provide both increased revenue to individual members and increased employment for tribal members; and



WHEREAS, The Three Affiliated Tribes has been approached by Questar Exploration and Production Company for oil & gas development of the Fort Berthold Reservation in Township

a. T150N, Range 92, Section 31 W1/2NESW

WHEREAS, the Tribal Business Council desires to enter into a straight Tribal Oil and Gas Lease Agreement with Questar Exploration and Production Company to lease twenty (20) acres of Tribal Fee land within the Fort Berthold Reservation, for oil and gas development on the Fort Berthold Reservation, for the consideration of One Thousand One Hundred Fifty dollars and no cents (\$1,150.000) per net acre bonus, twenty percent (20%) royalty and two dollars and fifty cents (\$2.50) per acre rental for a one (1) year lease,

NOW THEREFORE BE IT RESOLVED, The Three Affiliated Tribes hereby approves of entering into a straight Tribal Oil and Gas Lease Agreement with Cirque to include the following stipulations:

1. The Amount of the royalty payments shall be twenty percent (20%).
2. The bonus paid per acre shall be One Thousand One Hundred Fifty dollars and no cents (\$1,150.00).
3. The initial term of the lease shall be one (1) year with an annual delayed rental of two dollars and fifty cents (\$2.50) per acre for lands.
4. The amount of land to be available for lease is acknowledged to be approximately twenty (20) acres in Township 150N, Range 92W, Section 31 W1/2NESW

NOW THEREFORE BE IT RESOLVED, the Tribal Business Council approves the lease of the aforementioned twenty (20) acres to Questar Exploration and Production Company for the terms and conditions described in the Resolution and designates the Tribal Oil and Gas Department finalize a straight Tribal Oil and Gas Lease(s) with Questar consistent with this resolution.

BE IT FINALLY RESOVLED, that the Chairman of the Tribal Business Council is hereby authorized to execute a finalized straight Tribal Oil and Gas lease Agreement(s) on behalf of the Three Affiliated Tribes and that either the Vice-Chairman, Secretary or Treasurer may sign as a co-signatory on said Agreement.



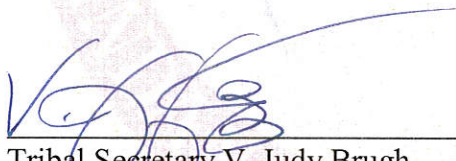
CERTIFICATION

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, 5 were present at a Regular Meeting thereof duly called, noticed, convened and held on the 14th day of January, 2010; that the foregoing Resolution was duly adopted at such meeting by the affirmative vote of 5 members, 0 members opposed, 0 members abstained, 0 members not voting, and that said Resolution has not been rescinded or amended in any way.

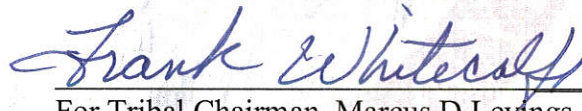
Chairman [] Voting. [] Not Voting.

Dated this 14th day of January 2010.

ATTEST:



Tribal Secretary V. Judy Brugh
Tribal Business Council
Three Affiliated Tribes



For Tribal Chairman, Marcus D Leyings
Tribal Business Council
Three Affiliated Tribes