

**RESOLUTION OF THE
WHITE MOUNTAIN APACHE TRIBE OF THE
FORT APACHE INDIAN RESERVATION**

WHEREAS, the Tribal Council of the White Mountain Apache Tribe ("Tribe") adopted Resolution No. 05-94-144 on May 25, 1994 approving and authorizing a Business Loan Agreement and Additional Provisions thereto ("Agreement"), the Negative Pledge and Conditional Security Agreement and all other documents relating to the Revolving Loan (collectively, "the Loan Documents") between the Tribe and First Interstate Bank of Arizona; and

WHEREAS, in order to fully satisfy the requirements of Section 4.1 (c) of the additional provisions to the Business Loan Agreement, it is necessary that the Tribal Council adopt a supplemental resolution which meets the requirements of said section; and

WHEREAS, the Tribal Council concludes that Resolution 05-94-144 be supplemented in accordance with the Requirements of Section 4.1 (c) of the additional provisions to the Business Loan Agreement.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that:

1. The Tribal Council hereby waives, for the White Mountain Apache Tribe of the Fort Apache Indian Reservation (the "Tribe") and for Fort Apache Timber Company ("FATCO"), the Tribe's and Fatco's sovereign immunity to legal action (including without limitation, a lawsuit) (severally, an "Action"), brought against the Tribe and/or FATCO by Lender and/or Lender's successors or assigns and arising from or in connection with the transactions contemplated by the Business Loan Agreement and Additional Provisions Thereto (the "Agreement"), the Negative Pledge and Conditional Security Agreement and all other documents relating to the Revolving Loan (collectively, the "Loan Documents"). For the trial of any Action, the Tribal Council, for the Tribe and for FATCO, hereby consents and submits to the non-exclusive personal jurisdiction and venue of the Tribe's tribal court and, with respect to the due process review contemplated in Section 6 of the Agreement, of the federal district court sitting in Phoenix, Arizona, and the respective appellate courts thereof; and

Resolution No. 06-94-180

2. The Tribal Council hereby approves and enacts, as controlling tribal law for the Loan Documents, the dispute resolution procedure set forth in Section 6 of the Agreement; and
3. The Tribal Council hereby designates Chairman Ronnie Lupe, and in his absence, Vice-Chairman Lafe Altaha or Tribal Treasurer Edwin Kane to request Advances pursuant to the Agreement.

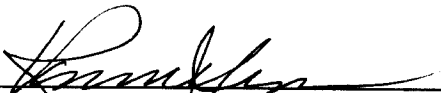
BE IT FURTHER RESOLVED by the Tribal Council that this Resolution supplements and does not supersede Resolution No. 05-94-144 which remains in full force and effect.

The foregoing resolution was on June 16, 1994, duly adopted by a vote of nine for and zero against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article IV, Section 1 (a), (b), (h), (i), (l), (t) and (u) of the Constitution of the Tribe, ratified by the Tribe September 30, 1993, and approved by the Secretary of the Interior on November 12, 1993, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).


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JUN 23 1994

FORT APACHE INDIAN AGENCY
WHITERIVER, ARIZONA



Chairman of the Tribal Council



Secretary of the Tribal Council