

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

- WHEREAS,** the White Mountain Apache Tribe of the Fort Apache Indian Reservation, Arizona (the "Tribe") is a federally recognized Indian Tribe organized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 stat. 984); and
- WHEREAS,** the White Mountain Apache Housing Authority, a non-profit corporate body organized and existing by virtue of the laws and ordinances of the Tribal Council of the Tribe, pursuant to the Constitution of the Tribe and the White Mountain Apache Housing and Construction Code, (the "Housing Code"), is the "tribally designated housing entity" for the Tribe under NAHASDA and is authorized to issue obligations, such as bonds, from time to time, in furtherance of an essential public and governmental purpose; and
- WHEREAS,** the Authority proposes to issue its HUD Section 184/GNMA Collateralized Revenue Bonds (Apache Dawn Project) Series 1999 in an aggregate principal amount not to exceed \$36,000,000 (the "Bonds") for the purpose of financing single family dwelling units for subsequent occupancy by persons who qualify under the criteria of the Authority in geographic areas in which the Authority is authorized to provide housing; and
- WHEREAS,** on October 19, 1999, the Authority resolved to issue the bonds; such Resolution has been made available to the Tribal Council of the Tribe, and such Resolution has been duly considered this date; and
- WHEREAS,** the Resolution authorizes, among other things, the issuance and sale of the Bonds, the execution and delivery of a Trust Indenture, Origination, Servicing and Administration Agreement, Occupancy Agreement for Apache Dawn, Lease, Construction Loan Agreement for Apache Dawn-Phase One, Construction Contract for Apache Dawn-Phase One, Individual Loan Leasehold Mortgage for Apache Dawn, Promissory Note for Apache Dawn Dwelling Unit, Bond Purchase Agreement, Continuing Disclosure Agreement, Maintenance Stipend Policies of the White Mountain Apache Housing Authority for Apache Dawn, Tax Certificate as to Arbitrage and the Provisions of Sections 103 and 141-150 of the Internal Revenue Code of 1986 and Preliminary Offering Statement and such other documents as required for the issuance of the Bonds (the "Authority Document"); and
- WHEREAS,** the terms, maturities, provisions for redemption, security and sources of payment for the Bonds are as set forth in the Trust Indenture and the form of the Bonds; and

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WHEREAS, the Tribal Council of the Tribe has been informed that said documents have been reviewed by competent Bond Counsel, Kutak Rock, as said Bond Counsel has determined that said documents adequately meet the requirements of the Housing Code and the Internal Revenue Code of 1986, as amended (the "Code"); and

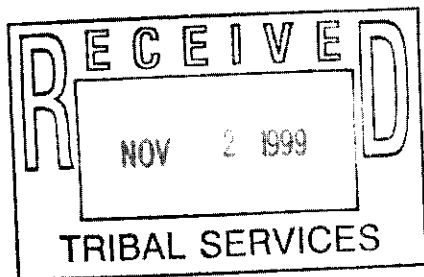
WHEREAS, it is intended that this Resolution shall constitute approval by the Tribal Council of the Tribe with respect to the issuance of the Bonds.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes the following:

Section 1. The issuance by the Authority of the Bonds in the aggregate principal amount not to exceed \$36,000,000 is hereby approved for all purposes under the Tribal Constitution, the Housing Code and the Code.

Section 2. The appropriate members of the Tribal Council of the Tribe are hereby authorized and directed to do all such things to execute and deliver all such documents on behalf of the Tribe as may be desirable or necessary to effectuate the intent of this Resolution and the Resolution of the Authority in connection with the Bonds, including, without limitation, the Trust Indenture and the Bond Purchase Agreement.

The foregoing resolution was on October 19, 1999 duly adopted by a vote of SIX 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), (s), (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).



Chairman of the Tribal Council

Secretary of the Tribal Council