



SQUAXIN ISLAND TRIBE

RESOLUTION NO. 14-26

of the

SQUAXIN ISLAND TRIBAL COUNCIL

WHEREAS, the Squaxin Island Tribal Council is the Governing Body of the Squaxin Island Tribe (“Tribe” or “Borrower”), its members, its lands, its enterprises and its agencies by authority of the Constitution and Bylaws of the Squaxin Island Tribe, as approved and adopted by the General Body and the Secretary of the Interior on July 8, 1965; and

WHEREAS, under the Constitution, Bylaws and inherent sovereignty of the Tribe, the Squaxin Island Tribal Council is charged with the duty of protecting the health, security, education and general welfare of tribal members, and with protecting and managing the lands and treaty resources and rights of the Tribe including those expressed in Section 1 (b) and (i) of the Constitution; and

WHEREAS, the Squaxin Island Tribal Council has been entrusted with the creation of ordinances and resolutions in order to fulfill their duty of protecting the health, security, education and general welfare of tribal members, and of protecting and managing treaty land and treaty resources of the Tribe; and

WHEREAS, the Bank and the Borrower entered into a Business Loan Agreement dated as of May 15, 2008 with Bank of America, N.A. (the “Bank”), as amended (and so amended the “2008 Credit Agreement”); and

WHEREAS, pursuant to Resolution No. 13-18 (the “Prior Authorizing Resolution”), the Tribal Council previously approved and the parties amended and restated the 2008 Credit Agreement in its entirety on May 31, 2013, as amended by that First Amendment to the Amended and Restated Loan Agreement dated November 14, 2013 (as so amended, the “Agreement”); and

WHEREAS, the Tribe has committed to periodically provide the Bank with an updated “Officer’s Certificate,” identifying the current elected officials of the Tribe and other officers of the Tribe or the Squaxin Island Gaming Enterprise d/b/a Little Creek Casino Resort authorized to request advances and administer the Agreement on behalf of the Tribe.

THEREFORE, BE IT RESOLVED AND ENACTED that the following then currently elected or appointed officers of the Tribe and Squaxin Island Gaming Enterprise d/b/a Little Creek Casino Resort are authorized to request advances and administer the Agreement on behalf of the Tribe (each, an “Authorized Officer”): the Chairman of the Tribe, Vice-Chairman of the Tribe, Treasurer of the Tribe, Chief Executive Officer of the Squaxin Island Gaming Enterprise d/b/a Little Creek Casino Resort, and Chief Financial Officer of Squaxin Island Gaming Enterprise d/b/a Little Creek Casino Resort.

BE IT FURTHER RESOLVED AND ENACTED that the then elected or appointed Authorized Officers of the Tribe and the Secretary of the Tribe are authorized to furnish: a certified copy of this Resolution and an updated certificate of the Tribe identifying the names and specimen signatures of the then current Authorized Officers to the Bank and any other party the Authorized Officers deem appropriate and such parties shall be entitled to rely thereon and assume conclusively that this Resolution remains in full force and effect.

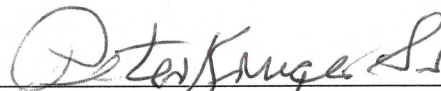
BE IT FINALLY RESOLVED AND ENACTED, that this Resolution shall become effective as of the date and time of its passage and approval by the Tribal Council.

CERTIFICATION

The Squaxin Island Tribal Council hereby certifies that the foregoing Resolution was adopted at the special meeting of the Squaxin Island Tribal Council, held on this 15th day of May, 2014, at which time a quorum was present and was passed by a vote of 6 for and 0 against, with 0 abstentions.



David Lopeman, Chairman

Attested by: 

Peter Kruger, Sr., Secretary



Arnold Cooper, Vice Chairman

CERTIFICATE OF RESPONSIBLE OFFICER

OF THE SQUAXIN ISLAND TRIBE

¹⁵
May 8, 2014

This Supplemental Certificate is delivered to Bank of America, N.A. in connection with that Amended and Restated Loan Agreement dated as of May 31, 2013, last amended November 14, 2013, (as so amended, the "Agreement"), between the Squaxin Island Tribe, a federally recognized Indian tribe (the "Borrower" or "Tribe"), and Bank of America, N.A. (the "Bank"). Capitalized terms used and not otherwise defined in this Certificate are used with the meanings set forth in the Agreement.

We, the undersigned, hereby certify that we are the duly qualified Tribal Chairman and Secretary of the Squaxin Island Tribal Council (the "Tribal Council"), the governing body of the Squaxin Island Tribe. In such capacity, we further certify to the Bank as follows:

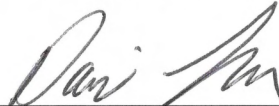
1. The Tribe is a federally recognized Indian tribe organized under the Constitution and Bylaws approved by the Secretary of the Interior on July 8, 1965 (the "Constitution"). The federal tax identification number of the Tribe is: 91-0922254.
2. The Tribal Council is the governing body of the Tribe as specified in Article III, Section I of the Tribal Constitution. The following persons are the duly elected members of the Tribal Council established under Article III of the Tribal Constitution. Such persons hold the offices set forth opposite their names, and the dates on which their current terms of office will expire are:

<u>Name</u>	<u>Office</u>	<u>Term Expires</u>
David Lopeman	Tribal Chairman	May 2017
Arnold Cooper	Vice Chairman	May 2016
Pete Kruger	Secretary	May 2015
Andrew Whitener	Treasurer	May 2015
Whitney Jones	Council Member	May 2017
Jim Peters	Council Member	May 2017
Vince Henry, Sr.	Council Member	May 2016

3. Pursuant to the terms of the Exhibit A, Res.No. ¹⁴26, the Authorizing Resolution, Exhibit B hereto contains the names of the persons and their specimen signatures who are authorized to administer the Agreement, including requesting advances thereunder.

WITNESS our hands as such Tribal Chairman and Secretary of the Squaxin Island Tribal Council, as of the date appearing on the first page of this Certificate.

SQUAXIN ISLAND TRIBE

By: 
David Lopeman, Tribal Chairman


By: 
Pete Kruger, Secretary

Exhibit A

Authorizing Resolution

Exhibit B

Incumbency

Pursuant to the terms of the Authorizing Resolution, the following named persons are authorized to request an advance under the terms of the Amended and Restated Loan Agreement and otherwise administer the Agreement on behalf of the Tribe:

<u>Name</u>	<u>Title</u>	<u>Signature</u>
David Lopeman	Tribal Chairman	
Arnold Cooper	Vice Chairman	
Andrew Whitener	Treasurer	
Michael Starr	Chief Executive Officer	
Vacant	Chief Financial Officer	_____