

SQUAXIN ISLAND TRIBE

RESOLUTION NO. 99- 81

OF THE

SQUAXIN ISLAND TRIBAL COUNCIL

WHEREAS, the Squaxin Island Tribal Council is the Governing Body of the Squaxin Island Indian Tribe, its members, its lands, its enterprises and its agencies by authority of the Constitution and By-Laws 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, the Tribe is a federally recognized Indian Tribe possessing reserved powers, including the powers of self-government; and

WHEREAS, under the Constitution, By-Laws 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; 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 the lands and treaty resources of the Tribe; and

WHEREAS, the Squaxin Island Tribe has entered a Development and Operations Agreement ("Agreement") with Hercules-Tobacco Washington, L.L.C. (HTW) to develop a cigarette manufacturing operation on lands held in trust for the Squaxin Island Tribe; and

WHEREAS, that Agreement requires the Squaxin Island Tribe and HTW to choose that form of business entity that best meets their intent to eliminate or minimize the application of Washington's taxes and retains the sovereign immunity of the Tribe;

WHEREAS, that Agreement requires that the Tribe and HTW shall invest the chosen entity with the requisite authority to implement the Development Agreement;

WHEREAS, that Agreement requires that the entity shall be governed by a board of directors or its functional equivalent with authorities and duties described in the Development Agreement;

NOW THEREFORE BE IT RESOLVED, that the Squaxin Island Tribal Council hereby authorizes the incorporation of the Skookum Creek Tobacco Co., Inc. under the laws of the Squaxin Island Tribe.

NOW THEREFORE BE IT FURTHER RESOLVED, that the Squaxin Island Tribal Council hereby adopts the Articles of Incorporation of the Skookum Creek Tobacco Co., Inc. as attached hereto.

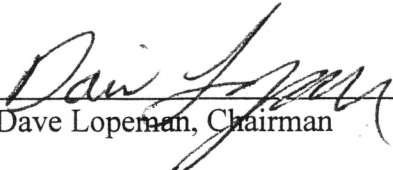
NOW THEREFORE BE IT FURTHER RESOLVED, that the Squaxin Island Tribal Council names and authorizes David Lopeman and Andrew Whitener, to represent the Squaxin Island Tribe on the Cigarette Manufacturing Monitoring Committee ("Committee") as established by the Bylaws of the Skookum Creek Tobacco Co., Inc.; and

NOW THEREFORE BE IT FURTHER RESOLVED, that the Squaxin Island Tribal Council hereby authorizes David Lopeman to permit Barend Van Zanten to serve as his designee for all Cigarette Manufacturing Monitoring Committee purposes; and

NOW THEREFORE BE IT FURTHER RESOLVED, that the Squaxin Island Tribal Council does hereby designate David Lopeman and Andrew Whitener, and Barend Van Zanten when serving as David Lopeman's designee, as signatory and representative for all future matters requiring Tribal authorization under the Development and Operations Agreement ("Agreement") with Hercules-Tobacco Washington, L.L.C. and in the course of the Cigarette Manufacturing Monitoring Committee business.

CERTIFICATION

The Squaxin Island Tribal Council does hereby certify that the foregoing Resolution was adopted at the regular meeting of the Squaxin Island Tribal Council, held on this 26th day of August, 1999, at which time a quorum was present and was passed by a vote of 0 for and 0 against with 0 abstentions.



Dave Lopeman, Chairman

Attested by: Sue McFarlane

Sue McFarlane, Secretary



Cal Peters, Vice Chairman