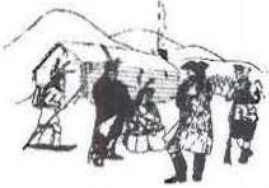


Oneida Tribe of Indians of Wisconsin



Oneidas bringing several hundred bags of corn to Washington's starving army at Valley Forge, after the colonists had consistently refused to aid them.



UGWA DEMOLUM YATEHE
Because of the help of this Oneida Chief in cementing a friendship between the six nations and the colony of Pennsylvania, a new nation, the United States was made possible.

BC Resolution 03-14-12-C

Creation of Business Entity Oneida ESC Group and Authorizing Filing of Organizational Documents in Appropriate Forum

- WHEREAS,** the Oneida General Tribal Council is the duly recognized governing body of the Oneida Tribe of Indians of Wisconsin, and
- WHEREAS,** the General Tribal Council has been delegated the authority of Article IV, Section I of the Oneida Tribal Constitution, and
- WHEREAS,** the Oneida Business Committee may be delegated duties and responsibilities by the Oneida General Tribal Council and is at all times subject to the review powers of the Oneida General Tribal Council, and
- WHEREAS,** the Oneida Business Committee authorized the creation of OTIE, Oneida Total Integrated Enterprises, to take advantage of federal contracting processes identified commonly as Section 8(a) businesses, and
- WHEREAS,** OTIE has successfully applied for the Section 8(a) designation and is engaging in both competitive and Section 8(a) contracting opportunities, and
- WHEREAS,** OTIE Board has identified that it is an appropriate time to begin creation of other companies which can participate in Section 8(a) contracting opportunities in different areas or NAICS codes, specifically in engineering, science and construction fields, and
- WHEREAS,** the Oneida Business Committee has reviewed the business opportunity and recommendation to create Oneida ESC Group, LLC for the purposes of operating the NAICS code Section 8(a) arena regarding engineering, science and construction and agrees with that recommendation, and
- WHEREAS,** OTIE Board has identified a source of funding that can be utilized to capitalize the start-up company Oneida ESC Group, LLC and has committed to assisting the company to begin operations in such a manner that does not jeopardize the operations of OTIE.

NOW THEREFORE BE IT RESOLVED, the Oneida Business Committee does hereby authorize the filing of Articles of Organization to create Oneida ESC Group, LLC as a Nevada limited liability company.

IT IS FURTHER RESOLVED, that the Oneida Business Committee does hereby approve the Operating Agreement for Oneida ESC Group, LLC and the disbursement of \$200,000 from OTIE as a distribution payment to the Member to be deposited directly to Oneida ESC Group, LLC as start up funding.

IT IS FINALLY RESOLVED, that the initial board of directors shall be Wilbert Rentmeester, Jackie Zalim and Jeff House who shall serve five year terms, all terms thereafter to conform to the terms of office set forth in the Operating Agreement.

CERTIFICATION

I, the undersigned, as Vice Chairman of the Oneida Business Committee, hereby certify that the Oneida Business Committee is composed of 9 members of whom 5 members constitute a quorum; 8 members were present at a meeting duly called, noticed and held on the 14th day of March, 2012; that the forgoing resolution was duly adopted at such meeting by a vote of 7 members for, 0 members against, 0 members not voting; and that said resolution has not been rescinded or amended in any way.


Greg Matson, Vice Chairman
Oneida Business Committee

*According to the By-Laws, Article I, Section I, the Chair votes "only in the case of a tie."