

CORPORATE BORROWING RESOLUTION

By the Board of Directors of Oneida Tribe of Indians of Wisconsin

whose principal place of business is located at Oneida, Wisconsin

RESOLVED, THAT ANY TWO (2) (NO. REQUIRED) of the officers of this Corporation from time to time holding the following offices of this Corporation:

(Delete where not applicable) President, any Vice President, any Assistant Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer.

Other: Tribal Chairman, Tribal Vice-Chairman, Tribal Treasurer, Tribal Sec. is/are authorized for and on behalf of this Corporation (1) to arrange for the borrowing and to borrow from time to time

money from Associated DePere Bank (the "Bank"); (2) to sign and deliver to said Bank, from time to time, notes or loan agreements evidencing such debts in such amounts, with such maturities, and at such rates of interest and upon such other terms and conditions as said officer(s) deem(s) proper; (3) to pledge, assign, mortgage or otherwise grant a security interest in any or all real property, fixtures, tangible or intangible personal property, or any other assets of this corporation, to execute and deliver to the Bank such security agreements, assignments, mortgages, financing statements, hypothecations, agreements not to encumber and other agreements as may be requested by the Bank from time to time with such promises, warranties, representations and conditions as said officer(s) deem(s) proper to secure such borrowing and to guarantee and/or secure the obligations of others to said Bank, and may perform such acts required of the Corporation in such agreements or otherwise to perfect such security interests, including the deposit of such property with the Bank (and may withdraw and make substitutions of same from time to time); (4) to endorse or assign with or without recourse and deliver to said bank for discount or negotiation notes, drafts, bills of exchange, checks, certificates of deposit, acceptances, chattel paper, accounts, commercial and other business paper, now owned or hereafter acquired by this Corporation; (5) to execute and deliver to the Bank applications, agreements and other instruments for the issuance by the Bank of commercial letters of credit for the account of this Corporation; and (6) to give subordinations, guarantees or other financial understandings to the Bank. The signature(s) of said officer(s) appearing on any of the foregoing shall be conclusive evidence of (his) (their) approval thereof.

FURTHER RESOLVED that the Secretary or Assistant Secretary of this Corporation be and hereby is authorized and directed to certify to the Bank the foregoing resolution and that the provisions thereof are in conformity with the Articles of Incorporation and Bylaws of this Corporation and to provide the names and to provide specimen or facsimile signatures if requested of the person(s) authorized therein and that the foregoing resolution and the authority thereby conferred shall remain in full force and effect until this Corporation notifies the Cashier of the Bank to the contrary in writing and the Bank may conclusively presume that such resolutions and signatures are in effect and that the persons identified therein from time to time as officers of the Corporation have been duly elected or appointed to and continue to hold such offices.

FURTHER RESOLVED, that this Corporation assumes full responsibility and holds harmless the Bank for any and all payments made or any other actions taken by the Bank in reliance upon the signatures, including facsimiles thereof, of any person or persons holding the offices of this Corporation designated above regardless of whether or not the use of the facsimile signature was unlawful or unauthorized and regardless of by whom or by what means the purported signature or facsimile signature may have been affixed to any instrument if such signatures reasonably resemble the specimen or facsimile signatures as provided to the Bank or for refusing to honor any signatures not provided to the Bank, and that this Corporation agrees to indemnify the Bank against any and all claims, demands, losses, costs, damages or expenses suffered or incurred by the Bank resulting from or arising out of any such payment or other action.

I hereby certify that I am the duly elected, qualified and acting _____ Secretary and the custodian of the records and corporate seal (if any) of the above-named _____ organization a _____ corporation; that the foregoing is a true and correct copy of resolutions duly adopted in accordance with law and the Articles of Incorporation and Bylaws of said Corporation by unanimous consent, or at a meeting of a quorum of its Board of Directors on Sept. 25, 19 87, and that said resolution, not being in conflict with those Articles or Bylaws, is now in full force and effect.

Signed and Sealed this 25 day of September, 19 87.

[Signature] SECRETARY

The undersigned, a director of the above-named Corporation, certifies that the foregoing is a correct copy of a resolution passed as therein set forth.

[Signature] DIRECTOR

AFFIX CORPORATE SEAL or THE CORPORATION HAS NO SEAL

CORPORATION CERTIFICATE

TO Associated Bank of De Pere ("Bank")
(Name of Bank)

I hereby certify to the Bank that I am the duly elected, qualified and acting _____
secretary of Oneida Tribe of Indians of Wisconsin, that following are all of the specimen
(Name of Corporation)
or facsimile signatures of the person(s) authorized by the borrowing resolution *(appearing on the reverse side)
(dated September 25, _____, 19 87 filed with the Bank to act on behalf of this corporation, that these
person(s) have been duly elected or appointed to the offices indicated and hold the offices at present and that I am
the person authorized by this corporation to so certify:

[Indicate name of office, e.g., president, vice president, assistant vice president, etc.]

Name of Office	Specimen or Facsimile Signature
Tribal Chairman	<u>Purcell Powless</u> * <i>Purcell Powless</i>
Tribal Vice-Chairman	<u>Richard G. Hill</u> ** <i>Richard G. Hill</i>
Tribal Secretary	<u>Amelia Cornelius</u> * <i>Amelia Cornelius</i>
Tribal Treasurer	<u>Kathy Hughes</u> ** <i>Kathy Hughes</i>

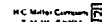
Signed Sept. 25, 19 87.

Amelia Cornelius
Certifying Corporate Officer

*Strike if not applicable
**Type or print names signed above



CORPORATE RESOLUTION DESIGNATING DEPOSITORY



By the Board of Directors of Oneida Tribe of Indians of Wisconsin

whose principal place of business is Oneida, Wisconsin

RESOLVED, that Associated DePere Bank (the "Bank") is hereby designated as a depository in which the funds of this Corporation may from time to time be deposited; that the following described account(s) be opened and maintained in the name of this Corporation with the Bank subject to the rules and regulations of the Bank from time to time in effect; that the person(s) and the number thereof designated by title opposite the following designation of account(s) is hereby authorized, for and on behalf of this Corporation, to sign checks, drafts, notes, bills, certificates of deposit and other orders for payment or withdrawal of money from said account(s) and to issue instructions regarding the same, and to endorse for deposit, negotiation, collection or discount by Bank any and all checks, drafts, notes, bills, certificates of deposit or other instruments or orders for the payment of money owned or held by said Corporation; that the endorsement for deposit may be in writing, by stamp, or otherwise, with or without designation or signature of the person so endorsing; and that any officer, agent or employee of this Corporation is hereby authorized to make requests of the Bank for the transfer of funds or money between accounts maintained by this Corporation at the Bank.

Name or Type of Account	Number of Signatures Required	Type or Print Titles of Authorized Persons
<u>checking</u>	<u>2</u>	1. <u>Tribal Chairman</u> <u>Tribal Vice-Chairman</u>
2. _____	_____	2. <u>Tribal Treasurer</u> <u>Tribal Secretary</u>

FURTHER RESOLVED, that the Bank be and is hereby authorized and directed to honor, certify, pay and charge to any of the accounts of this Corporation, all checks, drafts, notes, bills, certificates of deposit or orders for the payment, withdrawal or transfer of funds or money deposited in these accounts or to the credit of this Corporation for whatever purpose or to whomever payable, including requests for conversion of such instruments into cash as well as for deduction from and payment of cash out of any deposit, and whether or not payable to, endorsed or negotiated by or for the credit of any persons signing such instrument or payable to or for the credit of any other officer, agent or employee of this Corporation, when signed, accepted, endorsed or approved as evidenced by original or facsimile signature by the person(s), and the number thereof, designated by title opposite the designation of the accounts described in the foregoing resolution, and to honor any request(s) made in accordance with the foregoing resolution, whether written or oral, and including but not limited to, request(s) made by telephone or other electronic means, for the transfer of funds or money between accounts maintained by this Corporation at the Bank, and the Bank shall not be required or under any duty to inquire as to the circumstances of the issuance or use of any such instrument or request or the application or use of proceeds thereof.

FURTHER RESOLVED, that the Bank be and is hereby authorized to comply with any process, summons, order, injunction, execution, distraint, levy, lien, or notice of any kind (hereafter called "Process") received by or served upon the Bank, by which, in Bank's opinion, another person or entity claims an interest in any of these accounts and Bank may, at its option and without liability, thereupon refuse to honor orders to pay or withdraw sums from these accounts and may hold the balance therein until Process is disposed of to Bank's satisfaction.

FURTHER RESOLVED, that any one or more of the persons holding the offices of this Corporation designated above is/are hereby authorized (1) to receive for and on behalf of this Corporation, securities, currency or any other property of whatever nature held by, sent to, consigned to or delivered to the Bank for the account or for delivery to this Corporation, and to give receipts therefor, and the Bank is hereby authorized to make delivery of such property in accordance herewith and (2) to sell, transfer, endorse for sale or otherwise authorize the sale or transfer of securities or any other property of whatever nature held by, sent to, consigned to or delivered to the Bank for the account of or delivery to this Corporation, and to receive and/or apply the proceeds of any such sale to the credit of this Corporation in any such manner as he/they deem(s) proper, and the Bank is hereby authorized to make sale or transfer of any of the aforementioned property in accordance herewith.

FURTHER RESOLVED, that the Secretary or Assistant Secretary of this Corporation be and hereby is authorized and directed to certify to the Bank the foregoing resolutions, that the provisions thereof are in conformity with the Articles of Incorporation and Dylaws of this Corporation and to provide the names and specimen or facsimile signatures on signature cards if requested of the person(s) authorized therein, and that the foregoing resolutions and signature cards and the authority thereby conferred shall remain in full force and effect until this Corporation notifies the Cashier of Bank to the contrary in writing and the Bank may conclusively presume that such resolutions and signature cards are in effect and that the persons identified therein from time to time as officers of the Corporation have been duly elected or appointed to and continue to hold such offices.

FURTHER RESOLVED, that this Corporation assumes full responsibility and holds harmless the Bank for any and all payments made or any other actions taken by the Bank in reliance upon the signatures, including facsimiles thereof, of any person or persons holding the offices of this Corporation designated above regardless of whether or not the use of a facsimile signature was unlawful or unauthorized and regardless of by whom or by what means the purported signature or facsimile signature may have been affixed to any instrument if such signatures resemble the specimen or facsimile signatures as provided to the Bank or for refusing to honor any signatures not provided to the Bank or for honoring any requests for the transfer of funds or money between accounts, and that this Corporation agrees to indemnify and hold harmless the Bank against any and all claims, demands, losses, costs, damages or expenses suffered or incurred by the Bank resulting from or arising out of any such payment or other action.

I hereby certify that I am the duly elected, qualified and acting _____ Secretary and the custodian

of the records and corporate seal (if any) of the above-named ~~Corporation~~ XXXXXXX organization corporation; that the foregoing is a true and correct copy of resolutions duly adopted in accordance with law and the Articles of Incorporation and Bylaws of said ~~XXXXXXX~~ XXXXXXX by unanimous consent, or at a meeting of a quorum of its Board of Directors on

Sept 17, 1987, and that said resolution, not being in conflict with those Articles or Bylaws, is now in full force and effect.

AFFIX CORPORATE SEAL or THE CORPORATION HAS NO SEAL

Signed and Sealed this 25 day of September, 1987.
[Signature]
SECRETARY

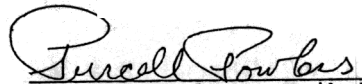
The undersigned, a director of the above-named Corporation, certifies that the foregoing is a correct copy of a resolution passed as therein set forth.
[Signature]
DIRECTOR

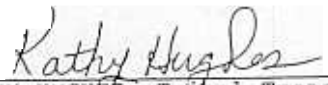
NOTE: Signature Card WBA 91 (Rev'd- 67) or WBA 302 (10/72) may be used with this Resolution.

IT IS HEREBY AGREED that the Oneida Tribe of Indians of Wisconsin, ~~Inc.~~
hereby authorizes the Associated DePere Bank to transfer funds to or
from any checking account listed below or any future a-counts that may be
established with the Associated DePere Bank, for the purpose of covering
any overdrafts that may occur between said accounts

IT IS FURTHER RESOLVED that this authorization is contingent upon the
Oneida Tribe of Indians of Wisconsin, Inc. receiving verbal or written
notification from the Associated DePere Bank prior to the actual
transfer

SIGNED AND SEALED THIS 25 DAY OF Sept., 1987


Purcell Powless, Tribal Chairman


KATHY HUGHES, Tribal Treasurer

* * * * *

- 2425-904 Program Account
- 2425-912 Enterprise
- 2425-920 J T P A
- 2425-955 Enterprise General Fund
- 2425-963 Administration Imprest Acct
- 2425-971 Enterprise Imprest Acct
- 2425-998 General Cash Disbursement
- 5200-2659 accounting Office
- 5200-7472 Employee Insurance Fund

- 2430-509 General Cash Disbursements

A U T H O R I Z A T I O N

IT IS HEREBY AGREED that the Oneida Tribe of Indians of Wisconsin hereby authorizes that the Associated DePere Bank to transfer funds to or from any present account or any future accounts that may be established with the Associated DePere Bank for the purpose of covering any overdrafts that may occur between said accounts.

IT IS FURTHER RESOLVED that this authorization is contingent upon the Oneida Tribe of Indians of Wisconsin receiving verbal or written notification from the Associated DePere Bank prior to the actual transfer

SIGNED AND SEALED THIS 25 DAY OF Sept., 1987

Arnold Cornelius

Richard J. Hill

Kathy Hughes

Arnold Cornelius