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

FORT APACHE INDIAN AGENCY
WINTERVER, ARIZONA

**(Authorizing a Contract Between White Mountain Apache Tribe
and HTLF Capital Corporation)**

WHEREAS, in the opinion of the Treasurer and the Comptroller the existing debt of the White Mountain Apache Tribe should be restructured in order to meet the financial requirements of the Tribe and increase available cash flow; and

WHEREAS, it is in the best interest of the Tribe to employ an investment bank to advise and assist in the planning and restructuring of the Tribe's existing debt; and

WHEREAS, HTLF Capital Corporation ("HTLF") has been identified by the Director of the Enterprise Division as an investment bank that can prepare a financing package suitable to meet the financial needs of White Mountain Apache Tribe; and

WHEREAS, HTLF Capital Corporation is a member of Heartland Financial USA, Inc., a financial services company with \$2.5 billion in assets, providing a complete line of banking, mortgage, investment, insurance and trust services to individuals and businesses in 42 communities in eight states -- Iowa, Illinois, Wisconsin, New Mexico, Arizona, Colorado, Montana and Massachusetts; and

WHEREAS, HTLF requires an initial consultation fee of \$15,000 for financial analysis, legal review of restructuring existing debt, evaluation of financing available and preparation of a written financing package;

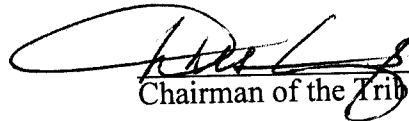
WHEREAS, the Tribal Contribution account does have sufficient funds to cover the initial consultation fee.

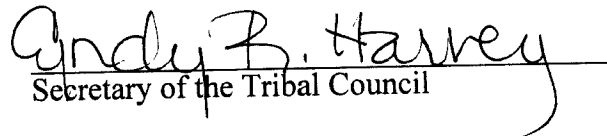
NOW, THEREFORE, BE IT RESOLVED by the White Mountain Apache Tribal Council that:

1. The Tribal Chairman is hereby authorized to expend \$15,000 from the Tribal Contribution Account to negotiate a contract with HTLF Capital Corporation for the purpose of identifying a financing package suitable for restructuring the Tribe's existing debt and increasing available cash flow.
2. The Tribal Chairman or, in his absence, the Vice Chairman, is further authorized to sign all documents necessary to effectuate the intent of this resolution.
3. Before the end of Fiscal Year 2005, the Treasurer and the Comptroller are directed to report to the Council on a financing package that would be in the best interests of the Tribe.

Resolution No. 12-2004-289

The foregoing resolution was on DECEMBER 1, 2004 duly adopted by a vote of SIX for and FIVE against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article IV, Section 1 (a), (b), (i), (k), (l), (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