



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

(Rescinding Resolution No. 11-2006-392 and Authorizing a Revised Expansion and Financing for Hon-Dah Casino and Resort)

- WHEREAS**, pursuant to Article IV, Section 1(a) of the Constitution of the White Mountain Apache Tribe, *inter alia*, the Tribal Council has the authority to represent the Tribe and act in all matters that concern the welfare of the Tribe; and
- WHEREAS**, pursuant to Resolution No. 11-2006-392, and expansion of Hon-Dah Casino and Resort was authorized; and
- WHEREAS**, Hon-Dah Casino management revised for financing package due to certain structural considerations required for the expansion; and
- WHEREAS**, pursuant to Section 3(c)(5) of the Gaming Compact between the White Mountain Apache Tribe and the State of Arizona, the tribe has 900 Gaming Device Rights allocated to each Gaming Facility, of which the Hon-Dah Casino is one; and
- WHEREAS**, the General Manager of Hon-Dah Casino did this day present a proposal to expand the current Gaming Facility to include the remainder of Gaming Devices allowable under the Gaming Compact; and
- WHEREAS**, in order that the remaining Gaming Device Rights be put into play, management now estimates the cost of expansion at \$3,781,600.00; and
- WHEREAS**, pursuant to Resolution No. 02-2006-39, the Tribal Council did authorize and approve a Loan and Security Agreement (the "Agreement") with IGT, Inc., a supplier of Gaming Devices, which (i) authorized the Agreement and the Loan Documents, (ii) authorized specific individuals to execute the Agreement and the Loan Documents, (iii) evidenced the security interests and pledge granted thereby, consisting of a first priority lien to IGT on the Collateral, including the equipment referenced in paragraph 1.1(a) of the Agreement, and a junior position against Net Gaming Revenues, and (iv) provided a limited waiver of sovereign immunity; and
- WHEREAS**, IGT, Inc. desires to re-finance the Tribe's existing obligation to provide funding for the expansion described herein at no additional cost to the Tribe, but that the term would be extended for an additional year of payments; and
- WHEREAS**, the General Manager did concurrently present this day this revised proposal to the Tribe's Budget and Finance Committee; and
- WHEREAS**, the Tribe's Budget and Finance Committee did not object to the revised proposal; and

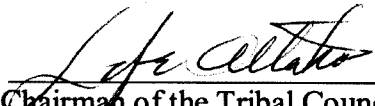
Resolution No. 11-2006-398


WHEREAS, the Tribal Council finds that a re-financing of the Tribe's obligation to IGT is in the best interest of economic development and the Tribe.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that:

1. A re-financing of the Tribe's obligation to IGT to provide an additional \$3,781,600.00 for the expansion of Hon-Dah Casino and Resort in order that the Tribe can put into play its remaining Gaming Device Rights, as allowed under the Tribe's Gaming Compact with the State of Arizona.
2. An amendment to the Tribe's Loan and Security Agreement with IGT is hereby approved for the purpose of the re-financing and expansion described herein.
3. Resolution No. 02-2006-39 is hereby reaffirmed, especially as to the provisions which: (i) authorized the Agreement and the Loan Documents, (ii) authorized specific individuals to execute the Agreement and the Loan Documents, (iii) evidenced the security interests and pledge granted thereby, consisting of a first priority lien to IGT on the Collateral, including the equipment referenced in paragraph 1.1(a) of the Agreement, and a junior position against Net Gaming Revenues, and (iv) provided a limited waiver of sovereign immunity.
4. The General Manager of Hon-Dah Casino and Resort is directed to oversee the expansion of the Casino described herein, and ensure that such expansion is in compliance with the Tribe's Compact with the State of Arizona.
5. The Chairman, or in his absence the Vice-Chairwoman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on November 29, 2006, duly adopted by a vote of SIX for, ONE against and ONE abstention by the Tribal Council of the White Mountain Apache Tribe, pursuant to the authority vested in it by Article IV, Section 1 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).


ACTING Chairman of the Tribal Council


Secretary of the Tribal Council