



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

**(Authorizing Amendments to the WMATCO, LLC Articles of Organization)**

**WHEREAS,** on May 20, 2013, the Tribal Council approved the formation of WMATCO, LLC, a limited liability company formed under Arizona state law and wholly owned by the Tribe; and

**WHEREAS,** WMATCO is the authorized successor to FATCO and delegated authority by the Tribe to assume all rights and interests of FATCO and to operate the Tribe's sawmill and commercial logging operations and sales under an initial financing through the allocation and sale of federal New Market Tax Credits; and

**WHEREAS,** in its approval and authorization on May 20, the Tribal Council approved the WMATCO Articles of Organization, which were filed with the Arizona Corporation Commission; and

**WHEREAS,** the due diligence review for the financing has generated several comments and suggestions from the participating parties to the WMATCO Articles of Organization; and

**WHEREAS,** the Tribal Council, after review and discussion, approves revisions to the WMATCO LLC Articles of Organization to expand the purpose of the company and to name each member of the WMATCO LLC Board of Directors as a company manager, as more fully set forth below.

**BE IT RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that it hereby approves the following amendments to the WMATCO, LLC Articles of Organization:

1. To add each Board member as a manager of the company, as shown in the attached form, and as follows:

- Managers: Larry Vicario
- Roscoe Pusher, Sr.
- Tom Beck
- Rob Davis
- Dorothy Tyler

2. To revise Article 8 concerning the Company purpose as follows:

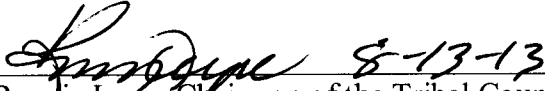
**ARTICLE 8.** The Company is organized to engage in lumber and sawmill operations and sales, and any other lawful activity permitted under the Act.

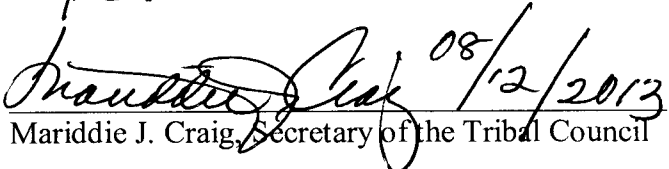
**Resolution No. 08-2013-166**

**BE IT FURTHER RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that it hereby authorizes WMATCO LLC to prepare and file documentation with the Arizona Corporation Commission to complete the amendments approved herein.

**BE IT FURTHER RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice Chairman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on **AUGUST 7, 2013** duly adopted by a vote of **SEVEN** for and **ZERO** against by the Tribal Council of the White Mountain Apache Tribe, pursuant to the authority vested in it by Article IV, Section 1 (a), (f), (h), (i), (s), (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).

  
Ronnie Lupe, Chairman of the Tribal Council

  
Mariddie J. Craig, Secretary of the Tribal Council