



Little River Band of Ottawa Indians

PO Box 314
Manistee MI 49660-0314
(616) 723-8288

Resolution No. #99-0624-02

**Authorizing the Tribal Ogema, or in his absence,
the Tribal Council Speaker, to Execute a Novation Agreement
Consenting to the Assumption by Manistee Gaming L.L.C.
of All Contractual Agreements between the Tribe and
North American Gaming Company**

WHEREAS, the Tribe's status as a federally-recognized Indian tribe was reaffirmed and restored by Congress pursuant to Public Law 103-324, 108 Stat. 2156 (25 U.S.C. §1300k et seq.)(hereinafter "Little River Act"); and

WHEREAS, the Tribe has determined that the establishment and operation of a tribal gaming enterprise under the IGRA will assist the Tribe generate the revenues needed to establish an effective tribal government, provide necessary employment opportunities services for tribal members and promote tribal self-sufficiency; and

WHEREAS, the Tribe and North American Gaming Company have entered into a number of contractual agreements relating to the development and management of a tribal gaming enterprise to be owned by the Tribe, including a Letter of Intent dated December 5, 1995, a Pre-Development Loan Agreement, dated July 25, 1997, a Promissory Note, dated July 25, 1997, a Class II Development and Construction Agreement, dated September 1, 1998, and a Management Agreement, dated September 1, 1998; and

WHEREAS, the principals of North American Gaming Company have caused Mansitee Gaming LLC to be established for the purpose of conducting the activities contemplated under the above-agreements and have asked the Tribe to consent to the assumption by Manistee Gaming LLC of the rights and obligations of North American Gaming Company and that North American Gaming Company be released and discharged from those agreements; and

WHEREAS, Manistee Gaming LLC is willing to assume the obligations of North American Gaming under all of North American's contractual agreements with the Tribe and the Tribe is willing to release and discharge North American Gaming

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Company from those agreements upon the undertaking of Manistee Gaming LLC to perform those agreements and to be bound by their terms; and

WHEREAS, the parties have already undertaken steps to provide that the Development and Construction Agreement and Management Agreement, both dated September 1, 1998, will be superceded by agreements which the Tribe and Manistee Gaming LLC intend to execute relating to the development and management of a class III gaming facility to be owned by the Tribe.

NOW THEREFORE IT IS RESOLVED THAT the Tribal Council of the Little River Band of Ottawa Indians hereby authorizes the Tribal Ogema, or in his absence, the Tribal Council Speaker, to execute the Novation Agreement with Manistee Gaming L.L.C. and North American Gaming Company, in connection with agreements relating to the development and management of the Tribe's class III gaming facility.

Certificate of Adoption

This resolution was adopted by the Tribal Council of the Little River Band of Ottawa Indians at its Regular Session held at the Tribal Community Center on June 24, 1999 by a vote of 7 in favor, 0 opposed, 2 absent and 0 abstentions. A quorum of the Tribal Council being present for such vote.

Date: 6/24/99


Charles Fisher, Council Recorder

Attest:


Connie Waitner, Councilor