RESOLUTION OF THE PAPAGO COUNCIL

RES. NO. -32-74

WHEREAS; the Papago Tribe is the owner and holder of 70,000 shares of common stock of Papago Chemicals, Inc., and

WHEREAS; the annual stockholders' meeting of Papago Chemicals, Inc. is scheduled to be held on the last Friday in September, 1974, and

WHEREAS; the Articles and By-laws of Papago Chemicals, Inc. provide for the election of five corporate directors at such annual meeting, and

WHEREAS; under the laws of the State of Arizona governing the elections of corporate officers, the Tribe has the right to vote cumulatively and by proxy.

NOW, THEREFORE, BE IT RESOLVED that the Papago Council does hereby grant to the Chairman, JACOB A. ESCALANTE, the Tribe's proxy with power of substitution and revocation, to vote the Tribe's common shares at the annual meeting of Papago Chemicals, Inc. and does hereby direct him to submit the names of and vote for the following named persons as directors of Papago Chemicals, Inc., to-wit:

Mr. Archie Hendricks, Sr., Chukut Kuk District Mr. Fernando Jose, Sif Oidak District

Mr. Edward N. Kisto, Baboquivari District

The foregoing Resolution was duly enacted by the Papago Council on the 6th day of September, 1974 at a meeting at which a quorum was present with a vote of 20 for, 0 against, 1 not voting and 1 absent, pursuant to authority vested in the Papago Council by Section 2 (e) and (f) of Article V of the Constitution and By-laws of the Papago Tribe of Arizona ratified by the Tribe on December 12, 1936 and approved by the Secretary of the Interior on January 6, 1937 (48 Stat: 984) pursuant to Section 16 of the Act of June 18, 1934. Said Resolution is effective as of the date of its approval by the Superintendent of the Papago Agency and is not subject to review by the Secretary of the Interior.

THE PAPAGO COUNCIL

ATTEST:

scalante, Chairman

Joseph/M. Lucero Superintendent, Papago Agency APPROVED: