

**ACTION BY UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS  
OF  
UGANIK NATIVES, INC.**

The undersigned, constituting the entire board of directors of Uganik Natives, Inc. an Alaska corporation (the "corporation"), in accordance with the authority contained in AS 10.06.475 do hereby consent to and adopt the following resolutions:

**RESOLUTION 1.**

WHEREAS, after a diligent search, a signed set of the Bylaws of the corporation could not be located; and

WHEREAS, the attached set of Bylaws was located in the corporate records and it is appropriate to confirm that this set of Bylaws has been adopted; and

WHEREAS, there is currently a vacancy in the office of Secretary for the corporation and it is further appropriate for the board of directors to authorize Ellen Simeonoff, as Vice President to execute the Bylaws;

NOW, THEREFORE, BE IT RESOLVED, that the attached set of Bylaws is confirmed as the Bylaws for the corporation and that Ellen Simeonoff as Vice President is authorized to execute them.

**RESOLUTION 2.**

WHEREAS, the corporation's Bylaws require that an accurate record of the shareholders be maintained and that after a diligent search, that record could not be located; and

WHEREAS, after reviewing the existing stock transfer records, it was possible to prepare the attached list; and

WHEREAS, it is appropriate to confirm that the attached list is accurate;

NOW, THEREFORE, BE IT RESOLVED, that the attached list of shareholders accurately and completely shows the outstanding shares of the corporation as of October 29, 2007.

**RESOLUTION 3.**

WHEREAS, as required by Article III, Section 2 of the Bylaws, the board of directors is to consist of five shareholders; and

WHEREAS, two seats on the board of directors are presently vacant and the remaining directors are authorized to fill vacancies on the board; and

WHEREAS, it is appropriate to fill those vacancies and \_\_\_\_\_ ,  
have expressed a willingness to serve on the board of directors;

NOW, THEREFORE, BE IT RESOLVED, that \_\_\_\_\_  
\_\_\_\_\_ are appointed to the board of directors to serve until their successors are  
elected and qualified.

This document shall be deemed effective the 29<sup>th</sup> day of October, 2007 and may be  
executed in counter-parts, each of which shall be deemed an original, but all of which taken  
together shall constitute one and the same instrument.

\_\_\_\_\_  
Richard Simeonoff, Director

\_\_\_\_\_  
Ellen Simeonoff, Director

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Richard Simeonoff, Jr., Director

6575\2007 October 29 board meeting