

# MEMORANDUM

Jamin Schmitt St. John  
323 Carolyn Street  
Kodiak, Alaska 99615  
alan@jesmkod.com

(907) 486-6024  
Fax: (907) 486-6112

**to:** Board of Directors - Uganik Natives, Inc.  
Richard Simeonoff, Sr.  
Ellen Simeonoff  
Richard Simeonoff, Jr.  
all via e-mail

**from:** Alan L. Schmitt

**re:** Board meeting - October 22, 2007 at 5:30 pm

**date:** October 18, 2007

To move forward with a meeting of the shareholders to approve the withdrawal from the AJV, it is necessary to get the written records of the corporation in proper order. This will be the primary focus of next Monday's meeting.

In the interest of making as productive and as short as possible, I am getting to you with this memo, three other items. The first is a draft of an action by unanimous written consent. This document, or one similar to it, will need to be signed by each of you to memorialize what is agreed upon.

The second is a copy of the bylaws. The third is the draft of the shareholder list. I need to explain this a bit more. Initially, it is critical that this list be accurate as it controls not only who will get notice of any shareholder meeting but it also establishes the number of shares - and hence the number of votes - each shareholder will have at any meeting.

We have prepared this list from the available records plus what was given to us from Koniag. However, it needs careful attention as the total number of outstanding shares must equal the 310 which were originally issued. This list keeps the total at 310. However, as shown on the second page of the document, the 10 shares owned by Pariscovia Wolkoff were to have gone to William Apalone, Sr., Roy Wolkoff, Sr. and Carl Panamarioff. Unfortunately, we do not know how many shares each was to receive. Then, Carl's shares were to have gone to Christopher Shanigan Sr. and Peter Shanigan Sr. But, we do not know if this was to be equal or something else.

Lastly, the names following Clarence Smith on page two were obtained from Koniag and appear to be related to the shares originally owned by Fred Sullivan, Jr. However, we are unable to confirm this at this time.