

**RESOLUTION TO AMEND  
THE ARTICLES OF ORGANIZATION OF THE  
MASHPEE OLD INDIAN MEETING HOUSE AUTHORITY, INC.**

**WHEREAS**, the Mashpee Old Indian Meeting House Authority, Inc. (the “MOIMHA”) is a Massachusetts nonprofit corporation organized pursuant to Chapter 180 of the Massachusetts General Laws.

**WHEREAS**, the Board of Directors (the “Board”), after due consideration has determined that it is in the best interests of the MOIMHA to amend the “Purpose Clause” of the Articles of Organization as follows:

“The purposes of the corporation are as follows:

To provide for educational, cultural, religious, housing and other civic, charitable and/or benevolent programs and opportunities for Mashpee Wampanoag tribal members, including, without limitation, acquiring, holding, developing and disposing of real property related to, or in furtherance of, such tribal programs and opportunities, and to do all other lawful things incidental to the achievement of the above purpose, consistent with the provisions of Chapter 180 of the General Laws of the Commonwealth.”

**WHEREAS**, pursuant to Chapter 180, Section 3 of the Massachusetts General Laws, if a corporation does not have members, any action required or permitted to be taken by members may be taken by the board of directors of such corporation.

**WHEREAS**, there are no members of the MOIMHA.

**WHEREAS**, Article IV of the Constitution of the Mashpee Wampanoag Tribe provides that the Board of Directors for the MOIMHA shall be comprised of the current members of the Mashpee Wampanoag Tribal Council.

**NOW, THEREFORE, BE IT RESOLVED**, that the “Purpose Clause” of the Articles of Organization shall be amended as set forth above, and, to effectuate such amendment, the President and Clerk of the MOIMHA shall cause to be filed with the Massachusetts Secretary of State, Articles of Amendment in the form attached hereto as Exhibit A.

## CERTIFICATION

I, the undersigned, as President of the Mashpee Old Indian Meeting House Authority, Inc. (the "MOIMHA"), hereby certify that at a duly called and convened regular meeting of the members of the MOIMHA, the foregoing Resolution was passed by those members present and voting by a vote of \_\_\_ **For**, \_\_\_ **Against**, and \_\_\_ **Abstentions**.

DATED this 11th day of May, 2011.

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Cedric Cromwell, PRESIDENT  
Mashpee Old Indian Meeting House Authority, Inc.

ATTEST:

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Marie Stone, CLERK  
Mashpee Old Indian Meeting House Authority, Inc.

**EXHIBIT A**

**FORM OF ARTICLES OF AMENDMENT**