

**TO APPROVE AN INVESTMENT IN SOUTH SIDE PLAZA, LP; CADIZ RIVERFRONT, LP;
AND CCH LAMAR PARTNERS I, LP.**

IN THE TRIBAL COUNCIL OF THE CHOCTAW NATION OF OKLAHOMA

THOMAS WILLISTON INTRODUCED THE FOLLOWING COUNCIL BILL

A COUNCIL BILL

TO APPROVE, an investment in South Side Plaza, LP; Cadiz Riverfront, LP, and CCH Lamar Partners I, LP.

WHEREAS, South Side Plaza, LP, Cadiz Riverfront, LP, and CCH Lamar Partners I, LP, are all limited partnerships (each a "Partnership" and, collectively, the "Partnerships") owning substantial real estate assets in South downtown Dallas, TX; and

WHEREAS, Jack Matthews ("Matthews"), through the general partner of each Partnership, is the real estate developer managing each of the Partnerships; and

WHEREAS, Matthews and his development company, Matthews Southwest ("MSW"), possess significant real estate development expertise, including hotel, office, mixed use retail, residential and industrial developments; and

WHEREAS, the Choctaw Nation of Oklahoma (the "Nation") has the opportunity to invest in the Partnerships as a limited partner; and

WHEREAS, investment in the Partnerships will allow the Nation to participate in the total appreciation of all properties held by the Partnerships, as the development of one of the Partnership's properties will increase the value of all of the Partnerships' properties; and

WHEREAS, investment in the Partnerships will potentially allow the Nation to mitigate the risk of gaming in Texas because land held by one of the Partnerships is a prime location to build a casino should Texas change its laws to provide for gaming in Dallas and at this specific site; and

WHEREAS, investment in the Partnerships will allow the Nation to diversify its investments over different types of properties (ranging from already developed commercial and residential properties to land held for future development) and mitigate potential risks associated with holding only one type of property; and

WHEREAS, investment in the Partnerships will allow the Nation to diversify its portfolio by acquiring non-gaming related assets and real property holdings outside of Oklahoma; and

WHEREAS, investment in the Partnerships will give the Nation a right of first refusal to participate in additional MSW projects; and

WHEREAS, investment in the Partnerships will allow the Nation to become more educated in real estate investment and development with an experienced, seasoned expert that has a superb track record of success; and

WHEREAS, investment in the Partnerships will allow the Nation to form a substantial relationship with Matthews and MSW, which relationship can be leveraged for assistance with other development projects of the Nation; and

WHEREAS, investment in the Partnerships will provide the Nation with access to Partnership assets that may be strategically utilized within the Nation's territory and in synergy with the Nation's existing businesses; and

WHEREAS, the Tribal Council of the Nation has determined that it is in the Nation's best interests to invest in the Partnerships; and

WHEREAS, the Tribal Council of the Nation has determined that it may be in the Nation's best interests to hold the Nation's investments in the Partnerships in one or more holding companies (each a "Holding Company"), each of which will be wholly-owned by the Nation.

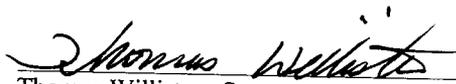
THEREFORE BE IT ENACTED by the Tribal Council of the Choctaw Nation of Oklahoma that this Act be cited as approval for the Nation's investment of up to a total of Ten Million Dollars (\$10,000,000.00) in the Partnerships, with the final amount to be invested in each Partnership as approved by the Nation's Chief and under the conditions described herein.

CERTIFICATION

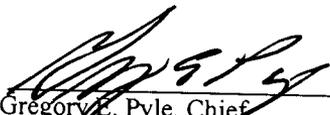
I, the undersigned, as speaker of the Tribal Council of the Choctaw Nation of Oklahoma, do hereby certify that the Tribal Council is composed of twelve (12) seats. Eight (8) members must be present to constitute a quorum. I further certify that twelve (12) members answered roll call and that a quorum was present at the Regular Session of the Tribal Council at Tuskahoma, Oklahoma on April 12, 2014. I further certify that the foregoing Council Bill CB-68-14 was adopted at such meeting by the affirmative vote of twelve (12) members, zero (0) negative votes, and zero (0) abstaining.



Delton Cox, Speaker
Choctaw Nation Tribal Council



Thomas Williston, Secretary
Choctaw Nation Tribal Council



Gregory E. Pyle, Chief
Choctaw Nation of Oklahoma

Date 4/17/14