

**MINUTES OF MEETING OF SHAREHOLDERS
OF BBC ENTERTAINMENT, INC.**

A meeting of shareholders of BBC Entertainment, Inc. was duly called and held at the offices of the corporation at Mission, South Dakota on the 7th day of December, 1993. The meeting was called to order at 10:00 a.m.

The shareholders present consisted of Charles Colombe, the sole shareholder in the company. Waiver of notice of the meeting of shareholders, and consent to action taken will be evidenced by the signature of the sole shareholder which shall be annexed to the minutes of the meeting.

It was acknowledged by the corporation that the subscriptions by L. Wayne Boyd and John Boyd had not as of this date been honored by either of the said individuals. It was determined that the corporation would not take any action to speed up the payment of the unpaid subscriptions as of this time but that the corporation would have to be cognizant of the situation and the contractual obligation of both of the said individuals to fulfill their subscription duties as well as to provide additional funding to the corporation through calls by the corporation.

The corporation acknowledged that as of this date the sole shareholder, Charles Colombe has invested, and spent on behalf of the corporation a sum substantially in excess of \$100,000 but rather than receiving funds from L. Wayne Boyd and John Boyd it has been necessary for the corporation from time to time to provide funds to the said individuals for the purpose of keeping their separate business interests operational and not creating a detriment to the corporation. As of August 29, 1993 a total of \$35,450 has been paid by the corporation and/or Charlie Colombe to Wayne Boyd and neither Wayne Boyd nor John Boyd has made any effort to date to honor their separate subscriptions for stock in the corporation. The original intent of all of the parties was that substantial investments would have to be made in BBC, and that money would not come out to the three parties for wages or expenses, but rather those items would be credited to equity to the extent any one party might exceed another party. Therefore, the fact that the Boyds were not honoring their subscriptions, and instead were creating additional expense for the corporation was a matter of some degree of concern.

It was determined that if the non-payment of the subscriptions continues to persist, and the subscribing shareholders continue to create an economic drain on the corporation that it might be necessary to enter into another relationship with the individuals wherein they can share in the profits, if any, of the Rosebud Casino but not be involved as actual shareholders of BBC insofar as it appears that they might not have the financial capability to be such. It was determined by the corporation that it would be in the best interests of all involved not to make a call on the

subscriptions at this point and terminate any right, title and interest that either of these said individuals, L. Wayne Boyd and John Boyd might have in the corporation but to allow them additional time and to make every effort to work with them.

Concern was expressed in addition about certain financial statements issued by L. Wayne Boyd and that not all liabilities thereon were accurately stated. This concern was in view of an apparent law suit against L. Wayne Boyd. The lawsuit apparently is to recover a past due loan made by another gaming company to L. Wayne Boyd. Insofar as the corporation has very limited information, and without input from Wayne Boyd can not even determine if the lawsuit is meritorious it was determined that the corporation did not have sufficient evidence at this point in time to make a determination relative to the matter. If at a later date anything is learned in that regard that might be detrimental to the corporation or the Rosebud Sioux Tribe it would provide additional reasons and perhaps force a severance of any relationship between the corporation and L. Wayne Boyd and John Boyd.

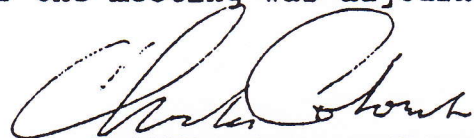
A review of all of the activities of the corporation to date was undertaken and the same were approved and ratified.

A discussion was held relative to the Rosebud Management Contract and Charles Colombe was authorized to act unilaterally on behalf of the corporation relative to the said contract to make any decisions that might be necessary and to execute the contract on behalf of the corporation in such form as he shall deem appropriate and most expedient.

The existing directors and officers of the corporation are continued in their respective positions until further action of the shareholders.

The corporation shall continue efforts to expand its business interests, and all activities in that regard are approved and ratified.

Their being no further business the meeting was adjourned.



Charles Colombe

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