



RECEIVED
MAY 02 2022
MINERALS & MINING PROGRAM

April 28, 2022

Roberta Hudson
Joe Foss Building
523 E Capitol Ave
Pierre, SD 57501-3182

Dear Ms. Hudson,

This letter is regarding the April 25, 2022, request for documentation that Dakota Territory Resource Corp would now be doing business as DTRC LLC, a subsidiary of Dakota Gold Corp. I have enclosed the Transfer of Exploration Notice of Intent forms and certification of applicant forms for each ENXI associated with DTRC LLC. I have also included the required ENXI fee.

Dan Cherniak has provided a letter explaining the new corporate structure, including a flow chart demonstrating how DTRC LLC is related to JR Resources, Dakota Gold (Canada) Services Corp, Dakota Gold Holdings LLC, and Dakota Gold Corp. I have also attached a letter outlining the individuals in the new corporation who are authorized to sign paperwork associated with Exploration Notices of Intents, mine permit, other applications and financial instruments for bonding.

If you have any questions about the enclosed documents, please contact Jerry Aberle or myself at (605) 717-2540.

Sincerely,

Ron Everett
Dakota Territory Resource Corp
106 Glendale Dr, Suite A
Lead, SD 57754

Present operator: DAKOTA TERRITORY RESOURCE CORP
Address: 106 GLENDALE DR STE A
LEAD SD 57754
Telephone number: (605) 717-2640
Legal description: Portions of Sections 14, 15, 22, & 23; T5N-R2E

EXNI number: 440
PAID
MAY 2 2022
Ck#
Rec't# 250

County: Lawrence

Permit to be transferred to: OTRC LLC
Address: 106 Glendale Dr STE A Lead SD 57754
Telephone Number: 605-717-2640

RECEIVED
MAY 02 2022
MINERALS & MINING PROGRAM

Name and address of Resident Agent if you are an out-of-state corporation:

Gerald M Abele 11171 Alpine Circle
Lead SD 57754

INSTRUCTIONS:

Include a \$250 check payable to the Department of Agriculture and Natural Resources and a replacement surety.

I, Gerald M Abele agree to the transfer of permit EXNI 440 to OTRC LLC
Signature of Present Operator New Operator

This transfer releases **DAKOTA TERRITORY RESOURCE** of all liability with regard to reclamation of the affected area. I understand that the surety submitted to cover reclamation will be released only upon approval of the transfer by the South Dakota Board of Minerals and Environment.

Date: 4-27-2022

STATE OF South Dakota

COUNTY OF Lawrence

On this 27 day of April before me personally appeared Gerald M Abele who acknowledged that he is authorized to execute the transfer of this exploration permit.

Ronald Everett
Notary Public



My Commission Expires: 11-18-2027

I, Gerald M Abele agree to the transfer of permit EXNI 440 from **DAKOTA TERRITORY RESOURCE**
Signature of New Operator

This transfer releases **DAKOTA TERRITORY RESOURCE** of all liability with regard to reclamation of the affected area. I understand that in agreeing to this transfer OTRC LLC is assuming all responsibility and liability for this exploration permit and reclamation of the area affected under this permit. I understand that a replacement surety must be provided prior to the transfer. It is also understood that only the exploration work authorized under this exploration permit may be conducted and that all terms and conditions established in this permit shall be followed.

Date: 4-27-2022

STATE OF South Dakota

COUNTY OF Lawrence

On this 27 day of April before me personally appeared Gerald M Abele who acknowledged that he is authorized to execute the transfer of this exploration permit.

Ronald Everett
Notary Public



My Commission Expires: 11-18-2027

FOR DEPARTMENT USE ONLY

Date Approved: _____

EXNI number: 440

Chairman, SD Board of Minerals and Environment

MAY 02 2022

MINERALS & MINING PROGRAM

STATE OF SOUTH DAKOTA
BEFORE THE SECRETARY OF

THE DEPARTMENT OF AGRICULTURE AND NATURAL RESOURCES

IN THE MATTER OF THE
APPLICATION OF

Transfer of EXUI 440

STATE OF South Dakota

COUNTY OF Lawrence

**CERTIFICATION OF
APPLICANT**

I, Gerald m Abale, the applicant in the above matter after being duly sworn upon oath hereby certify the following information in regard to this application:

I have read and understand South Dakota Codified Law Section 1-41-20 which provides:

"The secretary may reject an application for any permit filed pursuant to Titles 34A or 45, including any application by any concentrated swine feeding operation for authorization to operate under a general permit, upon making a specific finding that:

(1) The applicant is unsuited or unqualified to perform the obligations of a permit holder based upon a finding that the applicant, any officer, director, partner, or resident general manager of the facility for which application has been made:

- (a) Has intentionally misrepresented a material fact in applying for a permit;*
- (b) Has been convicted of a felony or other crime involving moral turpitude;*
- (c) Has habitually and intentionally violated environmental laws of any state or the United States which have caused significant and material environmental damage;*
- (d) Has had any permit revoked under the environmental laws of any state or the United States; or*
- (e) Has otherwise demonstrated through clear and convincing evidence of previous actions that the applicant lacks the necessary good character and competency to reliably carry out the obligations imposed by law upon the permit holder; or*

(2) The application substantially duplicates an application by the same applicant denied within the past five years which denial has not been reversed by a court of competent jurisdiction. Nothing in this subdivision may be construed to prohibit an applicant from submitting a new application for a permit previously denied, if the new application represents a good faith attempt by the applicant to correct the deficiencies that served as the basis for the denial in the original application.

All applications filed pursuant to Titles 34A and 45 shall include a certification, sworn to under oath and signed by the applicant, that he is not disqualified by reason of this section from obtaining a permit. In the absence of evidence to the contrary, that certification shall constitute a prima facie showing of the suitability and qualification of the applicant. If at any point in the application review, recommendation or hearing process, the secretary finds the applicant has intentionally made any material misrepresentation of fact in regard to this certification,

consideration of the application may be suspended and the application may be rejected as provided for under this section.

Applications rejected pursuant to this section constitute final agency action upon that application and may be appealed to circuit court as provided for under chapter 1-26."

I certify pursuant to 1-41-20, that as an applicant, officer, director, partner, or resident general manager of the activity or facility for which the application has been made that I; a) have not intentionally misrepresented a material fact in applying for a permit; b) have not been convicted of a felony or other crime of moral turpitude; c) have not habitually and intentionally violated environmental laws of any state or the United States which have caused significant and material environmental damage; (d) have not had any permit revoked under the environmental laws of any state or the United States; or e) have not otherwise demonstrated through clear and convincing evidence of previous actions that I lack the necessary good character and competency to reliably carry out the obligations imposed by law upon me. I also certify that this application does not substantially duplicate an application by the same applicant denied within the past five years which denial has not been reversed by a court of competent jurisdiction. Further;

"I declare and affirm under the penalties of perjury that this claim (petition, application, information) has been examined by me, and to the best of my knowledge and belief, is in all things true and correct."

Dated this 27 day of April, 20 22.

Applicant (print) Gerald M Abale

Gerald M Abale

Applicant (signature)

Subscribed and sworn before me this 27 day of April, 20 22.

Ronald Everett

Notary Public (signature)

My commission expires: 11-18-2027

(SEAL)

RONALD EVERETT
NOTARY PUBLIC - SEAL
SOUTH DAKOTA

**PLEASE ATTACH ANY ADDITIONAL INFORMATION NECESSARY TO DISCLOSE
ALL FACTS AND DOCUMENTS PERTAINING TO
SDCL 1-41-20 (1) (a) THROUGH (e).
ALL VIOLATIONS MUST BE DISCLOSED, BUT WILL NOT
AUTOMATICALLY RESULT IN THE REJECTION OF AN APPLICATION**



RECEIVED
MAY 02 2022
MINERALS & MINING PROGRAM

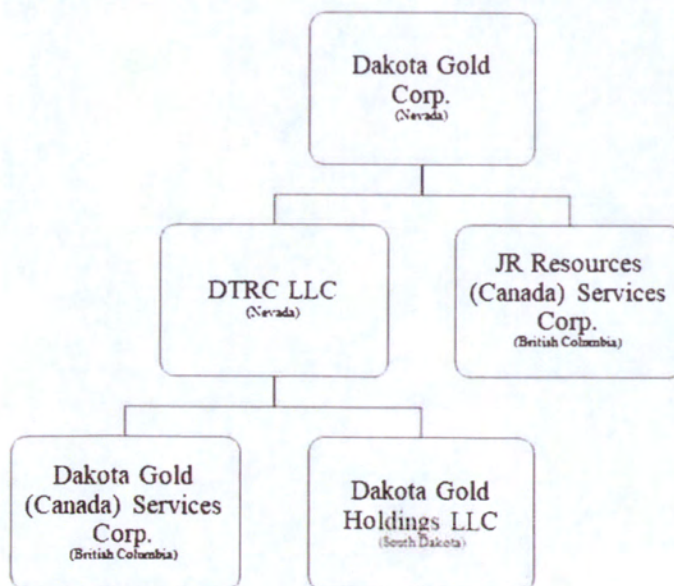
April 27, 2022

Department of Agriculture and Natural Resources
Attention: Roberta Hudson
Joe Foss Building
523 E Capitol Ave
Pierre, SD 57501-3182

Re: Corporate Structure and Signing Authority

Dear Ms. Hudson,

In response to your letter to Jerry Aberle dated April 25, 2022, please find below a chart outlining Dakota Gold Corp.'s ("Dakota Gold") corporate structure.



+1 778 655 9638

info@dakotagoldcorp.com
www.dakotagoldcorp.com

Lead Office

106 Glendale Drive, Suite A,
Lead, South Dakota,
57754, USA

Vancouver Office

1588 609 Granville Street
Vancouver, British Columbia
V7Y 1G5, Canada

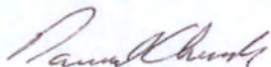
The above corporate structure is the result of Dakota Gold's (formerly JR Resources Corp.) merger with Dakota Territory Resource Corp. On March 31, 2022, Dakota Territory Resource Corp. merged with DGC Merger Sub I Corp., with Dakota Territory Resource Corp. resulting as the name of the surviving merged entity. Subsequently on March 31, 2022, Dakota Territory Resource Corp. merged with DGC Merger Sub II LLC, with DGC Merger Sub II LLC resulting as the name of the surviving merged entity. On April 5, 2022, DGC Merger Sub II LLC changed its name to DTRC LLC.

The following individuals are authorized signatories of Dakota Gold and DTRC LLC, with respect to signing paperwork associated with Exploration Notices of Intent, mine permit and other applications, and financial instruments for bonding:

- Gerald M. Aberle, Director and Chief Operating Officer of Dakota Gold and authorized signatory for DTRC LLC;
- James Berry, Vice President of Exploration of Dakota Gold and authorized signatory for DTRC LLC;
- Mark Rantapaa, Black Hills Operations Manager of Dakota Gold and authorized signatory for DTRC LLC; and
- Ron Everett, Business Manager of Dakota Gold and authorized signatory for DTRC LLC.

I trust that you will find the foregoing to be satisfactory. Should you have any questions, please call me at 605-906-8363 or email me at dcherniak@dakotagoldcorp.com

Regards,



Daniel Cherniak
Director of Legal & Corporate Secretary
Vancouver Office