



KNOW ALL MEN BY THESE PRESENTS:

Joe P. Kirby of _____ Sioux Falls

Indemnity, Surety and Undertakings that may be desired by contract, or may be given in any action or proceeding in any court of law or equity, policies indemnifying employees against loss or damage caused by the misconduct of their employees; official, bail and surety and fidelity bonds. Indemnity in all cases where indemnity may be lawfully given; and with full power and authority to execute consents and waivers to modify or change or extend any bond or document executed for this Company, and to compromise and settle any and all claims or demands made or existing against said Company.

Section 7 All bonds, policies, undertakings or other obligations of the corporation shall be executed in the corporate name of the Company by the Chairman of the Board, President, Secretary, any Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The Chairman of the Board, President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys in Fact or Agents who shall have authority to issue bonds, policies, or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, or other obligations of the corporation — the signature of any such officer and the corporate seal may be printed by facsimile."

____ President _____ with the corporate seal affixed this _____ day of _____, 19____
ATTEST _____ WESTERN SURETY COMPANY _____

ATTEST

WESTERN SURETY COMPANY

L. Nelson
Assistant S

STATE OF ALA. SHELLEY CO

LIBRARY BY

Assistant Secretary UNITED STATES DEPARTMENT OF THE ARMY

Joe P. Kirby, President

STATE OF SOUTH DAKOTA

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COUNTY OF MINNEHAHA

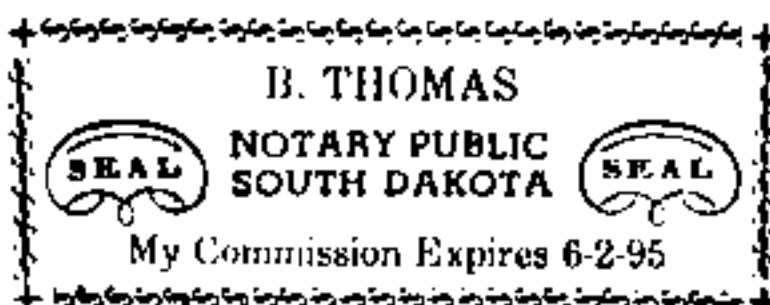
On this _____ day of June, 1997 before me, a Notary Public, personally appeared

Joe P. Kirby

JUDGE OF PROBATE

L. Nelson

who, being by me duly sworn, acknowledged that they signed the above Power of Attorney as President and Assistant Secretary, respectively, of the said WESTERN SURETY COMPANY, and acknowledged said instrument to be the voluntary act and deed of said Corporation.



B. Thomas

Notary Public