

OFFICIAL BOND

BOND NO. \$25,186.1
01/05/2001-005961

02:45 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

003 MMB 23.00

THE STATE OF ALABAMA, }
Jefferson County }

Know All Men By These Presents

That we Sara C Carter as Principal & EMPLOYERS MUTUAL CASUALTY COMPANY, as

Surety are held and firmly bound unto the State of Alabama, in the sum of Ten Thousand and No/100 (\$10,000.00) Dollars, for the payment of which well and truly to be made and done, we bind ourselves, our heirs, executors, administrators and assigns, firmly by these presents, and we hereby waive our right to claim personal property exempt under the laws of Alabama.

Sealed with our seals, and dated this 20th day of December, 2000

The condition of the above obligation, That whereas the above bound Sara C Carter

was duly appointed to the office of Notary Public on the 20th day of December; for the term of 4 years from the 20th day of December 2000 in Precinct No. 17 in and for said County.

Now, if the said Sara C Carter shall faithfully perform and discharge all the duties of said office during his continuance therein then the above obligation to be void, otherwise to remain in full force and effect.

Sara C. Carter (L.S.)

(L.S.)

EMPLOYERS MUTUAL CASUALTY COMPANY (L.S.)

BY: Kim Crawford (L.S.)
Attorney-in-Fact

Glenn D. Dodson
Authorized Resident Agent

Taken and approved this 5th day of January, 2001

Patricia Lynn Schmiedt
Judge of Probate

THE STATE OF ALABAMA, }
Jefferson County }

OATH OF OFFICE

I, SARA C. CARTER solemnly swear that I will support the constitution of the United States, and the constitution of the State of Alabama, so long as I continue a citizen thereof; and that I will faithfully and honestly discharge the duties of the office upon which I am about to enter, to the best of my ability. So help me God.

Subscribed and sworn to before me this 5th day of January, 2001

Notary Public
Notary Public

Exp June 14, 2003

Inst. # 0001-00590

CERTIFICATE OF AUTHORITY INDIVIDUAL ATTORNEY-IN-FACT

KNOW ALL MEN BY THESE PRESENTS, that the Employers Mutual Casualty Company, a Corporation duly organized under the laws of the State of Iowa and having its general office in the City of Des Moines, in said State, hath made, constituted and appointed, and does by these presents make, constitute and appoint:

Melody Massey, Kim Crawford, Carolyn Smith — Birmingham, AL

D.L. Hixenbaugh, K. Kingery, A.L. Daniel — Des Moines, IA

its true and lawful Attorney-in-Fact, with full power and authority conferred to sign, seal and execute its lawful bonds, undertakings, and other obligatory instruments of a similar nature, and to bind Employers Mutual Casualty Company thereby as fully and to the same extent as if such instruments were signed by the duly authorized officers of Employers Mutual Casualty Company and all acts of said attorney pursuant to the authority hereby given are hereby ratified and confirmed.

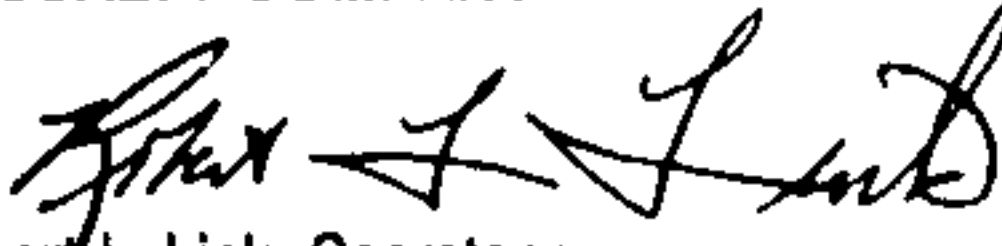
This Power-of-Attorney is made and executed pursuant to and by authority of a Resolution of the Board of Directors of the Company adopted at a regular meeting duly called and held on June 10, 1953 authorizing any Vice President to appoint Attorneys-In-Fact authorizing them to execute bonds and other writings obligatory in the nature thereof and to attach the seal of the Company, or to remove any such Attorney-In-Fact and revoke the Power given to him, and further ratifying any instruments executed by such Attorneys-In-Fact as fully and in all respects binding upon the Company; and a further Resolution adopted at a regular meeting duly called and held on September 20, 1978 ratifying the facsimile or mechanically reproduced signature of any Vice President or Secretary of the Company appearing on any Power-of-Attorney as valid and binding with the same force and effective as though manually affixed.

IN WITNESS WHEREOF, the Employers Mutual Casualty Company has caused these presents to be signed by its Vice President and Secretary and its corporate seal to be therein affixed this 5th day of November, 1998.

SEAL

EMPLOYERS MUTUAL CASUALTY COMPANY

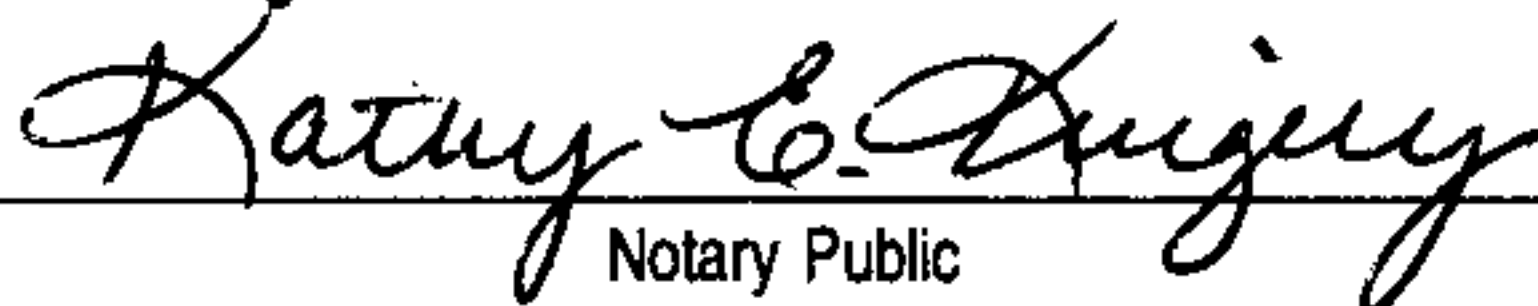
By: 
David L. Hixenbaugh, Vice President

By: 
Robert L. Link, Secretary

STATE OF IOWA, COUNTY OF POLK SS.

On this 5th day of November, 1998, before me a Notary Public in and for Polk County, Iowa, personally appeared David L. Hixenbaugh and Robert L. Link, who being by me duly sworn, did say that they are the Vice President and Secretary, respectively of said Employers Mutual Casualty Company, that the seal affixed is the seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Boards of Directors, and they did acknowledge the execution of said instrument to be the voluntary act and deed of said corporation.

My Commission Expires August 19, 2000


Notary Public

Kathy E. Kingery



CERTIFICATE

I, David L. Hixenbaugh, Vice President of the Employers Mutual Casualty Company, do hereby certify that the foregoing Power-of-Attorney dated 5th day of November, 1998 in behalf of Melody Massey, Kim Crawford, Carolyn Smith, D.L. Hixenbaugh, K. Kingery and A.L. Daniel, is a true and correct copy and that the same is still in force.

In Testimony Whereof I have subscribed my name and affixed the corporate seal of said Company this 5th day of November, 1998.


David L. Hixenbaugh, Vice President

EMC Insurance Companies

P.O. Box 712 • Des Moines, Iowa 50303

No. 428345**CERTIFICATE OF AUTHORITY INDIVIDUAL ATTORNEY-IN-FACT****KNOW ALL MEN BY THESE PRESENTS, that:**

1. Employers Mutual Casualty Company, an Iowa Corporation
2. EMCASCO Insurance Company, an Iowa Corporation
3. Union Insurance Company of Providence, an Iowa Corporation
4. Illinois EMCASCO Insurance Company, an Illinois Corporation
5. Dakota Fire Insurance Company, a North Dakota Corporation
6. EMC Property & Casualty Company, an Iowa Corporation
7. The Hamilton Mutual Insurance Company, an Ohio Corporation

hereinafter referred to severally as "Company" and collectively as "Companies", each does, by these presents, make, constitute and appoint:

W. DON COOK, DANNY O. MEADOWS, JOAN H. LAFRAMBOISE, INDIVIDUALLY, BIRMINGHAM, ALABAMA

its true and lawful attorney-in-fact, with full power and authority conferred to sign, seal, and execute its lawful bonds, undertakings, and other obligatory instruments of a similar nature as follows:

IN AN AMOUNT NOT EXCEEDING TWO MILLION DOLLARS (\$2,000,000.00)

and to bind each Company thereby as fully and to the same extent as if such instruments were signed by the duly authorized officers of each such Company, and all of the acts of said attorney pursuant to the authority hereby given are hereby ratified and confirmed.

The authority hereby granted shall expire August 1, 2001 unless sooner revoked.**AUTHORITY FOR POWER OF ATTORNEY**

This Power-of-Attorney is made and executed pursuant to and by the authority of the following resolution of the Boards of Directors of each of the Companies at a regularly scheduled meeting of each company duly called and held in 1999:

RESOLVED: The President and Chief Executive Officer, any Vice President, the Treasurer and the Secretary of Employers Mutual Casualty Company shall have power and authority to (1) appoint attorneys-in-fact and authorize them to execute on behalf of each Company and attach the seal of the Company thereto, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and (2) to remove any such attorney-in-fact at any time and revoke the power and authority given to him or her. Attorneys-in-fact shall have power and authority, subject to the terms and limitations of the power-of-attorney issued to them, to execute and deliver on behalf of the Company, and to attach the seal of the Company thereto, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and any such instrument executed by any such attorney-in-fact shall be fully and in all respects binding upon the Company. Certification as to the validity of any power-of-attorney authorized herein made by an officer of Employers Mutual Casualty Company shall be fully and in all respects binding upon this Company. The facsimile or mechanically reproduced signature of such officer, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power-of-attorney of the Company, shall be valid and binding upon the Company with the same force and affect as though manually affixed.

IN WITNESS WHEREOF, the Companies have caused these presents to be signed for each by their officers as shown, and the Corporate seals to be hereto affixed this 30th day of July, 1998.

Seals

Bruce G. Kelley
 Bruce G. Kelley, Chairman
 of Companies 2, 3, 4, 5 & 6; President
 of Company 1; Vice Chairman and
 CEO of Company 7

Donald L. Coughenower
 Donald L. Coughenower
 Assistant Secretary

On this 30th day of July, AD 1998 before me a Notary Public in and for the State of Iowa, personally appeared Bruce G. Kelley and Donald L. Coughenower, who, being by me duly sworn, did say that they are, and are known to me to be the Chairman, President, Vice Chairman and CEO, and/or Assistant Secretary, respectively, of each of The Companies above; that the seals affixed to this instrument are the seals of said corporations; that said instrument was signed and sealed on behalf of each of the Companies by authority of their respective Boards of Directors; and that the said Bruce G. Kelley and Donald L. Coughenower, as such officers, acknowledge the execution of said instrument to be the voluntary act and deed of each of the Companies. My Commission Expires September 30, 2000.

Ruta Krumins
 Notary Public in and for the State of Iowa

CERTIFICATE

I, David L. Hixenbaugh, Vice President of the Companies, do hereby certify that the foregoing resolution of the Boards of Directors by each of the Companies, and this Power of Attorney issued pursuant thereto on July 30, 1998 on behalf of W. Don Cook, Danny O. Meadows, Joan H. Laframboise are true and correct and are still in full force and effect.

In Testimony Whereof I have subscribed my name and affixed the facsimile seal of each Company this 20th day of December, 2000

David L. Hixenbaugh
 Vice-President