Lawyers Surety Corporation

Dallas, Texas

KNOW ALL MEN BY THESE PRESENTS. That LAWYERS SURETY CORPORATION, a Texas Corporation [illegible]

W. KENNETH HOLT, JONI JO HOLT, OF BESSEMER, AL

its true and lawful Attorney(s)-in-Fact, with full power and authority for and on behalf of the [illegible] company as surety, to execute and [illegible] seals as required, bonds, undertakings, recognizances or other written obligations in the nature [illegible] (excluding: Criminal Bonds or recognizances, Supersedeas Bonds of any kind [illegible] Court Bonds in Judicial Proceedings, Community Administration Bonds, Contractors Bid, Performance, Payment and Completion Bonds, Motor Fuel Distributors Bonds, Consignee and [illegible] Bonds, Bail Bonds, Bank Depository Bonds, Mortgage Deficiency Bonds, Mortgage Guaranty Bonds, Guaranties of Installment Paper and Note Guaranty Bonds) as follows

ALL WRITTEN INSTRUMENTS IN AN AMOUNT NOT TO EXCEED AN AGGREGATE OF TWO HUNDRED FIFTY THOUSAND DOLLARS($250,000)--- FOR ANY SINGLE OBLIGATION, REGARDLESS OF THE NUMBER OF INSTRUMENTS ISSUED FOR THE OBLIGATION.

and to bind LAWYERS SURETY CORPORATION, thereby, and all of the acts of said Attorneys-in-Fact, pursuant to these presents, [illegible] This appointment is made under and by authority of the following provisions of the By-Laws of the company, which are now in full force [illegible]

BOOK 007 PAGE 294

Article 5, Section A. The Board of Directors shall have the management of the business of the company, and in addition to [illegible] By-Laws expressly conferred upon them, may exercise [illegible] such powers and do all such acts and things [illegible] by the corporation.

Article 5, Section G. The Board of Directors may appoint additional officers [illegible] and agents to perform such duties [illegible] by facsimile under and by the authority of the following resolutions adopted by the Board of Directors [illegible] at a meeting duly held on January 29, 1972.

RESOLVED that the PRESIDENT, any Vice-President, or Assistant Vice-President [illegible] in conjunction with the Secretary or any [illegible] Attorneys-in-fact or agents with authority as defined or limited in the instrument evidencing the appointment in each case for and on behalf of the company to execute and deliver and affix the seal of the company to bonds, undertakings, recognizances and suretyship obligations of all kinds, and to attest the same; and to appoint such attorney-in-fact or agent and revoke any power of attorney previously granted to such person.

RESOLVED FURTHER that any bond, undertaking, recognizances, or suretyship obligation shall be valid and binding upon the company when executed by the President, any Vice-President, or Assistant Vice-President; or (ii) when duly executed and sealed (if a seal be required) by one attorney-in-fact or agent pursuant to and within the limits of the authority evidenced by the power of attorney issued by the company to such person or persons.

RESOLVED FURTHER that the signature of any authorized officers and the seal of the company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing a attorney-in-fact or agent to execute any bond, undertaking, recognizance or other suretyship obligations of the company, and any such bond, undertaking, recognizance or other suretyship obligation so executed shall have the same force and effect as though manually affixed.

IN WITNESS WHEREOF, LAWYERS SURETY CORPORATION has caused these presents to be signed by its duly authorized officer, and its corporate seal to be affixed this **1ST** day of **JUNE** 19 **89**

LAWYERS SURETY CORPORATION

SEAL

Secretary

STATE OF WISCONSIN, COUNTY OF WAUKESHA ss

On this **1ST** day of **JUNE** 19 **89**, personally came before me **DAVID G. MENZEL**, to me known to be the individuals and officers of the LAWYERS SURETY CORPORATION described in and who executed the annexed instrument, and they each acknowledged the execution of the same, and being duly sworn, did depose and say that they are said officers of said corporation, that the seal affixed to the above instrument is the corporate seal of said corporation, that the seal of the corporation was duly affixed and subscribed to the said instrument by the authority of the Board of Directors of said corporation.

STATE OF ALABAMA JEFFERSON CO. I CERTIFY THIS INSTRUMENT WAS FILED 90 JUL 17 PM 1:47 11.00 3.00 1.00 15.00

My Commission Expires 01/31/93

CERTIFICATE

I, the undersigned, assistant secretary of the LAWYERS SURETY CORPORATION, a Texas corporation, CERTIFY that the power of attorney herein referred to is still in full force and has not been revoked, and furthermore, that the provisions of the By-Laws of the corporation set forth in the Power of Attorney, are now in force.

Signed and sealed at the City of Brookfield, WI this **9th** day of **July** 90

92-0190

KEN HOLT INSURANCE AGENCY, INC.