



Lawyers Surety Corporation

Dallas, Texas

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, That LAWYERS SURETY CORPORATION, a Texas Corporation, does hereby make, execute and deliver

JOHN R. PREWITT, JR., KENNETH E. SMITH, JAMES D. WILSON, PAMELA G. DYESS, OF BIRMINGHAM, AL

its true and lawful Attorney(s)-in-Fact, with full power and authority for and on behalf of the company as surety, to execute and deliver and affix to any and all instruments, bonds, undertakings, recognizances or other written obligations in the nature thereof (excluding: Criminal Bonds or recognizances, Supersedeas Bonds of any kind, Defendants' Court Bonds in Judicial Proceedings, Community Administration Bonds, Contractors Bid, Performance, Payment and Completion Bonds, Motor Fuel Distributors Bonds, Consignee and Consignor Bonds, Bail Bonds, Bank Depository Bonds, Mortgage Delinquency 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, are hereby ratified and confirmed. 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 and effect:

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

Article 5, Section B. The Board of Directors may appoint additional officers and agents to perform such duties. This Power of Attorney is signed and sealed by facsimile under and by the authority of the following resolutions adopted by the Board of Directors of LAWYERS SURETY CORPORATION at a meeting duly held on January 29, 1972:

RESOLVED that the PRESIDENT, any Vice-President, or Assistant Vice-President, in conjunction with the Secretary or any other officer or agent, may appoint 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 said officers may remove or revoke an 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 if (i) when signed and sealed by the President, any Vice-President, or Assistant Vice-President; or (ii) when duly executed and sealed (if a seal be required) by one or more attorneys-in-fact or agents, 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 instrument thereof authorizing the execution and delivery of any bond, undertaking, recognizance or other suretyship obligations of the company; and such signature and seal so used 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 proper officer, and its corporate seal to be affixed this 20TH day of OCTOBER, 19 88.

LAWYERS SURETY CORPORATION

David G. Menzel

Secretary



Donald H. Bower

STATE OF WISCONSIN, COUNTY OF WAUKESHA--ss

On this 20TH day of OCTOBER, 19 88, personally came before me, DONALD H. BOWER,

DAVID G. MENZEL, to me known to be the individual and officers of the LAWYERS SURETY CORPORATION, who executed the instrument, and they each acknowledged the execution of the same, and being by me duly sworn, did severally depose and say that they are the said officers of the corporation aforesaid, and that the seal affixed to the above instrument is the seal of the corporation, and that said corporate seal and their signatures and officers were duly affixed and subscribed to the said instrument by the authority of the board of directors of said corporation.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

My Commission Expires 02/05/89

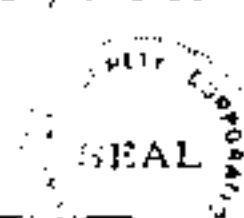
CERTIFICATE

I, the undersigned, assistant secretary of the LAWYERS SURETY CORPORATION, a Texas corporation, CERTIFY that the foregoing attached Power of Attorney remains in full force and has not been revoked; and furthermore, that the provisions of the By-Laws of the company and the Resolutions of the Board of Directors set forth in the Power of Attorney, are now in force.

Signed and sealed at the City of Brookfield, WI this 1ST day of AUGUST, 19 90

92-0454

PREWITT, JR. & ASSOCIATES



Patricia A. Montoya