



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

LEROY CLARK, DONNELLE CLARK, 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 the seal of the company, when and where such is required, bonds, undertakings, recognizances or other written obligations in the nature thereof, (excluding: Criminal Bonds or recognizances, Supersedeas Bonds of any kind (including Court Bonds in Judicial Proceedings, Community Administration Bonds, Contractors Bid, Performance, Payment and Completion Bonds, Motor Fuel Distributors Bonds, Conspectus and Company 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, and hereby ratify and confirm. 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 necessary and proper to be done by the corporation.

Article 5, Section C. The Board of Directors may appoint additional officers and agents to perform such duties. This Power of Attorney is hereby made and 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.

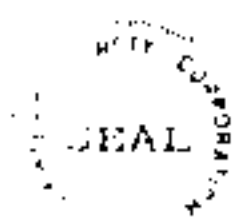
RESOLVED that the PRESIDENT, any Vice-President, or Assistant Vice-President, in conjunction with the Secretary or any Assistant Secretary, may appoint attorneys-in-fact or agents with authority as defined or limited in the instrument evidencing the appointment in each case for and on behalf of the company, to execute and deliver and affix the seal of the company to bonds, undertakings, recognizances and suretyship obligations of all kinds and such persons may execute and deliver any such instrument as 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 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 persons appointed 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 instrument or agreement, the execution 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 duly authorized proper officer, and its corporate seal to be affixed this 12TH day of JULY, 1990.

David G. Menzel
Secretary



Donnell Clark
DONNELLE CLARK

STATE OF WISCONSIN, COUNTY OF WAUKESHA—ss

On this 12TH day of JULY, 1990, personally came before me, DONNELLE CLARK

DAVID G. MENZEL

, to me known to be the individual and officers of the LAWYERS SURETY CORPORATION, and each acknowledged the execution of the same, and being by me duly sworn, did severally depose and say, that they are duly authorized officers of the corporation aforesaid, and that the seal affixed to the instrument is the seal of the corporation, and that said corporate seal and the signatures of said officers were duly affixed and subscribed to the instrument, and that the authority of the Board of Directors of said corporation is hereby certified.

STATE DEPT. SHELBY CO.
I CERTIFY THIS INSTRUMENT WAS FILED
90 SEP -5 AM 9:15



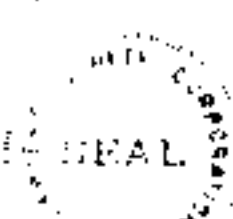
David G. Menzel
My Commission Expires 01/31/93

CERTIFICATE

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

Signed and sealed at the City of Brookfield, WI this _____ day of _____

092-0118



Patricia A. Menzel
PATRICIA A. MENZEL

CLARK AS _____ TES, INC.