

BOND NO. 8136-27-36

STATE OF ALABAMA

SHELBY County

KNOW ALL MEN BY THESE PRESENTS:

That I VIRGINIA P. FERRELL

and FEDERAL INSURANCE COMPANY

are held and firmly bound unto the State of Alabama in the penal sum of

TEN THOUSAND AND NO/100-----(\$10,000.00)----- Dollars.

for the payment of which well and truly to be made, we bind ourselves, our heirs, executors and administrators, successors and assigns, jointly and severally.

Sealed with our seals and dated this 16th day of FEBRUARY, 19 93

The condition of the above obligation is such that, WHEREAS, the above bound

VIRGINIA P. FERRELL

has been duly

APPOINTED to the office of NOTARY PUBLIC

NOW, THEREFORE, if the said

VIRGINIA P. FERRELL

shall faithfully discharge the duties of such office during the time he continues therein, or discharges any of the duties thereof, then this obligation shall be void, otherwise, to remain in full force and effect.

Taken and approved this

27

day of

April

, 19 93

Thomas A. Formhals, Jr.

VIRGINIA P. FERRELL

x Virginia P. Ferrell

(L. S.)

FEDERAL INSURANCE COMPANY

(L. S.)

Ann Formhals

ANN FORMHALS ATTORNEY-IN-FACT

(L. S.)

STATE OF ALABAMA

Shelby County

OATH OF OFFICE

I, Virginia P. Ferrell, do 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 16th

day of

February

, 19 93

Joy B. Glover

(Name of officer administering oath)

MY COMMISSION EXPIRES OCTOBER 23, 1993

Virginia P. Ferrell

Inst # 1993-11764

as

04/27/1993-11764

CERTIFIED

03:15 PM

SHELBY COUNTY JUDGE OF PROBATE

15.00

003 MCD

POWER OF ATTORNEY

Know all Men by these Presents, That the **FEDERAL INSURANCE COMPANY**, 15 Mountain View Road, Warren, New Jersey, an Indiana Corporation, has constituted and appointed, and does hereby constitute and appoint Geoffrey E. Heekin, James Koenig, Brenda D. Hockberger, Ann Formhals, Donna Ryan and JoAnn T. Fick of Chicago, Illinois-----

each its true and lawful Attorney-in-Fact to execute under such designation in its name and to affix its corporate seal to and deliver for and on its behalf as surety thereon or otherwise, bonds of any of the following classes, to-wit:

1. Bonds and Undertakings (other than Bail Bonds) filed in any suit, matter or proceeding in any Court, or filed with any Sheriff or Magistrate, for the doing or not doing of anything specified in such Bond or Undertaking.
2. Surety bonds to the United States of America or any agency thereof, including those required or permitted under the laws or regulations relating to Customs or Internal Revenue; License and Permit Bonds or other indemnity bonds under the laws, ordinances or regulations of any State, City, Town, Village, Board or other body or organization, public or private; bonds to Transportation Companies, Lost Instrument bonds; Lease bonds, Workers' Compensation bonds, Miscellaneous Surety bonds and bonds on behalf of Notaries Public, Sheriffs, Deputy Sheriffs and similar public officials.
3. Bonds on behalf of contractors in connection with bids, proposals or contracts.

In Witness Whereof, the said **FEDERAL INSURANCE COMPANY** has, pursuant to its By-Laws, caused these presents to be signed by its Vice President and Assistant Secretary and its corporate seal to be hereto affixed this 17th day of October 1991

Corporate Seal



Richard D. O'Connor

Assistant Secretary

STATE OF NEW JERSEY
County of Somerset

SS.

FEDERAL INSURANCE COMPANY

By

James D. Dixon
James D. Dixon
Vice President

On this 17th day of October 1991, before me personally came Richard D. O'Connor to me known and by me known to be Assistant Secretary of the **FEDERAL INSURANCE COMPANY**, the corporation described in and which executed the foregoing Power of Attorney, and the said Richard D. O'Connor being by me duly sworn, did depose and say that he is Assistant Secretary of the **FEDERAL INSURANCE COMPANY** and knows the corporate seal thereof; that the seal affixed to the foregoing Power of Attorney is such corporate seal and was thereto affixed by authority of the By-Laws of said Company, and that he signed said Power of Attorney as Assistant Secretary of said Company by like authority; and that he is acquainted with James D. Dixon and knows him to be the Vice President of said Company, and that the signature of said James D. Dixon subscribed to said Power of Attorney is in the genuine handwriting of said James D. Dixon and was thereto subscribed by authority of said By-Laws and in deponent's presence.

Notarial Seal



STATE OF NEW JERSEY
County of Somerset

SS.

Acknowledged and Sworn to before me
on the date above written.

Janet A. Scavone
JANET A. SCAVONE
Notary Public, State of New Jersey
No. 2066520
Commission Expires October 2, 1994

CERTIFICATION

I, the undersigned, Assistant Secretary of the **FEDERAL INSURANCE COMPANY**, do hereby certify that the following is a true excerpt from the By-Laws of the said Company as adopted by its Board of Directors on March 2, 1990 and that this By-Law is in full force and effect.

"ARTICLE XVIII.

Section 2. All bonds, undertakings, contracts and other instruments other than as above for and on behalf of the Company which it is authorized by law or its charter to execute, may and shall be executed in the name and on behalf of the Company either by the Chairman or the Vice Chairman or the President or a Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations, except that any one or more officers or attorneys-in-fact designated in any resolution of the Board of Directors or the Executive Committee, or in any power of attorney executed as provided for in Section 3 below, may execute any such bond, undertaking or other obligation as provided in such resolution or power of attorney.

Section 3. All powers of attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman or the Vice Chairman or the President or a Vice President or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the following officers: Chairman, Vice Chairman, President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is attached."

I further certify that said **FEDERAL INSURANCE COMPANY** is duly licensed to transact fidelity and surety business in each of the States of the United States of America, District of Columbia, Puerto Rico, and each of the Provinces of Canada with the exception of Prince Edward Island; and is also duly licensed to become sole surety on bonds, undertakings, etc., permitted or required by law.

I, the undersigned Assistant Secretary of **FEDERAL INSURANCE COMPANY**, do hereby certify that the foregoing Power of Attorney is in full force and effect.

Given under my hand and the seal of said Company at Warren, N.J., this 16th day of FEBRUARY, 1993

Corporate Seal



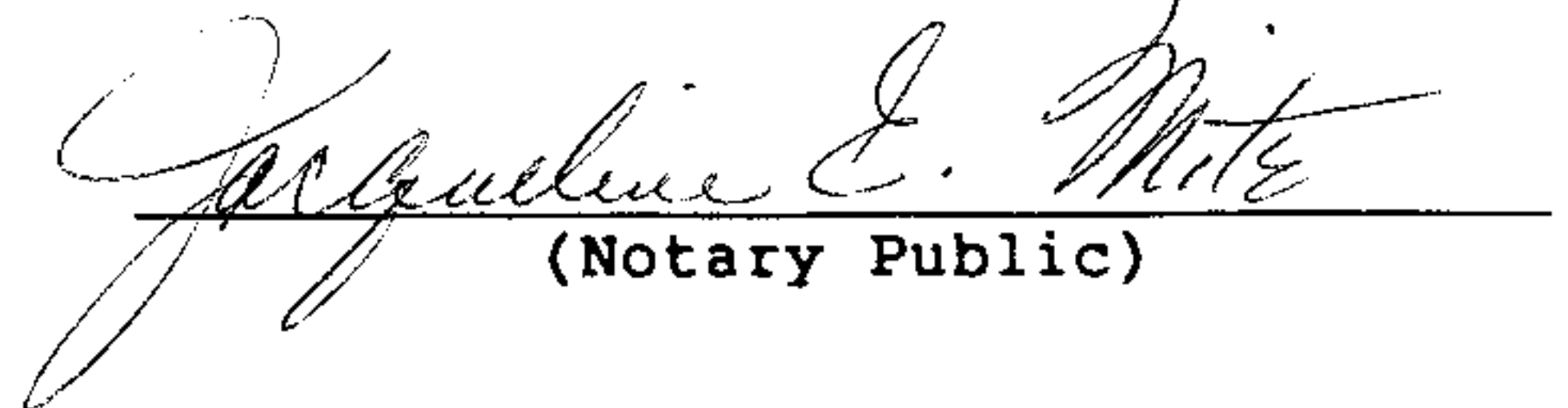
J. Mabley
Assistant Secretary

STATE OF ILLINOIS
COUNTY OF COOK

On this 16TH day of FEBRUARY, 1993, before me personally appeared
ANN FORMHALS, known to me to be the Attorney-
in-Fact of NEAR NORTH INSURANCE BROKERAGE, the corporation
that executed the within instrument, and acknowledged to me that such
corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, at my office in the aforesaid county, the day and year in this
certificate first above written.

" OFFICIAL SEAL "
JACQUELINE E. WHITE
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 2/28/94


(Notary Public)

Inst # 1993-11764

04/27/1993-11764
03:15 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 15.00