

UNITED STATES FIDELITY AND GUARANTY COMPANY

THE STATE OF ALABAMA,
Shelby County

Know All Men By These Presents

That we James M. Kadziolka

as Principal, and UNITED STATES FIDELITY AND GUARANTY COMPANY, a corporation duly incorporated under the laws of the State of Maryland, as Surety, are held and firmly bound unto State of Alabama

in the sum of

Ten Thousand and 00/100----- 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 May 15, 1993

The condition of the above obligation is such, That whereas the above bound Principal was on

May 15, 1993 duly Appointed to the office of
Notary Public, State at Large

for the term of Four years from May 15, 1993 in precinct No. 12
in and for said County.

Now, if the said Principal 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.

James M. Kadziolka

(SEAL)

UNITED STATES FIDELITY AND GUARANTY COMPANY

By Judy S. Marchman, Attorney-in-fact.

Taken and approved this 17 day of May 1993.

Judge of Probate.

No.....

THE STATE OF ALABAMA

County

PROBATE COURT

OFFICIAL BOND

Filed for record on.....day of

19.....

Judge of Probate.

Address

THE STATE OF ALABAMA, }
Shelby.....County

OATH OF OFFICE
PROBATE COURT

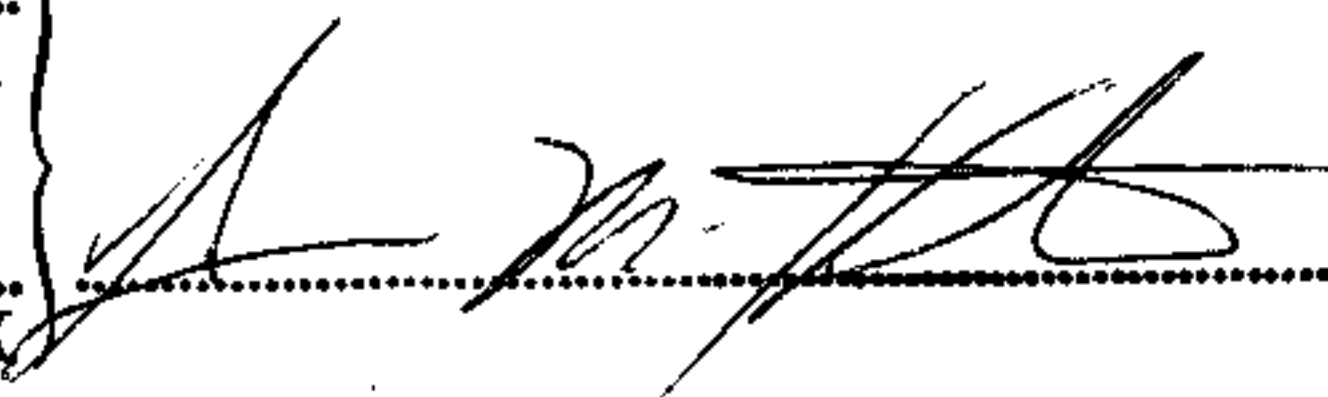
James M. Kadziolka

I,.....do solemnly swear that I am not disfranchised by the Constitution of Alabama, or the Constitution and Laws of the United States; That I will honestly and faithfully support and defend the Constitution and Laws of the United States, the Union of States, and the Constitution and Laws of the State of Alabama, so long as I remain a citizen thereof; and that I will honestly and faithfully 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.....^{23RD}
day of.....APRIL.....19.....93

Notarized

~~XXXXXXXXXXXX~~
Judge of Probate



Certified Copy

No 109881

GENERAL POWER OF ATTORNEY

NO. 104916



KNOW ALL MEN BY THESE PRESENTS:

That UNITED STATES FIDELITY AND GUARANTY COMPANY, a corporation organized and existing under the laws of the State of Maryland, and having its principal office at the City of Baltimore, in the State of Maryland, does hereby constitute and appoint J. Rawlins McKinney, Judy S. Marchman, Richard E. Simmons, Jr., F. Thomas Craig, Ardis T. Weems, Richard E. Simmons, III, Richard H. Pardue and Charles Molay

of the City of Birmingham, State of Alabama

its true and lawful attorney(s) ~~in and for the State of~~

for the following purposes, to wit:

To sign its name as surety to, and to execute, seal and acknowledge any and all bonds, and to respectively do and perform any and all acts and things set forth in the resolution of the Board of Directors of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, a certified copy of which is hereto annexed and made a part of this Power of Attorney; and the said UNITED STATES FIDELITY AND GUARANTY COMPANY, through us, its Board of Directors, hereby ratifies and confirms all and whatsoever ~~done~~ ^{done} by anyone of the said J. Rawlins McKinney and the said Judy S. Marchman and the said Richard E. Simmons, Jr. and the said F. Thomas Craig and the said Ardis T. Weems and the said Richard E. Simmons, III and the said Richard H. Pardue and the said Charles Molay may lawfully do in the premises by virtue of these presents.

In Witness Whereof, the said UNITED STATES FIDELITY AND GUARANTY COMPANY has caused this instrument to be sealed with its corporate seal, duly attested by the signatures of its Vice President and Assistant Secretary, this 25th day of September, A.D. 1992



(SEAL)

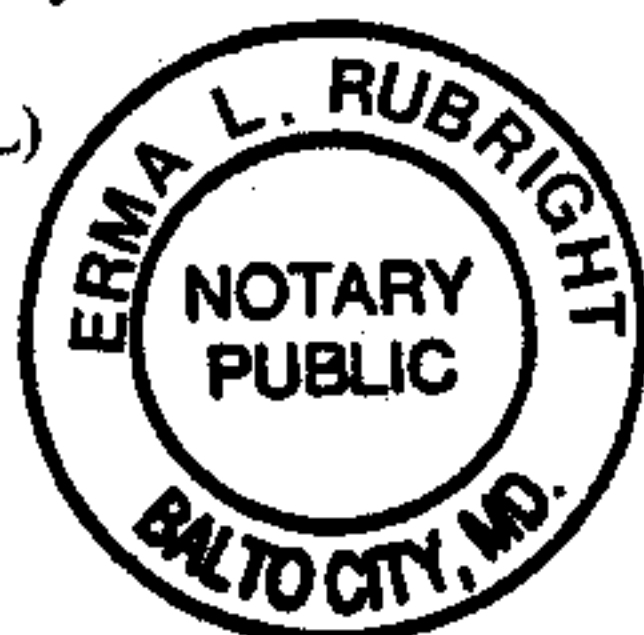
STATE OF MARYLAND)
BALTIMORE CITY) ss:

On this 25th day of September, A.D. 1992, before me personally came Thomas W. Salinsky, Vice President of the UNITED STATES FIDELITY AND GUARANTY COMPANY and Charles H. Clemens Jr., Assistant Secretary of said Company, with both of whom I am personally acquainted, who being by me severally duly sworn, said, that they, the said Thomas W. Salinsky and Charles H. Clemens Jr. were respectively the Vice President and the Assistant Secretary of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, the corporation described in and which executed the foregoing Power of Attorney; that they each knew the seal of said corporation; that the seal affixed to said Power of Attorney was such corporate seal, that it was so affixed by order of the Board of Directors of said corporation, and that they signed their names thereto by like order as Vice President and Assistant Secretary, respectively, of the Company.

My Commission expires the first day in August

A.D. 1994

(SEAL)



(Signed)

Erma L. Rubright
NOTARY PUBLIC

COPY OF RESOLUTIONS

Authority for Appointment

That Whereas, it is necessary for the effectual transaction of business that this Company appoint agents and attorneys with power and authority to act for it and in its name in States other than Maryland, and in the Territories of the United States and in the Provinces and Territories of Canada;

Therefore, be it Resolved, that this Company do, and it hereby does, authorize and empower its President or either of its Vice Presidents in conjunction with its Secretary or one of its Assistant Secretaries, under its corporate seal, to appoint any person or persons as attorney or attorneys-in-fact, or agent or agents of said Company, in its name and as its act, to execute and deliver any and all contracts guaranteeing the fidelity of persons holding positions of public or private trust, guaranteeing the performances of contracts other than insurance policies and executing or guaranteeing bonds and undertakings, required or permitted in all actions or proceedings, or by law allowed, and

Also, in its name and as its attorney or attorneys-in-fact, or agent or agents to execute and guarantee the conditions of any and all bonds, recognizances, obligations, stipulations, undertakings or anything in the nature of either of the same, which are or may by law, municipal or otherwise, or by any Statute of the United States or of any State or Territory of the United States or of the Provinces or Territories of Canada, or by the rules, regulations, orders, customs, practice or discretion of any board, body, organization, office or officer, local, municipal or otherwise, be allowed, required or permitted to be executed, made, taken, given, tendered, accepted, filed or recorded for the security or protection of, by or for any person or persons, corporation, body, office, interest, municipality or other association or organization whatsoever, in any and all capacities whatsoever, conditioned for the doing or not doing of anything or any conditions which may be provided for in any such bond, recognizance, obligation, stipulation, or undertaking, or anything in the nature of either of the same.

I, **Charles H. Clemens, Jr.**, an Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY, do hereby certify that the foregoing is a full, true and correct copy of the original Power of Attorney given by said Company to **J. Rawlins McKinney, Judy S. Marchman, Richard E. Simmons, Jr., F. Thomas Craig, Ardis T. Weems, Richard E. Simmons, III, Richard H. Pardue and Charles Molay** of **Birmingham, Alabama**, authorizing and empowering them to sign bonds as therein set forth, which Power of Attorney has never been revoked and is still in full force and effect.

And I do further certify that said Power of Attorney was given in pursuance of a resolution adopted at a regular meeting of the Board of Directors of said Company, duly called and held at the office of the Company in the City of Baltimore, on the 25th day of November, 1981, at which meeting a quorum of the Board of Directors was present, and that the foregoing is a true and correct copy of said resolution, and the whole thereof as recorded in the minutes of said meeting.

Facsimile, Typewritten or Mechanically Reproduced Signatures

RESOLVED, That the facsimile, typewritten or mechanically reproduced signature of any Officers and the seal of this Company, whether heretofore or hereafter, wherever appearing upon a certified copy of any Power of Attorney issued by this Company, shall be treated the same as a handwritten signature and affixed seal, such certification may be by the facsimile signature of any Assistant Secretary of the Company.

This certified copy may be signed by facsimile, typewritten or mechanically reproduced signature under and by authority of the above resolution adopted by the Board of Directors of UNITED STATES FIDELITY AND GUARANTY COMPANY at a meeting duly called and held on the 26th day of March, 1991, at which meeting a quorum of the Board of Directors was present, and that the foregoing is a true and correct copy of said resolution which continues in full force and effect.

In Testimony Whereof, I have hereunto set my hand and the seal of the UNITED STATES FIDELITY AND GUARANTY COMPANY on **May 15, 1993**



Inst # 1993-14077

(Date)

05/17/1993-14077
01:44 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 15.00

Charles H. Clemens, Jr.
Assistant Secretary