

BOND NO. POB-8062998

STATE OF ALABAMA

Shelby County

KNOW ALL MEN BY THESE PRESENTS:

That I Jerry A. Payne

as principal

and Fidelity and Deposit Company of Maryland

as sureties

are held and firmly bound unto the State of Alabama in the penal sum of \*\*\*\*\*Ten Thousand and 00/100\*\*\*\*\*\*\*\*\*\*(\$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 5th day of February, 1997

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

Jerry A. Payne02/05/1997-03837  
02:37 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
17.03

Reappointed

to the office of

Notary Public State of AlabamaNOW, THEREFORE, if the said Jerry A. Payne

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

5th

day of

February, 1997Patricia GeorgeJerry A. Payne

By:

Jerry A. Payne

(L. S.)

(L. S.)

Fidelity and Deposit Company of Maryland

By:

Virginia Roberts  
Virginia Roberts, Attorney-In-Fact

(L. S.)

STATE OF ALABAMA

Shelby County

OATH OF OFFICE

I, Jerry A. Payne

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 5thFebruary97

day of

, 19

Judy Bernstein  
(Name of officer administering oath)Jerry A. Payne

Inst # 1997-03837

1997-03837

**Power of Attorney**  
**FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

HOME OFFICE, BALTIMORE, MD

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by C. M. PECOT, JR., Vice-President, and C. W. ROBBINS, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint W. E. Storer, Frank House, Kenneth E. Burns, Virginia Roberts, Ben Thompson and William G. Moody, all of Birmingham, Alabama EACH..... its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver for, and on its behalf as surety, and as its act and deed: any and all bonds and undertakings.....

And the execution of such bonds or undertakings in pursuance of these presents, shall be as binding upon said Company, as fully and amply, to all intents and purposes, as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its office in Baltimore, Md., in their own proper persons. This power of attorney revokes that issued on behalf of W. E. Storer, et al, dated February 23, 1996.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Company, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 9th day of July, A.D. 1996.



FIDELITY AND DEPOSIT COMPANY OF MARYLAND

C. W. Robbins  
Assistant Secretary

By C. M. Pecot, Jr.  
Vice-President

STATE OF MARYLAND  
COUNTY OF BALTIMORE

SS:

On this 9th day of July, A.D. 1996, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came C. M. PECOT, JR., Vice-President and C. W. ROBBINS, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and saith, that they are the said officers of the Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and that the said Corporate Seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



Carol J. Fader

Notary Public

My Commission Expires August 1, 1996

**CERTIFICATE**

I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the original Power of Attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

This Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 16th day of July, 1969.

RESOLVED: "That the facsimile or mechanically reproduced signature of any Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said Company, this 5th day of February, 1997

L1428c -032-2049

J. Gregory Hamilton  
Assistant Secretary  
02/05/1997-03837  
02:37 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
002 MEL 17.00