

STATE OF ALABAMA

Bond No. 14-008-292

Shelby

County

KNOW ALL MEN BY THESE PRESENTS:

That I Renee N. JeffersonInst # 2000-00585

as principal

and Liberty Mutual Insurance Company01/06/2000-0058508:37 AM CERTIFIEDSHELBY COUNTY JUDGE OF PROBATE000 00017.00

as sureties

are held and firmly bound unto the State of Alabama in the penal sum of Ten Thousand and 00/100

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 13th day of December, 19 99.

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

Renee N. Jefferson

has been duly

to the office of Notary PublicNOW, THEREFORE, if the said Renee N. Jefferson

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 4thday of January, 20 2000

MY COMMISSION EXPIRES AUGUST 13, 2002

Renee N. JeffersonKimberly G. Shefford, Attorney-in-Fact

(L.S.)

STATE OF ALABAMA

Shelby

County

OATH OF OFFICE

I, Renee N. Jefferson, 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 4thday of January, 20 2000

(Name of officer administering oath)

MY COMMISSION EXPIRES AUGUST 13, 2002

THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND.

581304

This Power of Attorney limits the act of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY
BOSTON, MASSACHUSETTS

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts mutual insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint, **WILLIAM H. FAILOR, GREGORY J. MALLON, KIMBERLY G. SHERROD, RACHEL M. DURRER,**

ALL OF THE CITY OF COLUMBUS, STATE OF OHIO

, each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations in the penal sum not exceeding **SIXTY MILLION AND 00/100** DOLLARS (\$ **60,000,000.00**) each, and the execution of such bonds or undertakings, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE XVI - Execution of Contracts: Section 5. Surety Bonds and Undertakings.

Any officer or other official of the company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the company by their signature and execution of any such instruments and to attach thereto the seal of the company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article XVI, Section 5 of the By-laws, Assistant Secretary Garnet W. Elliott is hereby authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization above set forth are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this instrument has been subscribed by its authorized officer and the corporate seal of the said Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 22nd day of July, 1999.

LIBERTY MUTUAL INSURANCE COMPANY

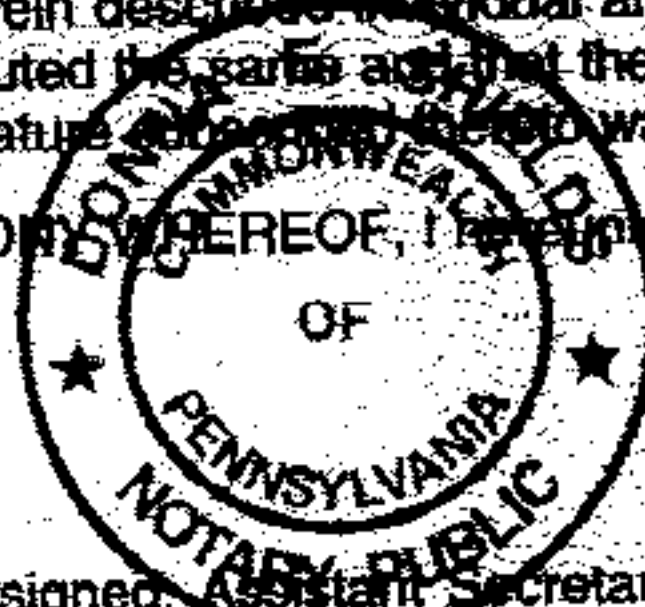
By Garnet W. Elliott
Garnet W. Elliott, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF MONTGOMERY

SS

On this 22nd day of July, A.D. 1999, before me, a Notary Public, personally came the individual, known to me to be the therein described individual and officer of Liberty Mutual Insurance Company who executed the preceding instrument, and he acknowledged that he executed the same and that the seal affixed to the said preceding instrument is the corporate seal of said company; and that said corporate seal and his signature and name were duly affixed and subscribed to the said instrument by authority and direction of the said company.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affix my official seal at Plymouth Meeting, PA, the day and year first above written.



NOTARIAL SEAL
DONNA E. SHIELDS, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires Feb. 2, 2002

Donna E. Shields
Notary Public

I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, 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 officer who executed the said power of attorney was one of the officers specially authorized by the chairman or the president to appoint any attorney-in-fact as provided in Article XVI, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate may be signed by facsimile under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company 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 13th day of December, 1999.



[Signature]
Assistant Secretary

THIS POWER OF ATTORNEY MAY NOT BE USED TO EXECUTE ANY BOND WITH AN INCEPTION DATE AFTER July 22, 20 01.

Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees.

To confirm the validity of this Power of Attorney call 1-610-832-8240 between 9:00 am and 4:30 pm EST on any business day.

Liberty Mutual Insurance Company
Statutory Balance Sheet
(dollars in thousands)

December 31, 1998

Assets

Bonds.....	\$ 10,652,422
Common & Preferred Stocks.....	5,280,880
Real Estate.....	141,340
Cash & Short-Term Investments.....	225,116
Other Invested Assets.....	562,413
Subtotal Cash and Invested Assets.....	16,862,173
Premium in Course of Collection.....	1,303,612
Reinsurance Recoverables on Loss and Loss Adjustment Expense Payments.....	220,252
Interest, Dividends and real Estate Income Due and Accrued.....	165,569
Other Assets.....	693,424
TOTAL NONADMITTED ASSETS.....	\$ 19,445,030

Liabilities and Surplus

Reserve for Losses and Loss Adjustment Expenses.....	\$ 10,484,373
Reserve for Unearned Premiums.....	1,673,756
Reinsurance Payable on Paid Loss and Loss Adjustment Expenses.....	31,792
Federal Income Tax and State Premium Tax Accrued.....	148,585
Other Liabilities.....	1,039,023
TOTAL LIABILITIES.....	13,377,529
Unassigned Surplus.....	4,923,724
Guaranty Funds.....	1,250
Surplus Notes.....	1,140,527
TOTAL CAPITAL AND SURPLUS.....	6,067,501
TOTAL LIABILITIES, CAPITAL AND SURPLUS.....	\$ 19,445,030

(*Excludes balances more than 90 days past due)

COMMONWEALTH OF MASSACHUSETTS

SS:

COUNTY OF SUFFOLK

Dennis Langwell, being duly sworn, says: That he is Vice President and Comptroller of Liberty Mutual Insurance Company, that said Company is a mutual insurance company duly organized, existing and engaged in business as a surety by virtue of the laws of the state of the Commonwealth of Massachusetts and has duly complied with all the requirements of the laws of said Commonwealth and of the laws of the State of applicable to said Company and is duly qualified to act as surety under such laws; that said Company has also complied with and is duly qualified to act as surety on federal bonds under Section 9305 of Title 31 of the United States Code.

That the foregoing is a full, true and correct statement of the financial condition of said Company of the 31st day December, 1998.

Sworn to before me this 31st day of March, 1999

My Commission Expires

Susan M. Leonard

MY COMMISSION EXPIRES
JULY 23, 2004

Vice President and Comptroller

Dennis Langwell

01/06/2000-00585
08:37 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

Inst # 2000-00585

003 MMS 17.00