



ISSUED IN TRIPLICATE ORIGINALS

EMC Insurance Companies

HOME OFFICE OR BRANCH SERVICE OFFICE -DES MOINES, IOWA

EMPLOYERS MUTUAL CASUALTY COMPANY

CHANGE ENDORSEMENT OR RIDER

ATTACHED TO AND FORMING
PART OF BOND OR POLICY NO.
S199022

DATE ENDORSEMENT OR RIDER
EXECUTED
03/07/01

EFFECTIVE DATE OF
ENDORSEMENT OR RIDER
03/07/01

Obligee:

STATE OF ALABAMA
DEPT. OF FINANCE
OFFICE OF COMPTROLLER
100 N. UNION STREET
SUITE 220
MONTGOMERY, AL 36130

Agent:

RUX CARTER INS. AGENCY, INC.
P O BOX 885
107 NORTH MAIN STREET
COLUMBIANA, AL 35051
AGENT NO. AS-0588-5

Inst. # 2001-12718

Principal:

ANNETTE D. SKINNER
431 STRAWBERRY ROAD
SHELBY, AL 35143

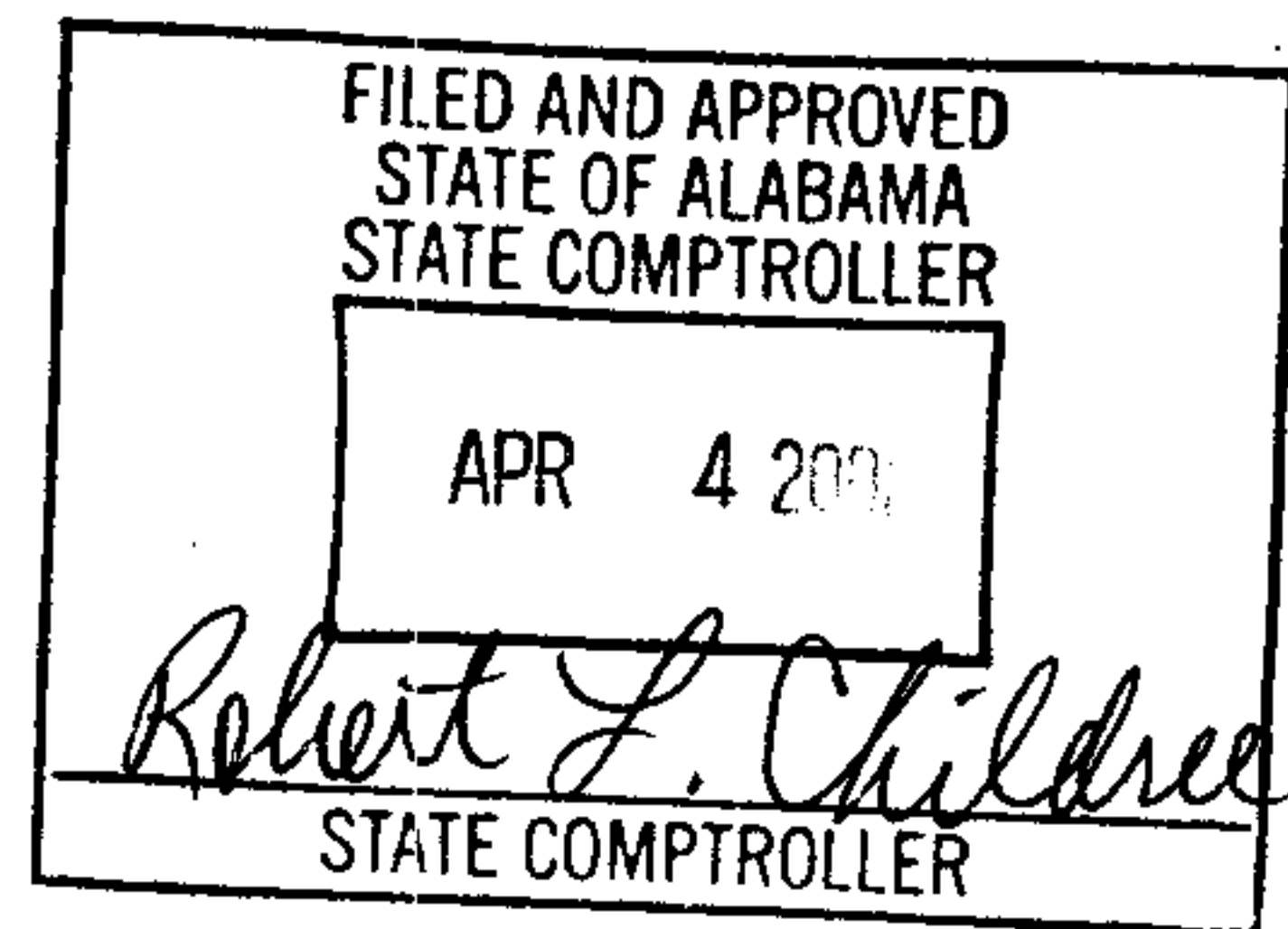
04/05/2001-12718
10:15 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CJ1 .00

It is hereby agreed that the words:

PENAL AMOUNT OF BOND: \$500,000.00

are hereby deleted,
And the words;

PENAL AMOUNT OF BOND: \$725,000.00



are hereby substituted therefor;

Provided that, no amount carried under the Bond during any period shall be cumulative with the amount or amounts carried under the Bond during any other period or periods.

ACCEPTED BY PRINCIPAL: ANNETTE D. SKINNER

By: Annette D. Skinner

ACCEPTED BY OBLIGEE: STATE OF ALABAMA

By: _____

EMPLOYERS MUTUAL CASUALTY COMPANY

By: Melody Massey
MELODY MASSEY

Attorney-in-Fact

By: George Bentley
GEORGE BENTLEY, ALABAMA RESIDENT AGENT
P.O. BOX 885, COLUMBIANA, AL 35051

DATE OF ENTRY: 03/07/01

EMC Insurance Companies

P.O. Box 712 • Des Moines, Iowa 50303

No. 426885

CERTIFICATE OF AUTHORITY INDIVIDUAL ATTORNEY-IN-FACT

KNOW ALL MEN BY THESE PRESENTS, that:

1. Employers Mutual Casualty Company, an Iowa Corporation
2. EMCASCO Insurance Company, an Iowa Corporation
3. Union Insurance Company of Providence, an Iowa Corporation
4. Illinois EMCASCO Insurance Company, an Illinois Corporation
5. Dakota Fire Insurance Company, a North Dakota Corporation
6. EMC Property & Casualty Company, an Iowa Corporation
7. The Hamilton Mutual Insurance Company, an Ohio Corporation

hereinafter referred to severally as "Company" and collectively as "Companies", each does, by these presents, make, constitute and appoint:

MELODY MASSEY, KIM CRAWFORD, JOHN R. KELLEY, CAROLYN SMITH, INDIVIDUALLY, BIRMINGHAM, ALABAMA

its true and lawful attorney-in-fact, with full power and authority conferred to sign, seal, and execute its lawful bonds, undertakings, and other obligatory instruments of a similar nature as follows:

ANY AND ALL BONDS

and to bind each Company thereby as fully and to the same extent as if such instruments were signed by the duly authorized officers of each such Company, and all of the acts of said attorney pursuant to the authority hereby given are hereby ratified and confirmed.

The authority hereby granted shall expire August 1, 2001 unless sooner revoked.

AUTHORITY FOR POWER OF ATTORNEY

This Power-of-Attorney is made and executed pursuant to and by the authority of the following resolution of the Boards of Directors of each of the Companies at a regularly scheduled meeting of each company duly called and held in 1999:

RESOLVED: The President and Chief Executive Officer, any Vice President, the Treasurer and the Secretary of Employers Mutual Casualty Company shall have power and authority to (1) appoint attorneys-in-fact and authorize them to execute on behalf of each Company and attach the seal of the Company thereto, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and (2) to remove any such attorney-in-fact at any time and revoke the power and authority given to him or her. Attorneys-in-fact shall have power and authority, subject to the terms and limitations of the power-of-attorney issued to them, to execute and deliver on behalf of the Company, and to attach the seal of the Company thereto, bonds and undertakings, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and any such instrument executed by any such attorney-in-fact shall be fully and in all respects binding upon the Company. Certification as to the validity of any power-of-attorney authorized herein made by an officer of Employers Mutual Casualty Company shall be fully and in all respects binding upon this Company. The facsimile or mechanically reproduced signature of such officer, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power-of-attorney of the Company, shall be valid and binding upon the Company with the same force and affect as though manually affixed.

IN WITNESS WHEREOF, the Companies have caused these presents to be signed for each by their officers as shown, and the Corporate seals to be hereto affixed this 7th day of January, 1997.

Seals



Bruce G. Kelley
Bruce G. Kelley, Chairman
of Companies 2, 3, 4, 5 & 6; President
of Company 1; Vice Chairman and
CEO of Company 7

Donald L. Coughenower
Donald L. Coughenower
Assistant Secretary

On this 7th day of January, AD 1997 before me a Notary Public in and for the State of Iowa, personally appeared Bruce G. Kelley and Donald L. Coughenower, who, being by me duly sworn, did say that they are, and are known to me to be the Chairman, President, Vice Chairman and CEO, and/or Assistant Secretary, respectively, of each of The Companies above; that the seals affixed to this instrument are the seals of said corporations; that said instrument was signed and sealed on behalf of each of the Companies by authority of their respective Boards of Directors; and that the said Bruce G. Kelley and Donald L. Coughenower, as such officers, acknowledge the execution of said instrument to be the voluntary act and deed of each of the Companies. My Commission Expires November 1, 2002.

Elizabeth A. Scavo
Notary Public in and for the State of Iowa

CERTIFICATE

I, David L. Hixenbaugh, Vice President of the Companies, do hereby certify that the foregoing resolution of the Boards of Directors by each of the Companies, and this Power of Attorney issued pursuant thereto on January 7, 1997 on behalf of Melody Massey, Kim Crawford, John R. Kelley, Carolyn Smith are true and correct and are still in full force and effect.

In Testimony Whereof I have subscribed my name and affixed the facsimile seal of each Company this

Inst. # **2001-12718**
04/05/2001-12718
10:15 AM CERTIFIED
10th day of MARCH
SHELBY COUNTY JUDGE OF PROBATE 2001

David L. Hixenbaugh Vice-President