

STATE OF NORTH CAROLINA
DEPARTMENT OF TRANSPORTATION
RALEIGH, N.C.

C202082

CONTRACT AND
CONTRACT BONDS
FOR CONTRACT NO. C202082

WBS 2CR.10521.7, 2CR.10541.1, 2CR.10741.6 STATE FUNDED

COUNTY OF CRAVEN, LENOIR, PITT
THIS IS THE ROADWAY CONTRACT
ROUTE NUMBER NC 118 LENGTH 18.300 MILES
LOCATION NC-118 FROM NC-43 IN CRAVEN CO TO NC-11 IN LENOIR CO.

CONTRACTOR BARNHILL CONTRACTING COMPANY
ADDRESS P.O. BOX 1529
TARBORO, NC 278861529

BIDS OPENED JUNE 17, 2008
CONTRACT EXECUTION JUL 28 2008

Barnhill Contracting Company (3516).

Vendor 3 of 5 Vendors for Call Order 006 (Proposal ID C202082).

County: CRAVEN, PITT, LENOIR

Address: PO Box 399

Kinston, NC 28502

Phone Number: 252-527-8021

Signature Check: This bid has been properly signed by CAREY_M._SWANN_III_3516.

Time Bid Received: Tue Jun 17 11:56:40 2008

Bid Checksum: F3237278

Amendment Count: 0

Bidding Errors: No bidding errors.

Bid Total: \$4,753,906.72 ✓

Bond ID: Y57M-YXSL-UK8N-CM9V

Bond was Verified: Yes.

Bond Required Percent: 5.00%

Minimum Check Amount: \$237,695.34

Bid Security Maximum: \$

Bond Agency Name:

Agency Execution Date: 6/17/2008

Surety Name: Travelers Casualty and Surety Company

Surety State of Incorporation:

Bond Company:

Bond Type:

Bond Appr Flag:

Bond Affirm:

Bond was Paid by Check: No.

*MBE GOAL SET - 3.0 %
WBE GOAL SET - 3.0 %*

*MBE GOAL MET - 3.0 %
WBE GOAL MET - 3.0 %*

State of NC
Dept of Transportation

Date: 05-20-08
Revised:

Contract ID: C202082 Project(s): STATE FUNDED
Letting Date: 06-17-08 Call Order: 006
Bidder: 3516 - Barnhill Contracting Company

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
Section 0001 ROADWAY ITEMS						
0001	0000100000-N MOBILIZATIO N	LUMP	LUMP			245,000.00
0002	1245000000-E SHOULDER RECONSTRUCTION	SMI 34.800	1,775.00000			61,770.00
0003	1489000000-E ASPHALT CONC BASE COURSE, TYPE B25.0B	TON 29,775.000	35.30000			1,051,057.50
0004	1498000000-E ASPHALT CONC INTERMEDIATE COURSE, TYPE I19.0B	TON 15,841.000	36.00000			570,276.00
0005	1519000000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5B	TON 27,510.000	36.25000			997,237.50
0006	1560000000-E ASPHALT BINDER FOR PLANT MIX, GRADE PG 64-22	TON 3,675.000	455.00000			1,672,125.00
0007	2830000000-N ADJUSTMENT OF MANHOLES	EA 4.000	505.00000			2,020.00
0008	2845000000-N ADJUSTMENT OF METER BOXES OR VALVE BOXES	EA 4.000	505.00000			2,020.00
0009	4685000000-E THERMOPLAST IC PAVEMENT MARKINGLINES (4", 90 MILS)	LF 196,908.000	0.34000			66,948.72
0010	4686000000-E THERMOPLAST IC PAVEMENT MARKING LINES (4", 120 MILS)	LF 120,780.000	0.40000			48,312.00
0011	4697000000-E THERMOPLAST IC PAVEMENT MARKINGLINES (8", 120 MILS)	LF 100.000	1.00000			100.00

State of NC
 Dept of Transportation

Date: 05-20-08
 Revised:

Contract ID: C202082 Project(s): STATE FUNDED
 Letting Date: 06-17-08 Call Order: 006
 Bidder: 3516 - Barnhill Contracting Company

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
0012	4710000000-E THERMOPLAST IC PAVEMENT MARKING LINES (24", 120 MILS)	700.000 LF	3.50000		2,450.00	
0013	4721000000-E THERMOPLAST IC PAVEMENT MARKING CHARACTER (120 MILS)	12.000 EA	100.00000		1,200.00	
0014	6084000000-E SEEDING & MULCHING	42.000 ACR	795.00000		33,390.00	
Section 0001 Total					4,753,906.72	
Bid Total					4,753,906.72	

NON-COLLUSION AND DEBARMENT CERTIFICATION

The bidder certifies that neither he, nor any official, agent or employee of the bidder has entered into any agreement, participated in any collusion, or otherwise taken any action which is in restraint of free competitive bidding in connection with this bid, and that the bidder intends to do the work with its own bonafide employees or subcontractors and is not bidding for the benefit of another contractor. In addition, submitting this electronic bid constitutes the bidder's certification of Status under penalty of perjury under the laws of the United States and in accordance with the Debarment Certification on file with the Department.

By submitting this bid, the bidder certifies to the best of his knowledge and belief that he and his principals:

- a. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
- b. Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records; making false statements; or receiving stolen property;
- c. Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph b. of this certification; and
- d. Have not within a three-year period preceding this proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

Where the prospective bidder is unable to certify to any of the statements in this certification, the bidder shall submit an explanation in the blanks provided herein. The explanation will not necessarily result in denial of participation in a contract.

Explanation:
NOT ANSWERED
NOT ANSWERED
NOT ANSWERED
NOT ANSWERED

If the prequalified bidder's status changes, he shall immediately submit a new fully executed non-collusion affidavit and debarment certification with an explanation of the change to the Contract Office prior to submitting the bid.

Failure to furnish a certification or an explanation will be grounds for rejection of a bid

AWARD LIMITS ON MULTIPLE PROJECTS

By answering YES to this statement, the bidder acknowledges that they are using the award limits on multiple projects. No

A bidder who desires to bid on more than one project on which bids are to be opened on the same date, and who also desires to avoid receiving an award of more projects than he is equipped to handle, may bid on any number of projects but may limit the total amount of work awarded to him on selected projects by completing the AWARD LIMITS ON MULTIPLE PROJECTS.

The Award Limits on Multiple Projects must be filled in on each project bid for which the Bidder desires protection.

It is the desire of the Bidder to be awarded contracts, the value of which will not exceed a total of NOT ANSWERED for those projects indicated herein, for which bids will be opened on (MM/DD/YY)

The Award Limits shall apply to the following projects:

Contract Number	County
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	

It is agreed that if I am (we are) the low Bidder(s) on indicated projects, the total value of which is more than the above stipulated award limits, the Board of Transportation will award me (us) projects from among those indicated that have a total value not to exceed the award limit and will result in the lowest total bids to the Department of Transportation.

Fuel Price Adjustment Opt-Out Clause

Bidders have the option to accept or reject Fuel Price Adjustments in accordance with the requirements of Article 109-8 Fuel Price Adjustments and the provisions in the contract. To indicate the choice, the bidder shall enter an X in one of the blocks below.

The bidder will not be permitted to change the option after the bid is accepted.

Enter X in one box only:

x Yes, the bidder accepts fuel price adjustments for this project in accordance with Article 109-8.

No, the bidder declines fuel price adjustments for this project.

In the event the bidder does not enter an X in either box, the bidder will receive fuel adjustments for the items shown in the contract.

NORTH CAROLINA STATE DEPARTMENT OF TRANSPORTATION
 MBE COMMITMENT ITEMS

DATE: 05-20-08
 PAGE: 6

PROPOSAL: C202082
 LETTING: L080617 CALL: 006
 VENDOR: 3516 Barnhill Contracting Company

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT
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 MBE SUBCONTRACTOR: 2744 KORNEGAY'S TRUCKING INC
 Will Use Quote: Yes

0003	1489000000-E	ASP CONC BAS	TON	14887.000	8.15000	121329.05
		Haul Mix @ \$7.00/ per ton		Haul Stockpile @ \$2.90 ton		
0004	1498000000-E	ASP CONC INT	TON	2750.000	8.00000	22000.00
		Haul Mix				

MBE COMMITMENT TOTAL FOR SUBCONTRACTOR:	143,329.05
MBE COMMITMENT TOTAL FOR VENDOR (SubContractor)	143,329.05 ✓

TOTAL MBE COMMITMENT FOR VENDOR: Entered: 3.01% or 143329.05
 Required: 3.00% or 142617.20
 <GOAL MET>

NORTH CAROLINA STATE DEPARTMENT OF TRANSPORTATION
WBE COMMITMENT ITEMS

DATE: 05-20-08
PAGE: 7

PROPOSAL: C202082
LETTING: L080617 CALL: 006
VENDOR: 3516 Barnhill Contracting Company

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT

WBE SUBCONTRACTOR: 2299 EVELYN E. BAYSDEN TRUCKING						
Will Use Quote: Yes						
0004	1498000000-E	ASP CONC INT	TON	6250.000	8.00000	50000.00
		Haul Mix				
0005	1519000000-E	ASP CONC SUR	TON	6610.000	8.00000	52880.00
		haul mix				
WBE COMMITMENT TOTAL FOR SUBCONTRACTOR:						102,880.00
WBE COMMITMENT TOTAL FOR VENDOR (SubContractor)						102,880.00 ✓
WBE SUBCONTRACTOR: 3765 STAY ALERT SAFETY SERVICES INC						
Will Use Quote: Yes						
0001	0000100000-N	MOBILIZATION	LS	1.000	6870.00000	6870.00
		Erect/Dismantle signs				
WBE COMMITMENT TOTAL FOR SUBCONTRACTOR:						6,870.00
WBE COMMITMENT TOTAL FOR VENDOR (SubContractor)						6,870.00 ✓
WBE SUBCONTRACTOR: 3056 HOLLAND LANDSCAPING, INC						
Will Use Quote: Yes						
0014	6084000000-E	SEEDING AND	ACR	21.000	1580.00000	33180.00
WBE COMMITMENT TOTAL FOR SUBCONTRACTOR:						33,180.00
WBE COMMITMENT TOTAL FOR VENDOR (SubContractor)						33,180.00 ✓
TOTAL WBE COMMITMENT FOR VENDOR:						
					Entered:	3.01% or 142930.00 ✓
					Required:	3.00% or 142617.20
<GOAL MET>						

Contract Item Sheets For C202082

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
ROADWAY ITEMS						
0001	0000100000-N	800	MOBILIZATION	Lump Sum LS	245,000.00	245,000.00
0002	1245000000-E	SP	SHOULDER RECONSTRUCTION	34.8 SMI	1,775.00	61,770.00
0003	1489000000-E	610	ASPHALT CONC BASE COURSE, TYPE B25.0B	29,775 TON	35.30	1,051,057.50
0004	1498000000-E	610	ASPHALT CONC INTERMEDIATE COURSE, TYPE I19.0B	15,841 TON	36.00	570,276.00
0005	1519000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5B	27,510 TON	36.25	997,237.50
0006	1560000000-E	620	ASPHALT BINDER FOR PLANT MIX, GRADE PG 64-22	3,675 TON	455.00	1,672,125.00
0007	2830000000-N	858	ADJUSTMENT OF MANHOLES	4 EA	505.00	2,020.00
0008	2845000000-N	858	ADJUSTMENT OF METER BOXES OR VALVE BOXES	4 EA	505.00	2,020.00
0009	4685000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (4", 90 MILS)	196,908 LF	0.34	66,948.72
0010	4686000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (4", 120 MILS)	120,780 LF	0.40	48,312.00
0011	4697000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (8", 120 MILS)	100 LF	1.00	100.00
0012	4710000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (24", 120 MILS)	700 LF	3.50	2,450.00
0013	4721000000-E	1205	THERMOPLASTIC PAVEMENT MARKING CHARACTER (120 MILS)	12 EA	100.00	1,200.00
0014	6084000000-E	1660	SEEDING & MULCHING	42 ACR	795.00	33,390.00

TOTAL AMOUNT OF BID FOR ENTIRE PROJECT

\$4,753,906.72

**EXECUTION OF CONTRACT
NON-COLLUSION AFFIDAVIT, AND DEBARMENT CERTIFICATION
CORPORATION**

The Contractor being duly sworn, solemnly swears (or affirms) that neither he, nor any official, agent or employee has entered into any agreement, participated in any collusion, or otherwise taken any action which is in restraint of free competitive bidding in connection with this Contract, and that the Contractor intends to do the work with his own bonafide employees or subcontractors and did not bid for the benefit of another contractor.

By submitting this Execution of Contract, Non-Collusion affidavit and Debarment Certification, the Contractor is certifying his status under penalty of perjury under the laws of the United States in accordance with the Debarment Certification attached, provided that the Debarment Certification also includes any required statements concerning exceptions that are applicable.

SIGNATURE OF CONTRACTOR

Barnhill Contracting Company

Print or type full name of Corporation

PO Box 1529, Tarboro, NC 27886

Address as Prequalified

Attest Charlie E. Gates
Secretary/Assistant Secretary
Delete inappropriate title

Charlie E. Gates

Print or type signer's name

By Carey M. Swann, III
President/Vice President/Assistant Vice President
Delete inappropriate title

Carey M. Swann, III

Print or type signer's name

CORPORATE SEAL

AFFIDAVIT MUST BE NOTARIZED

NOTARY SEAL

Subscribed and sworn to before me this the

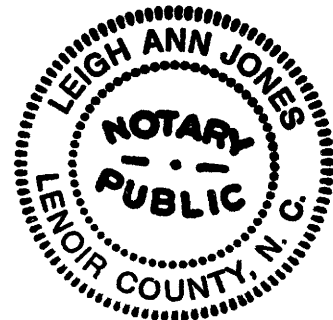
21st day of July 2008.

Leigh Ann Jones
Signature of Notary Public

of Lenoir County

State of NC

My Commission Expires: 10/20/09



DEBARMENT CERTIFICATION OF CONTRACTOR

Conditions for certification:

1. The Contractor shall provide immediate written notice to the Department if at any time the Contractor learns that his certification was erroneous when he submitted his debarment certification or explanation that is on file with the Department, or has become erroneous because of changed circumstances.
2. The terms *covered transaction, debarred, suspended, ineligible, lower tier covered transaction, participant, person, primary covered transaction, principal, proposal, and voluntarily excluded*, as used in this provision, have the meanings set out in the Definitions and Coverage sections of the rules implementing Executive Order 12540. A copy of the Federal Rules requiring this certification and detailing the definitions and coverages may be obtained from the Contract Officer of the Department.
3. The Contractor agrees by submitting this form, that he will not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in NCDOT contracts, unless authorized by the Department.
4. For Federal Aid projects, the Contractor further agrees that by submitting this form he will include the Federal-Aid Provision titled *Required Contract Provisions Federal-Aid Construction Contract (Form FHWA PR 1273)* provided by the Department, without subsequent modification, in all lower tier covered transactions.
5. The Contractor may rely upon a certification of a participant in a lower tier covered transaction that he is not debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless he knows that the certification is erroneous. The Contractor may decide the method and frequency by which he will determine the eligibility of his subcontractors.
6. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this provision. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
7. Except as authorized in paragraph 3 herein, the Department may terminate any contract if the Contractor knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available by the Federal Government.

DEBARMENT CERTIFICATION

The Contractor certifies to the best of his knowledge and belief, that he and his principals:

- a. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
- b. Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records; making false statements; or receiving stolen property;
- c. Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph b. of this certification; and
- d. Have not within a three-year period preceding this proposal had one or more public transactions (Federal, State or local) terminated for cause or default.
- e. If status changes, will submit a revised Debarment Certification immediately.

If the Contractor cannot certify that he is not debarred, he shall provide an explanation with this submittal. An explanation will not necessarily result in denial of participation in a contract.

Failure to submit a non-collusion affidavit and debarment certification will result in the Contractor's bid being considered non-responsive.

Check here if an explanation is attached to this certification.

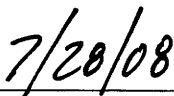
Contract No C202082

County (ies): Craven, Pitt, & Lenoir

ACCEPTED BY THE
DEPARTMENT OF TRANSPORTATION

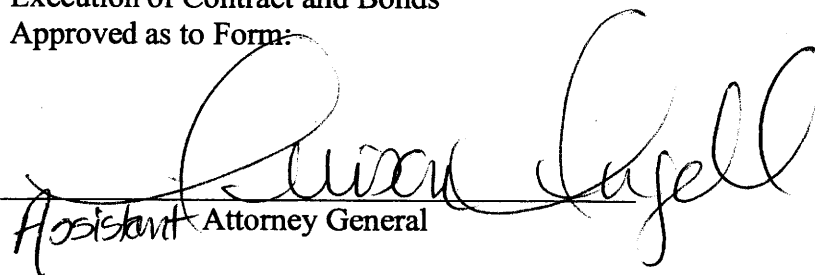


Contract Officer



Date

Execution of Contract and Bonds
Approved as to Form:



Assistant Attorney General

Contract No. C202082
County Craven, Lenoir, Pitt Counties

Rev. 5-13-08

Bond No. 105074900

CONTRACT PAYMENT BOND

Date of Payment Bond Execution: July 15, 2008

Name of Principal Contractor: Barnhill Contracting Company

Name of Surety: Travelers Casualty and Surety Company of America

Name of Contracting Body: North Carolina Department of Transportation
Raleigh, North Carolina

Amount of Bond: Four Million Seven Hundred Fifty Three Thousand Nine Hundred Six Dollars and 72/100 (\$4,753,906.72)

Contract ID No.: C202082

County Name(s): Craven, Lenoir, Pitt Counties

KNOW ALL MEN BY THESE PRESENTS, That we, the PRINCIPAL CONTRACTOR (hereafter, PRINCIPAL) and SURETY above named, are held and firmly bound unto the above named Contracting Body, hereinafter called the Contracting Body, in the penal sum of the amount stated above for the payment of which sum well and truly to be made, we bind ourselves, our heirs, executors, administrators, and successors, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, that whereas the principal entered into a certain contract with the Contracting Body, numbered as shown above and hereto attached:

NOW THEREFORE, if the principal shall promptly make payment to all persons supplying labor and material in the prosecution of the work provided for in said contract, and any and all duly authorized modifications of said contract that may hereafter be made, notice of which modifications to the surety being hereby waived, then this obligation to be void; otherwise to remain in full force and virtue.

IN WITNESS WHEREOF, the above-bound parties have executed this instrument under their several seals on the date indicated above, the name and corporate seal of each corporate party being hereto affixed and these presents duly signed by its undersigned representative, pursuant to authority of its governing body.

Contract No. C202082

Rev 02-13-04

County Craven, Lenoir, Pitt Counties

CONTRACT PAYMENT BOND

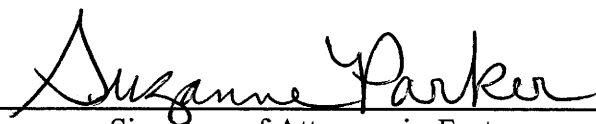
Affix Seal of Surety Company

Travelers Casualty and Surety Company of America

Print or type Surety Company Name

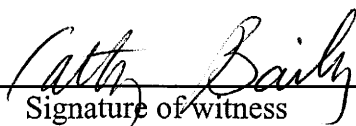
By Suzanne Parker

Print, stamp or type name of Attorney-in-Fact



Signature of Attorney-in-Fact

Surety Phone No.



Signature of witness

Cathy Bailey

Print or type witness' name

4000 CentreGreen Way, Suite 250

Cary, NC 27513

Address of Attorney-in-Fact

Contract No. C202082
County Craven, Lenoir, Pitt Counties

Rev 02-13-04

CONTRACT PAYMENT BOND

CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

Barnhill Contracting Company
Print or type full name of Corporation

PO Box 1529, Tarboro, NC 27886
Address as prequalified

By Carey M. Swann III
Signature of ~~President, Vice President, Assistant Vice President~~
Delete inappropriate title

Carey M. Swann, III
Print or type signer's name

Attest Charlie E. Gates
Signature of ~~Secretary, Assistant Secretary~~
Delete inappropriate title

Charlie E. Gates
Print or type signer's name

Affix Corporate Seal

Contract No. C202082
County Craven, Lenoir, Pitt Counties

Rev. 5-13-08
Bond No. 105074900

CONTRACT PERFORMANCE BOND

Date of Contract Bond Execution July 15, 2008

Name of Principal Contractor: Barnhill Contracting Company

Name of Surety: Travelers Casualty and Surety Company of America

Name of Contracting Body: North Carolina Department of Transportation
Raleigh, North Carolina

Amount of Bond: Four Million Seven Hundred Fifty Three Thousand Nine Hundred Six Dollars and 72/100 (\$4,753,906.72)

Contract ID No.: C202082

County Name(s): Craven, Lenoir, Pitt Counties

KNOW ALL MEN BY THESE PRESENTS, That we, the PRINCIPAL CONTRACTOR (hereafter, PRINCIPAL) and SURETY above named, are held and firmly bound unto the above named Contracting Body, hereinafter called the Contracting Body, in the penal sum of the amount stated above for the payment of which sum well and truly to be made, we bind ourselves, our heirs, executors, administrators, and successors, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, that whereas the principal entered into a certain contract with the Contracting Body, numbered as shown above and hereto attached:

NOW THEREFORE, if the principal shall well and truly perform and fulfill all the undertakings, covenants, terms, conditions, and agreements of said contract during the original term of said contract and any extensions thereof that may be granted by the Contracting Body, with or without notice to the Surety, and during the life of any guaranty required under the contract, and shall also well and truly perform and fulfill all the undertakings, covenants, terms, conditions, and agreements of any and all duly authorized modifications of said contract that may hereafter be made, notice of which modifications to the surety being hereby waived, then this obligation to be void; otherwise to remain in full force and virtue.

IN WITNESS WHEREOF, the above-bound parties have executed this instrument under their several seals on the date indicated above, the name and corporate seal of each corporate party being hereto affixed and these presents duly signed by its undersigned representative, pursuant to authority of its governing body.

Contract Number C202082
County Craven, Lenoir, Pitt Counties

Rev 02-13-04

CONTRACT PERFORMANCE BOND

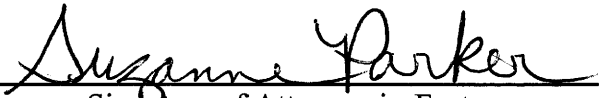
Affix Seal of Surety Company

Travelers Casualty and Surety Company of America
Print or type Surety Company Name

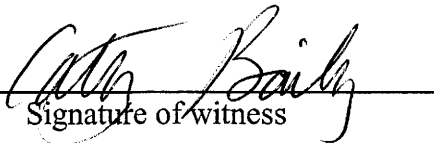
By Suzanne Parker

Attorney-in-Fact

Print, stamp, or type name of Attorney-in Fact


Signature of Attorney-in-Fact

Surety Phone No.


Signature of witness

Cathy Bailey

Print or type witness' name

4000 CentreGreen Way, Suite 250
Cary, NC 27513

Address of Attorney-in-Fact

CONTRACT PERFORMANCE BOND
CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

Barnhill Contracting Company
Print full name of Corporation

PO Box 1529, Tarboro, NC 27886
Address as prequalified

By Carey M. Swann, III
Signature of ~~President~~, Vice President, Assistant Vice President
Delete inappropriate title

Carey M. Swann, III
Print or type signer's name

Attest Charlie E. Gates
Signature of Secretary, Assistant Secretary
Delete inappropriate title

Charlie E. Gates
Print or type signer's name

Affix Corporate Seal



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
Seaboard Surety Company
St. Paul Fire and Marine Insurance Company

St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 214649

Certificate No. 001571951

KNOW ALL MEN BY THESE PRESENTS: That Seaboard Surety Company is a corporation duly organized under the laws of the State of New York, that St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, that Farmington Casualty Company, Travelers Casualty and Surety Company, and Travelers Casualty and Surety Company of America are corporations duly organized under the laws of the State of Connecticut, that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc. is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

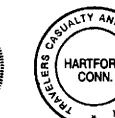
Bobbi D. Pendleton, Suzanne R. Parker, and Lucien P. Laborde

of the City of Cary, State of North Carolina, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 21st day of February, 2006.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
Seaboard Surety Company
St. Paul Fire and Marine Insurance Company

St. Paul Guardian Insurance Company
St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: [Signature]
George W. Thompson, Senior Vice President

On this the 21st day of February, 2006, before me personally appeared George W. Thompson, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal. My Commission expires the 30th day of June, 2011.



[Signature]
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice 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 Resident Vice Presidents, Resident 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 on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kori M. Johanson, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., Seaboard Surety Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 15th day of July, 20 08.

WARNING: THIS POWER OF ATTORNEY IS INVALID WITHOUT THE RED BORDER


Kori M. Johanson, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.stpaultravelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.

