

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

C202611

CONTRACT AND
CONTRACT BONDS
FOR CONTRACT NO. C202611

WBS 45416.3.ST1 STM-085-1(116)0

T.I.P NO. I-5403

COUNTY OF GASTON, CLEVELAND
THIS IS THE ROADWAY CONTRACT
ROUTE NUMBER I 85 LENGTH 7.200 MILES
LOCATION I-85 FROM THE SOUTH CAROLINA STATE LINE TO MP 7.2 IN
CLEVELAND CO & EXIT RAMP NO 22 AT I-85 IN GASTON CO.

CONTRACTOR REA CONTRACTING A DIVISION OF THE LANE CONSTRUCTION CORPORAT
ADDRESS P.O BOX 32487
CHARLOTTE, N.C. 28232

BIDS OPENED SEPTEMBER 21, 2010
CONTRACT EXECUTION OCT 12 2010

NCDOT/berc

Vendor 9066's Bid Information for Call 012, Letting L100921, 2010-09-21

**Rea Contracting, a Division of The Lane Construction Corporation (9066).
Vendor 4 of 4 Vendors for Call Order 012 (Proposal ID C202611).**

County: CLEVELAND, GASTON
Address: P.O. Box 32487
Charlotte, NC 28232
Phone Number: 704-553-6500
Signature Check: This bid has been properly signed by David J. Rankin_9066.
Time Bid Received: Tue Sep 21 12:57:31 2010
Bid Checksum: B1A37B8C
Amendment Count: 0
Bidding Errors: No bidding errors. DBE GOAL SET 4.0
Bid Total: \$3,221,248.40 ✓
Bond ID: M4HC-Y37E-CK3N-LSXC DBE GOAL MET 4.0
Bond was Verified: Yes.
Bond Required Percent: 5.00%
Minimum Check Amount: \$161,062.42
Bid Security Maximum: \$165,000.00
Bond Agency Name:
Agency Execution Date:
Surety Name:
Surety State of Incorporation: MD
Bond Company:
Bond Type:
Bond Appr Flag:
Bond Affirm:
Bond was Paid by Check: No.

LIST OF DBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE	AMOUNT	
3765 WB	STAY ALERT SAFETY SERVICES INC POST OFFICE BOX 467 , KERNERSVILLE, NC 27285		Sub	64,800.00	✓ am
4898 WB	BULLINGTON CONSTRUCTION INC 417 FOXGLOVE LANE , INDIAN TRAIL, NC 28079		Sub	14,400.00	✓ am
4913 MB	LETCHER L BROWN DBA L. BROWN, J 1725 STONEY POINT RD. , SHELBY, NC 28150		Sub	49,950.00	✓ am
TOTAL:				\$129,150.00	✓ am
				4.01%	

Miscellaneous Data Info - Contractor Responses:

NON-COLLUSION AND DEBARMENT CERTIFICATION

Explanation of the prospective bidder that is unable to certify to any of the statements in this certification:

Explanation:
 NOT ANSWERED
 NOT ANSWERED
 NOT ANSWERED
 NOT ANSWERED

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

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	

Bid Bond Data Info - Contractor Responses:

BondID: M4HC-Y37E-CK3N-LSXC
 Surety Registry Agency: SurePathNetwork
 Verified?: Yes
 Surety Agency:
 Bond Execution Date:
 Bond Amount: \$161,062.42 (Five Percent of Bid)

State of NC
 Dept of Transportation

Date: 08-24-10
 Revised:

Contract ID: C202611 Project(s): STM-085-1(116)0
 Letting Date: 09-21-10 Call Order: 012
 Bidder: 9066 - Rea Contracting, a Division of The Lane Construction Co

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
Section 0001 ROADWAY ITEMS						
Alt Group						
0001	0000100000-N MOBILIZATIO N	LUMP	LUMP			155,000.00
0002	0000400000-N CONSTRUCTIO N SURVEYING	LUMP	LUMP			2,500.00
0003	0196000000-E FABRIC FOR SOIL STABILIZATION	SY 350.000	2.50000			875.00
0004	0241000000-E GENERIC GRADING ITEM ROAD MATERIAL REMOVAL	SY 3,708.000	10.00000			37,080.00
0005	1121000000-E AGGREGATE BASE COURSE	TON 400.000	65.00000			26,000.00
0006	1297000000-E MILLING ASPHALT PAVEMENT, ***"DEPTH (2")	SY 252,312.000	1.10000			277,543.20
0007	1308000000-E MILLING ASPHALT PAVEMENT, ***"TO *****" DEPTH (0" TO 2")	SY 1,100.000	5.00000			5,500.00
0008	1491000000-E ASPHALT CONC BASE COURSE, TYPE B25.0C	TON 1,700.000	35.00000			59,500.00
0009	1524200000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5D	TON 29,330.000	28.00000			821,240.00
0010	1560000000-E ASPHALT BINDER FOR PLANT MIX, GRADE PG 64-22	TON 73.000	525.00000			38,325.00
0011	1570000000-E ASPHALT BINDER FOR PLANT MIX, GRADE PG 76-22	TON 1,613.000	652.00000			1,051,676.00

State of NC
 Dept of Transportation

Date: 08-24-10
 Revised:

Contract ID: C202611

Project(s): STM-085-1(116)0

Letting Date: 09-21-10 Call Order: 012

Bidder: 9066 - Rea Contracting, a Division of The Lane Construction Co

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
0012	1704000000-E PATCHING EXISTING PAVEMENT	1,100.000 TON	90.00000		99,000.00	
0013	1891000000-E GENERIC PAVING ITEM 7" PORTLAND CEMENT CONCRETE WHITE TOPPING	3,708.000 SY	58.50000		216,918.00	
0014	2286000000-N MASONRY DRAINAGE STRUCTURES	1.000 EA	3,000.00000		3,000.00	
0015	2364000000-N FRAME WITH TWO GRATES, STD 840.16	1.000 EA	500.00000		500.00	
0016	3030000000-E STEEL BM GUARDRAIL	100.000 LF	16.00000		1,600.00	
0017	3150000000-N ADDITIONAL GUARDRAIL POSTS	35.000 EA	65.00000		2,275.00	
0018	3270000000-N GUARDRAIL ANCHOR UNITS, TYPE 350	6.000 EA	2,000.00000		12,000.00	
0019	4415000000-N FLASHING ARROW PANELS, TYPE C	1.000 EA	5,000.00000		5,000.00	
0020	4420000000-N CHANGEABLE MESSAGE SIGN	1.000 EA	20,000.00000		20,000.00	
0021	4430000000-N DRUMS	300.000 EA	60.00000		18,000.00	
0022	4480000000-N TMIA	1.000 EA	15,000.00000		15,000.00	

State of NC
Dept of Transportation

Date: 08-24-10
Revised:

Contract ID: C202611

Project(s): STM-085-1(116)0

Letting Date: 09-21-10 Call Order: 012

Bidder: 9066 - Rea Contracting, a Division of The Lane Construction Co

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
0023	4695000000-E THERMOPLAST IC PAVEMENT MARKING LINES (8", 90 MILS)	74.000 LF	5.25000		388.50	
0024	4710000000-E THERMOPLAST IC PAVEMENT MARKING LINES (24", 120 MILS)	240.000 LF	13.00000		3,120.00	
0025	4725000000-E THERMOPLAST IC PAVEMENT MARKING SYMBOL (90 MILS)	21.000 EA	130.00000		2,730.00	
0026	4847100000-E POLYUREA PAVEMENT MARKING LINES (6", *****) (HIGHLY REFLECTIVE ELEMENTS)	197,932.000 LF	1.35000		267,208.20	
0027	4847110000-E POLYUREA PAVEMENT MARKING LINES (8", *****) (HIGHLY REFLECTIVE ELEMENTS)	1,160.000 LF	2.25000		2,610.00	
0028	4847120000-E POLYUREA PAVEMENT MARKING LINES (12", *****) (HIGHLY REFLECTIVE ELEMENTS)	9,015.000 LF	2.50000		22,537.50	
0029	4880000000-E CURING COMPOUND REMOVAL, LINES	3,000.000 LF	1.15000		3,450.00	
0030	4905000000-N SNOWPLOWABLE PAVEMENT MARKERS	1,146.000 EA	32.00000		36,672.00	
0031	5255000000-N PORTABLE LIGHTING	LUMP	LUMP		14,000.00	
Section 0001 Total					3,221,248.40	
Bid Total					3,221,248.40	

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	

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.

Contract Item Sheets For C202611

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
ROADWAY ITEMS						
0001	0000100000-N	800	MOBILIZATION	Lump Sum LS	155,000.00	155,000.00
0002	0000400000-N	801	CONSTRUCTION SURVEYING	Lump Sum LS	2,500.00	2,500.00
0003	0196000000-E	270	FABRIC FOR SOIL STABILIZATION	350 SY	2.50	875.00
0004	0241000000-E	SP	GENERIC GRADING ITEM ROAD MATERIAL REMOVAL	3,708 SY	10.00	37,080.00
0005	1121000000-E	520	AGGREGATE BASE COURSE	400 TON	65.00	26,000.00
0006	1297000000-E	607	MILLING ASPHALT PAVEMENT, **** DEPTH (2")	252,312 SY	1.10	277,543.20
0007	1308000000-E	607	MILLING ASPHALT PAVEMENT, **** TO ***** DEPTH (0" TO 2")	1,100 SY	5.00	5,500.00
0008	1491000000-E	610	ASPHALT CONC BASE COURSE, TYPE B25.0C	1,700 TON	35.00	59,500.00
0009	1524200000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5D	29,330 TON	28.00	821,240.00
0010	1560000000-E	620	ASPHALT BINDER FOR PLANT MIX, GRADE PG 64-22	73 TON	525.00	38,325.00
0011	1570000000-E	620	ASPHALT BINDER FOR PLANT MIX, GRADE PG 76-22	1,613 TON	652.00	1,051,676.00
0012	1704000000-E	SP	PATCHING EXISTING PAVEMENT	1,100 TON	90.00	99,000.00
0013	1891000000-E	SP	GENERIC PAVING ITEM 7" PORTLAND CEMENT CONCRETE WHITE TOPPING	3,708 SY	58.50	216,918.00
0014	2286000000-N	840	MASONRY DRAINAGE STRUCTURES	1 EA	3,000.00	3,000.00
0015	2364000000-N	840	FRAME WITH TWO GRATES, STD 840.16	1 EA	500.00	500.00
0016	3030000000-E	862	STEEL BM GUARDRAIL	100 LF	16.00	1,600.00
0017	3150000000-N	862	ADDITIONAL GUARDRAIL POSTS	35 EA	65.00	2,275.00

Contract Item Sheets For C202611

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
0018	3270000000-N	SP	GUARDRAIL ANCHOR UNITS, TYPE 350	6 EA	2,000.00	12,000.00
0019	4415000000-N	1115	FLASHING ARROW PANELS, TYPE C	1 EA	5,000.00	5,000.00
0020	4420000000-N	1120	CHANGEABLE MESSAGE SIGN	1 EA	20,000.00	20,000.00
0021	4430000000-N	1130	DRUMS	300 EA	60.00	18,000.00
0022	4480000000-N	1165	TMIA	1 EA	15,000.00	15,000.00
0023	4695000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (8", 90 MILS)	74 LF	5.25	388.50
0024	4710000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (24", 120 MILS)	240 LF	13.00	3,120.00
0025	4725000000-E	1205	THERMOPLASTIC PAVEMENT MARKING SYMBOL (90 MILS)	21 EA	130.00	2,730.00
0026	4847100000-E	1205	POLYUREA PAVEMENT MARKING LINES (6", *****) (HIGHLY REFLECTIVE ELEMENTS)	197,932 LF	1.35	267,208.20
0027	4847110000-E	1205	POLYUREA PAVEMENT MARKING LINES (8", *****) (HIGHLY REFLECTIVE ELEMENTS)	1,160 LF	2.25	2,610.00
0028	4847120000-E	1205	POLYUREA PAVEMENT MARKING LINES (12", *****) (HIGHLY REFLECTIVE ELEMENTS)	9,015 LF	2.50	22,537.50
0029	4880000000-E	1205	CURING COMPOUND REMOVAL, LINES	3,000 LF	1.15	3,450.00
0030	4905000000-N	1253	SNOWPLOWABLE PAVEMENT MARKERS	1,146 EA	32.00	36,672.00
0031	5255000000-N	1413	PORTABLE LIGHTING	Lump Sum LS	14,000.00	14,000.00

TOTAL AMOUNT OF BID FOR ENTIRE PROJECT

\$3,221,248.40 ✓

C202611

Contract No. _____

Rev. 7-12-10

County Gaston, Cleveland

**EXECUTION OF CONTRACT
NON-COLLUSION AFFIDAVIT, DEBARMENT CERTIFICATION AND GIFT BAN 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, that the Contractor has not been convicted of violating *N.C.G.S. § 133-24* within the last three years, and that the Contractor intends to do the work with its 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.

N.C.G.S. § 133-32 and Executive Order 24 prohibit the offer to, or acceptance by, any State Employee of any gift from anyone with a contract with the State, or from any person seeking to do business with the State. By execution of any response in this procurement, you attest, for your entire organization and its employees or agents, that you are not aware that any such gift has been offered, accepted, or promised by any employees of your organization.

SIGNATURE OF CONTRACTOR

Rea Contracting, A Division of The Lane Construction Corporation

Full name of Corporation

P.O. Box 32487, Charlotte, NC 28232

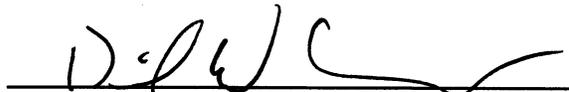
Address as Prequalified

Attest



Secretary/Assistant Secretary
Select appropriate title

By



President/Vice President/Assistant Vice President
Select appropriate title

David J. Rankin

Print or type Signer's name

David W. Grey, District Manager

Print or type Signer's name

CORPORATE SEAL

AFFIDAVIT MUST BE NOTARIZED

Subscribed and sworn to before me this the

7th day of October 2010.



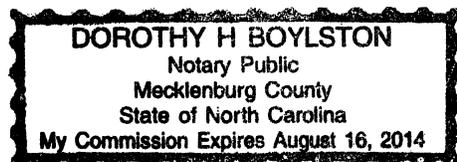
Signature of Notary Public

NOTARY SEAL

of Mecklenburg County

State of North Carolina

My Commission Expires: 8/16/14



DEBARMENT CERTIFICATION

Conditions for certification:

1. The prequalified bidder shall provide immediate written notice to the Department if at any time the bidder learns that his certification was erroneous when he submitted his debarment certification or explanation filed 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 12549. 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 prequalified bidder 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 prequalified bidder 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 prequalified bidder 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 bidder 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 6 herein, the Department may terminate any contract if the bidder 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 prequalified 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.
- e. Will submit a revised Debarment Certification immediately if his status changes and will show in his bid proposal an explanation for the change in status.

If the prequalified bidder 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 prequalified bidder's bid being considered non-responsive.

Check here if an explanation is attached to this certification.

Contract No **C202611**

County (ies): **Gaston, Cleveland**

**ACCEPTED BY THE
DEPARTMENT OF TRANSPORTATION**

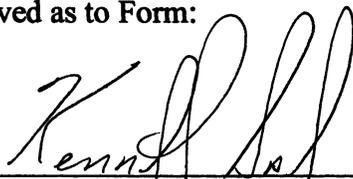


Contract Officer

10/12/10

Date

**Execution of Contract and Bonds
Approved as to Form:**



Attorney General

Contract No. C202611
County Gaston, Cleveland

CONTRACT PAYMENT BOND

Date of Payment Bond Execution 10/5/10

Name of Principal Contractor Rea Contracting, A Division of The Lane Construction Corporation
Fidelity and Deposit Company of Maryland & Liberty

Name of Surety: Mutual Insurance Company

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

Amount of Bond: Three Million Two Hundred Twenty One Thousand Two Hundred
Forty Eight and 40/100ths

Contract ID No.: C202611

County Name: Gaston, Cleveland 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. C202611
County Gaston, Cleveland

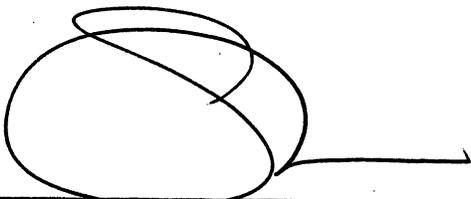
Rev 2-1-10

CONTRACT PAYMENT BOND

Affix Seal of Surety Company

Fidelity and Deposit Company of Maryland &
Liberty Mutual Insurance Company
Print or type Surety Company Name

By Stacy Rivera
Print, stamp or type name of Attorney-in-Fact



Signature of Attorney-in-Fact

Wanda Caban
Signature of Witness

Wanda Caban
Print or type Signer's name

Three Copley Place, Suite 300, Boston, MA 02116-6501
Address of Attorney-in-Fact

Contract No. C202611
County Gaston, Cleveland

Rev 2-1-10

CONTRACT PAYMENT BOND

CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

Rea Contracting, A Division of The Lane Construction Corporation
Full name of Corporation

P.O. Box 32487, Charlotte, NC 28232
Address as prequalified

By J. M. Ferrell
Signature of ~~President, Vice President, Assistant Vice President~~
Executive
Select appropriate title

**JIM M. FERRELL
EXEC. VICE PRESIDENT
& CFO**

Print or type Signer's name

Affix Corporate Seal

Attest D.P. Dobbs
Signature of Secretary, ~~Assistant Secretary~~
Select appropriate title

**D. P. DOBBS
Exec. V.P. &
Secretary**

Print or type Signer's name

**Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, corporations of the State of Maryland, by WILLIAM J. MILLS, Vice President, and GERALD F. HALEY, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Companies, which are set forth on the reverse side hereof and as hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint **Jeannette PORRINI and Stacy RIVERA, both of Hartford, Connecticut, 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 Companies, 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 Jeannette PORRINI, Stacy RIVERA, dated August 6, 2004.

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 Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seals of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, this 29th day of December, A.D. 2009.

ATTEST:

**FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY**



Gerald F. Haley

Gerald F. Haley Assistant Secretary

William J. Mills

By: *William J. Mills* Vice President

State of Maryland }
City of Baltimore } ss:

On this 29th day of December, A.D. 2009, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came WILLIAM J. MILLS, Vice President, and GERALD F. HALEY, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, 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 deposes and saith, that they are the said officers of the Companies aforesaid, and that the seals affixed to the preceding instrument is the Corporate Seals of said Companies, and that the said Corporate Seals and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

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



Constance A. Dunn

Constance A. Dunn Notary Public
My Commission Expires: July 14, 2011

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

“Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto.”

EXTRACT FROM BY-LAWS OF COLONIAL AMERICAN CASUALTY AND SURETY COMPANY

“Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto.”

CERTIFICATE

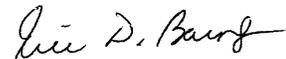
I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President 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 respective By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY.

This Power of Attorney and 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 10th day of May, 1990 and of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or 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 seals of the said Companies,

this 5th day of October, 1990



Assistant Secretary

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

This Power of Attorney limits the acts 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 stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint JEANNETTE PORRINI, STACY RIVERA, ALL OF THE CITY OF HARTFORD, STATE OF CONNECTICUT.....

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 ONE HUNDRED MILLION AND 00/100 DOLLARS (\$ 100,000,000.00) each, and the execution of such undertakings, bonds, recognizances and other surety obligations, 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 XIII - Execution of Contracts: Section 5. Surety Bonds and Undertakings.

Any officer 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 XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, 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 set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 7th day of June, 2010

LIBERTY MUTUAL INSURANCE COMPANY

By Garnet W. Elliott, Assistant Secretary



COMMONWEALTH OF PENNSYLVANIA ss
COUNTY OF MONTGOMERY

On this 7th day of June, 2010, before me, a Notary Public, personally came Garnet W. Elliott, to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.



COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Teresa Pastella, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires March 28, 2013
Member, Pennsylvania Association of Notaries

By Teresa Pastella, Notary Public

CERTIFICATE

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 or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures 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 in connection with surety bonds, 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 October, 2010.



By David M. Carey, Assistant Secretary

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.

Contract No.
County

C202611
Gaston, Cleveland

CONTRACT PERFORMANCE BOND

Date of Performance Bond Execution: 10/5/10

Name of Principal Contractor: Rea Contracting, A Division of The Lane Construction Corporation

Name of Surety: Fidelity and Deposit Company of Maryland & Liberty Mutual Insurance Company

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

Amount of Bond: Three Million Two Hundred Twenty One Thousand Two Hundred Forty Eight and 40/100ths

Contract ID No.: C202611

County Name: Gaston, Cleveland 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 No. C202611
County Gaston, Cleveland

Rev 2-1-10

CONTRACT PERFORMANCE BOND

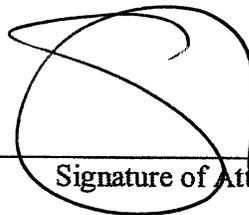
Affix Seal of Surety Company

Fidelity and Deposit Company of Maryland & Liberty
Mutual Insurance Company

Print or type Surety Company Name

By Stacy Rivera

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



Signature of Attorney-in-Fact



Signature of Witness

Wanda Caban

Print or type Signer's name

Three Copley Place, Suite 300, Boston, MA 02116-6501
Address of Attorney-in-Fact

Contract No. C202611
County Gaston, Cleveland

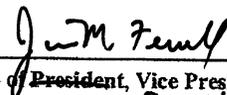
Rev 2-1-10

**CONTRACT PERFORMANCE BOND
CORPORATION**

SIGNATURE OF CONTRACTOR (Principal)

Rea Contracting, A Division of The Lane Construction Corporation
Full name of Corporation

P.O. Box 32487, Charlotte, NC 28232
Address as prequalified

By 
Signature of ~~President, Vice President, Assistant Vice President~~
Select appropriate title

**JIM M. FERRELL
EXEC. VICE PRESIDENT
& CFO**

Print or type Signer's name

Affix Corporate Seal

Attest 
Signature of Secretary, ~~Assistant Secretary~~
Select appropriate title

**D. P. DOBBS
Exec. V.P. &
Secretary**

Print or type Signer's name

FIDELITY AND DEPOSIT COMPANY
OF MARYLAND
3910 KESWICK ROAD, BALTIMORE, MD 21211-2226

Statement of Financial Condition
As Of December 31, 2009

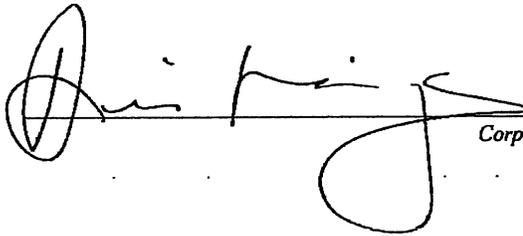
ASSETS	
Bonds	\$ 156,584,995
Stocks	22,537,672
Cash and Short Term Investments	9,719,598
Reinsurance Recoverable	9,347,241
Other Accounts Receivable	51,052,264
TOTAL ADMITTED ASSETS	<u>\$ 249,241,769</u>

LIABILITIES, SURPLUS AND OTHER FUNDS	
Reserve for Taxes and Expenses	\$ 76,835
Ceded Reinsurance Premiums Payable	58,237,612
Securities Lending Collateral Liability	5,511,875
TOTAL LIABILITIES	<u>\$ 63,826,322</u>
Capital Stock, Paid Up	\$ 5,000,000
Surplus	<u>180,415,448</u>
Surplus as regards Policyholders	<u>185,415,447</u>
TOTAL	<u>\$ 249,241,769</u>

Securities carried at \$38,385,957 in the above statement are deposited as required by law.

Securities carried on the basis prescribed by the National Association of Insurance Commissioners. On the basis of December 31, 2009 market quotations for all bonds and stocks owned, the Company's total admitted assets would be \$247,657,513 and surplus as regards policyholders \$186,999,703.

I, DENNIS F. KERRIGAN, Corporate Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company on the 31st day of December, 2009.



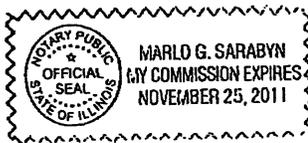
 Corporate Secretary

State of Illinois }
City of Schaumburg } SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2010.



 Notary Public



**Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, corporations of the State of Maryland, by WILLIAM J. MILLS, Vice President, and GERALD F. HALEY, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Companies, 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 **Jeannette PORRINI and Stacy RIVERA, both of Hartford, Connecticut, 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 Companies, 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 Jeannette PORRINI, Stacy RIVERA, dated August 6, 2004.

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 Companies, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seals of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, this 29th day of December, A.D. 2009.

ATTEST:

**FIDELITY AND DEPOSIT COMPANY OF MARYLAND
COLONIAL AMERICAN CASUALTY AND SURETY COMPANY**



Gerald F. Haley

Gerald F. Haley Assistant Secretary

William J. Mills

By: William J. Mills Vice President

State of Maryland }
City of Baltimore } ss:

On this 29th day of December, A.D. 2009, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came WILLIAM J. MILLS, Vice President, and GERALD F. HALEY, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, 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 deposed and saith, that they are the said officers of the Companies aforesaid, and that the seals affixed to the preceding instrument is the Corporate Seals of said Companies, and that the said Corporate Seals and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporations.

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



Constance A. Dunn

Constance A. Dunn Notary Public
My Commission Expires: July 14, 2011

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

“Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto.”

EXTRACT FROM BY-LAWS OF COLONIAL AMERICAN CASUALTY AND SURETY COMPANY

“Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertaking, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto.”

CERTIFICATE

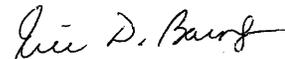
I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President 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 respective By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, and the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY.

This Power of Attorney and 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 10th day of May, 1990 and of the Board of Directors of the COLONIAL AMERICAN CASUALTY AND SURETY COMPANY at a meeting duly called and held on the 5th day of May, 1994.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or 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 seals of the said Companies,

this 5th day of October, 2000.



Assistant Secretary

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1-2)	Net Admitted Assets
1. Bonds (Schedule D)	11,425,766,895		11,425,766,895	11,057,669,591
2. Stocks (Schedule D):				
2.1 Preferred stocks	782,976,318		782,976,318	757,319,705
2.2 Common stocks	9,135,552,552		9,135,552,552	7,570,471,320
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	519,022,709		519,022,709	548,091,252
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ 0 encumbrances)	337,179,530		337,179,530	425,989,166
4.2 Properties held for the production of income (less \$ 0 encumbrances)	878,262		878,262	1,039,982
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 389,802,555, Schedule E - Part 1), cash equivalents (\$ 82,179,054, Schedule E - Part 2), and short-term investments (\$ 352,850,853, Schedule DA)	824,332,462		824,332,462	1,349,305,516
6. Contract loans (including \$ 0 premium notes)				
7. Other invested assets (Schedule BA)	5,771,150,576	206,157	5,770,944,419	5,131,343,213
8. Receivables for securities	12,271,548		12,271,548	2,859,056
9. Aggregate write-ins for invested assets				
10. Subtotals, cash and invested assets (Lines 1 to 9)	28,809,230,852	206,157	28,809,024,695	26,044,084,712
11. Title plants less \$ 0 charged off (for Title Insurers only)				
12. Investment income due and accrued	133,129,777		133,129,777	140,188,757
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	993,264,743	14,732,220	978,532,523	1,071,899,224
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	1,519,460,073		1,519,460,073	1,594,827,150
13.3 Accrued retrospective premiums	366,445,346	36,644,535	329,800,811	363,894,097
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	593,195,507		593,195,507	560,300,803
14.2 Funds held by or deposited with reinsured companies	13,527,020		13,527,020	17,294,633
14.3 Other amounts receivable under reinsurance contracts				
15. Amounts receivable relating to uninsured plans	21,095	11,418	9,677	175,315
16.1 Current federal and foreign income tax recoverable and interest thereon	313,172,066		313,172,066	
16.2 Net deferred tax asset	1,188,251,080	184,925,490	1,023,325,600	846,790,256
17. Guaranty funds receivable or on deposit	33,248,467		33,248,467	32,559,328
18. Electronic data processing equipment and software	319,102,379	257,221,814	61,880,565	50,291,004
19. Furniture and equipment, including health care delivery assets (\$ 0)	128,014,225	128,014,225		
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates	346,223,617	610	346,223,007	312,158,606
22. Health care (\$ 0) and other amounts receivable				
23. Aggregate write-ins for other than invested assets	715,856,703	39,949,956	675,906,747	715,420,301
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	35,470,142,960	639,706,425	34,830,436,535	32,549,788,186
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	35,470,142,960	639,706,425	34,830,436,535	32,549,788,186

DETAILS OF WRITE-IN LINES				
0801.				
0902.				
0903.				
0998. Summary of remaining write-ins for Line 09 from overflow page				
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)				
2301. Cash Surrender Value Life Insurance	383,284,396		383,284,396	348,631,523
2302. Amounts receivable under high deductible policies	172,319,200	115,054	172,204,146	165,149,487
2303. Other assets	132,718,497	39,834,902	92,883,595	165,597,198
2398. Summary of remaining write-ins for Line 23 from overflow page	27,534,610		27,534,610	38,042,093
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	715,856,703	39,949,956	675,906,747	715,420,301

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Year	Prior Year
1. Losses (Part 2A, Line 35, Column B)	12,580,657,055	12,694,676,256
2. Reinsurance payable on paid losses and loss adjustment expenses (Schedule F, Part 1, Column 6)	78,374,442	62,048,625
3. Loss adjustment expenses (Part 2A, Line 36, Column 5)	2,545,238,263	2,466,475,668
4. Commissions payable, contingent commissions and other similar charges	119,622,389	95,083,893
5. Other expenses (excluding losses, losses and fees)	234,522,784	300,829,955
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	188,208,453	258,828,744
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))		35,105,155
7.2 Net deferred tax liability		
8. Borrowed money \$ 0 and interest thereon \$ 0		505,212
9. Unearned premiums (Part 1A, Line 38, Column 6) (after deducting unearned premiums for ceded reinsurance of \$ 2,135,417,180 and including warranty reserves of \$ 0)	3,293,042,808	3,320,119,872
10. Advance premium	43,887,917	60,912,654
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	1,800,778	1,136,858
12. Ceded reinsurance premiums payable (net of ceding commissions)	717,199,249	620,465,245
13. Funds held by company under reinsurance treaties (Schedule F, Part 3, Column 10)	1,745,263,456	1,607,274,084
14. Amounts withheld or retained by company for account of others	655,967,197	465,703,828
15. Reinsurance not reinsured		
16. Provision for reinsurance (Schedule F, Part 7)	69,675,185	73,667,801
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding	284,010,858	292,965,747
19. Payable to parent, subsidiaries and affiliates	35,050,350	72,875,912
20. Payable for securities	59,521,815	15,997,672
21. Liability for amounts held under unassigned plans		
22. Capital notes \$ 0 and interest thereon \$ 0		
23. Aggregate write-ins for liabilities	(202,691,588)	(478,583,930)
24. Total liabilities excluding protected cell liabilities (Lines 1 through 23)	22,336,863,620	22,215,065,768
25. Protected cell liabilities		
26. Total liabilities (Lines 24 and 25)	22,336,863,620	22,215,065,768
27. Aggregate write-ins for special surplus funds	1,209,068,480	957,821,671
28. Common capital stock	10,000,000	10,000,000
29. Preferred capital stock		
30. Aggregate write-ins for other than special surplus funds	1,250,000	1,250,000
31. Surplus notes	785,347,894	882,074,820
32. Gross paid in and credited surplus	6,435,272,283	6,335,272,283
33. Unassigned funds (surplus)	4,040,514,678	2,138,213,034
34. Less treasury stock, at cost:		
34.1 0 shares common (value included in Line 28 \$ 0)		
34.2 0 shares preferred (value included in Line 29 \$ 0)		
35. Surplus as regards policyholders (Lines 27 to 33, less 34) (Page 4, Line 39)	12,481,532,915	10,334,732,418
36. Totals (Page 2, Line 26, Col. 3)	34,830,436,535	32,548,788,186

DETAILS OF WRITE-IN LINES		
2301. Amounts held under unassigned plans	651,534,174	581,997,489
2302. Other liabilities	410,875,368	426,587,376
2303. Collateral held for securities loaned	278,831,189	114,628,705
2308. Summary of remaining write-ins for Line 23 from overflow page	(1,545,032,349)	(1,666,339,300)
2309. Totals (Lines 2301 through 2303 plus 2308) (Line 23 above)	(202,691,588)	(478,583,930)
2701. Resold surplus from reinsurance	957,271,854	957,821,671
2702. SSAPDR incremental change	241,346,806	
2703. Summary of remaining write-ins for Line 27 from overflow page		
2709. Totals (Lines 2701 through 2703 plus 2706) (Line 27 above)	1,209,068,480	957,821,671
3001. Security funds	1,250,000	1,250,000
3002. Summary of remaining write-ins for Line 30 from overflow page		
3009. Totals (Lines 3001 through 3003 plus 3006) (Line 30 above)	1,250,000	1,250,000

State of Massachusetts

County of Suffolk

The officers of this reporting entity being duly sworn, each depose and say that they are the designated officers of said reporting entity, and that on the reporting period stated above, all of the books, documents and records were the absolute property of the said reporting entity, and that their true and correct copies are attached to this statement, together with related exhibits, schedules and appendices herein contained, annexed or referred to, in a full and true statement of all the assets and liabilities and of the condition and status of the said reporting entity as of the reporting period stated above, and of the income and deduction thereon for the period stated, and have been compiled in accordance with the NAIC Annual Statement Instructions and Accounting Principles and Procedures stated therein in the manner that (1) state law may direct, or (2) that some other or regulator requires otherwise in reporting not related to accounting practices and procedures, and that they have the best knowledge and belief, respectively, Furthermore, the copies of this statement by the attached officers also include the related corresponding electronic filing with the NAIC, when required, together with any document for forwarding information due to electronic filing of the enclosed statement. The electronic filing may be requested by relevant regulators in lieu of or in addition to the enclosed statement.

Edmund J. Kelly
 (Signature)
 Edmund Francis Kelly
 (Printed Name)

Daniel J. Lyons
 (Signature)
 Daniel Joseph Lyons
 (Printed Name)

Laurence Henry Boyd Tabbs
 (Signature)
 Laurence Henry Boyd Tabbs
 (Printed Name)

1. Chairman of the Board/President & CEO

2. Vice President & Secretary

3. Senior Vice President & Treasurer

Subscribed and sworn to (or affirmed) before me on this
 1st day of February, 2006, by
Blair *Wolcott*



Is this an original filing? [X] Yes [] No
 If No: 1. State the instrument number
 2. Date filed
 3. Number of pages attached