

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

C202871

CONTRACT AND
CONTRACT BONDS

FOR CONTRACT NO. C202871

WBS 4CR.10511.21 STATE FUNDED

COUNTY OF JOHNSTON
THIS IS THE ROADWAY CONTRACT
ROUTE NUMBER US 301 LENGTH 16.383 MILES
LOCATION VARIOUS SECTIONS OF US-301, US-70B, US-701, NC-96, AND
NC-210.

CONTRACTOR S. T. WOOTEN CORPORATION
ADDRESS P.O. BOX 2408
WILSON, NC 278942408

BIDS OPENED DECEMBER 20, 2011
CONTRACT EXECUTION JAN 25 2012

Vendor 2 of 3: S. T. WOOTEN CORPORATION (3760)
Call Order 014 (Proposal: C202871)

Bid Information

County: JOHNSTON

Address: PO Box 2408
3801 Black Creek Rd
Wilson , NC , 27894

Signature Check: Richard_E._Vick_3760

Time Bid Received: December 20, 2011 10:58 AM

Amendment Count: 0

Bid Checksum: 7A948203

Bid Total: \$2,185,232.32 ✓

Items Total: \$2,185,232.32

Time Total: \$0.00

Bidding Errors:

DBE Warning : WBE Warning: WBE Commitment Goal not met

Vendor 2 of 3: S. T. WOOTEN CORPORATION (3760)
Call Order 014 (Proposal: C202871)

Bid Bond Information

Projects:	Bond Maximum:
Counties:	State of Incorporation:
Bond ID: 9B57-RH89-GFCA-CNHV	Agency Execution Date: 12/20/11
Paid by Check: No	Surety Name: SurePathNetwork
Bond Percent:	Bond Agency Name: Liberty Mutual Insurance Company

Vendor 3760's Bid Information for Call 014, Letting L111220, 12/20/11

S. T. Wooten Corporation (3760)
Call Order 014 (Proposal ID C202871)

This bid contains bid errors:
DBE Warning : WBE Warning: WBE Commitment Goal not met

MBE GOAL SET 5.0

MBE GOAL MET 5.0

WBE GOAL SET 6.0

WBE GOAL OBT 4.3

Vendor 3760's Bid Information for Call 014, Letting L111220, 12/20/11

S. T. Wooten Corporation (3760)
Call Order 014 (Proposal ID C202871)

LIST OF MBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE AMOUNT	
4948	MB BURTCH TRUCKING CO. 605 INDIAN CAMP RD. , SMITHFIELD, NC 27577		Sub 110,000.00	✓ arm
			TOTAL: \$110,000.00	✓ arm
			5.03%	

Vendor 3760's Bid Information for Call 014, Letting L111220, 12/20/11

S. T. Wooten Corporation (3760)
Call Order 014 (Proposal ID C202871)

LIST OF WBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE AMOUNT	
2446	WB HAROLD A. PURYEAR TRUCKING CO. 5844 LEASE LANE , RALEIGH, NC 27617		Sub 61,160.00	✓ arm
2653	WB BROWE CONSTRUCTION CO., INC. POST OFFICE BOX 1499 , CLAYTON, NC 27520		Sub 27,225.00	✓ arm
3765	WB STAY ALERT SAFETY SERVICES INC POST OFFICE BOX 467 , KERNERSVILLE, NC 27285		Sub 5,100.00	✓ arm
			TOTAL: \$93,485.00	
			4.28%	

Vendor 3760's Bid Information for Call 014, Letting L111220, 12/20/11

S. T. Wooten Corporation (3760)
Call Order 014 (Proposal ID C202871)

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: 9B57-RH89-GFCA-CNHV

Surety Registry Agency: SurePathNetwork

Verified?: Yes

Surety Agency: Liberty Mutual Insurance Company

Bond Execution Date: 12/20/11

Bond Amount: \$109,261.62 (Five Percent of Bid)

Contract ID: C202871 Project(s): STATE FUNDED
Letting Date: 12-20-11 Call Order: 014
Bidder: 3760 - S. T. Wooten Corporation

Line No.	Item Description	Approx. Quantity and Units	Unit Price Dollars Cts	Bid Amount Dollars Ct
Section 0001 ROADWAY ITEMS				
Alt Group				
0001	0000100000-N MOBILIZATIO N	LUMP	LUMP	100,000.00
0002	1297000000-E MILLING ASPHALT PAVEMENT, ***"DEPTH (1-1/2")	140,163.000 SY	1.12000	156,982.56
0003	1330000000-E INCIDENTAL MILLING	20.000 SY	29.95000	599.00
0004	1519000000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5B	14,325.000 TON	31.00000	444,075.00
0005	1523000000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5C	14,144.000 TON	32.00000	452,608.00
0006	1575000000-E ASPHALT BINDER FOR PLANT MIX	1,695.000 TON	550.00000	932,250.00
0007	2830000000-N ADJUSTMENT OF MANHOLES	71.000 EA	275.00000	19,525.00
0008	2845000000-N ADJUSTMENT OF METER BOXES OR VALVE BOXES	28.000 EA	275.00000	7,700.00
0009	4815000000-E PAINT PAVEMENT MARKING LINES (6")	434,384.000 LF	0.14000	60,813.76
0010	4835000000-E PAINT PAVEMENT MARKING LINES (24")	868.000 LF	3.00000	2,604.00
0011	4840000000-N PAINT PAVEMENT MARKING CHARAC-TER	12.000 EA	25.00000	300.00

Dept of Transportation

Revised:

Contract ID: C202871

Project(s): STATE FUNDED

Letting Date: 12-20-11 Call Order: 014

Bidder: 3760 - S. T. Wooten Corporation

Line No.	Item Description	Approx. Quantity and Units	Unit Price		Bid Amount	
			Dollars	Cts	Dollars	Ct
0012	4845000000-N PAINT PAVEMENT MARKING SYMBOL	311.000 EA	25.00000		7,775.00	
	Section 0001 Total				2,185,232.32	
	Bid Total				2,185,232.32	

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.

MBE COMMITMENT ITEMS

PAGE: 5

PROPOSAL: C202871
 LETTING: L111220 CALL: 014
 VENDOR: 3760 S. T. Wooten Corporation

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT
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MBE SUBCONTRACTOR: 4948 BURTCR TRUCKING CO.
 Will Use Quote: Yes

0004	1519000000-E	ASP CONC SUR	TON	14325.000	5.00000	71625.00
0005	1523000000-E	ASP CONC SUR	TON	7675.000	5.00000	38375.00

MBE COMMITMENT TOTAL FOR SUBCONTRACTOR: am 110,000.00

TOTAL MBE COMMITMENT FOR VENDOR:	Entered:	5.03% or	110000.00
	Required:	5.00% or	109261.62
			<GOAL MET>

Contract Item Sheets For C202871

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
ROADWAY ITEMS						
0001	0000100000-N	800	MOBILIZATION	Lump Sum LS	100,000.00	100,000.00
0002	1297000000-E	607	MILLING ASPHALT PAVEMENT, **** DEPTH (1-1/2")	140,163 SY	1.12	156,982.56
0003	1330000000-E	607	INCIDENTAL MILLING	20 SY	29.95	599.00
0004	1519000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5B	14,325 TON	31.00	444,075.00
0005	1523000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5C	14,144 TON	32.00	452,608.00
0006	1575000000-E	SP	ASPHALT BINDER FOR PLANT MIX	1,695 TON	550.00	932,250.00
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0010	4835000000-E	1205	PAINT PAVEMENT MARKING LINES (24")	868 LF	3.00	2,604.00
0011	4840000000-N	1205	PAINT PAVEMENT MARKING CHARAC- TER	12 EA	25.00	300.00
0012	4845000000-N	1205	PAINT PAVEMENT MARKING SYMBOL	311 EA	25.00	7,775.00

TOTAL AMOUNT OF BID FOR ENTIRE PROJECT

\$2,185,232.32 ✓

Contract No. C202871
County Johnston Co.

Rev. 5-19-11

**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

S. T. Wooten Corporation

Full name of Corporation

PO Box 2408, Wilson, NC 27894-2408

Address as Prequalified

Attest *Douglas W. Godwin*
Secretary/Assistant Secretary
Select appropriate title

By *Jonathan Bivens*
President/Vice President/Assistant Vice President
Select appropriate title

Douglas W. Godwin
Print or type Signer's name

Jonathan Bivens
Print or type Signer's name

CORPORATE SEAL

AFFIDAVIT MUST BE NOTARIZED

Subscribed and sworn to before me this the

11 day of January 2012

Jennie F. Holland
Signature of Notary Public Jennie F. Holland

NOTARY SEAL

of Wilson County

State of North Carolina

My Commission Expires: February 12, 2013

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.

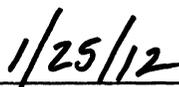
Contract No **C202871**

County (ies): **Johnston**

**ACCEPTED BY THE
DEPARTMENT OF TRANSPORTATION**

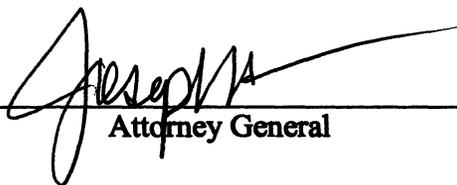


Contract Officer



Date

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



Attorney General

Contract No. C202871
County Johnston Co.

CONTRACT PAYMENT BOND

Date of Payment Bond Execution January 18, 2012

Name of Principal Contractor S. T. Wooten Corporation
Liberty Mutual Insurance Company

Name of Surety: 175 Berkeley St; Boston, MA 02117

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

Amount of Bond: \$2,185,232.32

Contract ID No.: C202871

County Name: Johnston Co.

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.

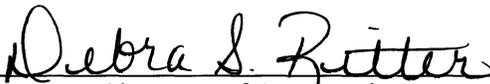
Contract No. C202871
County Johnston Co.

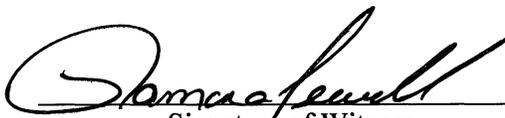
CONTRACT PAYMENT BOND

Affix Seal of Surety Company

Liberty Mutual Insurance Company
Print or type Surety Company Name

By Debra S. Ritter, Attorney-in-Fact
Print, stamp or type name of Attorney-in-Fact


Signature of Attorney-in-Fact


Signature of Witness

Ramona Fewell
Print or type Signer's Name

Rutherford A Marsh & McLennan Agency LLC Company
6230 Fairview Road Suite 230
Charlotte, NC 28210
Address of Attorney-in-Fact

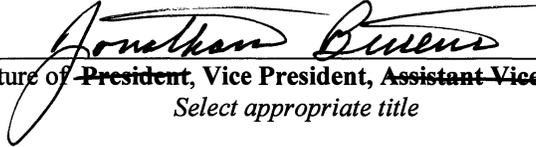
Contract No. C202871
County Johnston Co.

CONTRACT PAYMENT BOND
CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

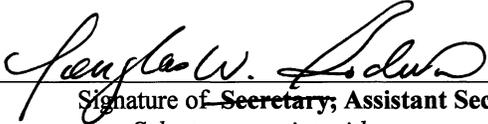
S. T. Wooten Corporation
Full name of Corporation

Post Office Box 2408; Wilson, North Carolina 27894-2408
Address as prequalified

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

Jonathan Bivens
Print or type Signer's name

Affix Corporate Seal

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

Douglas W. Godwin
Print or type Signer's name

Contract No. C202871
County Johnston Co.

CONTRACT PERFORMANCE BOND

Date of Performance Bond Execution: January 18, 2012
Name of Principal Contractor: S. T. Wooten Corporation
Liberty Mutual Insurance Company
Name of Surety: 175 Berkeley Street; Boston, MA 02117
Name of Contracting Body: **North Carolina Department of Transportation**
Raleigh, North Carolina
Amount of Bond: \$2,185,232.32
Contract ID No.: C202871
County Name: Johnston Co.

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 it undersigned representative, pursuant to authority of its governing body.

Contract No. C202871
County Johnston Co.

CONTRACT PERFORMANCE BOND

Affix Seal of Surety Company

Liberty Mutual Insurance Co.
Print or type Surety Company Name

By Debra S. Ritter, Attorney-in-Fact
Print, stamp or type name of Attorney-in-Fact

Debra S. Ritter
Signature of Attorney-in-Fact


Signature of witness

Ramona Fewell
Print or type Signer's Name

Rutherford A Marsh & McLennan Agency LLC Company
6230 Fairview Road Suite 230
Charlotte, NC 28210
Address of Attorney-in-Fact

Contract No. C202871
County Johnston Co.

CONTRACT PERFORMANCE BOND
CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

S. T. Wooten Corporation

Full name of Corporation

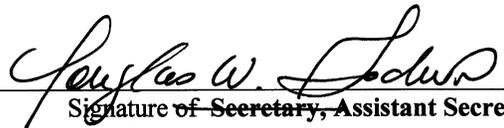
Post Office Box 2408; Wilson, North Carolina 27894-2408

Address as prequalified

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

Jonathan Bivens
Print or type Signer's name

Affix Corporate Seal

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

Douglas W. Godwin
Print or type Signer's name

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

RAYMOND J. GARRUTO, DEBRA S. RITTER, RAMONA FEWELL, MARTIN D. PALLAZZA, BRAD W. GIBSON, ANGELA M. YOUNT, ALL OF THE CITY OF CHARLOTTE, STATE OF NORTH CAROLINA.....

, 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 FIVE HUNDRED MILLION AND 00/100..... DOLLARS (\$ 500,000,000.....) 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 1st day of November, 2010.

LIBERTY MUTUAL INSURANCE COMPANY



By Garnet W. Elliott, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA ss
COUNTY OF MONTGOMERY

On this 1st day of November, 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 18th day of January, 2012.



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.