

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

C202974

CONTRACT AND
CONTRACT BONDS

FOR CONTRACT NO. C202974

WBS 2C.054058 STATE FUNDED

COUNTY OF LENOIR
THIS IS THE ROADWAY CONTRACT
ROUTE NUMBER SR 1141 LENGTH 5.380 MILES
LOCATION 1 SECTION OF SR-1141.

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

BIDS OPENED MARCH 20, 2012
CONTRACT EXECUTION APR 12 2012

Vendor 2 of 3: BARNHILL CONTRACTING COMPANY (3516) Call Order 006 (Proposal: C202974)

Bid Information

County: LENOIR

Bid Checksum: 44EDAE3B

Address: PO Box 399
Kinston , NC , 28502

Bid Total: \$1,312,184.60

Signature Check: CAREY_M_SWANN_III_3516

Items Total: \$1,312,184.60 ✓

Time Bid Received: March 20, 2012 11:22 AM

Time Total: \$0.00

Amendment Count: 0

Bidding Errors: None.	MBE GOAL SET	2.0
	MBE GOAL MET	2.0
	WBE GOAL SET	3.0
	WBE GOAL MET	3.0

Vendor 2 of 3: BARNHILL CONTRACTING COMPANY (3516)
Call Order 006 (Proposal: C202974)

Bid Bond Information

Projects:	Bond Maximum:
Counties:	State of Incorporation:
Bond ID: SNC12316977	Agency Execution Date: 3/19/2012 4
Paid by Check: No	Surety Name: surety2000
Bond Percent: 5%	Bond Agency Name: Travelers Casualty and Surety Company of America

Vendor 3516's Bid Information for Call 006, Letting L120320, 03/20/12

Barnhill Contracting Company (3516)
Call Order 006 (Proposal ID C202974)

LIST OF MBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE AMOUNT			
11468	MB HINES TRUCKING INC 241 STALLINGS MILL ROAD , LOUISBURG, NC 27549		Sub 26,250.00	✓	arm	committed
			TOTAL: \$26,250.00	✓	arm	
			2.00%	✓	arm	

Vendor 3516's Bid Information for Call 006, Letting L120320, 03/20/12

Barnhill Contracting Company (3516)
Call Order 006 (Proposal ID C202974)

LIST OF WBE 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 2,350.00	✓	arm	committed
6707	WB EVERETT'S LOT CLEARING & GRADIN FRED EVERETT ROAD , KINSTON, NC 28504		Sub 37,044.00	✓	arm	committed
			TOTAL: \$39,394.00	✓	arm	
			3.00%	✓	arm	

Vendor 3516's Bid Information for Call 006, Letting L120320, 03/20/12

Barnhill Contracting Company (3516)
Call Order 006 (Proposal ID C202974)

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	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	

Bid Bond Data Info - Contractor Responses:

=====

BondID: SNC12316977
 Surety Registry Agency: surety2000
 Verified?: Yes
 Surety Agency: Travelers Casualty and Surety Company of America
 Bond Execution Date: 3/19/2012 4
 Bond Amount: \$65,609.23 (Five Percent of Bid)

State of NC
 Dept of Transportation

Date: 02-20-12
 Revised:

Contract ID: C202974 Project(s): STATE FUNDED
 Letting Date: 03-20-12 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						
Alt Group						
0001	0000100000-N MOBILIZATIO N	LUMP	LUMP			2,350.00
0002	1330000000-E INCIDENTAL MILLING	250.000 SY	16.85000			4,212.50
0003	1498000000-E ASPHALT CONC INTERMEDIATE COURSE, TYPE I19.0B	10,987.000 TON	37.90000			416,407.30
0004	1525000000-E ASPHALT CONC SURFACE COURSE, TYPE SF9.5A	6,337.000 TON	40.40000			256,014.80
0005	1575000000-E ASPHALT BINDER FOR PLANT MIX	955.000 TON	662.00000			632,210.00
0006	2845000000-N ADJUSTMENT OF METER BOXES OR VALVE BOXES	3.000 EA	330.00000			990.00
	Section 0001 Total					1,312,184.60
	Bid Total					1,312,184.60

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.

MBE COMMITMENT ITEMS

PAGE: 4

PROPOSAL: C202974
 LETTING: L120320 CALL: 006
 VENDOR: 3516 Barnhill Contracting Company

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT
MBE SUBCONTRACTOR: 11468 HINES TRUCKING INC						
Will Use Quote: Yes						
0003	1498000000-E	ASP CONC INT	TON	2363.000	7.00000	16541.00
		HAUL ASPHALT AND STOCKPILE PLANT				
0004	1525000000-E	ASP CONC SUR	TON	1387.000	7.00000	9709.00
		HAUL ASPHALT AND STOCKPILE PLANT				

MBE COMMITMENT TOTAL FOR SUBCONTRACTOR:

✓ am 26,250.00

TOTAL MBE COMMITMENT FOR VENDOR:

Entered: 2.00% or 26250.00 ✓ am
 Required: 2.00% or 26243.69
 <GOAL MET>

WBE COMMITMENT ITEMS

PROPOSAL: C202974
LETTING: L120320 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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WBE SUBCONTRACTOR: 3765 STAY ALERT SAFETY SERVICES INC
Will Use Quote: Yes

0001	0000100000-N	MOBILIZATION LS SIGN THE PROJECT		1.000	2350.00000	2350.00
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WBE COMMITMENT TOTAL FOR SUBCONTRACTOR: am 2,350.00

WBE SUBCONTRACTOR: 6707 EVERETT'S LOT CLEARING & GRADING, INC.
Will Use Quote: Yes

0003	1498000000-E	ASP CONC INT TON HAUL ASPHALT AND STOCKPILE PLANT		3334.000	7.00000	23338.00
0004	1525000000-E	ASP CONC SUR TON HAUL ASPHALT AND STOCKPILE PLANT		1958.000	7.00000	13706.00

WBE COMMITMENT TOTAL FOR SUBCONTRACTOR: am 37,044.00

TOTAL WBE COMMITMENT FOR VENDOR:	Entered:	3.00% or	39394.00
	Required:	3.00% or	39365.54
			<GOAL MET>

Contract Item Sheets For C202974

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
ROADWAY ITEMS						
0001	0000100000-N	800	MOBILIZATION	Lump Sum LS	2,350.00	2,350.00
0002	1330000000-E	607	INCIDENTAL MILLING	250 SY	16.85	4,212.50
0003	1498000000-E	610	ASPHALT CONC INTERMEDIATE COURSE, TYPE I19.0B	10,987 TON	37.90	416,407.30
0004	1525000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE SF9.5A	6,337 TON	40.40	256,014.80
0005	1575000000-E	620	ASPHALT BINDER FOR PLANT MIX	955 TON	662.00	632,210.00
0006	2845000000-N	858	ADJUSTMENT OF METER BOXES OR VALVE BOXES	3 EA	330.00	990.00
TOTAL AMOUNT OF BID FOR ENTIRE PROJECT						\$1,312,184.60

0942/Mar30/Q18533/D8773100000/E6



Contract Number C202974
County Lenoir

Rev 4-19-11

**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, 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.

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

Barnhill Contracting Company
Full name of Corporation

PO Box 1529. Tarboro, NC 27886
Address as Prequalified

Attest Charlie E. Gates By Carey M. Swann, III
~~Secretary~~/Assistant Secretary ~~President~~/Vice President/Assistant Vice President
Select appropriate title Select appropriate title

Charlie E. Gates
Print or type Signer's name

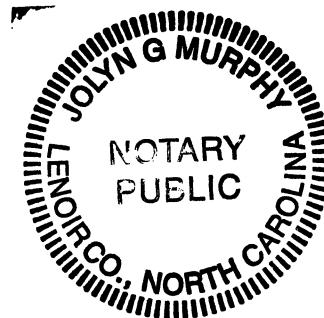
Carey M. Swann, III
Print or type Signer's name

CORPORATE SEAL

AFFIDAVIT MUST BE NOTARIZED

Subscribed and sworn to before me this the
3rd day of April, 2012
Jolyn G. Murphy
Signature of Notary Public
of Lenoir County
State of NC
My Commission Expires: 9/18/16

NOTARY SEAL



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 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 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. C202974

County (ies): Lenoir

ACCEPTED BY THE
DEPARTMENT OF TRANSPORTATION

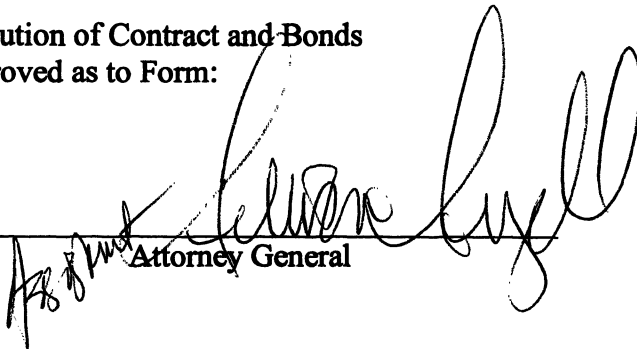


Contract Officer



Date

Execution of Contract and Bonds
Approved as to Form:



Attorney General

Contract No.
County

C202974
Lenoir

Rev 2-1-10

105741876

CONTRACT PAYMENT BOND

Date of Payment Bond Execution 3/29/2012

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: ONE MILLION THREE HUNDRED TWELVE THOUSAND ONE HUNDRED EIGHTY-FOUR AND 60/100THS

Contract ID No.: C202974

County Name: Lenoir

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.
County

C202974
Lenoir

Rev 2-1-10

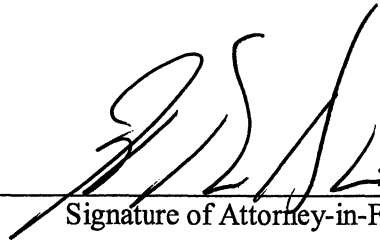
CONTRACT PAYMENT BOND

Affix Seal of Surety Company

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

By **H. Thomas Dawkins**

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



Signature of Attorney-in-Fact

Jenny Peterson
Signature of Witness

Jenny Peterson

Print or type Signer's name

2820 Selwyn Avenue, Suite 375
Charlotte, NC 28209

Address of Attorney-in-Fact

Contract No.
County

C202974
Lenoir

Rev 2-1-10

CONTRACT PAYMENT BOND

CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

Barnhill Contracting Company

Full name of Corporation

P.O. Box 1529, Tarboro, NC 27886

Address as prequalified

By



Signature of ~~President, Vice President, Assistant Vice President~~

Select appropriate title

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

Affix Corporate Seal

Attest



Signature of ~~Secretary, Assistant Secretary~~

Select appropriate title

Charlie E. Gates

Print or type Signer's name

Contract No.
County

C202974
Lenoir

Rev 2-1-10

105741876

CONTRACT PERFORMANCE BOND

Date of Performance Bond Execution: 3/29/2012

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
ONE MILLION THREE HUNDRED TWELVE THOUSAND ONE HUNDRED EIGHTY-FOUR AND 60/100THS

Amount of Bond:

Contract ID No.: C202974

County Name: Lenoir

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.
County

C202974
Lenoir

Rev 2-1-10

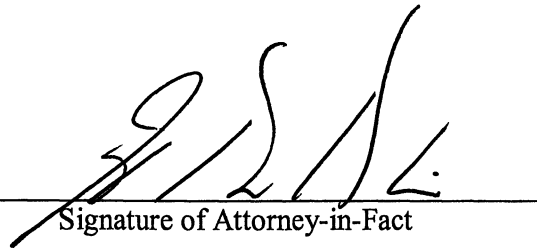
CONTRACT PERFORMANCE BOND

Affix Seal of Surety Company

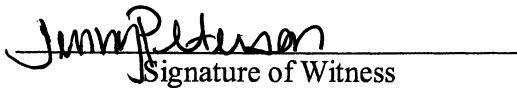
Travelers Casualty And Surety Company of America
Print or type Surety Company Name

By **H. Thomas Dawkins**

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



Signature of Attorney-in-Fact



Signature of Witness

Jenny Peterson

Print or type Signer's name

2820 Selwyn Avenue, Suite 375
Charlotte, NC 28209

Address of Attorney-in-Fact

Contract No.
County

C202974
Lenoir

Rev 2-1-10

CONTRACT PERFORMANCE BOND

CORPORATION

SIGNATURE OF CONTRACTOR (Principal)

Barnhill Contracting Company

Full name of Corporation

P.O. Box 1529, Tarboro, NC 27886

Address as prequalified

By

Carey M. Swann, III

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

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

Affix Corporate Seal

Attest

Charlie E. Gates

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

Charlie E. Gates
Print or type Signer's name



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
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. 223862

Certificate No. 004449604

KNOW ALL MEN BY THESE PRESENTS: 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

H. Thomas Dawkins, and Hunter T. Dawkins

of the City of Charlotte, 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 29th day of July, 2011.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
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 29th day of July, 2011, 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., 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, 2016.



[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., 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, Kevin E. Hughes, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., 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 29th day of March, 20 12

ATTORNEY-IN-FACT
WITHOUT THE RED
BORDER


Kevin E. Hughes, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.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.