

(Certified Copy)

GENERAL POWER OF ATTORNEY

No. 75321

STATE OF MINNESOTA DEPARTMENT OF STATE FILED MAY 20 1963

Joseph L. Anderson Secretary of State

Know all Men by these Presents:

That UNITED STATES FIDELITY AND GUARANTY COMPANY, a corporation organized and existing under the laws of the State of Maryland, and having its principal office at the City of Baltimore, in the State of Maryland, does hereby constitute and appoint

R. R. Waechter

16308

of the City of Minneapolis, State of Minnesota its true and lawful attorney

for the following purposes, to wit:

To sign its name as surety to, and to execute, seal and acknowledge any and all bonds, and to respectively do and perform any and all acts and things set forth in the resolution of the Board of Directors of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, a certified copy of which is hereto annexed and made a part of this Power of Attorney; and the said UNITED STATES FIDELITY AND GUARANTY COMPANY, through us, its Board of Directors, hereby ratifies and confirms all and whatsoever the said

R. R. Waechter

may lawfully do in the premises by virtue of these presents.

In Witness Whereof, the said UNITED STATES FIDELITY AND GUARANTY COMPANY has caused this instrument to be sealed with its corporate seal, duly attested by the signatures of its Vice-President and Assistant Secretary, this 29th day of March, A. D. 1963

UNITED STATES FIDELITY AND GUARANTY COMPANY.

(SEAL) (SIGNED) By L. Brent Wood Vice-President (SIGNED) E. W. Buffington Assistant Secretary

STATE OF MARYLAND, BALTIMORE CITY, ss:

On this 29th day of March, A. D. 1963, before me personally came L. Brent Wood, Vice-President of the UNITED STATES FIDELITY AND GUARANTY COMPANY and E. W. Buffington, Assistant Secretary of said Company, with both of whom I am personally acquainted, who being by me severally duly sworn, said that they resided in the City of Baltimore, Maryland; that they, the said L. Brent Wood and E. W. Buffington were respectively the Vice-President and the Assistant Secretary of the said UNITED STATES FIDELITY AND GUARANTY COMPANY, the corporation described in and which executed the foregoing Power of Attorney; that they each knew the seal of said corporation; that the seal affixed to said Power of Attorney was such corporate seal, that it was so fixed by order of the Board of Directors of said corporation, and that they signed their names thereto by like order as Vice-President and Assistant Secretary, respectively, of the Company. My commission expires the first Monday in May, A. D. 1963

(SEAL) (SIGNED) Anne M. O'Brien Notary Public

STATE OF MARYLAND, BALTIMORE CITY, } Sect.

I, James F. Carney, Clerk of the Superior Court of Baltimore City, which Court is a Court of Record, and has a seal, do hereby certify that Anne M. O'Brien, Esquire, before whom the annexed affidavits were made, and who has thereto subscribed his name, was at the time of so doing a Notary Public of the State of Maryland, in and for the City of Baltimore, duly commissioned and sworn and authorized by law to administer oaths and take acknowledgments, or proof of deeds to be recorded therein. I further certify that I am acquainted with the handwriting of the said Notary, and verily believe the signature to be his genuine signature.

In Testimony Whereof, I hereto set my hand and affix the seal of the Superior Court of Baltimore City, the same being a Court of Record, this 29th day of March, A. D. 1963

(SEAL) (SIGNED) James F. Carney Clerk of the Superior Court of Baltimore City

Copy of Resolution.

That Whereas, it is necessary for the effectual transaction of business that this Company appoint agents and attorneys with power and authority to act for it and in its name in States other than Maryland, and in the Territories of the United States and in the Provinces of the Dominion of Canada and in the Colony of Newfoundland.

Therefore, be it Resolved, that this Company do, and it hereby does, authorize and empower its President or either of its Vice-Presidents in conjunction with its Secretary or one of its Assistant Secretaries, under its corporate seal, to appoint any person or persons as attorney or attorneys-in-fact, or agent or agents of said Company, in its name and as its act, to execute and deliver any and all contracts guaranteeing the fidelity of persons holding positions of public or private trust, guaranteeing the performance of contracts other than insurance policies and executing or guaranteeing bonds and undertakings, required or permitted in all actions or proceedings, or by law allowed, and

Also, in its name and as its attorney or attorneys-in-fact, or agent or agents to execute and guarantee the conditions of any and all bonds, recognizances, obligations, stipulations, undertakings or anything in the nature of either of the same, which are or may by law, municipal or otherwise, or by any Statute of the United States or of any State or Territory of the United States or of the Provinces of the Dominion of Canada or of the Colony of Newfoundland, or by the rules, regulations, orders, customs, practice or discretion of any board, body, organization, office or officer, local, municipal or otherwise, be allowed, required or permitted to be executed, made, taken, given, tendered, accepted, filed or recorded for the security or protection of, by or for any person or persons, corporation, body, office, interest, municipality or other association or organization whatsoever, in any and all capacities whatsoever, conditioned for the doing or not doing of anything or any conditions which may be provided for in any such bond, recognizance, obligation, stipulation, or undertaking, or anything in the nature of either of the same.

I, E. W. Buffington, Assistant Secretary of the UNITED STATES FIDELITY AND GUARANTY COMPANY, hereby certify that at a regular meeting of the Board of Directors of said Company, duly called and held at the office of the Company, at the City of Baltimore, on the 11th day of July, A. D. 1910, at which was present a quorum of said Directors, duly authorized to act in the premises, resolutions were passed and entered on the minutes of said Company, of which resolutions the foregoing is a true copy and of the whole thereof.

In Testimony Whereof, I have hereunto set my hand and the seal of the UNITED STATES FIDELITY AND GUARANTY COMPANY, this 29th day of March, A. D. 19 63

(SEAL)

(SIGNED)

E. W. Buffington, Assistant Secretary.

I, H. G. Sachse, Assistant Secretary of UNITED STATES FIDELITY AND GUARANTY COMPANY, do hereby certify that the above and foregoing is a full, true and correct copy of the original power of attorney given by said Company to R. R. Waechter

of Minneapolis, Minnesota, authorizing and empowering him to sign bonds as therein set forth and do hereby further certify that the said power of attorney is still in full force and effect, and will remain so until formal revocation is filed by said Company with the Office of Corporation Counsel of City of St. Paul.

Given under my hand and the seal of said Company, at Baltimore, Maryland, this 29th day of March 19 63.

H. G. Sachse, Assistant Secretary

GENERAL POWER OF ATTORNEY

FROM

United States Fidelity and Guaranty Company

TO

R. R. Waechter

Minneapolis, Minn.

3/29/63

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