

CLIFFORD L. HILTON
ATTORNEY GENERAL
JAMES E. MARKHAM
DEPUTY ATTORNEY GENERAL

CORRESPONDENCE SHOULD BE
ADDRESSED TO THE ATTORNEY GENERAL

State of Minnesota
Legal Department
St. Paul

COPY

ROLLIN L. SMITH
ALBERT F. PRATT
G. A. YOUNGQUIST
ERNEST C. CARMAN
CHARLES E. PHILLIPS
VICTOR E. ANDERSON
WILLIAM H. GURNEE

January 31, 1928.
ASSISTANT ATTORNEY GENERAL

The Secretary of State.

I return herewith contract with The Reuben H. Donnelley Corporation, providing for purchase of

MOTOR VEHICLE FILE CARDS.

I note that the contract has not been signed by you.

As to the bond, while it does not follow our forms, I think it sufficient. I note, however, that the corporate seal of the principal is not affixed, and that there is no acknowledgment on the part of the principal. The statute requires an acknowledgment. I have had the proper form endorsed. When acknowledged, kindly return for formal approval.

JAMES E. MARKHAM

Deputy Attorney General

JEM/S

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MEMORANDUM OF AGREEMENT, made and entered into this thirtieth day of December, 1927, by and between The Reuben H. Donnelley Corporation, hereinafter referred to as the Company, and the State of Minnesota, hereinafter referred to as the State, witnesseth, that it is mutually agreed between the parties hereto as follows:

The state agrees to furnish and deliver to the Company by mail during 1928, one copy of all 1928 registrations file cards as it comes from the "Ditto" machine in the regular course of the registration procedure in the Motor Vehicle Department. The State agrees to send out to the Company by mail at the close of each day's business, copies of all registrations file cards that were duplicated by the ditto machine that day.

For these copies and this service the Company agrees to pay weekly at the rate of Four Dollars (\$4.00) per thousand names of motor vehicle owners thus furnished.

The Company further agrees that in addition it will pay all postage charges on such shipment of copies.

It is further agreed that if the Company shall fail to accept and pay for such copies of registration file cards furnished by the State as herein provided, the State may at the discretion of the Secretary of State, rescind and declare such contract null and void and the State shall be considered to be damaged by such failure on the part of the Company to fulfill this contract to the extent of the difference between the amount that the Company may by that time already have paid to the State and the total that would be paid under the terms of the contract for the complete copy of all the 1928 registration file cards.

It is estimated that the total price of the copies of the 1928 registration file cards furnished by the State, under the terms of this contract will be approximately Two Thousand Dollars (\$2,000) and the Company will furnish a bond to the State in that amount, conditioned

for the faithful fulfillment of the Company's part of the contract,
such bond to be executed and delivered contemporaneously with the
execution of this agreement.

IN WITNESS WHEREOF, the State has caused this agreement to be executed
in its behalf by the Secretary of State and the Company has caused it
to be signed in its behalf by its proper officers the day and year
first above written.

THE REUBEN H. DONNELLEY CORPORATION

By James P. Connelley
Branch Manager

In presence of:

D. L. Harrington
H. G. Reid

Jessie Yerke
W. W. Brown

THE STATE OF MINNESOTA

By Wm. A. Linn
Secretary of State

Know All Men by these Presents, That we,

THE REUBEN H. DONNELLEY CORPORATION, Chicago, Illinois - - - - -

(hereinafter called "Principal") as Principal, and the NATIONAL SURETY COMPANY, a Corporation organized and existing under the laws of the State of New York, and authorized to transact business in the State of Minnesota (hereinafter called "Surety"), as Surety, are held firmly bound unto the State of Minnesota,

(hereinafter called "Obligee"), as Obligee, in the penal sum of TWO THOUSAND AND NO/100 - - - - - Dollars (\$ 2,000.00), good and lawful money of the United States of America, for the payment of which, well and truly to be made, we bind ourselves, our heirs, administrators, executors, successors, and assigns, jointly and severally, firmly by these presents.

Sealed with our seals and dated this 12th day of January

A. D. 1928

Whereas, the above bounded Principal has entered into a certain written contract with the above named Obligee, dated the 30th day of December 1927, performance of said contract in connection with Motro Vehicle Registration, as is more fully set forth in said contract, - - - - -

which contract is hereby referred to and made a part hereof as fully and to the same extent as if copied at length herein.

Now, therefore, the condition of the above obligation is such, That if the above bounden Principal shall well and truly keep, do and perform, each and every, all and singular, the matters and things in said contract set forth and specified to be by the said Principal kept, done and performed at the time and in the manner in said contract specified, and shall pay over, make good and reimburse to the above named Obligee, all loss and damage which said Obligee may sustain by reason of failure or default on the part of said Principal, then this obligation shall be void; otherwise to be and remain in full

St. Paul, Minn.

force and effect.

January 30 1928

Approved as to form and execution.

Quintus M. Shaw
Attorney General

Reuben H. Donnelley Pres.
Thomas E. Donnelley Sec.

Attest: *Walter E. Blazynski*
Resident Assistant Secretary

NATIONAL SURETY COMPANY

By *John W. McKeown*
Resident Vice-President.

of Wm. E. Joyce & Co.

NATIONAL SURETY COMPANY

CAPITAL \$10,000,000

CERTIFICATE OF APPOINTMENT OF RESIDENT VICE-PRESIDENT

Know all Men by These Presents, That
John McPolony

has/have been and is/are hereby appointed Resident Vice-President(s) of the NATIONAL SURETY COMPANY, at Chicago, Illinois and as such Resident Vice-President(s) has/have full power and authority to sign and execute on behalf of the Company any and all bonds, and all bonds signed by him/them when sealed and attested by the Secretary, an Assistant Secretary, or a Resident Assistant Secretary, shall be valid and binding upon the Company as if said bonds had been signed by the Chairman, the Vice-Chairman, the President or a Vice-President and duly sealed and attested.

CERTIFICATE OF APPOINTMENT OF RESIDENT ASSISTANT SECRETARY

Know all Men by These Presents, That
Anton A. Hoogland

has/have been and is/are hereby appointed Resident Assistant Secretary(s) of the NATIONAL SURETY COMPANY, at Chicago, Illinois and as such Resident Assistant Secretary(s) has/have power and authority to seal and attest on behalf of the Company any and all bonds, and all bonds sealed and attested by him/them when signed by the Chairman, the Vice-Chairman, the President, a Vice-President or a Resident Vice-President shall be as valid and binding upon the Company as if said bonds had been sealed and attested by the Secretary.

Said appointment(s) is/are made under and by authority of the following By-Law adopted by the Board of Directors of the NATIONAL SURETY COMPANY at the meeting duly called and held on the third day of October, 1922:

"ARTICLE XII. Resident Officers and Attorneys-in-Fact.

"SECTION 1. The Chairman, Vice-Chairman, President or any Vice-President may, from time to time, appoint Resident Vice-Presidents, Resident Assistant Secretaries and Attorneys-in-Fact to represent and act for, and on behalf of the Company, and either the Chairman, Vice-Chairman, President or any other Vice-President, the Board of Directors, or the Executive Committee, may at any time remove any such Resident Vice-President, Resident Assistant Secretary or Attorney-in-Fact, and revoke the power and authority given them."

"SECTION 2. Resident Vice-Presidents.—Resident Vice-Presidents shall have power and authority to sign and execute on behalf of the Company any and all bonds, recognizances, contracts of indemnity and other writings obligatory in the nature thereof, and to bind the Company thereby as fully and to the same extent as the President could bind it."

"SECTION 3. Resident Assistant Secretaries.—Resident Assistant Secretaries shall have power and authority to affix the seal of the Company to, and attest on behalf of the Company, any and all bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature thereof, and to bind the Company thereby as fully and to the same extent as the Secretary could bind it."

IN WITNESS WHEREOF, the NATIONAL SURETY COMPANY has caused these presents to be signed by its Vice-President and its corporate seal to be hereto affixed, duly attested by its Assistant Secretary, this 20th day of December, A. D. 1922

NATIONAL SURETY COMPANY,

By J. L. Hoo
Vice-President.

ATTEST: B. R. Hoogland
Assistant Secretary.

STATE OF NEW YORK, }
COUNTY OF NEW YORK, } ss.:
On this 20th day of December, A. D. 1922, before me personally came J. L. Hoo to me known, who, being by me duly sworn, did depose and say that he resides in the City of New York; that he is the Vice-President of the NATIONAL SURETY COMPANY, the corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

B. R. Hoogland

(Notarial Seal)

STATE OF NEW YORK, }
COUNTY OF NEW YORK, } ss.:
I, B. R. Hoogland, Assistant Secretary of the NATIONAL SURETY COMPANY, do hereby certify that the above and foregoing is a true and correct copy of an instrument executed by said NATIONAL SURETY COMPANY which is still in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Company, at the City of New York, this 20th day of December, A. D. 1922

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B. R. Hoogland
Assistant Secretary.