

STATE OF NEW YORK
COUNTY OF Westchester

19 10 1983

On the 15th day of December in the year 1983 before me

personally came George O. Brewster to me known, who, being by me duly sworn,

22 Seeley Rd.,
Wilton, CT
did depose and say that he/she resides in Wilton, CT that he/she is an Attorney in Fact of FIREMAN'S FUND INSURANCE COMPANY, the corporation described in and which executed the above instrument, that he/she knows the seal of said corporation, that the seal affixed to said instrument is such corporate seal that it was so affixed by the board of directors of said corporation, and that he/she signed his/her name thereto by like order, and that the Superintendent of Insurance of the State of New York has, pursuant to Chapter 132 of the Laws of the State of New York for the year 1980 constituting Chapter 23 of the Consolidated Laws of the State of New York known as the Insurance Law, as amended, issued to the Fireman's Fund Insurance Company his/her certificate that said Corporation is qualified to become and be accepted as surety or guarantor on all bonds, undertakings, recognizances, guarantees and other obligations required or permitted by law, and that such certificate has not been revoked.

Leona H. Walker
LEONAH Z. WALKER Notary Public
Notary Public, State of New York
No. 474763
Qualified in Rockland County
Commission Expires March 31, 1985

STATE OF NEW YORK
COUNTY OF Westchester

I, JEREMY H. WILDER, Assistant Secretary of FIREMAN'S FUND INSURANCE COMPANY, do hereby certify that the following is a full, true and correct copy of Article VII and VIII of the By-Laws of the FIREMAN'S FUND INSURANCE COMPANY, adopted to be effective on the 31st day of December, 1966, and now in full force and effect, to wit:

Article VII. Execution of Instruments Pertaining to the Insurance Business of the Company.
Section 29. All policies, bonds, undertakings, certificates of insurance, cover notes, recognizances, contracts of indemnity, endorsements, stipulations, waivers, contents of suits, reinsurances, assignments or agreements, surety and custody obligations and agreements, underwriting undertakings, and all other instruments pertaining to the insurance business of the Corporation, shall be validly executed when signed on behalf of the Corporation by the Chairman of the Board of Directors, the President, any Vice President, any other officer, employee, agent or attorney-in-fact authorized to so sign by (i) the Board of Directors, (ii) the Chairman of the Board of Directors, (iii) the President, (iv) any Vice President, or (v) any other person empowered by the Board of Directors, the Chairman of the Board of Directors, the President, or any Vice President to give such an authorization, provided that all policies of insurance shall also bear the signature of the Secretary, which may be a facsimile, and unless manually signed by the Chairman of the Board of Directors, the President, or a Vice President, a facsimile signature of the Chairman of the Board of Directors or the President. A facsimile signature of a former officer shall be of the same validity as that of an existing officer.
The affixing of the Corporate seal shall not be necessary to the valid execution of any instrument but any person authorized to execute such instrument may affix the Corporation's seal thereto.

Article VIII. Appointment and Authority of Resident Assistant Secretaries, Attorneys-in-Fact, and Agents to Accept Legal Process and Make Appearances.

Section 30. Appointment. The Chairman of the Board of Directors, the President, any Vice President, or any other person authorized by the Board of Directors, the Chairman of the Board of Directors, the President or any Vice President, may, from time to time, appoint Resident Assistant Secretaries and Attorneys-in-Fact to represent and act for and on behalf of the Corporation and Agents to accept legal process and make appearances for and on behalf of the Corporation.

Section 31. Authority. The authority of such Resident Assistant Secretaries, Attorneys-in-Fact, and Agents shall be as prescribed in the instrument effecting their appointment, and any such appointment and all authority granted thereby may be revoked at any time by the Board of Directors or by any person empowered to make such appointment.

I do further certify that pursuant to said By-Laws, Richard Abraham, Barbara Bausen, Kenneth N. Berk, Roland Blackburn, Thomas B. Einsdell, George O. Brewster, Theresa L. Bruns, Ernest W. Carella, Kenneth J. Conello, Helen G. Cristes, Robert DiScola, Barbara A. Dougherty, Bill W. Ehlers, George Fahn, John K. Goldwater, Patricia E. Kelly, Rita M. Kilduff, Diane M. Kroecker, Irene H. Lapinski, Karen McMullin, Susan Mahn, James B. May, Zella Maltz, Mary Kay O'Brien, Joan M. Finner, Roger E. Radka, Robert R. Scott, Beatrice Shear, Florence Smith, Melissa Stepnowski, Joseph A. Vallara, Robert J. Wheaton, Jeremy H. Wilder, and Robert P. Zeller, were each duly appointed Attorney-in-Fact of FIREMAN'S FUND INSURANCE COMPANY, on the 15th day of February, 1982, with full power and authority to execute, acknowledge and deliver any and all bonds, recognizances, contracts, agreements of indemnity and other conditional or obligatory undertakings, without limitation as to the amount. Said power of attorney is in full force and effect and has not been revoked.

I do further certify that the following is a true statement of the assets and liabilities of FIREMAN'S FUND INSURANCE COMPANY at the close of business on December 31, 1981 taken from the books and records of said Company and is prepared in accordance with the statement on file with the Insurance Department of the State of New York, to wit:

ASSETS:		LIABILITIES, SURPLUS AND OTHER FUNDS:	
*Government Bonds	\$ 124,212,500.03	Loss and Loss Expense Reserve	\$1,414,150,763.81
*State and Municipal Bonds	1,256,478,849.71	Unearned Premium Reserve	625,473,750.79
*Miscellaneous Bonds	172,214,268.61	All Other Claims, Demands and Reserves	457,350,727.46
†Stocks	912,350,776.05	Total Liabilities	2,555,931,242.06
Cash in Banks and Company's Office	5,409,765.95	Capital Paid-up	\$ 3,615,000.00
Accrued Interest	33,144,069.50	Net Surplus	810,054,634.67
Premiums in Course of Collection and Other Assets	856,262,306.57	Policyholder's Surplus	813,063,634.67
Total Assets	\$3,378,050,876.73	Total Capital, Surplus and Reserves	\$3,370,050,876.73

*Bonds are stated at Amortized Values.

†Stocks are stated at Market Values.

I do further certify that the Superintendent of Insurance of the State of New York has issued to the FIREMAN'S FUND INSURANCE COMPANY his certificate that said Company is qualified to become and be accepted as surety or guarantor on all bonds, undertakings and other obligations or guarantees, as provided in the Insurance Law of the State of New York and all laws amendatory thereof and supplementary thereto, and that such certificate has not been revoked.

Jeremy H. Wilder
Assistant Secretary

Subscribed and sworn to before me this

15th day of December, 1983

Leona H. Walker
Notary Public
360175 FF-3-82
LEONAH Z. WALKER
Notary Public, State of New York
No. 474763
Qualified in Rockland County
Commission Expires March 31, 1985

Recorded January 5, 1984 at 10:56 A/H

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