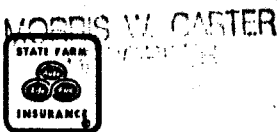


STATE OF INDIANA
LAKE COUNTY
CONTINUATION CERTIFICATE

(For Use On Surety Bonds): 45

97084483



STATE FARM FIRE AND CASUALTY COMPANY

BLOOMINGTON, ILLINOIS

The STATE FARM FIRE AND CASUALTY COMPANY (hereinafter called the Company) hereby continues in force its Bond No. 94-61-5039-5 in the sum of Dollars (\$ 5,000.00),

FIVE THOUSAND DOLLARS AND NO CENTS

on behalf of UNION ELECTRIC INC

in favor of ALL CITIES, TOWNS, & MUNICIPALITIE OF LAKE COUNTY

for the (extended) term, subject to all the covenants and conditions of said Bond, beginning on JANUARY 01, 1998 and ending on JANUARY 01, 1999.

This Continuation is executed upon the express condition that the Company's liability under said Bond and this and all continuations thereof shall not be cumulative and shall in no event exceed the sum stated above.

IN WITNESS WHEREOF, the Company has caused this instrument to be signed by its officers proper for the purpose and its corporate seal to be hereto affixed NOVEMBER 17, 1997.



STATE FARM FIRE AND CASUALTY COMPANY
(Surety)

By: *Christina M. Palmer* (SEAL)
Attorney-in-Fact

Power of Attorney
STATE FARM FIRE AND CASUALTY COMPANY

KNOW ALL PERSONS BY THESE PRESENTS: That STATE FARM FIRE AND CASUALTY COMPANY, an Illinois corporation, with its principal office in Bloomington, Illinois, does hereby constitute and appoint: John C. Anderson, Sheri Anderson, Meg Bottorff, Diana L. Boyd, Teri Brady, Maura Brown, Tammy Brown, Ceola Campbell, Pamela Chancellor, Walter D. Clark, Leon Cook, Ruth Davis, Julie Freed, Bobby L. Gale, John Gibson, Christine M. Goben, William L. Gordon, Suzanne M. Greif, John R. Horton, Kim Jimenez, Cynthia Johnson, Mary Johnson, Susan K. Johnson, Julia Klinzing, G.F. Krawczyk, Janet R. Leake, Sharran Manns, Theresa Miller, Donna K. O'Crowly, Debra Prater, Lynn Rakowski, Alice Schuler, Kim Shine, Trudy Spence, Heidi Stevens, Wilma L. Weinzierl, Mary C. Wissehr of Bloomington, Illinois its true and lawful Attorney(s)-in-Fact, to make, execute, seal and deliver for, and on its behalf as surety, any and all bonds, undertakings or other writings obligatory in the nature of a bond as follows:

Any such obligation in any amount This appointment is made under and by the authority of a resolution which was passed by the Executive Committee of the Board of Directors of State Farm Fire and Casualty Company on the 24th day of July, 1974, as is duly authorized by the Board of Directors in Article II, Section 6 of the By-Laws of the Company, which resolution is:

Resolved, that the Executive Vice-President or a Vice-President of the Company is hereby authorized to appoint and empower any representative of the Company or other person or persons as Attorney-in-Fact to execute on behalf of the Company any bonds, undertakings, policies, contracts of indemnity or other writings obligatory in the nature of a bond, which the Company might execute through its duly elected officers, and affix the seal of the Company thereto. Any said execution of such documents by an Attorney-in-Fact shall be as binding upon the Company as if they had been duly executed and acknowledged by the regularly elected officers of the Company. Any Attorney-in-Fact, so appointed, may be removed for good cause and the authority so granted may be revoked as specified in the Power of Attorney.

Resolved, that the signature of the Executive Vice-President or any Vice-President and the seal of the Company may be affixed by facsimile on any power of attorney granted, and the signature of the Secretary, Vice President or Assistant Secretary, and the seal of the Company may be affixed by facsimile to any certificate of any such power and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. Any such power so executed and sealed and certificate so executed and sealed shall, with respect to any bond or undertaking to which it is attached, continue to be valid and binding on the Company.

IN WITNESS THEREOF, STATE FARM FIRE AND CASUALTY COMPANY has caused this instrument to be signed by its Vice-President, and its Corporate Seal to be affixed this 1st day of June 1997.

This APPOINTMENT SHALL CEASE AND TERMINATE AUTOMATICALLY AS OF DECEMBER 31, 1998, UNLESS SOONER REVOKED AS PROVIDED.



STATE FARM FIRE AND CASUALTY COMPANY

W. Donald Sullivan

By: _____
Vice-President

THIS POWER INVALID IF GREEN IMPRINTS ARE NOT PRESENT IN THEIR ENTIRETY

STATE OF ILLINOIS
COUNTY OF McLEAN

On this 1st day of June 1997, before me personally came W. Donald Sullivan to me known, who being duly sworn, did depose and say that he is Vice-President of STATE FARM FIRE AND CASUALTY COMPANY, the corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such Corporate Seal; and that he executed said instrument on behalf of the corporation by authority of his office under the By-Laws of said corporation.

"OFFICIAL SEAL"
Sharran Kaye Manns
Notary Public, State of Illinois
My Commission Expires 2/11/99

Sharran Kaye Manns

Notary Public
My commission expires February 11, 1999

CERTIFICATE

I, the undersigned Vice-President of STATE FARM FIRE AND CASUALTY COMPANY, do hereby certify that the original Power of Attorney of which the foregoing is a true and correct copy, is in full force and effect and has not been revoked and the resolutions as set forth are now in force.

Signed and sealed at Bloomington, Illinois. Dated this 17th day of NOVEMBER 1997



Harold L. Gray Jr.

Vice-President

If you have a question concerning the validity of this Power of Attorney, call (309) 766-1161.