

Bond No. 208103219571BCM
(Right of Way Permit)

FILED FOR RECORD

LICENSE OR PERMIT BOND

TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

99082469

Stamford, Connecticut 09 OCT -6 AM 11:29

KNOW ALL MEN BY THESE PRESENTS:

MORRIS W. CARTER
RECORDER

THAT WE, LEVEL 3 COMMUNICATIONS, LLC, as Principal, and TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, a corporation duly incorporated under the laws of the State of Connecticut, and authorized to do business in the state of Indiana, as Surety, are held and firmly bound unto City of Gary, Indiana, 401 Boradway, Gary, IN 46402 in the penal sum of Five Thousand and No/100-----(\$5,000.00) Dollars, for the payment of which we hereby bind ourselves, or heirs, executors and administrators, jointly and severally by these presents.

THE CONDITIONS OF THIS BOND ARE SUCH, that the said Principal has applied for restoration/right of way permit for roadways in accordance with the requirements of the City of Gary, Indiana and has agreed to hold said City of Gary, Indiana harmless from any damage by reason of his/her engaging in said business.

NOW, THEREFORE, if said Principal shall faithfully perform all the duties of Permit according to the requirements of the ordinance of said City of Gary, Indiana and protect said City of Gary, Indiana from any damage as hereinbefore stated, then this obligation shall be null and void; otherwise to remain in full force and effect.

This bond may be terminated as to future acts of the Principal upon thirty (30) days written notice by the Surety; said notice to be sent to 401 Boradway, Gary, IN 46402 of the aforesaid City of Gary, Indiana by certified mail.

Provided, However, that this bond may be continued at the option of the Surety by the issuance of a non-cumulative Continuation Certificate.

This bond becomes effective on the 30th day of September, 1999 for a period ending on the 30th day of September, 2000.

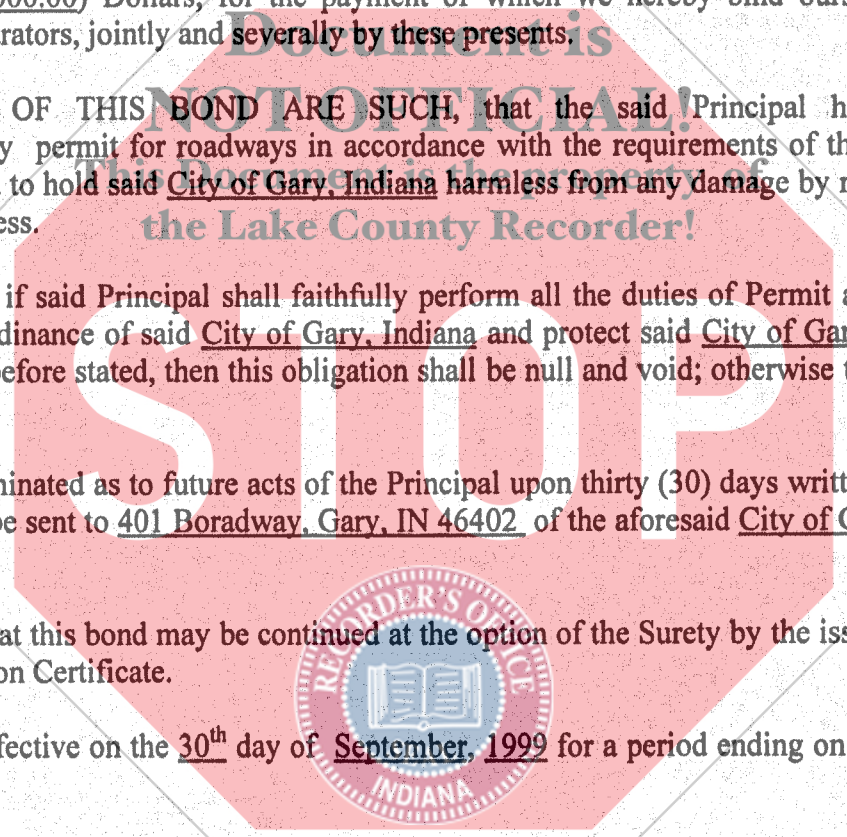
DATED: September 23, 1999

LEVEL 3 COMMUNICATIONS, LLC
Principal

By Paul Foss
Paul Foss Title Attorney in Fact

TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

By Claudia A. Rathbun
Claudia A. Rathbun, Attorney-in-fact
Aon Risk Services, 5000 Central Park Drive,
Suite 101, Lincoln, NE 68504 402/436-2127



14.00
E.P.
CS

POWER OF ATTORNEY

LEVEL 3 COMMUNICATIONS, LLC, a Delaware limited liability company, appoints **PAUL FOSS** as its Attorney-in-Fact with the authority to act on behalf of the company to execute, acknowledge and deliver any and all agreements, instruments and documents with respect to surety bonds issued for the benefit of the company and its subsidiaries ("Surety Bond Documents"), hereby ratifying and confirming all the **PAUL FOSS** as said attorney, shall lawfully do or cause to be done by virtue hereof; provided, however, that such grant of authority shall not apply if the stated amount of the related surety bond exceeds \$100,000.

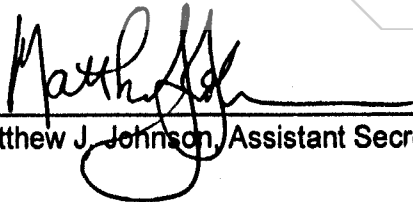
The Company reserves the right to revoke or amend this Power of Attorney.


Signed on behalf of the Company by its duly authorized offices on September 1, 1998.

ATTEST



LEVEL 3 COMMUNICATIONS, LLC


Matthew J. Johnson, Assistant Secretary


Thomas C. Stortz, Senior Vice President

**CERTIFIED COPY OF RESOLUTION
OF BOARD OF MANAGERS OF LEVEL 3 COMMUNICATIONS, LLC**

"RESOLVED, that the Company is hereby authorized to enter into and perform various agreements, instruments and documents with respect to surety bonds issued for the benefit of the Company and its subsidiaries ("Surety Bond Documents"); and further

"RESOLVED, that the President or any Vice President of the Company be, and they hereby are, authorized and directed to execute and deliver in the name of and for and in behalf of the Company a proper Power of Attorney appointing **PAUL FOSS** Attorney-in-Fact for the Company and its name, place and stead to execute, acknowledge and deliver any and all Surety Bond Documents; provided, however, that he shall have no such authority if the amount of the related surety bond exceeds \$100,000; and further provided that the foregoing appointment of **PAUL FOSS** as above specified, is hereby specifically made subject to revocation or amendment thereof as may hereafter be made."

I, Matthew J. Johnson, certify that I am the Assistant Secretary of Level 3 Communications, LLC, a Delaware limited liability company (the "Company").

I certify that: (1) The resolution quoted above was adopted by the Consent Action of the Board of Managers of the Company, signed by all Managers of the Company as of September 1, 1998. (2) Any action of the Board of Managers of the Company may be taken without a meeting if all members of the Board consent in writing. (3) The signed Consent Action has been filed in the Minute Book of the Company. (4) The resolution has not been revoked or amended and is now in full force and effect.

SIGNED AND SEALED on behalf of the Company as of September 15, 1998.



Matthew J. Johnson, Assistant Secretary of
LEVEL 3 COMMUNICATIONS, LLC