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UTICA MUTUAL INSURANCE COMPANY

STATE OF INDIANA
NEW HARTFORD, NEW YORK
FILED FOR RECORD
GENERAL LICENSE AND PERMIT BOND

99083191

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BOND NO. SU 2333703

MORRIS W. CARTER
RECORDER

KNOW ALL MEN BY THESE PRESENTS,

that We, **Sears Home Improvement Products, Inc.**
as Principal, and **UTICA MUTUAL INSURANCE COMPANY**, a corporation organized and existing under the laws of the State of New York and authorized to transact business in the State of **Indiana**, as Surety, are held and firmly bound unto **Lake County, Indiana and all cities, towns or municipalities therein**

as Oblige, in the sum of **FIVE THOUSAND and 00/100 Dollars (\$ 5,000.00)** lawful money of the United States of America, to be paid to the said Oblige or its successors, for which payment well and truly to be made, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, firmly by these presents.

SEALED WITH OUR SEALS and dated this **1st day of October 1999**

WHEREAS, THE ABOVE bounded Principal has been or is about to receive a permit or be duly licensed as a **General Contractor** by the Oblige in accordance with the rules and regulations of the said Oblige.

NOW, THEREFORE, THE CONDITION OF THIS OBLIGATION is such, that if the said Principal shall well and truly indemnify and save harmless the Oblige from all damages or claims for damages caused by him or his agents arising out of any work done under and by virtue of such permit or license during the period from **November 17, 1999 to November 17, 2000** then this obligation to be null and void; otherwise to be and remain in full force and effect.

The Surety may cancel this bond at any time by filing with the Oblige thirty (30) days' written notice of its desire to be relieved of liability. The Surety shall not be discharged from any liability already accrued under this bond, or which shall accrue hereunder before the expiration of the thirty day period.

SEARS HOME IMPROVEMENT PRODUCTS, INC.

By: John J. Boyd

UTICA MUTUAL INSURANCE COMPANY

By: Steven F. Cooke
Attorney-in-fact
Steven F. Cooke

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UTICA MUTUAL INSURANCE COMPANY

NEW HARTFORD, NEW YORK

No470 _____

POWER OF ATTORNEY

Know all men by these Presents, the UTICA MUTUAL INSURANCE COMPANY, as a New York Corporation, having its principal office in the Town of New Hartford, County of Oneida, State of New York, does hereby make, constitute and appoint Steven F. Cooke, Lisa M. Kozej, Bonita L. Henson Pittsburgh, Pennsylvania

its true and lawful Attorney(s)-in-fact in their separate capacity if more than one is named above to make, execute, sign, seal and delivery for and on its behalf as surety and as its act and deed (without power of redelegation) any and all bonds and undertakings and other writings obligatory in the nature thereof (except bonds guaranteeing the payment of principal and interest of notes, mortgage bonds and mortgages) provided the amount of no one bond or undertaking exceeds Five Hundred Thousand & 00/100 Dollars (\$ 500,000.00).

The execution of such bonds and undertakings shall be as binding upon said UTICA MUTUAL INSURANCE COMPANY as fully and to all intents and purposes as if the same had been duly executed and acknowledged by its regularly elected officers and its Home Office in New Hartford, New York.

This Power of Attorney is granted under and by authority of the following resolution adopted by the Directors of the UTICA MUTUAL INSURANCE COMPANY on the 27th day of November, 1961.

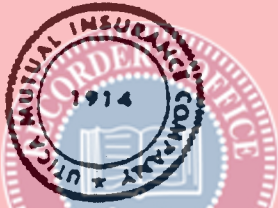
*Resolved, that the President or any Vice-President, in conjunction with the Secretary or any Assistant Secretary, be and they are hereby authorized and empowered to appoint Attorneys-in-fact of the Company, in its name and as its acts, to execute and acknowledge for and on its behalf as Surety any and all bonds, recognizances, contracts of indemnity and all other writings obligatory in the nature thereof, with power to attach thereto the seal of the Company. Any such writings so executed by such Attorneys-in-fact shall be binding upon the Company as if they had been duly acknowledged by the regularly elected Officers of the Company in their own proper persons.

*No Therefore, the signatures of such officers and the seal of the Company may be affixed to any such Power of Attorney by a facsimile, and any such Power of Attorney bearing such facsimile signatures or seal shall be valid and binding upon the Company.

In Witness Whereof, the UTICA MUTUAL INSURANCE COMPANY has caused these presents to be signed by its Authorized Officers, this 3rd day of April, 1998.

UTICA MUTUAL INSURANCE COMPANY

George P. Wardley
Secretary



W. Craig Heston
Chairman of the Board
Chief Executive Officer

STATE OF NEW YORK }
COUNTY OF ONEIDA } ss:

On this 3rd day of April, 19 98 before me, a Notary Public in and for the State of New York, personally came W. CRAIG HESTON and GEORGE P. WARDLEY to me known, who acknowledged execution of the preceding instrument and, being by me duly sworn, do depose and say, that they are President and Secretary respectively of UTICA MUTUAL INSURANCE COMPANY; and that the seal affixed to said instrument is the corporate seal of UTICA MUTUAL INSURANCE COMPANY; and that the said corporate seal is affixed and their signatures subscribed to said instrument by authority and order of the Board of Directors of said Corporation.

In Testimony Whereof, I have hereunto set my hand at New Hartford, New York, the day and year first above written.

STATE OF NEW YORK }
COUNTY OF ONEIDA } ss:



Rosemary Wadas
ROSEMARY WADAS Notary Public
Notary Public in the State of New York
Appointed in Oneida County
My Commission Expires April 30, 1998

I, Stephen J. Lorenz Assistant Secretary of the UTICA MUTUAL INSURANCE COMPANY do hereby certify that the foregoing is a true and correct copy of a Power of Attorney, executed by said UTICA MUTUAL INSURANCE COMPANY, which is still in full force and effect.

In Witness Whereof, I have hereunto set my hand and affixed the Seal of the said Corporation at New Hartford, New York, this 1st day of October, 19 99.

Stephen J. Lorenz
Assistant Secretary