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BD250 00014

CONTINUATION CERTIFICATE

X

PEERLESS INSURANCE
Member Liberty Mutual Group



62 Maple Avenue
Keene, New Hampshire 03431

PEERLESS INSURANCE COMPANY

BOND/POLICY NO. 18-867776

CONTINUATION EFFECTIVE DATE

FROM 10/12/00 TO 10/12/01

PRINCIPAL/INSURED - NAME & ADDRESS

AGENT 36-10-622

WITHAM SALES & SERVICE INC
6435 HOWARD AVE
HAMMOND, IN 46320

PHELAN INSURANCE AGENCY INC
PO BOX 1 863 EAST MAIN
VERSAILLES OH 45380
(937) 526-3111

2000 076779

OBLIGEE
LAKE COUNTY IND

This Document is the property of
the Lake County Recorder!

BOND/POLICY AMOUNT

\$5,000.00

STOP

2000 OCT 20

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORDING

IT IS HEREBY AGREED THAT THE CAPTIONED NUMBERED BOND/POLICY IS CONTINUED
IN FORCE IN THE ABOVE AMOUNT FOR THE PERIOD OF THE CONTINUED TERM STATED
ABOVE AND IS SUBJECT TO ALL THE COVENANTS AND CONDITIONS OF SAID BOND/POLICY.

THIS CONTINUATION SHALL BE DEEMED A PART OF THE ORIGINAL BOND/POLICY, AND
NOT A NEW OBLIGATION, NO MATTER HOW LONG THE BOND/POLICY HAS BEEN IN FORCE OR
HOW MANY PREMIUMS ARE PAID FOR THE BOND/POLICY, UNLESS OTHERWISE PROVIDED FOR
BY STATUTE OR ORDINANCE APPLICABLE.

IN WITNESS WHEREOF, THE COMPANY HAS CAUSED THIS INSTRUMENT TO BE DULY
SIGNED, SEALED AND DATED AS OF THE ABOVE CONTINUATION EFFECTIVE DATE.

PEERLESS INSURANCE COMPANY

BY: *Janet E. McEldowney*
ATTORNEY-IN-FACT

12.00
AC
CS

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND ON WHITE PAPER

PEERLESS INSURANCE COMPANY
THE NETHERLANDS INSURANCE COMPANY
61 MAPLE AVENUE KEENE, NEW HAMPSHIRE, 03424

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Peerless Insurance Company and/or The Netherlands Insurance Company, each being a New Hampshire Corporation having its principal office in the City of Keene, County of Cheshire, State of New Hampshire do/does hereby make, constitute and appoint:

****James B. Phelan; Janet E. McEldowney; Karen R. Keiser; Todd W. Phelan****

of Versailles in the State of Ohio their/its true and lawful attorney(s)-in-fact, with full power and authority hereby conferred in their/its name, place and stead, to sign, execute, acknowledge and deliver in their/its behalf, and as their/its act and deed, without power of redelegation, as follows:

bonds, undertakings, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof, unlimited as to Dollar Amount:

and to bind the Company(ies) making this appointment thereby as fully and to the same extent as if such bond or undertaking was signed by the duly authorized officers of the Company(ies), and all the acts of said attorney(s), pursuant to the authority herein given are hereby ratified and confirmed.

AUTHORITY FOR MAKING APPOINTMENT OF ATTORNEYS-IN-FACT

Section 7 of Article 3 of Bylaws of Peerless Insurance Company, as amended May 30, 1997, states: "The Senior Vice President(s) and Vice President(s) of the Company's Bond Profit Center may appoint and remove Attorneys-in-Fact and assign to them and revoke as appropriate such duties, powers and authority as may be advantageous to the Company including the execution and attestation of bonds, undertakings, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof and other documents on behalf of the Company with power to redelegate such authority."

Section 9 of Article 5 of Bylaws of The Netherlands Insurance Company, as amended May 30, 1997 and June 16, 1997, states: "The Senior Vice President(s) and Vice President(s) of the Company's Bond Profit Center may appoint and remove Attorneys-in-Fact, and assign to them and revoke as appropriate such duties, powers and authority as may be advantageous to the Company including the execution and attestation of bonds, undertakings, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof and other documents on behalf of the Company with power to redelegate such authority."

USE OF FACSIMILE SIGNATURES

Use of facsimile signatures by Peerless Insurance Company is made pursuant to Resolution of the Board of Directors of Peerless Insurance Company, dated April 28, 1988. Use of facsimile signatures by The Netherlands Insurance Company is made pursuant to Resolution of the Board of Directors of The Netherlands Insurance Company, dated April 28, 1988.

COMPANY MAKING APPOINTMENT

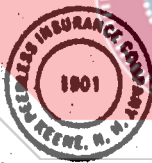
The company making this appointment is identified by an "X" in the box opposite its name in the space provided below. It is the intent of Peerless Insurance Company and The Netherlands Insurance Company to use this instrument for the appointment of Attorney(s)-in-Fact for either Company designated, or for both Companies, if so indicated. In Witness Whereof

PEERLESS INSURANCE COMPANY THE NETHERLANDS INSURANCE COMPANY
has/have caused these presents to be signed by its Vice President, and its Corporate Seal to be hereto affixed by its Assistant Secretary, this 4th day of January, 2000

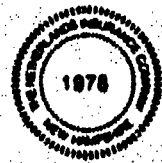
PEERLESS INSURANCE COMPANY

THE NETHERLANDS INSURANCE COMPANY

By: Matthew Klimczak
Vice President



By: Matthew Klimczak
Vice President



Attest: Jane F. Taylor
Assistant Secretary

Attest: Jane F. Taylor
Assistant Secretary

STATE OF NEW HAMPSHIRE
COUNTY OF CHESHIRE

The foregoing instrument was acknowledged before me this 4th day of January, 2000, by Matthew Klimczak, Vice President of the Bond Profit Center of Peerless Insurance Company and of The Netherlands Insurance Company and Jane F. Taylor, Assistant Secretary of Peerless Insurance Company and The Netherlands Insurance Company, New Hampshire Corporations, on behalf of the corporations.

Rhonda E. Jardine
Notary Public



I, Jane F. Taylor, Assistant Secretary of Peerless Insurance Company and The Netherlands Insurance Company do hereby certify that the above and foregoing is a true and correct copy of Power of Attorney executed by the Company(ies) designated above which is still in force and effect. In witness whereof, I have hereunto set my hand and affixed the Seal(s) of the Company(ies), at Keene, New Hampshire, this 3rd day of OCTOBER, 2000



Jane F. Taylor
Assistant Secretary



THE BACK OF THIS DOCUMENT CONTAINS AN ARTIFICIAL WATERMARK. HOLD AT AN ANGLE TO VIEW