

Phoenix Assurance Company of New York

HOME OFFICE: 55 FIFTH AVENUE
NEW YORK 3, N. Y.



KNOW ALL MEN BY THESE PRESENTS:

That the PHOENIX ASSURANCE COMPANY OF NEW YORK, a New York Corporation, having its principal office in the City, County and State of New York, pursuant to the following by-law, which was duly adopted and passed by the Board of Directors of the said Company on March 7, 1956, to wit:

"Article IV, Section 1,

"The Board of Directors may also at any time appoint, and either by general resolution or specific delegation from time to time, may grant to the President or any Vice-President, power and authority to appoint Resident Vice-Presidents, Resident Secretaries, Resident Assistant Secretaries and Attorneys-in-Fact and to give such appointees full power and authority to sign and to seal with the Company's seal where required all policies, bonds, underwriting undertakings, and consents of surety and either the Board or such officer may at any time in their or his judgment remove any such appointees and revoke any authority given to them."

And the following resolution was duly passed by the Board of Directors on March 7, 1956:

"RESOLVED, That the President or the Executive Vice-President or any Vice-President shall without further act or resolution of the Board of Directors have power and authority to appoint Resident Vice-Presidents, Resident Secretaries, Resident Assistant Secretaries and Attorneys-in-Fact and to give such appointees full power and authority to sign and to seal with the Company's seal where required all policies, bonds, underwriting undertakings and consents of surety and such officer may at any time in his judgment remove such appointees and revoke any authority given to them."

does hereby nominate, constitute and appoint **JOSEPHINE L. MAYER of COLORADO** - - - - -

its true and lawful Attorney -in-Fact, to make, execute, seal and deliver for and on its behalf as surety and as its act and deed: **ANY AND ALL BONDS AND UNDERTAKINGS PROVIDED HOWEVER THAT THE**

PENAL SUM OF ANY ONE INSTRUMENT HEREUNDER SHALL NOT EXCEED ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS - - - - -

And the execution of such bonds or undertakings in pursuance of these presents shall be as binding upon said Company as fully and amply, to all intents and purposes as if they had been duly executed and acknowledged by the regularly elected officers of said Company; (and the said Company hereby ratifies and confirms all the acts of said Attorney -in-Fact pursuant to the power herein given).

The undersigned Secretary does hereby certify that the foregoing is a true copy of Article IV, Section 1, of the By-Laws and of resolutions of said Company, and the following is a true copy of a resolution adopted by the Board of Directors on September 6, 1957, relating to certification of this Power of Attorney, and that these By-Laws and resolutions are now in full force and effect.

"RESOLVED, That G. E. Armstrong, Robert J. Bell, Marion E. Bleakley, Boyd D. Bonar, J. X. Breslin, Roy E. Bucher, J. J. Campion, T. E. Cooper, T. J. Crymble, D. H. Davies, L. L. Denson, W. E. Dings, L. T. Hartmann, R. A. Hickman, H. W. Hoffmann, J. G. Hughes, James F. Joyce, M. D. Kinney, Kyle Leonard, W. D. Longstreet, Jr., J. Barry Loughridge, J. F. Lueders, R. MacDonald, J. Perry Mee, Jr., E. E. Moore, M. A. Olson, R. T. Pierce, F. M. Reimers, D. L. Rogers, D. Safford, Jr., J. C. Scotland, T. N. Sitler, George W. Smith, William Streets, G. A. Talbert, A. C. Weaver, Jr., be and each of them is hereby authorized and empowered to authenticate or certify under seal of this Company copies of original Powers of Attorney and as to the financial condition of the Company."

IN WITNESS WHEREOF, the PHOENIX ASSURANCE COMPANY OF NEW YORK has caused these presents to be signed by its Vice President and its corporate seal to be hereto affixed, duly attested by its Secretary on this 26th day of August, 1957.

SEAL: **PHOENIX ASSURANCE COMPANY OF NEW YORK**

ATTEST: F. E. Newton
F. E. Newton Secretary

By: D. W. LaRocque
D. W. LaRocque, Vice President

STATE OF NEW YORK }
COUNTY OF NEW YORK } ss:

On the date of execution of the preceding instrument, before me personally came the above-named **Vice** President and Secretary of the PHOENIX ASSURANCE COMPANY OF NEW YORK, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and sayeth, that they are the said officers of the Company aforesaid, and that the seal affixed to the preceding instrument is the corporate seal of said Company and that the said corporate seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Company.

Leonard H. Rossen
Notary Public

CERTIFICATE

I, the undersigned, authorized representative of the PHOENIX ASSURANCE COMPANY OF NEW YORK, 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.

IN WITNESS WHEREOF, I have hereunto set by hand and affixed the seal of said Company, this 6th day of July, 1959

[Signature]
Authorized Representative.

This Power of Attorney limits the act of those named therein to the bonds and undertakings specifically named therein, and they have no authority to bind the Company except in the manner and to the extent therein stated.