

Olivencia, Mildred

From: Port Authority [webmaster@mail132-224.atl131.mandrillapp.com] on behalf of Port Authority [webmaster@panynj.gov]
Sent: Monday, April 11, 2016 10:13 AM
To: Van Duyne, Sheree; Ng, Danny; Torres-Rojas, Genara; Olivencia, Mildred; Shalewitz, William
Subject: FOI Request Submitted

A Freedom of Information request has been submitted.

Request date: 04/11/2016

Requested by: Liz Fisher

Business: Virginia & Ambinder, LLP

Address: 40 Broad Street
7th Floor
New York, NY, Zip: 10004

Contact: Phone: (212) 943-9080
Email: lfisher@vandallp.com

Records seeking: In accordance with the Freedom of Information Code of the Port Authority of New York and New Jersey, this firm respectfully requests copies of any and all payment bonds submitted by general contractor Skanska USA Building, Inc. in relation to work performed in 2015 on the Oculus Project at the World Trade Center Transportation Hub by sub-contractor Metropolitan Enterprises, Inc. a/k/a Metropolitan Enterprises LLC.

THE PORT AUTHORITY OF NY & NJ

FOI Administrator

May 5, 2016

Ms. Liz Fisher
Virginia & Ambinder, LLP
40 Broad Street, 7th Floor
New York, NY 10004

Re: Freedom of Information Reference No. 16834

Dear Ms. Fisher:

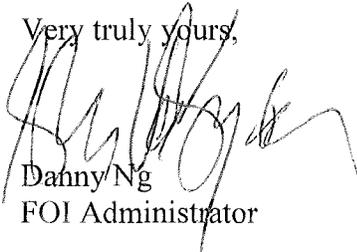
This is in response to your April 11, 2016 request, which has been processed under the Port Authority's Freedom of Information Code, copy enclosed, for "copies of any and all payment bonds submitted by general contractor Skanska USA Building, Inc. in relation to work performed in 2015 on the Oculus Project at the World Trade Center Transportation Hub by sub-contractor Metropolitan Enterprises, Inc. a/k/a Metropolitan Enterprises LLC."

Material responsive to your request can be found on the Port Authority's website at <http://corpinfo.panynj.gov/documents/16834-C/>. Paper copies of the available records are available upon request.

Certain portions of the material responsive to your request are exempt from disclosure as, among other classifications, personal privacy.

Please refer to the above FOI reference number in any future correspondence relating to your request.

Very truly yours,



Danny Ng
FOI Administrator

Enclosure

4 World Trade Center, 18th Floor
150 Greenwich Street
New York, NY 10007
T: 212 435 3642 F: 212 435 7555



THE PORT AUTHORITY OF NY & NJ
WTC CONSTRUCTION DEPARTMENT
115 BROADWAY, NY 10006

TO: Richard Creamer – 10th Floor
FROM: JENELLE PHILLIP
TEL: 212-435-5631/ Fax 212-435-5609
DATE: 6/30/11
SUBJECT: PAYMENT APPLICATION REQUEST

Contract No.	Contract # 4600007871: <ul style="list-style-type: none"> • WTC-264.615 - BP#33A Transit Hall Electric • WTC-264.618 - BP#7 Oculus Steel • WTC-264.623 - BP#36A Radio System
Contract Title	WTC HUB -Trade Packages
Contractor	Tishman-Turner JV
Vendor No.	
Purchase Order No.	
Period of Work Performed to	05/01/11-05/31/11

Reference:

DATE RECEIVED	06/23/11
DATE RECEIVED ACCEPTABLE FORM	06/28/11

- PA-33A - Payment Application No. 9-TC
- Contract Progress Report
- N/A C.O.'s/C.O. Payment Application Detail
- N/A N.C.L.S. Letters/Net Cost Summary
- N/A T. & M./Work Orders
- N/A Prevailing Rate of Wage Letter
- N/A Statement of Payments to M/W/DBE Subs/Contractors/Suppliers
- N/A Monthly Employment Utilization Report (M.E.U.R.)
- N/A Certified Payroll Reports

BOND ONLY

Other: PA APPROVED PAYMENT & PERFORMANCE BONDS, Letter of Authorization, BOND INVOICE, Cancelled Check.

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE 1 OF 5 PAGES

MP Rob Petrides 6/16/11

TO OWNER:
PORT AUTHORITY OF NEW YORK & NEW JERSEY
115 BROADWAY, NEW YORK, NY 10005

PROJECT: WTC 264.618

APPLICATION NO:

1 Distribution to:

FROM CONTRACTOR:
Skanska Koch Inc.
400 Roosevelt Ave.
Carteret, NJ. 07008

VIA ARCHITECT:

Pradeep Mehra
PRADEEP MEHRA 6.15.11

PERIOD TO:

<input checked="" type="checkbox"/>	OWNER
<input type="checkbox"/>	ARCHITECT
<input checked="" type="checkbox"/>	CONTRACTOR
<input type="checkbox"/>	
<input type="checkbox"/>	

PA PROJECT # WTC 264.618

CONTRACT DATE:

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	<u>1,621,556</u>	
2. Net change by Change Orders	\$	<u>0.00</u>	
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$	<u>1,621,556.00</u>	<i>1,621,556</i>
4. TOTAL COMPLETED & STORED TO DATE	\$	<u>0.00</u>	
(Column F on G703)			
5. RETAINAGE:			
a. _____ % of Completed Work	\$	<u>0.00</u>	
(Column D + E on G703)			
b. _____ % of Stored Material	\$	<u>0.00</u>	
(Column F on G703)			
Total Retainage (Lines 5a + 5b or			
Total in Column I of G703)	\$	<u>0.00</u>	
6. TOTAL EARNED LESS RETAINAGE	\$	<u>0.00</u>	
(Line 4 Less Line 5 Total)			
7. LESS PREVIOUS CERTIFICATES FOR			
PAYMENT (Line 6 from prior Certificate)	\$	<u>0.00</u>	
8. CURRENT PAYMENT DUE	\$	<u>0.00</u>	
9. BALANCE TO FINISH, INCLUDING RETAINAGE	\$	<u>1,621,556.00</u>	<i>1,621,556</i>
(Line 3 less Line 6)			

CONTRACTOR:

By: *[Signature]* Date: 5-20-2011
 State of: New Jersey County of: Middlesex
 Subscribed and sworn to before me this 20th day of May, 2011
 Notary Public: *[Signature]*
 My Commission expires:

JO-ANN PUSKAS
Notary Public of New Jersey
My Commission Expires April 21 2012

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$ _____

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform to the amount certified.)

ARCHITECT:

By: *[Signature]* Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$0.00	\$0.00
Total approved this Month		\$0.00
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	\$0.00

CONTINUATION SHEET

AIA DOCUMENT G703

Page 2 Of 2 Pages

Skanska Koch, Inc.
400 Roosevelt Ave
Carteret, NJ 07008

APPLICATION NO. 1
APPLICATION DATE 05/20/11
PERIOD TO 05/20/11
ARCHITECT'S PROJECT NO. _____

PA PROJECT # WTC 264.618

ITEM NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED			TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G/C)	BALANCE FINISH G)	TO (C-	RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)					
1	Provide Bond	1,621,566	0	0	0	0	0.00%	1,621,566	0	0
2		1,621,566	0	0	0	0	0.00%	1,621,566	0	0
3			0	0	0	0	0.00%		0	0
4			0	0	0	0	0.00%		0	0
5			0	0	0	0	0.00%		0	0
6			0	0	0	0	0.00%		0	0
7			0	0	0	0	0.00%		0	0
8			0	0	0	0	0.00%		0	0
9			0	0	0	0	0.00%		0	0
10			0	0	0	0	0.00%		0	0
11			0	0	0	0	0.00%		0	0
12			0	0	0	0	0.00%		0	0
13			0	0	0	0	0.00%		0	0
14			0	0	0	0	0.00%		0	0
15			0	0	0	0	0.00%		0	0
16			0	0	0	0	0.00%		0	0
17			0	0	0	0	0.00%		0	0
18			0	0	0	0	0.00%		0	0
19			0	0	0	0	0.00%		0	0
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29			0	0	0	0	0.00%		0	0
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34			0	0	0	0	0.00%		0	0
35			0	0	0	0	0.00%		0	0
36			0	0	0	0	0.00%		0	0
37			0	0	0	0	0.00%		0	0
38			0	0	0	0	0.00%		0	0
		Page Total	1,621,566	0	0	0		1,621,566		0

CONTINUATION SHEET

AIA DOCUMENT G703

Page 3 Of 2 Pages

1,621,566

1,621,566

SKANSKA KOCH INC

Invoice No. 100000440219

SKANSKA KOCH INC
Attn: John Papagiannakis
400 Roosevelt Avenue
Carteret NJ 07008 USA

Aon Risk Services Northeast, Inc.
Jericho NY Broadway Office
390 Broadway
Jericho NY 11753

Client Account No.	Invoice Date	Currency	Account Executive
570000045356	Mar-04-2011	US DOLLAR	Heidi Strom

Transaction No. 001

Insurance Co.	Policy No. / Named Insured	Policy Term	Trans. Eff. Date	Description	Amount
Travelers Casualty & Surety Co of America	105476681 SKANSKA KOCH INC	Mar-01-2011 - Sep-01-2013	Mar-01-2011	New - Contract Bond Premium	649,382.00
Comments Principal: SKANSKA KOCH INC. Obligee: PORT AUTHORITY OF NEW YORK AND NEW JERSEY (PANYNJ) Description: Oculus Steel Contract WTC-264.618 Contract Price & Bond Amount: \$204,720,000.00 For bond questions, contact Beverly Woolford at 516-733-7496.					
Agent/Broker: Aon Risk Services Northeast, Inc. 64,938 Commission					Transaction Total Due 649,382.00

Transaction No. 002

Insurance Co.	Policy No. / Named Insured	Policy Term	Trans. Eff. Date	Description	Amount
Fidelity & Deposit Company of MD	PRF09025536 SKANSKA KOCH INC	Mar-01-2011 - Sep-01-2013	Mar-01-2011	New - Contract Bond Premium	397,658.00
Comments Principal: SKANSKA KOCH INC. Obligee: PORT AUTHORITY OF NEW YORK AND NEW JERSEY (PANYNJ) Description: Oculus Steel Contract WTC-264.618 Contract Price & Bond Amount: \$204,720,000.00 For bond questions, contact Beverly Woolford at 516-733-7496.					
Agent/Broker: Aon Risk Services Northeast, Inc. 39,766 Commission					Transaction Total Due 397,658.00

**SKANSKA KOCH INC**

Invoice No. 10000440219

Transaction No. 003

Insurance Co.	Policy No. / Named Insured	Policy Term	Trans. Eff. Date	Description	Amount
Federal Insurance Company	82139760 SKANSKA KOCH INC	Mar-01-2011 - Sep-01-2013	Mar-01-2011	New - Contract Bond Premium	281,562.00
Comments Principal: SKANSKA KOCH INC. Obligee: PORT AUTHORITY OF NEW YORK AND NEW JERSEY (PANYNJ) Description: Oculus Steel Contract WTC-264.618 Contract Price & Bond Amount: \$204,720,000.00 For bond questions, contact Beverly Woolford at 516-733-7496.					
Agent/Broker: Aon Risk Services Northeast, Inc. 28,156 Commission					Transaction Total Due 281,562.00

Transaction No. 004

Insurance Co.	Policy No. / Named Insured	Policy Term	Trans. Eff. Date	Description	Amount
Liberty Mutual Insurance Co.	015032369 SKANSKA KOCH INC	Mar-01-2011 - Sep-01-2013	Mar-01-2011	New - Contract Bond Premium	292,954.00
Comments Principal: SKANSKA KOCH INC. Obligee: PORT AUTHORITY OF NEW YORK AND NEW JERSEY (PANYNJ) Description: Oculus Steel Contract WTC-264.618 Contract Price & Bond Amount: \$204,720,000.00 For bond questions, contact Beverly Woolford at 516-733-7496.					
Agent/Broker: Aon Risk Services Northeast, Inc. 29,295 Commission					Transaction Total Due 292,954.00
					TOTAL INVOICE AMOUNT DUE 1,621,556.00

TO AVOID POTENTIAL DISRUPTION IN COVERAGE, PLEASE PAY IMMEDIATELY.
For Wire instructions, contact your Account Executive.

Please see last page for statement regarding Aon compensation.

Page 2 of 3

This is a Reprint of an Existing Invoice

▼ *Please detach here. Top portion is for your records, bottom portion to be returned with your payment.* ▼

Client Account No.	Invoice No.	Invoice Date	Currency	Amount Due
570000045356	10000440219	Mar-04-2011	US DOLLAR	1,621,556.00

SKANSKA KOCH INC
Attn: John Papaglannakis
400 Roosevelt Avenue
Carteret NJ 07008 USA

Send remittance to:
Aon Risk Services Northeast, Inc.
Aon Risk Services, Inc.
P.O. Box 7247 - 7376
Philadelphia PA 19170-7376

Regarding Compensation

Affiliates of Aon Group, Inc. that provide retail, wholesale and reinsurance brokerage, risk management, underwriting and/or claim management, captive management, premium financing, and consulting may receive compensation in the form of (i) commissions and/or fees paid by an insurer and/or other third party and/or fees paid by a client; and (ii) investment and/or interest income on premiums, claim payments and return premiums temporarily held as fiduciary funds subject to the principal's consent as may be required or permitted by applicable law.

To the extent that any portion of Aon's compensation, as reflected on its invoices, by operation of law, agreement or otherwise, becomes adjusted or credited to you, it is your responsibility to disclose the actual net cost to you of the brokerage and insurance costs you have incurred to third party(ies) having an interest in such amounts.

If you have any questions regarding the nature or amount of the compensation paid to any Aon company on your account, we encourage you to contact the head of the Aon office that services your account.

THIS CHECK IS VOID WITHOUT A DUPLICATE COPY OF THE BACK AND AN ORIGINAL WATERMARK ON THE BACK. FAX AT 800-831-8111

SKANSKA KOCH INC.
400 Roosevelt Avenue
Carteret NJ 07008

BANK OF AMERICA
ATLANTA
GA 30308

44-1278
511

CHECK DATE
05/17/2011

CHECK NO
168694

PAY One Million Six Hundred Twenty-One Thousand Five Hundred Fifty-Six Dollars and 00 Cents
TO THE ORDER OF AON RISK SERVICES NE INC.
P.O. BOX 7247-7376
PHILADELPHIA PA 19170-7376

CYBERSAFE
**1,621,556.00
VOID AFTER 60 DAYS

⑆168694⑆ ⑆061112788⑆ 003359001800⑆ ⑆0162155600⑆

FOR DEPOSIT ONLY
30427574 DEPOSIT CITIBANK N.A.
ONLY NEW CASTLE DE

05/16/11 031100209
NEW CASTLE, DELAWARE NA NA
0305227030 2016316 E0025 PKT 04
0910-0001-94
6052342620
73760270 136 051611 07376 06

THIS CHECK IS VOID WITHOUT A DUPLICATE COPY OF THE BACK AND AN ORIGINAL WATERMARK ON THE BACK. FAX AT 800-831-8111
BORROWING ON THE FACE AND BANK CREDIT LINE MAY BE OTHER THAN THE FACE OF THIS CHECK. CHECK FOR CASH AND DEPOSIT ONLY.
DO NOT WRITE IN THESE SPACES. RETURN TO THE ISSUING BANK.

Account:	3359001800
Amount:	1,621,556.00
Check #:	168694
Posted Date:	05/17/2011

Date	Bank	R/T #	Seq #
05/16/2011	WELLS FARGO BANK, NA	31200730	00006052342620
05/17/2011	BANK OF AMERICA, NA	11300016	009492183488



RECEIVED
MAR 18 2011
TISHMAN/TURNER JV

TTU
DOC Control
F. Baret
R. DeLito
F. Goilo

100 Broadway, 5th Floor
New York, NY 10005
Tel: 646-556-6700
Fax: 646-556-6747

December 22, 2010

The Port Authority of New York and New Jersey
115 Broadway – 6th Floor
New York, NY 10006

Attn.: Richard Behnke
Engineer of Construction

Re: Letter of Authorization #145
Recommendation for Award: BP #7 – Oculus Steel
WTC Transportation Hub – 100 Broadway

Dear Richard:

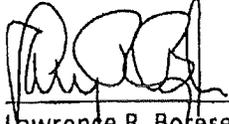
Pursuant to Article 2.7.12 of our Construction Management Agreement dated August 10, 2009, Contractor Award, we hereby recommend and request your approval and authorization to proceed with the award of Oculus Steel Work for the WTC Transportation Hub Project to Skanska Koch Inc., with an office located at 400 Roosevelt Ave., Carteret, NJ 07008, in the amount of Two Hundred Four Million Seven Hundred Twenty Thousand Dollars and Zero Cents (\$204,720,000.00), exclusive of the Payment & Performance bond.

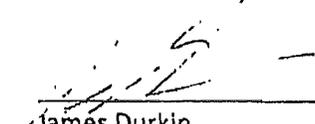
This award is based on the enclosed File Summary Memorandum and Recommendation. The scope of this award includes the fabrication and installation of the Santiago Calatrava-designed Oculus, a steel structure of formed plates of varying thickness. The structure consists of Portals of varying heights; the tallest is approximately 100 ft, and the longest Rafter arm is approximately 200 ft long. Rafters are attached to the top of the Portals at an angle. At the highest point one of the arms stands approximately 150 ft above grade level. Each Portal and Rafter vary in profile and length. The two abutments at either end house the glass door entrances to the Transit Hub. The total weight of the structure is approximately 13,000 tons. Structural steel is to be fabricated and erected to tight tolerances. Structural steel frames glass and supports movable skylights its entire length, with the highest point of the sloping skylight being approximately 100 ft above grade. Scope includes high level of finish with assembly in the shop and the field. Scope excludes the glazing and the skylights.

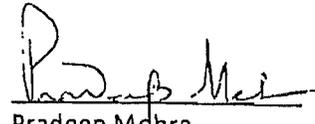
Please indicate your authorization on behalf of The Port Authority of New York and New Jersey by signing below.

Very truly yours,
TISHMAN/TURNER, JV

On behalf of The Port Authority of New York and New Jersey


Lawrence R. Boreisen, Jr.
Procurement Manager


James Durkin
Project Executive


Pradeep Mehra
Project Manager

Encls.

cc: R. DeVito, PA
R. Norwood, PA
B. DeFoe, Thacher
File: PA Approval Letters (Letter Only)
Amy Cassidy (Letter Only)
05120 File

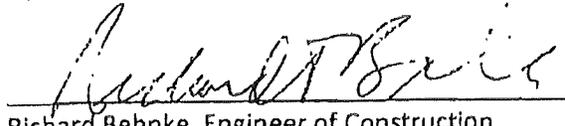
For: Letter of Authorization #145

Approved:


James Hanson, Resident Engineer

Date: 3/15/11

Approved:


Richard Behnke, Engineer of Construction
The Port Authority of New York and New Jersey

Date: 3/15/11

WORLD TRADE CENTER TRANSPORTATION HUB PROJECT – AUTHORIZATION TO AWARD A CONSTRUCTION TRADE CONTRACT FOR OCULUS STRUCTURAL STEEL AND INCREASES IN EXPERT PROFESSIONAL ARCHITECTURAL AND ENGINEERING SERVICES AND CONSTRUCTION MANAGEMENT SERVICES

It was recommended that the Board authorize the Executive Director to: (1) enter into a construction trade contract, through construction manager Tishman Construction Corporation and Turner Construction Company, a Joint Venture (Tishman/Turner), with Skanska/Koch, Inc., a division of Skanska USA Civil, for Oculus structural steel associated with the construction of the World Trade Center Transportation Hub (WTC Hub) Project, at an estimated total cost of \$221,097,000, inclusive of an eight-percent allowance for extra work; (2) increase, by an estimated amount of \$9.1 million, the compensation under the Port Authority's existing agreement with Tishman/Turner for construction management services; and (3) increase, by an estimated amount of \$10,326,000, the compensation under the Port Authority's existing agreement with Downtown Design Partnership (DDP), a joint venture of AECOM and STV, Inc., for construction-related architectural and engineering services to support the continued construction of the WTC Hub Project.

204,720,000
10,312,000 E.A.K.
194,408,000

The WTC Hub Project is necessary to re-establish and enhance transportation facilities and infrastructure that existed at the World Trade Center (WTC) complex prior to September 11, 2011, and to ensure the long-term accessibility and economic vitality of Lower Manhattan. The Oculus is the Santiago Calatrava signature winged structure above the Transit Hall. The scope of work under the proposed contract includes the fabrication and erection of structural steel for the Oculus, which will rise over 200 feet above street level. The Oculus structure will serve as a vital link for pedestrian access to Port Authority Trans-Hudson rail system service, 13 subway lines, 500,000 square feet of retail and restaurant space and 10 million square feet of commercial office space.

The recommended award is to the lowest-price proposer, Skanska/Koch, Inc., a division of Skanska USA Civil, which was selected by Tishman/Turner from a pre-qualified list of proposers. The proposed WTC Hub Project trade contract was procured pursuant to the procedures established in the Tishman/Turner Construction Management Agreement, dated August 10, 2009, and the Federal Transit Administration Lower Manhattan Recovery Office Third Party Contracting Requirements, dated August 21, 2003.

In July 2009, the Board authorized the retention of Tishman/Turner to provide construction management services to support the implementation of the WTC Hub Project. At the time of award, it was anticipated that the project would be implemented through the issuance of two major contracts to procure all trades needed to construct the Transit Hall in the East Bathub. Through subsequent discussions with Tishman/Turner, the procurement strategy was modified to procure the construction trade packages individually, in order to best position the agency in attaining competition, flexibility and overall savings in contract value. The proposed increase in compensation to Tishman/Turner would provide for the development, management and supervision of this construction trade package. Including the requested increase of \$9.1 million and increases pursuant to companion items being advanced at this meeting, a total of \$128.1 million will have been authorized. Approximately \$19.9 million of that amount has been expended to date.

In September 2003, the Executive Director authorized an agreement with DDP to provide professional architectural and engineering services for the development of the WTC Hub Project for a five-year term, at an estimated amount of \$60 million. Through October 2010, the Board authorized increases to the existing DDP contract for additional architectural and engineering and construction support services through Stage IV of the WTC Hub Project, to implement various components of the project. To continue the implementation of the project, it is necessary to increase compensation to DDP at this time. Including the requested increase of \$10,326,000 and increases pursuant to companion items being advanced at this meeting, a total of \$401.4 million will have been authorized. Approximately \$307.8 million of that amount has been expended to date.

Pursuant to the foregoing report, the following resolution was adopted with Commissioners Bauer, Coscia, Grayson, Holmes, Pocino, Silverman and Steiner voting in favor; none against; Commissioners Moerdler, Samson and Sartor recused:

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to enter into a construction trade contract, through construction manager Tishman Construction Corporation and Turner Construction Company, a Joint Venture (Tishman/Turner), with Skanska/Koch, Inc., a division of Skanska USA Civil, for the fabrication and erection of Oculus structural steel associated with the construction of the World Trade Center Transportation Hub (WTC Hub) Project, at an estimated total cost of \$221,097,000, inclusive of an eight-percent allowance for extra work; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to increase, by an estimated amount of \$9.1 million, the compensation under the existing agreement with Tishman/Turner for construction management services to support the continued construction of the WTC Hub Project; and it is further

RESOLVED, that the Executive Director be and he hereby is authorized, for and on behalf of the Port Authority, to increase, by an estimated amount of \$10,326,000, the compensation under the existing agreement with Downtown Design Partnership, a joint venture of AECOM and STV, Inc., for professional architectural and engineering services to support the continued construction of the WTC Hub Project; and it is further

RESOLVED, that the form of all contracts and agreements in connection with the foregoing shall be subject to the approval of General Counsel or his authorized representative.



February 28, 2011

Skanska Koch Inc.
400 Roosevelt Ave.
Carteret, NJ 07008

Attn: Mr. Steven Koch

Re: **Oculus Steel - Contract WTC-264.618 (the "Contract")**
World Trade Center - PATH Hall and Transit Hall Construction

Dear Mr. Koch,

Tishman/Turner, A Joint Venture, (TTJV) as Agent for the Port Authority of New York and New Jersey, intends to award the above referenced Contract to Skanska Koch Inc. ("Skanska Koch"), pending expiration of the statutorily required gubernatorial review period, and satisfaction of the following conditions:

Skanska Koch is required to furnish a Performance Bond and a Payment Bond in accordance with the terms of the Contract. Copies of the required bond forms are enclosed, which should be executed by you and your surety and returned to Lawrence Boresen of Tishman/Turner, JV, 100 Broadway, 5th Floor, New York, New York, 10005, **along with a copy of the invoice from the bonding company and bond broker, if applicable, for the premium for said bond.**

Please note that in accordance with the clauses "Performance Bond" and "Payment Bond", the Port Authority hereby requires you to return the executed bond within seven (7) days.

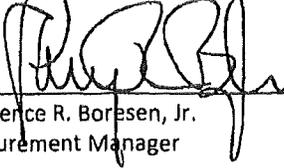
Your attention is directed to the clause of the contract entitled "Time for Completion and Damages for Delay" and to the fact that before you may commence performance of the work, you must furnish whichever of the documents mentioned in that clause are applicable.

Subject to the provisions of the Form of Contract, including those of the clause entitled "Extra Work Orders", the Director shall have the authority to order, in writing, any item of Extra Work if the cost thereof to the Authority, together with the cost of all other Extra Work previously ordered, does not exceed \$100,000.

In order to ensure that payments are processed properly, please include the above-referenced Contract Number on all payment invoices and correspondence.

Satisfaction of these conditions will be evidenced by full execution of the Contract.

Very truly yours,
TISHMAN/TURNER, JV, AS AGENT FOR
THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY

By: 
Lawrence R. Boresen, Jr.
Procurement Manager

cc: Jim Durkin, Anthony Pastore, TTJV
Rick Behnke; PANYNJ
Ron Devito, PANYNJ
Robin Norwood, PANYNJ
Jackie Alleyne, PANYNJ *File copy*

ACKNOWLEDGMENT OF SURETY COMPANY

Bond Nos: 105476681 - Travelers
PRF09015336 - F&D/Zurich
82139760 - Federal
015032369 - Liberty

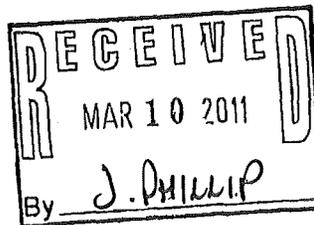
CONTRACT WTC- 264.618

PAYMENT BOND

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned¹⁵ Contractor and surety company (or companies), as principal and surety (or sureties), respectively,

Contractor	Surety
Skanska Koch Inc * 400 Roosevelt Avenue Cartaret, NJ 07008	Travelers Casualty and Surety Company of America One Tower Square, Hartford, CT 06183 Fidelity and Deposit Company of Maryland/ Zurich American Insurance Company 1400 American Lane, Schaumburg, IL 60196 Federal Insurance Company 15 Mountain View Road, Warren, NJ 07059 Liberty Mutual Insurance Company 175 Berkeley Street, Boston, MA 02116

*approved
T.H.
3/8/11*



* a corporation organized under the laws of the State of Delaware.

¹⁵ Insert names of the Contractor and surety company (or companies) in the appropriate columns. If space is insufficient add rider.

If the Contractor is a corporation, give the state of incorporation, using also the phrase "a corporation organized under the laws of _____".

If the Contractor is a partnership, give full names of partners, using the phrase "co-partners doing business under the firm name of _____".

If the Contractor is an individual using a trade name, give individual name, using also the phrase "an individual doing business under the trade name of _____".

ACKNOWLEDGMENT OF SURETY COMPANY

Bond Nos: 105476681 - Travelers
PRF09025536 - F&D/Zurich
82139760 - Federal
015032369 - Liberty

CONTRACT WTC- 264.618

PAYMENT BOND

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned¹⁵ Contractor and surety company (or companies), as principal and surety (or sureties), respectively,

Contractor	Surety
Skanska Koch Inc *	Travelers Casualty and Surety Company of America
400 Roosevelt Avenue	One Tower Square, Hartford, CT 06183
Carteret, NJ 07008	Fidelity and Deposit Company of Maryland/ Zurich American Insurance Company
	1400 American Lane, Schaumburg, IL 60196
	Federal Insurance Company
	15 Mountain View Road, Warren, NJ 07059
	Liberty Mutual Insurance Company
	175 Berkeley Street, Boston, MA 02116

* a corporation organized under the laws of the State of Delaware.

¹⁵ Insert names of the Contractor and surety company (or companies) in the appropriate columns. If space is insufficient add rider.

If the Contractor is a corporation, give the state of incorporation, using also the phrase "a corporation organized under the laws of _____".

If the Contractor is a partnership, give full names of partners, using the phrase "co-partners doing business under the firm name of _____".

If the Contractor is an individual using a trade name, give individual name, using also the phrase "an individual doing business under the trade name of _____".

are hereby held and firmly bound unto The Port Authority of New York and New Jersey (herein called the "Authority") in the penal sum of Two Hundred Four Million Seven Hundred Twenty Thousand Dollars

and No Cents (\$204,720,000.00), for the payment of which, well and truly to be made, we hereby jointly and severally bind ourselves, our heirs, representatives, executors, administrators, successors and assigns. Each surety, however, if there is more than one, shall be jointly and severally liable for said penal sum.

Signed this 3rd day of March 20¹¹

The condition of the above obligation is that

WHEREAS, the above named principal has entered into a Contract in writing with the Authority, a copy of which is hereby made a part of this bond as though herein set forth in full and which is designated Contract WTC- 264.618 - "Oculus Steel", and

WHEREAS, the Authority has required this bond for the payment of all lawful claims of subcontractors, materialmen and workmen arising out of the performance of said Contract;

NOW, if all lawful claims of subcontractors, materialmen and workmen arising out of the performance of said Contract are paid, then this obligation shall be void, otherwise the same shall remain in full force and effect; it being expressly understood and agreed that, provided the sureties shall comply with the provisions hereof, the aggregate liability of all sureties for any and all claims hereunder shall in no event exceed the penal amount of this obligation as hereinbefore stated.

This undertaking is for the benefit of the Authority and all subcontractors, materialmen and workmen having lawful claims arising out of the performance of said Contract, and all such subcontractors, materialmen and workmen (as well as the Authority itself) shall have a direct right of action upon this bond; but the rights and equities of such subcontractors, materialmen and workmen shall be subject and subordinate to those of the Authority.

The sureties, for value received, hereby stipulate and agree that the obligations of said sureties and their bond shall be in no way impaired or affected by any extensions of time, modification, omission, addition or change in or to the said Contract or the construction to be performed thereunder, or by any supervision or inspection or omission to supervise or inspect the construction, or by any payment thereunder before the time required therein, or by any waiver of any provision or condition thereof (whether precedent or subsequent), or by any assignment, subletting or other transfer thereof or of any part thereof or of any construction to be performed or any moneys due or to become due thereunder; and said sureties do hereby waive notice of any and all of such extensions, modifications, omissions, additions, changes, payments, waivers, assignments, subcontracts and transfers, and hereby expressly stipulate and agree that any and all things done and omitted to be done by and in relation to assignees, subcontractors and other transferees shall have the same effect as to said sureties as though done by or in relation to said principal.

The sureties shall give the General Counsel of the Authority the following notices:

- A. Written notice of an intent to pay any claim of a subcontractor, materialman or workman hereunder;
- B. Written notice within five days of the institution of an action by a subcontractor, materialman or workman hereunder.

The sureties shall not pay the claim of any subcontractor, materialman or workman hereunder until the expiration of thirty days after receipt by said General Counsel of notice under either subparagraph A or B above, describing the claim to be paid.

IN WITNESS WHEREOF, the principal and the sureties have hereunto set their hands and seals, and such of them as are corporations have caused their corporate seals to be hereto affixed and these presents to be signed by their proper officers, the day and year first set forth above.

(Seal)

Fidelity and Deposit Company of Maryland

BY: [Signature]

Theresa J. Foley, Attorney-in-Fact

Zurich American Insurance Company

BY: [Signature]

Theresa J. Foley, Attorney-in-Fact

Federal Insurance Company

BY: [Signature]

Theresa J. Foley, Attorney-in-Fact

Liberty Mutual Insurance Company

BY: [Signature]

Theresa J. Foley, Attorney-in-Fact

Skanska Koch Inc

Principal

By [Signature]

Robert Koch, President
Travelers Casualty and Surety Company
of America

Surety

By ¹⁰ [Signature]
Theresa J. Foley, Attorney-in-Fact

APPROVED AS TO ACCEPTABILITY OF SURETIES:

[Signature]

Credit Manager

March 10, 2011

⁹ If bond is signed by an officer or agent, give title; if signed by a corporation, affix corporate seal.
¹⁰ Add signatures of additional sureties, if any.

ACKNOWLEDGMENT OF PRINCIPAL, IF A CORPORATION

State of New Jersey

SS:

County of Middlesex

On this 4th day of March 2011, before me personally came and appeared Robert Koch to me known and known to Skanska Koch Inc, a corporation, described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

(Notary Seal)

Signature) Jo Ann Puskas
(Seal)

(Notary)
JO-ANN PUSKAS
Notary Public of New Jersey
My Commission Expires April 21, 2012

ACKNOWLEDGMENT OF PRINCIPAL, IF A PARTNERSHIP

State of _____

SS:

County of _____

On this _____ day of _____, 20____, before me personally came and appeared _____, to me known, and known to me to be one of the members of the firm of _____ described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

(Seal)

(Notary Signature)

ACKNOWLEDGMENT OF PRINCIPAL, IF AN INDIVIDUAL

State of _____

SS:

County of _____

On this _____ day of _____, 20____, before me personally came and appeared _____, to me known and known to me to be the person described in and who executed the foregoing instrument and he acknowledged to me that he executed the same.

(Seal)

(Notary Signature)

ACKNOWLEDGEMENT OF CONTRACTOR, IF A CORPORATION

STATE OF New Jersey,)
COUNTY OF Middlesex

ON THE 4th DAY OF March 2011, BEFORE ME PERSONALLY CAME Robert Koch TO ME KNOWN, WHO, BEING, BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT _____ THAT (S)HE IS THE President OF Skanska Koch Inc THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION.

Jo Ann Puskas
Notary Public

JO-ANN PUSKAS
Notary Public of New Jersey
My Commission Expires April 21, 2012

ACKNOWLEDGEMENT OF SURETY

STATE OF NEW YORK,)
COUNTY OF NASSAU,)

ON THE 3rd DAY OF March 2011, BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Travelers Casualty and Surety Company of America THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01WO6132E57
Qualified in Queens County
Commission Expires August 29, 2013

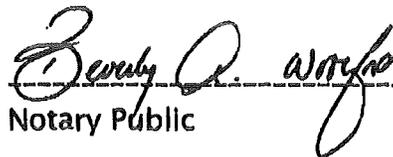
Beverly A. Woolford
Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Fidelity and Deposit Company of Maryland/Zurich American Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01V/06132657
Qualified in Queens County
Commission Expires August 28, 2013


Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Federal Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01W08132857
Qualified In Queens County
Commission Expires August 29, 2013


Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Liberty Mutual Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01WO6132537
Qualified in Orange County
Commission Expires August 29, 2013


Notary Public



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 223152

Certificate No. 004017691

KNOW ALL MEN BY THESE PRESENTS: That St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, that Farmington Casualty Company, Travelers Casualty and Surety Company, and Travelers Casualty and Surety Company of America are corporations duly organized under the laws of the State of Connecticut, that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

William A. Marino, David W. Rosehill, Nancy Schnee, Theresa J. Foley, Fred Nicholson, James E. Marran, Jr., Vincent A. Walsh, Michael Marino, Daryl LaForge, Matthew Kelly, Annette Leuschner, and Andrea E. Gorbert

of the City of Jericho, State of New York, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 22nd day of December, 2010.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: [Signature]
George W. Thompson, Senior Vice President

On this the 22nd day of December, 2010, before me personally appeared George W. Thompson, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2011.



[Signature]
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

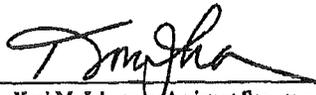
FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kori M. Johanson, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this _____ day of MAR 03 2011, 20 ____.


Kori M. Johanson, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.

TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

HARTFORD, CONNECTICUT 06183

FINANCIAL STATEMENT AS OF DECEMBER 31, 2009

CAPITAL STOCK \$ 6,480,000

ASSETS		LIABILITIES & SURPLUS	
CASH & INVESTED CASH	\$ 91,852,774	UNEARNED PREMIUMS	\$ 839,517,554
BONDS	3,073,399,648	LOSSES	898,270,087
INVESTMENT INCOME DUE AND ACCRUED	61,429,440	LOSS ADJUSTMENT EXPENSES	361,684,338
PREMIUM BALANCES	163,601,016	COMMISSIONS	54,630,588
NET DEFERRED TAX ASSET	72,285,733	TAXES, LICENSES AND FEES	59,474,472
REINSURANCE RECOVERABLE	4,839,080	OTHER EXPENSES	31,738,727
REINSURANCE RECEIVABLE INTERCOMPANY	247,774,291	FUNDS HELD UNDER REINSURANCE TREATIES	101,203,709
OTHER ASSETS	6,728,714	CURRENT FEDERAL AND FOREIGN INCOME TAXES	6,951,413
		REMITTANCES AND ITEMS NOT ALLOCATED	49,200,984
		AMOUNTS WITHHELD / RETAINED BY COMPANY FOR OTHERS	47,770,209
		RETROACTIVE REINSURANCE RESERVE	3,174,785
		POLICYHOLDER DIVIDENDS	4,825,721
		PROVISION FOR REINSURANCE	7,659,503
		CEDED REINSURANCE NET PREMIUMS PAYABLE	(47,612,192)
		PAYABLE TO PARENT, SUBSIDIARIES AND AFFILIATES	60,750,201
		OTHER ACCRUED EXPENSES AND LIABILITIES	1,322,881
		TOTAL LIABILITIES	\$ 2,494,857,039
		CAPITAL STOCK	\$ 6,480,000
		PAID IN SURPLUS	433,603,760
		OTHER SURPLUS	1,399,684,801
		TOTAL SURPLUS TO POLICYHOLDERS	\$ 1,838,848,681
TOTAL ASSETS	\$ 4,331,705,701	TOTAL LIABILITIES & SURPLUS	\$ 4,331,705,701

STATE OF CONNECTICUT)
 COUNTY OF HARTFORD) SS.
 CITY OF HARTFORD)

MICHAEL J. DOODY, BEING DULY SWORN, SAYS THAT HE IS SECOND VICE PRESIDENT, OF TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, AND THAT TO THE BEST OF HIS KNOWLEDGE AND BELIEF, THE FOREGOING IS A TRUE AND CORRECT STATEMENT OF THE FINANCIAL CONDITION OF SAID COMPANY AS OF THE 31st DAY OF DECEMBER, 2009.



SUBSCRIBED AND SWORN TO BEFORE ME THIS
 19th DAY OF APRIL, 2010

Michael J. Doody
 SECOND VICE PRESIDENT

[Signature]
 NOTARY PUBLIC - MY COMMISSION EXPIRES 11/30/2012

**Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by WILLIAM J. MILLS, Vice President, and GREGORY E. MURRAY, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, does hereby nominate, constitute and appoint James E. MARRAN, JR, Daryl LAFORGE, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fred NICHOLSON, Michael MARINO, Andrea E. GORRIS and Annette LEUSCHNER, all of Jericho, New York, EACH its true and lawful agent and attorney-in-fact, to make, execute, seal and deliver, for, and on its behalf as surety, and as its agent and deed: any and all bonds and undertakings, 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 the Company at its office in Baltimore, Md., in their own proper persons. This power of attorney revokes that issued on behalf of James E. MARRAN, JR, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fern PERRY, Fred NICHOLSON, David A. GOLDSTEIN, Michael MARINO, Daryl LAFORGE, dated November 5, 2008.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Company, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 12th day of November, A.D. 2010.

ATTEST:

FIDELITY AND DEPOSIT COMPANY OF MARYLAND



Gregory E. Murray

By:

William J. Mills

Gregory E. Murray Assistant Secretary

William J. Mills

Vice President

State of Maryland }
City of Baltimore } ss:

On this 12th day of November, A.D. 2010, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came WILLIAM J. MILLS, Vice President, and GREGORY E. MURRAY, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and saith, 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 Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



Maria D. Adamski

Maria D. Adamski

Notary Public

My Commission Expires: July 8, 2011

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertakings, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,...and to affix the seal of the Company thereto."

CERTIFICATE

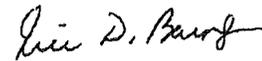
I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said Company,

this _____ day of _____ **MAR 03 2011**.



Assistant Secretary

FIDELITY AND DEPOSIT COMPANY

OF MARYLAND

3910 KESWICK ROAD, BALTIMORE, MD 21211-2226

Statement of Financial Condition

As Of December 31, 2009

ASSETS

Bonds	\$ 156,584,995
Stocks	22,537,672
Cash and Short Term Investments	9,719,598
Reinsurance Recoverable	9,347,241
Other Accounts Receivable	51,052,264
TOTAL ADMITTED ASSETS	\$ 249,241,769

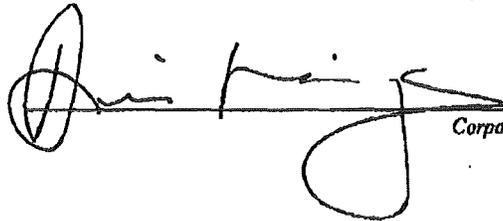
LIABILITIES, SURPLUS AND OTHER FUNDS

Reserve for Taxes and Expenses	\$ 76,835
Ceded Reinsurance Premiums Payable	58,237,612
Securities Lending Collateral Liability	5,511,875
TOTAL LIABILITIES	\$ 63,826,322
Capital Stock, Paid Up	\$ 5,000,000
Surplus	180,415,448
Surplus as regards Policyholders	185,415,447
TOTAL	\$ 249,241,769

Securities carried at \$38,385,957 in the above statement are deposited as required by law.

Securities carried on the basis prescribed by the National Association of Insurance Commissioners. On the basis of December 31, 2009 market quotations for all bonds and stocks owned, the Company's total admitted assets would be \$247,657,513 and surplus as regards policyholders \$186,999,703.

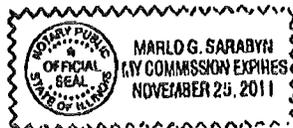
I, DENNIS F. KERRIGAN, Corporate Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company on the 31st day of December, 2009.


Corporate Secretary

State of Illinois }
City of Schaumburg } SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2010.


Notary Public



ZURICH AMERICAN INSURANCE COMPANY

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the ZURICH AMERICAN INSURANCE COMPANY, a corporation created by and existing under the laws of the State of New York does hereby nominate, constitute and appoint James E. MARRAN, JR, Daryl LAFORGE, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fred NICHOLSON, Michael MARINO, Andrea E. GORBERT and Annette LEUSCHNER, all of Jericho, New York, EACH its true and lawful Attorneys-In-Fact with power and authority hereby conferred to sign, seal, and execute in its behalf, during the period beginning with the date of issuance of this power. : any and all bonds and undertakings, recognizances or other written obligations in the nature thereof and to bind ZURICH AMERICAN INSURANCE COMPANY thereby, and all of the acts of said Attorney[s]-in-Fact pursuant to these presents are hereby ratified and confirmed. This Power of Attorney is made and executed pursuant to and by the authority of the following By-Law duly adopted by the Board of Directors of the Company which By-Law has not been amended or rescinded:

Article VI, Section 5. "...The President or a Vice President in a written instrument, attested by a Secretary or an Assistant Secretary may appoint any person Attorney-In-Fact with authority to execute surety bonds on behalf of the Company and other formal underwriting contracts in reference thereto and insurance agreements relating to individual policies and bonds of all kinds and attach the corporate seal. Any such officers may revoke the powers granted to any Attorney-In-Fact."

This Power of Attorney is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of the ZURICH AMERICAN INSURANCE COMPANY by unanimous consent in lieu of a special meeting dated December 15, 1998

" RESOLVED, that the signature of the President or a Vice President and the attesting signature of a Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile on any Power of Attorney pursuant to Article VI, Section 5 of the By-Laws, and the signature of a Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile to any certificate of any such power. Any such power or any certificate thereof with such facsimile signature and seal shall be valid and binding on the Company. Furthermore, such power so executed, sealed and certified by certificate so executed and sealed shall, with respect to any bond or undertaking to which it is attached, shall continue to be valid and binding on the Company."

IN WITNESS WHEREOF, the ZURICH AMERICAN INSURANCE COMPANY has caused these presents to be executed in its name and on its behalf and its Corporate Seal to be hereunto affixed and attested by its officers thereunto duly authorized, this 12th day of November, A.D. 2010. This power of attorney revokes that issued on behalf of James E. MARRAN, JR, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fern PERRY, Fred NICHOLSON, David A. GOLDSTEIN, Michael MARINO, Daryl LAFORGE, dated November 5, 2008.



ZURICH AMERICAN INSURANCE COMPANY

Gerald F. Haley

Frank E. Martin Jr.

STATE OF MARYLAND } ss: **Gerald F. Haley** Secretary **Frank E. Martin Jr.** Vice President
CITY OF BALTIMORE }

On the 12th day of November, A.D. 2010, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came the above named Vice President and Secretary of ZURICH AMERICAN INSURANCE COMPANY, to me personally known to be the individuals and officers described in and who executed the preceding instrument and they each acknowledged the execution of the same and being by me duly sworn, they severally and each for himself deposed and said that they respectively hold the offices in said Corporation as indicated, that the Seal affixed to the preceding instrument is the Corporate Seal of said Corporation, and that the said Corporate Seal, and their respective signature as such officers, were duly affixed and subscribed to the said instrument pursuant to all due corporate authorization. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above.



Constancia A. Dunn

Notary Public My Commission Expires: July 14, 2011

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

CERTIFICATE

I, the undersigned, a Secretary of the ZURICH AMERICAN INSURANCE COMPANY, do hereby certify that the foregoing Power of Attorney is still in full force and effect, and further certify that Article VI, Section 5 of the By-Laws of the Company and the Resolution of the Board of Directors set forth in said Power of Attorney are still in force.

IN TESTIMONY WHEREOF I have hereto subscribed my name and affixed the seal of said Company

the _____ day of **MAR 03 2011**

Gregory E. Murray

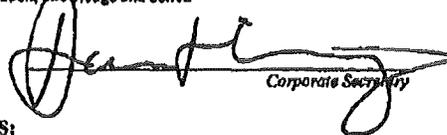
Gregory E. Murray Secretary



ZURICH AMERICAN INSURANCE COMPANY
COMPARATIVE BALANCE SHEET
ONE LIBERTY PLAZA, 165 BROADWAY, 32nd FLOOR, NEW YORK, NY 10006
As of December 31, 2009 and December 31, 2008

<u>Assets</u>	<u>12/31/2009</u>	<u>12/31/2008</u>
Bonds	\$ 18,856,255,156	\$ 18,080,264,654
Preferred Stock	983,932	70,077,341
Common Stock	2,414,799,006	2,523,871,473
Real Estate	-	25,457,836
Other Invested Assets	1,955,583,185	1,699,943,998
Short-term Investments	442,083,498	117,588,071
Receivable for securities	924,864	8,050,472
Cash and cash equivalents	81,175,295	66,140,854
Employee Trust for Deferred Compensation Plan	115,265,399	92,484,734
Total Cash and Invested Assets	\$ 23,867,070,354	\$ 22,683,879,453
Premiums Receivable	\$ 3,789,891,423	\$ 4,504,508,588
Funds Held with Reinsurers	17,543,464	18,761,471
Reinsurance Recoverable	334,417,233	839,700,252
Accrued Investment Income	153,168,265	149,763,601
Federal Income Tax Recoverable	938,076,547	583,896,990
Due from Affiliates	270,234,627	178,313,325
Other Assets	565,343,140	653,646,493
Total Assets	\$ 29,935,745,054	\$ 29,634,470,173
<u>Liabilities and Policyholders' Surplus</u>		
Liabilities:		
Loss and LAE Reserves	\$ 14,457,673,205	\$ 14,645,410,951
Unearned Premium Reserve	4,286,806,531	4,602,631,426
Funds Held with Reinsurers	249,802,186	248,918,770
Loss in Course of Payment	416,324,234	460,126,217
Commission Reserve	154,104,769	155,353,168
Federal Income Tax Payable	24,130,322	16,936,764
Remittances and Items Unallocated	152,534,594	135,262,884
Payable to parent, subs and affiliates	304,648,750	199,894,895
Provision for Reinsurance	74,859,513	95,167,954
Ceded Reinsurance Premiums Payable	62,782,469	605,799,518
Securities Lending Collateral Liability	328,068,754	102,593,522
Other Liabilities	2,004,859,109	2,126,543,703
Total Liabilities	\$ 22,518,594,436	\$ 23,394,639,772
Policyholders' Surplus:		
Common Capital Stock	\$ 5,000,000	\$ 5,000,000
Paid-in and Contributed Surplus	4,394,131,321	4,394,131,321
Surplus Notes	1,883,000,000	1,883,000,000
Special Surplus Retroactive Reinsurance	101,720,000	73,761,000
Change in Net Deferred Tax Asset	348,814,703	-
Cumulative Unrealized Gain	(74,742,079)	(316,593,413)
Dividends Undeclared	-	222,129
Loss Portfolio Transfer Account	-	-
Unassigned Surplus	759,226,673	200,309,364
Total Policyholders' Surplus	\$ 7,417,150,618	\$ 6,239,830,401
Total Liabilities and Policyholders' Surplus	\$ 29,935,745,054	\$ 29,634,470,173

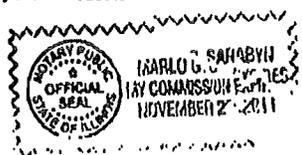
I, Dennis P. Kerrigan, Corporate Secretary of ZURICH AMERICAN INSURANCE COMPANY do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company, on the 31st day of December, 2009, according to the best of my information, knowledge and belief.

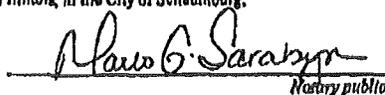

 Corporate Secretary

State of Illinois
 County of Cook

} SS:

Subscribed and sworn to before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2010.




 Notary Public



**Chubb
Surety**

**POWER
OF
ATTORNEY**

**Federal Insurance Company
Vigilant Insurance Company
Pacific Indemnity Company**

**Attn: Surety Department
15 Mountain View Road
Warren, NJ 07059**

Know All by These Presents, That FEDERAL INSURANCE COMPANY, an Indiana corporation, VIGILANT INSURANCE COMPANY, a New York corporation, and PACIFIC INDEMNITY COMPANY, a Wisconsin corporation, do each hereby constitute and appoint John P. Hyland, Matthew Kelly and Daryl LaForge of Warren, New Jersey and Theresa J. Foley, Annette Leuschner, William A. Marino, James E. Marran, Jr., Fred Nicholson, David W. Rosehill, Nancy Schnee, Andrea E. Szalwach and Vincent A. Walsh of Jericho, New York

each as their true and lawful Attorney- In- Fact to execute under such designation in their names and to affix their corporate seals to and deliver for and on their behalf as surety thereon or otherwise, bonds and undertakings and other writings obligatory in the nature thereof (other than bail bonds) given or executed in the course of business, and any instruments amending or altering the same, and consents to the modification or alteration of any instrument referred to in said bonds or obligations.

In Witness Whereof, said FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY have each executed and attested these presents and affixed their corporate seals on this 25th day of August, 2010.

Kenneth C. Wendel, Assistant Secretary

David B. Norris, Jr., Vice President

STATE OF NEW JERSEY

ss.

County of Somerset

On this 25th day of August, 2010 before me, a Notary Public of New Jersey, personally came Kenneth C. Wendel, to me known to be Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY, the companies which executed the foregoing Power of Attorney, and the said Kenneth C. Wendel, being by me duly sworn, did depose and say that he is Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY and knows the corporate seals thereof, that the seals affixed to the foregoing Power of Attorney are such corporate seals and were thereto affixed by authority of the By- Laws of said Companies; and that he signed said Power of Attorney as Assistant Secretary of said Companies by like authority, and that he is acquainted with David B. Norris, Jr., and knows him to be Vice President of said Companies; and that the signature of David B. Norris, Jr., subscribed to said Power of Attorney is in the genuine handwriting of David B. Norris, Jr., and was thereto subscribed by authority of said By- Laws and in deponent's presence.

Notarial Seal



**KATHERINE J. ADELAAR
NOTARY PUBLIC OF NEW JERSEY
No 2316685
Commission Expires July 16, 2014**

Notary Public

CERTIFICATION

Extract from the By- Laws of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY:

"All powers of attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman or the President or a Vice President or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the following officers: Chairman, President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Assistant Secretaries or Attorneys- In- Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is attached."

I, Kenneth C. Wendel, Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY (the "Companies") do hereby certify that

- (i) the foregoing extract of the By- Laws of the Companies is true and correct,
- (ii) the Companies are duly licensed and authorized to transact surety business in all 50 of the United States of America and the District of Columbia and are authorized by the U.S. Treasury Department; further, Federal and Vigilant are licensed in Puerto Rico and the U.S. Virgin Islands, and Federal is licensed in American Samoa, Guam, and each of the Provinces of Canada except Prince Edward Island; and
- (iii) the foregoing Power of Attorney is true, correct and in full force and effect.

Given under my hand and seals of said Companies at Warren, NJ this

MAR 03 2011



Kenneth C. Wendel, Assistant Secretary

**IN THE EVENT YOU WISH TO NOTIFY US OF A CLAIM, VERIFY THE AUTHENTICITY OF THIS BOND OR NOTIFY US OF ANY OTHER MATTER, PLEASE CONTACT US AT ADDRESS LISTED ABOVE, OR BY Telephone (908) 903- 3493 Fax (908) 903- 3656
e-mail: surety@chubb.com**

FEDERAL INSURANCE COMPANY

STATEMENT OF ASSETS, LIABILITIES AND SURPLUS TO POLICYHOLDERS

Statutory Basis

DECEMBER 31, 2009

(in thousands of dollars)

ASSETS	LIABILITIES AND SURPLUS TO POLICYHOLDERS
Cash and Short Term Investments..... \$ 257,630	Outstanding Losses and Loss Expenses..... \$ 11,900,150
United States Government, State and Municipal Bonds..... 11,077,454	Unearned Premiums..... 3,345,760
Other Bonds..... 4,042,056	Reinsurance Premiums Payable..... 322,875
Stocks..... 778,949	Provision for Reinsurance..... 79,993
Other Invested Assets..... 1,758,696	Other Liabilities..... 717,789
TOTAL INVESTMENTS..... 17,914,785	TOTAL LIABILITIES..... 16,366,567
Investments in Affiliates:	Special Surplus Funds..... 176,031
Chubb Investment Holdings, Inc..... 2,881,003	Capital Stock..... 20,980
Pacific Indemnity Company..... 2,200,172	Paid-In Surplus..... 3,106,809
Chubb Insurance Investment Holdings Ltd. .. 1,539,334	Unassigned Funds..... 11,017,701
Executive Risk Indemnity Inc..... 1,078,888	SURPLUS TO POLICYHOLDERS..... 14,321,521
CC Canada Holdings Ltd..... 607,555	
Great Northern Insurance Company..... 453,227	TOTAL LIABILITIES AND SURPLUS TO POLICYHOLDERS..... \$ 30,688,088
Chubb European Investment Holdings SLP . 271,092	
Chubb Insurance Company of Australia .. 255,177	
Vigilant Insurance Company..... 176,825	
Other Affiliates..... 349,088	
Premiums Receivable..... 1,458,416	
Other Assets..... 1,502,926	
TOTAL ADMITTED ASSETS..... \$ 30,688,088	

Investments are valued in accordance with requirements of the National Association of Insurance Commissioners.
Investments valued at \$448,814,488 are deposited with government authorities as required by law.

State, County & City of New York, — ss:

Yvonne Baker, Assistant Secretary _____ of the Federal Insurance Company
being duly sworn, deposes and says that the foregoing Statement of Assets, Liabilities and Surplus to Policyholders of said
Federal Insurance Company on December 31, 2009 is true and correct and is a true abstract of the Annual Statement of said
Company as filed with the Secretary of the Treasury of the United States for the 12 months ending December 31, 2009.

Subscribed and sworn to before me
this

MAR 03 2011

Dorothy Baker

Notary Public

DOROTHY M. BAKER
Notary Public, State of New York
No. 31-4904994
Qualified in New York County
Commission Expires Sept. 14, 2013

Yvonne Baker

Assistant Secretary

THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND.

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY
BOSTON, MASSACHUSETTS
POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint WILLIAM A. MARINO, DAVID W. ROSEHILL, NANCY SCHNEE, VINCENT A. WALSH, FRED NICHOLSON, THERESA J. FOLEY, MICHAEL MARINO, JAMES E. MARRAN, JR., ANDREA E. SZELWACH, ANNETTE LEUSCHNER, JOHN P. HYLAND, ALL OF THE CITY OF JERICHO, STATE OF NEW YORK

, each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations in the penal sum not exceeding FIVE HUNDRED MILLION AND 00/100 DOLLARS (\$ 500,000,000) each, and the execution of such undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE XIII - Execution of Contracts: Section 5. Surety Bonds and Undertakings.

Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article XIII, Section 5 of the By-Laws, Gamet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 9th day of December, 2010.

LIBERTY MUTUAL INSURANCE COMPANY



By Gamet W. Elliott, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA ss
COUNTY OF MONTGOMERY

On this 9th day of December, 2010, before me, a Notary Public, personally came Gamet W. Elliott, to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.



COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Theresa Pastella, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires March 26, 2013
Member, Pennsylvania Association of Notaries

By Teresa Pastella, Notary Public

CERTIFICATE

I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this day of

MAR 03 2011



By David M. Carey, Assistant Secretary

Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees.

To confirm the validity of this Power of Attorney call 1-610-832-8240 between 9:00 am and 4:30 pm EST on any business day

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1-2)	Net Admitted Assets
1. Bonds (Schedule D)	11,023,798,896		11,023,798,896	11,027,898,871
2. Stocks (Schedule D):				
2.1 Preferred stocks	752,878,318		752,878,318	752,819,708
2.2 Common stocks	8,194,832,643		8,194,832,643	7,870,471,459
3. Mortgage loans on real estate (Schedule G):				
3.1 First liens	519,022,709		519,022,709	549,091,297
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less § 9 encumbrances)	337,178,530		337,178,530	429,893,195
4.2 Properties held for the production of income (less § 9 encumbrances)	978,262		978,262	1,038,882
4.3 Properties held for sale (less § 9 encumbrances)				
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2), and short-term investments (Schedule E - Part 3)	624,332,451		624,332,451	1,340,303,514
6. Contract loans (including § 9 premium notes)				
7. Other invested assets (Schedule BA)	677,130,078	303,787	677,433,865	5,351,343,212
8. Receivables for insurance	12,271,248		12,271,248	2,630,039
9. Aggregate value for invested assets				
10. Substitutes, cash and loaned assets (Lines 1 to 6)	29,878,330,832	203,187	29,878,534,019	29,854,094,712
11. Title plants less § 9 charged off (for Title Insurance only)				
12. Investment income due and accrued	533,129,777		533,129,777	483,188,187
13. Premiums and commissions:				
13.1 Unallocated premiums and agents' balances in the course of collection	993,294,748	14,732,220	1,008,026,968	1,071,608,224
13.2 Deferred premiums, agents' balances and commissions booked but deferred and not yet due (excluding § 9 unpaid but unfiled premiums)	1,578,680,073		1,578,680,073	1,594,827,152
13.3 Accrued retrospective premiums	368,645,348	38,844,535	407,489,883	383,884,067
14. Reinsurance:				
14.1 Amounts receivable from reinsurers	683,193,607		683,193,607	683,301,803
14.2 Funds held by or deposited with reinsurers	13,527,000		13,527,000	17,394,833
14.3 Other amounts receivable under reinsurance contracts				
15. Amounts receivable relating to unassigned plans	21,088	11,418	32,506	175,315
16. Current federal and foreign income tax recoverable and Unpaid Dividends	314,172,088		314,172,088	
17. Net deferred tax asset	7,198,231,030	164,825,680	7,363,056,710	6,870,298,298
18. Guaranty funds receivable or on deposit	33,248,467		33,248,467	23,828,128
19. Electronic data processing equipment and software	276,129,379	257,214,874	533,344,253	30,297,071
20. Furniture and equipment, including health care delivery assets (9)	129,074,223	189,074,223	318,148,446	
21. Receivables from parent, subsidiaries and affiliates	346,223,417	810	346,224,227	312,128,804
22. Health care (9) and other amounts receivable				
23. Aggregate value for other than invested assets	716,828,709	38,048,856	754,877,565	736,423,351
24. Total assets including Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	34,473,142,980	639,703,425	35,112,846,405	32,489,786,146
25. Fees Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	34,473,142,980	639,703,425	35,112,846,405	32,489,786,146

DETAILS OF WRITS ON LIVES				
0801				
0802				
0803				
0804	Summary of mortality rates for Line 08 from overflow page			
0805	Totals (Lines 0801 through 0803 plus 0804 (Line 0 above))			
2301	242,284,773		242,284,773	244,831,573
2302	172,318,203	815,094	173,133,297	165,119,487
2303	132,718,497	39,834,802	172,553,299	145,987,194
2304	27,538,610		27,538,610	28,042,050
2305	718,689,783	38,649,896	757,339,679	718,423,301

LIABILITIES, SURPLUS AND OTHER FUNDS

	Current Year	Prior Year
1. Loans Payable (Line 10, Column 9)	11,800,000	11,800,000
2. Premiums payable on paid losses and loss adjustment expenses (Schedule 1, Part 1, Column 9)	1,200,000	1,200,000
3. Loss adjustment expenses (Part 10, Line 10, Column 9)	4,400,000	4,400,000
4. Operating surplus (adjusted) (Schedule 1, Part 1, Column 9)	11,800,000	11,800,000
5. Other operating payables (taxes, licenses and fees)	30,000,000	30,000,000
6. Taxes, licenses and fees payable (Schedule 1, Part 1, Column 9)	10,000,000	10,000,000
7. Current federal and state income taxes payable (Schedule 1, Part 1, Column 9)	10,000,000	10,000,000
7a. Not related to liability		
8. Interest reserve (Schedule 1, Part 1, Column 9)	10,000,000	10,000,000
9. Unearned premium (Part 10, Line 10, Column 9) less existing unearned premium for credit adjustment of 3,100,000 (Part 10, Column 9)	4,900,000	4,900,000
10. Advance amounts		
11. Outstanding dividend and surplus		
11a. Dividends		
11b. Reserves	10,000,000	10,000,000
12. Other adjustments payable (Schedule 1, Part 1, Column 9)	10,000,000	10,000,000
13. Premiums payable for reinsurance (Schedule 1, Part 1, Column 9)	1,200,000	1,200,000
14. Amounts payable or received by company for contract riders	1,200,000	1,200,000
15. Reinsurance and losses not allocated	1,200,000	1,200,000
16. Provisions for reinsurance (Schedule 1, Part 1)	1,200,000	1,200,000
17. Not applicable to current statement (see Schedule 1, Part 1)		
18. Other reinsurance	1,200,000	1,200,000
19. Payable to policyholders and others	1,200,000	1,200,000
20. Payable for contracts	1,200,000	1,200,000
21. Liability for contracts not underwritten from		
22. Capital stock (Schedule 1, Part 1, Column 9)	1,200,000	1,200,000
23. Amounts payable to the stockholders	1,200,000	1,200,000
24. Total liabilities (Lines 1 through 23)	11,800,000	11,800,000
25. Total assets (Lines 26 and 27)	11,800,000	11,800,000
26. Amounts payable to the general public (Lines 28 through 31)	11,800,000	11,800,000
27. Current surplus (Line 28)	11,800,000	11,800,000
28. Federal capital stock	11,800,000	11,800,000
29. Foreign capital stock	11,800,000	11,800,000
30. Payable to the other than general public (Lines 29 and 30)	11,800,000	11,800,000
31. Surplus (Line 28)	11,800,000	11,800,000
32. Unallocated funds payable	11,800,000	11,800,000
33. Unallocated funds, of one	11,800,000	11,800,000
34.1. Reserve reserve (Line 32 and 33)	11,800,000	11,800,000
34.2. Surplus (Line 32 and 33) less (Line 34.1)	11,800,000	11,800,000
35. Total assets (Lines 26 and 27)	11,800,000	11,800,000

The balance of the liability and other funds items, each shown and set forth here, has been determined from the books and records of the company, and the same have been examined by the auditor and found to be correct. The balance of the liability and other funds items, each shown and set forth here, has been determined from the books and records of the company, and the same have been examined by the auditor and found to be correct.

John J. Kelly
John J. Kelly

John J. Kelly, President
 John J. Kelly, Vice President



Notary Public for the State of New York
 My commission expires on 12/31/2021

Bond no: 103476681 - Travelers
PRF09015536 - F&D/Zurich
83139760 - Federal
045032369 - Liberty

PERFORMANCE BOND

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned³ Contractor and surety company (or companies), as principal and surety (or sureties), respectively,

<u>Contractor</u>	<u>Surety</u>
Skanska Koch Inc ³ 400 Roosevelt Avenue Carteret, NJ 07008	Travelers Casualty and Surety Company of America One Tower Square, Hartford, CT 06183 Fidelity and Deposit Company of Maryland/ Zurich American Insurance Company 1400 American Lane, Schaumburg, IL 60196 Federal Insurance Company 15 Mountain View Road, Warren, NJ 07059 Liberty Mutual Insurance Company 175 Berkeley Street, Boston, MA 02116

RECEIVED
MAR 10 2011
By J. PHILLIP

Approved
[Signature]
3/8/11

³ a corporation organized under the laws of the State of Delaware.

³ Insert names of the Contractor and surety company (or companies) in the appropriate columns. If space is insufficient add rider.
If the Contractor is a corporation, give the state of incorporation, using also the phrase "a corporation organized under the laws of _____".
If the Contractor is a partnership, give full names of partners, using the phrase "co-partners doing business under the firm name of _____".
If the Contractor is an individual using a trade name, give individual name, using also the phrase "an individual doing business under the trade name of _____".

Bond nos: 105476681 - Travelers
PRF09025536 - F&D/Zurich
82139760 - Federal
015032369 - Liberty

PERFORMANCE BOND

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned⁵ Contractor and surety company (or companies), as principal and surety (or sureties), respectively,

Contractor	Surety
Skanska Koch Inc* 400 Roosevelt Avenue Carteret, NJ 07008	Travelers Casualty and Surety Company of America One Tower Square, Hartford, CT 06183 Fidelity and Deposit Company of Maryland/ Zurich American Insurance Company 1400 American Lane, Schaumburg, IL 60196 Federal Insurance Company 15 Mountain View Road, Warren, NJ 07059 Liberty Mutual Insurance Company 175 Berkeley Street, Boston, MA 02116

* a corporation organized under the laws of the State of Delaware.

⁵ Insert names of the Contractor and surety company (or companies) in the appropriate columns. If space is insufficient add rider.
If the Contractor is a corporation, give the state of incorporation, using also the phrase "a corporation organized under the laws of _____."
If the Contractor is a partnership, give full names of partners, using the phrase "co-partners doing business under the firm name of _____."
If the Contractor is an individual using a trade name, give individual name, using also the phrase "an individual doing business under the trade name of _____."

are hereby held and firmly bound unto The Port Authority of New York and New Jersey (herein called the "Authority") in the penal sum of Two Hundred Four Million Seven Hundred Twenty Thousand Dollars

and No Cents (\$204,720,000.00), for the payment of which, well and truly to be made, we hereby jointly and severally bind ourselves, our heirs, representatives, executors, administrators, successors and assigns. Each surety, however, if there is more than one, shall be jointly and severally liable for said penal sum.

Signed this 3rd day of March 20 '11

The condition of the above obligation is that

WHEREAS, the above named principal has entered into a Contract in writing with the Authority, a copy of which is hereby made a part of this bond as though herein set forth in full and which is designated Contract WTC- 264.618 - "Oculus Steel", and

WHEREAS, the Authority has required this bond for the faithful performance of all obligations imposed by said Contract,

NOW, if the said principal shall well and faithfully do and perform the things agreed by him to be done and performed according to the terms and true intent and meaning of said Contract, then this obligation shall be void, otherwise the same shall remain in full force and effect; it being expressly understood and agreed that, provided the sureties shall comply with the provisions hereof, the aggregate liability of all sureties for any and all claims hereunder shall in no event exceed the penal amount of this obligation as hereinbefore stated.

This undertaking is for the benefit of the Authority and all subcontractors, materialmen and workmen having lawful claims arising out of the performance of said Contract, and all such subcontractors, materialmen and workmen (as well as the Authority itself) shall have a direct right of action upon this bond; but the rights and equities of such subcontractors, materialmen and workmen shall be subject and subordinate to those of the Authority.

The sureties, for value received, hereby stipulate and agree that the obligations of said sureties and their bond shall be in no way impaired or affected by any extensions of time, modification, omission, addition or change in or to the said Contract or the construction to be performed thereunder, or by any supervision or inspection or omission to supervise or inspect the construction, or by any payment thereunder before the time required therein, or by any waiver of any provision or condition thereof (whether precedent or subsequent), or by any assignment, subletting or other transfer thereof or of any part thereof or of any construction to be performed or any moneys due or to become due thereunder, and said sureties do hereby waive notice of any and all of such extensions, modifications, omissions, additions, changes, payments, waivers, assignments, subcontracts and transfers, and hereby expressly stipulate and agree that any and all things done and omitted to be done by and in relation to assignees, subcontractors and other transferees shall have the same effect as to said sureties as though done by or in relation to said principal.

The sureties shall give the General Counsel of the Authority the following notices:

- A. Written notice of an intent to pay any claim of a subcontractor, materialman or workman hereunder;
- B. Written notice within five days of the institution of an action by a subcontractor, materialman or workman hereunder.

The sureties shall not pay the claim of any subcontractor, materialman or workman hereunder until the expiration of thirty days after receipt by said General Counsel of notice under either subparagraph A or B above, describing the claim to be paid.

IN WITNESS WHEREOF, the principal and the sureties have hereunto set their hands and seals, and such of them as are corporations have caused their corporate seals to be hereto affixed and these presents to be signed by their proper officers, the day and year first set forth above.

(Seal)

Fidelity and Deposit Company of Maryland
 BY: [Signature]
 Theresa J. Foley, Attorney-in-Fact

Zurich American Insurance Company
 BY: [Signature]
 Theresa J. Foley, Attorney-in-Fact

Federal Insurance Company
 BY: [Signature]
 Theresa J. Foley, Attorney-in-Fact

Liberty Mutual Insurance Company
 BY: [Signature]
 Theresa J. Foley, Attorney-in-Fact

Skanska Koch Inc

 By [Signature]
 Robert Koch, President

Travelers Casualty and Surety Company
 of America

 Surety
 By: [Signature]
 Theresa J. Foley, Attorney-in-Fact

APPROVED AS TO ACCEPTABILITY OF SURETIES:

[Signature]
 Credit Manager
 March 10, 2011

6 If bond is signed by an officer or agent, give title; if signed by a corporation, affix corporate seal.
 7 Add signatures of additional sureties, if any.

ACKNOWLEDGMENT OF PRINCIPAL, A CORPORATION

State of New Jersey

SS:

County of Middlesex

On this 14th day of March 2011, before me personally came and appeared Robert Koch to me known and known to President of Skanska Koch Inc, a corporation, described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

(Notary Seal)

Signature Jo Ann Puskas
(Seal)

JO-ANN PUSKAS
Notary Public of New Jersey
My Commission Expires April 21, 2012 (Notary)

ACKNOWLEDGMENT OF PRINCIPAL, IF A PARTNERSHIP

State of _____

SS:

County of _____

On this _____ day of _____, 20____, before me personally came and appeared _____, to me known, and known to me to be one of the members of the firm of _____ described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

(Seal)

(Notary Signature)

ACKNOWLEDGMENT OF PRINCIPAL, IF AN INDIVIDUAL

State of _____

SS:

County of _____

On this _____ day of _____, 20____, before me personally came and appeared _____, to me known, and known to me to be one of the members of the firm of _____ described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

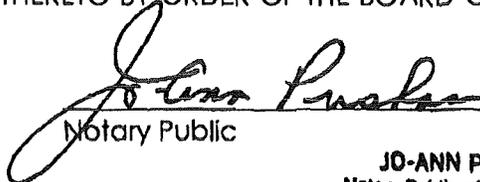
(Seal)

(Notary Signature)

ACKNOWLEDGEMENT OF CONTRACTOR, IF A CORPORATION

STATE OF New Jersey,)
COUNTY OF Middlesex

ON THE 4th DAY OF March 2011, BEFORE ME PERSONALLY CAME Robert Koch TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT THAT (S)HE IS THE President OF Skanska Koch Inc THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION.


Notary Public

JO-ANN PUSKAS
Notary Public of New Jersey
My Commission Expires April 21, 2012

ACKNOWLEDGEMENT OF SURETY

STATE OF NEW YORK,)
COUNTY OF NASSAU,)

ON THE 3rd DAY OF March 2011, BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Travelers Casualty and Surety Company of America THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01WO6132857
Qualified In Queens County
Commission Expires August 29, 2013

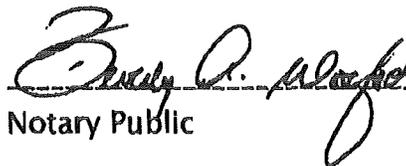

Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,)
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Fidelity and Deposit Company of Maryland/Zurich American Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

STEPHEN A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01v.08132857
Qualified in Queens County
Commission Expires August 29, 2013


Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,)
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Federal Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01WO6132857
Qualified in Queens County
Commission Expires August 29, 2013

[Handwritten Signature]
Notary Public

ACKNOWLEDGEMENT OF SURETY

STATE OF New York,)
COUNTY OF Nassau,)

ON THE 3rd DAY OF March, 2011 , BEFORE ME PERSONALLY CAME Theresa J. Foley TO ME KNOWN, WHO, BEING BY ME DULY SWORN, DID DEPOSE AND SAY THAT (S)HE RESIDES AT Nassau County, New York THAT (S)HE IS THE ATTORNEY-IN-FACT OF Liberty Mutual Insurance Company THE CORPORATION DESCRIBED IN AND WHICH EXECUTED THE ABOVE INSTRUMENT; THAT (S)HE KNOWS THE SEAL OF SAID CORPORATION; THAT ONE OF THE SEALS AFFIXED TO THE FOREFGOING INSTRUMENT IS SUCH SEAL; THAT IT WAS SO AFFIXED BY ORDER OF THE BOARD OF DIRECTORS OF SAID CORPORATION; AND THAT (S)HE SIGNED HIS/HER NAME THERETO BY LIKE ORDER.

BEVERLY A. WOOLFORD
NOTARY PUBLIC, State of New York
No. 01WO6132857
Qualified in Queens County
Commission Expires August 29, 2013

[Handwritten signature of Beverly A. Woolford]
Notary Public



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 223152

Certificate No. 004017688

KNOW ALL MEN BY THESE PRESENTS: That St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, that Farmington Casualty Company, Travelers Casualty and Surety Company, and Travelers Casualty and Surety Company of America are corporations duly organized under the laws of the State of Connecticut, that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

William A. Marino, David W. Rosehill, Nancy Schnee, Theresa J. Foley, Fred Nicholson, James E. Marran, Jr., Vincent A. Walsh, Michael Marino, Daryl LaForge, Matthew Kelly, Annette Leuschner, and Andrea E. Gorbert

of the City of Jericho, State of New York, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 22nd day of December, 2010.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: [Signature]
George W. Thompson, Senior Vice President

On this the 22nd day of December, 2010, before me personally appeared George W. Thompson, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2011.



[Signature]
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

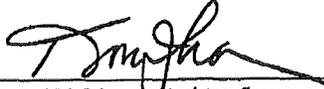
FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kori M. Johanson, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this _____ day of MAR 03 2011, 20__


Kori M. Johanson, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.

TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

HARTFORD, CONNECTICUT 06183

FINANCIAL STATEMENT AS OF DECEMBER 31, 2009

CAPITAL STOCK \$ 6,450,000

ASSETS		LIABILITIES & SURPLUS	
CASH & INVESTED CASH	\$ 91,632,774	UNEARNED PREMIUMS	\$ 839,517,954
BONDS	3,673,369,648	LOSSES	888,279,087
INVESTMENT INCOME DUE AND ACCRUED	61,425,446	LOSS ADJUSTMENT EXPENSES	391,884,358
PREMIUM BALANCES	183,801,016	COMMISSIONS	34,830,566
NET DEFERRED TAX ASSET	72,256,733	TAXES, LICENSES AND FEES	59,474,472
REINSURANCE RECOVERABLE	4,839,080	OTHER EXPENSES	31,738,727
REINSURANCE RECEIVABLE INTERCOMPANY	247,774,291	FUNDS HELD UNDER REINSURANCE TREATIES	101,203,705
OTHER ASSETS	6,728,714	CURRENT FEDERAL AND FOREIGN INCOME TAXES	8,951,419
		REMITTANCES AND ITEMS NOT ALLOCATED	49,208,988
		AMOUNTS WITHHELD / RETAINED BY COMPANY FOR OTHERS	47,770,209
		RETROACTIVE REINSURANCE RESERVE	3,174,786
		POLICYHOLDER DIVIDENDS	8,825,721
		PROVISION FOR REINSURANCE	7,950,503
		CEDED REINSURANCE NET PREMIUMS PAYABLE	(47,812,192)
		PAYABLE TO PARENT, SUBSIDIARIES AND AFFILIATES	60,768,201
		OTHER ACCRUED EXPENSES AND LIABILITIES	1,322,881
		TOTAL LIABILITIES	\$ 2,494,857,039
		CAPITAL STOCK	\$ 6,450,000
		PAID IN SURPLUS	439,803,760
		OTHER SURPLUS	1,386,634,091
		TOTAL SURPLUS TO POLICYHOLDERS	\$ 1,836,848,861
TOTAL ASSETS	\$ 4,331,706,701	TOTAL LIABILITIES & SURPLUS	\$ 4,331,706,701

STATE OF CONNECTICUT)
 COUNTY OF HARTFORD) SS.
 CITY OF HARTFORD)

MICHAEL J. DOODY, BEING DULY SWORN, SAYS THAT HE IS SECOND VICE PRESIDENT, OF TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA, AND THAT TO THE BEST OF HIS KNOWLEDGE AND BELIEF, THE FOREGOING IS A TRUE AND CORRECT STATEMENT OF THE FINANCIAL CONDITION OF SAID COMPANY AS OF THE 31st DAY OF DECEMBER, 2009.



Michael J. Doody
 SECOND VICE PRESIDENT

[Signature]
 NOTARY PUBLIC - MY COMMISSION EXPIRES 11/30/2012

SUBSCRIBED AND SWORN TO BEFORE ME THIS
 19th DAY OF APRIL, 2010

**Power of Attorney
FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by WILLIAM J. MILLS, Vice President, and GREGORY E. MURRAY, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which are set forth on the reverse side hereof and are hereby certified to be in full force and effect on the date hereof, do hereby nominate, constitute and appoint James E. MARRAN, JR, Daryl LAFORGE, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fred NICHOLSON, Michael MARINO, Andrea E. GOLDSTEIN and Annette LEUSCHNER, all of Jericho, New York, EACH its true and lawful agent and 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, 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 the Company at its office in Baltimore, Md., in their own proper persons. This power of attorney revokes that issued on behalf of James E. MARRAN, JR, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fern PERRY, Fred NICHOLSON, David A. GOLDSTEIN, Michael MARINO, Daryl LAFORGE, dated November 5, 2008.

The said Assistant Secretary does hereby certify that the extract set forth on the reverse side hereof is a true copy of Article VI, Section 2, of the By-Laws of said Company, and is now in force.

IN WITNESS WHEREOF, the said Vice-President and Assistant Secretary have hereunto subscribed their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND, this 12th day of November, A.D. 2010.

ATTEST:

FIDELITY AND DEPOSIT COMPANY OF MARYLAND



Gregory E. Murray

William J. Mills

By:

Gregory E. Murray Assistant Secretary

William J. Mills

Vice President

State of Maryland }
City of Baltimore } ss:

On this 12th day of November, A.D. 2010, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came WILLIAM J. MILLS, Vice President, and GREGORY E. MURRAY, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself depose and saith, 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 Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



Maria D. Adamski

Maria D. Adamski

Notary Public

My Commission Expires: July 8, 2011

EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice-President, or any of the Senior Vice-Presidents or Vice-Presidents specially authorized so to do by the Board of Directors or by the Executive Committee, shall have power, by and with the concurrence of the Secretary or any one of the Assistant Secretaries, to appoint Resident Vice-Presidents, Assistant Vice-Presidents and Attorneys-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertakings, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgements, decrees, mortgages and instruments in the nature of mortgages,....and to affix the seal of the Company thereto."

CERTIFICATE

I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing Power of Attorney is still in full force and effect on the date of this certificate; and I do further certify that the Vice-President who executed the said Power of Attorney was one of the additional Vice-Presidents specially authorized by the Board of Directors to appoint any Attorney-in-Fact as provided in Article VI, Section 2, of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

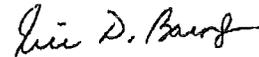
This Power of Attorney and Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND at a meeting duly called and held on the 10th day of May, 1990.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice-President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said Company,

MAR 03 2011

this _____ day of _____.



Assistant Secretary

FIDELITY AND DEPOSIT COMPANY
 OF MARYLAND
 3910 KESWICK ROAD, BALTIMORE, MD 21211-2226

Statement of Financial Condition
 As Of December 31, 2009

ASSETS

Bonds	\$ 156,584,995
Stocks	22,537,672
Cash and Short Term Investments	9,719,598
Reinsurance Recoverable	9,347,241
Other Accounts Receivable	51,052,264
TOTAL ADMITTED ASSETS	\$ <u>249,241,769</u>

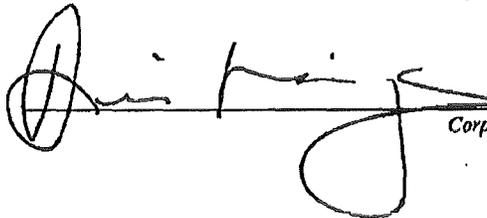
LIABILITIES, SURPLUS AND OTHER FUNDS

Reserve for Taxes and Expenses	\$ 76,835
Ceded Reinsurance Premiums Payable	58,237,612
Securities Lending Collateral Liability	5,511,875
TOTAL LIABILITIES	\$ <u>63,826,322</u>
Capital Stock, Paid Up	\$ 5,000,000
Surplus	180,415,448
Surplus as regards Policyholders	185,415,447
TOTAL	\$ <u>249,241,769</u>

Securities carried at \$38,385,957 in the above statement are deposited as required by law.

Securities carried on the basis prescribed by the National Association of Insurance Commissioners. On the basis of December 31, 2009 market quotations for all bonds and stocks owned, the Company's total admitted assets would be \$247,657,513 and surplus as regards policyholders \$186,999,703.

I, DENNIS F. KERRIGAN, Corporate Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company on the 31st day of December, 2009.



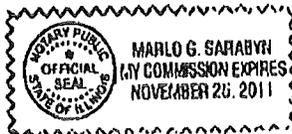
 Corporate Secretary

State of Illinois }
 City of Schaumburg } SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2010.



 Notary Public



ZURICH AMERICAN INSURANCE COMPANY

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the ZURICH AMERICAN INSURANCE COMPANY, a corporation created by and existing under the laws of the State of New York does hereby nominate, constitute and appoint James E. MARRAN, JR, Daryl LAFORGE, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fred NICHOLSON, Michael MARINO, Andrea E. GORBERT and Annette LEUSCHNER, all of Jericho, New York, EACH its true and lawful Attorneys-In-Fact with power and authority hereby conferred to sign, seal, and execute in its behalf, during the period beginning with the date of issuance of this power, : any and all bonds and undertakings, recognizances or other written obligations in the nature thereof, and to bind ZURICH AMERICAN INSURANCE COMPANY thereby, and all of the acts of said Attorney(s)-in-Fact pursuant to these presents are hereby ratified and confirmed. This Power of Attorney is made and executed pursuant to and by the authority of the following By-Law duly adopted by the Board of Directors of the Company which By-Law has not been amended or rescinded.

Article VI, Section 5. "...The President or a Vice President in a written instrument attested by a Secretary or an Assistant Secretary may appoint any person Attorney-In-Fact with authority to execute surety bonds on behalf of the Company and other formal underwriting contracts in reference thereto and reinsurance agreements relating to individual policies and bonds of all kinds and attach the corporate seal. Any such officers may revoke the powers granted to any Attorney-In-Fact."

This Power of Attorney is signed and sealed by facsimile under and by the authority of the following Resolution adopted by the Board of Directors of the ZURICH AMERICAN INSURANCE COMPANY by unanimous consent in lieu of a special meeting dated December 15, 1998

" RESOLVED, that the signature of the President or a Vice President and the attesting signature of a Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile on any Power of Attorney pursuant to Article VI, Section 5 of the By-Laws, and the signature of a Secretary or an Assistant Secretary and the seal of the Company may be affixed by facsimile to any certificate of any such power. Any such power or any certificate thereof with such facsimile signature and seal shall be valid and binding on the Company. Furthermore, such power so executed, sealed and certified by certificate so executed and sealed shall, with respect to any bond or undertaking to which it is attached, shall continue to be valid and binding on the Company."

IN WITNESS WHEREOF, the ZURICH AMERICAN INSURANCE COMPANY has caused these presents to be executed in its name and on its behalf and its Corporate Seal to be hereunto affixed and attested by its officers thereunto duly authorized, this 12th day of November, A.D. 2010. This power of attorney revokes that issued on behalf of James E. MARRAN, JR, David W. ROSEHILL, Vincent A. WALSH, Nancy SCHNEE, Theresa J. FOLEY, Fern PERRY, Fred NICHOLSON, David A. GOLDSTEIN, Michael MARINO, Daryl LAFORGE, dated November 5, 2008.



ZURICH AMERICAN INSURANCE COMPANY

Gerald F. Haley

Frank E. Martin Jr.

STATE OF MARYLAND }
CITY OF BALTIMORE }

ss:

Gerald F. Haley

Secretary

By:

Frank E. Martin Jr.

Vice President

On the 12th day of November, A.D. 2010, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came the above named Vice President and Secretary of ZURICH AMERICAN INSURANCE COMPANY, to me personally known to be the individuals and officers described in and who executed the preceding instrument and they each acknowledged the execution of the same and being by me duly sworn, they severally and each for himself deposed and said that they respectively hold the offices in said Corporation as indicated, that the Seal affixed to the preceding instrument is the Corporate Seal of said Corporation, and that the said Corporate Seal, and their respective signature as such officers, were duly affixed and subscribed to the said instrument pursuant to all due corporate authorization. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above.



Constancia A. Dunn

Notary Public

My Commission Expires: July 14, 2011

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

CERTIFICATE

I, the undersigned, a Secretary of the ZURICH AMERICAN INSURANCE COMPANY, do hereby certify that the foregoing Power of Attorney is still in full force and effect, and further certify that Article VI, Section 5 of the By-Laws of the Company and the Resolution of the Board of Directors set forth in said Power of Attorney are still in force.

IN TESTIMONY WHEREOF I have hereto subscribed my name and affixed the seal of said Company

MAR 03 2011

the _____ day of _____.

Gregory E. Murray

Gregory E. Murray

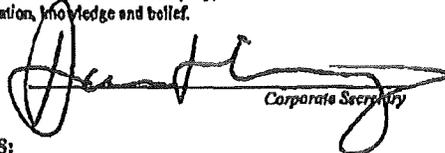
Secretary



ZURICH AMERICAN INSURANCE COMPANY
COMPARATIVE BALANCE SHEET
ONE LIBERTY PLAZA, 165 BROADWAY, 32nd FLOOR, NEW YORK, NY 10006
As of December 31, 2009 and December 31, 2008

	12/31/2009	12/31/2008
Assets		
Bonds	\$ 18,856,255,156	\$ 18,080,264,654
Preferred Stock	983,952	70,077,341
Common Stock	2,414,799,006	2,523,871,473
Real Estate	-	25,457,836
Other Invested Assets	1,955,583,185	1,699,943,998
Short-term Investments	442,083,498	117,588,071
Receivable for securities	924,864	8,050,472
Cash and cash equivalents	81,175,395	66,140,854
Employee Trust for Deferred Compensation Plan	115,265,399	92,484,754
Total Cash and Invested Assets	\$ 23,867,070,354	\$ 22,683,879,453
Premiums Receivable	\$ 3,789,891,423	\$ 4,504,508,588
Funds Held with Reinsurers	17,543,464	18,761,471
Reinsurance Recoverable	334,417,233	839,700,252
Accrued Investment Income	153,168,265	149,763,601
Federal Income Tax Recoverable	938,076,547	583,896,990
Due from Affiliates	270,234,627	178,313,325
Other Assets	565,343,140	655,646,493
Total Assets	\$ 29,935,743,034	\$ 29,634,470,173
Liabilities and Policyholders' Surplus		
Liabilities:		
Loss and LAB Reserves	\$ 14,457,673,205	\$ 14,645,410,951
Unearned Premium Reserve	4,286,806,531	4,602,631,426
Funds Held with Reinsurers	249,802,186	248,918,770
Loss in Course of Payment	416,324,234	460,126,217
Commission Reserve	154,104,769	155,353,168
Federal Income Tax Payable	24,130,322	16,916,764
Remittances and Items Unallocated	152,534,594	135,262,884
Payable to parent, subs and affiliates	304,648,750	199,894,895
Provision for Reinsurance	74,859,513	95,167,934
Ceded Reinsurance Premiums Payable	62,782,469	605,799,518
Securities Lending Collateral Liability	328,068,754	102,593,522
Other Liabilities	2,006,859,109	2,126,543,703
Total Liabilities	\$ 22,518,594,436	\$ 23,394,639,772
Policyholders' Surplus:		
Common Capital Stock	\$ 5,000,000	\$ 5,000,000
Paid-in and Contributed Surplus	4,394,131,321	4,394,131,321
Surplus Notes	1,883,000,000	1,883,000,000
Special Surplus Retrospective Reinsurance	101,720,000	73,761,000
Change in Net Deferred Tax Asset	348,814,703	-
Cumulative Unrealized Gain	(74,742,079)	(316,593,413)
Dividends Undeclared	-	222,129
Loss Portfolio Transfer Account	-	-
Unassigned Surplus	759,226,673	200,309,364
Total Policyholders' Surplus	\$ 7,417,150,618	\$ 6,239,830,401
Total Liabilities and Policyholders' Surplus	\$ 29,935,743,054	\$ 29,634,470,173

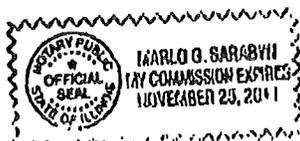
I, Dennis F. Kerrigan, Corporate Secretary of ZURICH AMERICAN INSURANCE COMPANY do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company, on the 31st day of December, 2009, according to the best of my information, knowledge and belief.

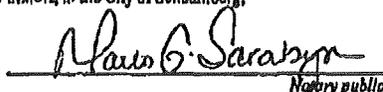

 Corporate Secretary

State of Illinois
 County of Cook

} SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 15th day of March, 2010.




 Notary public



**Chubb
Surety**

**POWER
OF
ATTORNEY**

**Federal Insurance Company
Vigilant Insurance Company
Pacific Indemnity Company**

**Attn: Surety Department
15 Mountain View Road
Warren, NJ 07059**

Know All by These Presents, That FEDERAL INSURANCE COMPANY, an Indiana corporation, VIGILANT INSURANCE COMPANY, a New York corporation, and PACIFIC INDEMNITY COMPANY, a Wisconsin corporation, do each hereby constitute and appoint John P. Hyland, Matthew Kelly and Daryl LaForge of Warren, New Jersey and Theresa J. Foley, Annette Leuschner, William A. Marino, James E. Marran, Jr., Fred Nicholson, David W. Rosehill, Nancy Schnee, Andrea E. Szelwach and Vincent A. Walsh of Jericho, New York

each as their true and lawful Attorney-in-Fact to execute under such designation in their names and to affix their corporate seals to and deliver for and on their behalf as surety thereon or otherwise, bonds and undertakings and other writings obligatory in the nature thereof (other than bail bonds) given or executed in the course of business, and any instruments amending or altering the same, and consents to the modification or alteration of any instrument referred to in said bonds or obligations.

In Witness Whereof, said FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY have each executed and attested these presents and affixed their corporate seals on this 26th day of August, 2010.

Kenneth C. Wendel, Assistant Secretary

David B. Norris, Jr., Vice President

STATE OF NEW JERSEY
County of Somerset

On this 26th day of August, 2010 before me, a Notary Public of New Jersey, personally came Kenneth C. Wendel, to me known to be Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY, the companies which executed the foregoing Power of Attorney, and the said Kenneth C. Wendel, being by me duly sworn, did depose and say that he is Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY and knows the corporate seals thereof, that the seals affixed to the foregoing Power of Attorney are such corporate seals and were thereto affixed by authority of the By-Laws of said Companies; and that he signed said Power of Attorney as Assistant Secretary of said Companies by like authority; and that he is acquainted with David B. Norris, Jr., and knows him to be Vice President of said Companies; and that the signature of David B. Norris, Jr., subscribed to said Power of Attorney is in the genuine handwriting of David B. Norris, Jr., and was thereto subscribed by authority of said By-Laws and in deponent's presence.

Notarial Seal



KATHERINE J. ADELAAR
NOTARY PUBLIC OF NEW JERSEY
No 2316685
Commission Expires July 16, 2014

Notary Public

CERTIFICATION

Extract from the By-Laws of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY:

"All powers of attorney for and on behalf of the Company may and shall be executed in the name and on behalf of the Company, either by the Chairman or the President or a Vice President or an Assistant Vice President, jointly with the Secretary or an Assistant Secretary, under their respective designations. The signature of such officers may be engraved, printed or lithographed. The signature of each of the following officers: Chairman, President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary and the seal of the Company may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such power of attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding upon the Company with respect to any bond or undertaking to which it is attached."

I, Kenneth C. Wendel, Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY

(the "Companies") do hereby certify that

- (i) the foregoing extract of the By-Laws of the Companies is true and correct,
- (ii) the Companies are duly licensed and authorized to transact surety business in all 50 of the United States of America and the District of Columbia and are authorized by the U.S. Treasury Department; further, Federal and Vigilant are licensed in Puerto Rico and the U.S. Virgin Islands, and Federal is licensed in American Samoa, Guam, and each of the Provinces of Canada except Prince Edward Island; and
- (iii) the foregoing Power of Attorney is true, correct and in full force and effect.

Given under my hand and seals of said Companies at Warren, NJ this

MAR 03 2011



Kenneth C. Wendel, Assistant Secretary

IN THE EVENT YOU WISH TO NOTIFY US OF A CLAIM, VERIFY THE AUTHENTICITY OF THIS BOND OR NOTIFY US OF ANY OTHER MATTER, PLEASE CONTACT US AT ADDRESS LISTED ABOVE, OR BY Telephone (908) 903-3493 Fax (908) 903-3658 e-mail: surety@chubb.com

FEDERAL INSURANCE COMPANY

STATEMENT OF ASSETS, LIABILITIES AND SURPLUS TO POLICYHOLDERS

Statutory Basis

DECEMBER 31, 2009

(in thousands of dollars)

ASSETS	LIABILITIES AND SURPLUS TO POLICYHOLDERS
Cash and Short Term Investments..... \$ 257,630	Outstanding Losses and Loss Expenses \$ 11,900,150
United States Government, State and Municipal Bonds..... 11,077,454	Unearned Premiums..... 3,345,760
Other Bonds..... 4,042,056	Reinsurance Premiums Payable..... 322,875
Stocks..... 778,949	Provision for Reinsurance 79,993
Other Invested Assets..... 1,758,896	Other Liabilities..... 717,789
TOTAL INVESTMENTS..... 17,914,785	TOTAL LIABILITIES 16,366,567
Investments In Affiliates:	Special Surplus Funds..... 176,031
Chubb Investment Holdings, Inc..... 2,881,003	Capital Stock 20,980
Pacific Indemnity Company..... 2,200,172	Paid-In Surplus..... 3,106,809
Chubb Insurance Investment Holdings Ltd... 1,539,334	Unassigned Funds..... 11,017,701
Executive Risk Indemnity Inc..... 1,078,688	
CC Canada Holdings Ltd..... 607,555	SURPLUS TO POLICYHOLDERS..... 14,321,521
Great Northern Insurance Company..... 453,227	
Chubb European Investment Holdings SLP . 271,092	TOTAL LIABILITIES AND SURPLUS TO POLICYHOLDERS..... \$ 30,688,088
Chubb Insurance Company of Australia... 255,177	
Vigilant Insurance Company..... 176,825	
Other Affiliates 349,088	
Premiums Receivable..... 1,458,416	
Other Assets 1,502,926	
TOTAL ADMITTED ASSETS \$ 30,688,088	

Investments are valued in accordance with requirements of the National Association of Insurance Commissioners.
Investments valued at \$448,814,488 are deposited with government authorities as required by law.

State, County & City of New York, — ss:

Yvonne Baker, Assistant Secretary _____ of the Federal Insurance Company
being duly sworn, deposes and says that the foregoing Statement of Assets, Liabilities and Surplus to Policyholders of said
Federal Insurance Company on December 31, 2009 is true and correct and is a true abstract of the Annual Statement of said
Company as filed with the Secretary of the Treasury of the United States for the 12 months ending December 31, 2009.

Subscribed and sworn to before me **MAR 03 2011**
this

Dorothy Baker

Notary Public

DOROTHY M. BAKER
Notary Public, State of New York
No. 31-4904994
Qualified in New York County
Commission Expires Sept. 14, 2013

Yvonne Baker

Assistant Secretary

THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON RED BACKGROUND.

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.

LIBERTY MUTUAL INSURANCE COMPANY
BOSTON, MASSACHUSETTS
POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS: That Liberty Mutual Insurance Company (the "Company"), a Massachusetts stock insurance company, pursuant to and by authority of the By-law and Authorization hereinafter set forth, does hereby name, constitute and appoint WILLIAM A. MARINO, DAVID W. ROSEHILL, NANCY SCHNEE, VINCENT A. WALSH, FRED NICHOLSON, THERESA J. FOLEY, MICHAEL MARINO, JAMES E. MARRAN, JR., ANDREA E. SZELWACH, ANNETTE LEUSCHNER, JOHN P. HYLAND, ALL OF THE CITY OF JERICHO, STATE OF NEW YORK

, each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations in the penal sum not exceeding FIVE HUNDRED MILLION AND 00/100 DOLLARS (\$ 500,000,000.00) each, and the execution of such undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company in their own proper persons.

That this power is made and executed pursuant to and by authority of the following By-law and Authorization:

ARTICLE XIII - Execution of Contracts: Section 5, Surety Bonds and Undertakings.

Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

By the following instrument the chairman or the president has authorized the officer or other official named therein to appoint attorneys-in-fact:

Pursuant to Article XIII, Section 5 of the By-Laws, Garnet W. Elliott, Assistant Secretary of Liberty Mutual Insurance Company, is hereby authorized to appoint such attorneys-in-fact as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

That the By-law and the Authorization set forth above are true copies thereof and are now in full force and effect.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Company and the corporate seal of Liberty Mutual Insurance Company has been affixed thereto in Plymouth Meeting, Pennsylvania this 9th day of December 2010.

LIBERTY MUTUAL INSURANCE COMPANY



By Garnet W. Elliott, Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA ss
COUNTY OF MONTGOMERY

On this 9th day of December, 2010, before me, a Notary Public, personally came Garnet W. Elliott, to me known, and acknowledged that he is an Assistant Secretary of Liberty Mutual Insurance Company; that he knows the seal of said corporation; and that he executed the above Power of Attorney and affixed the corporate seal of Liberty Mutual Insurance Company thereto with the authority and at the direction of said corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.



COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Teresa Pastella, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires March 29, 2013
Member, Pennsylvania Association of Notaries

By Teresa Pastella, Notary Public

CERTIFICATE

I, the undersigned, Assistant Secretary of Liberty Mutual Insurance Company, do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the officer or official who executed the said power of attorney is an Assistant Secretary specially authorized by the chairman or the president to appoint attorneys-in-fact as provided in Article XIII, Section 5 of the By-laws of Liberty Mutual Insurance Company.

This certificate and the above power of attorney may be signed by facsimile or mechanically reproduced signatures under and by authority of the following vote of the board of directors of Liberty Mutual Insurance Company at a meeting duly called and held on the 12th day of March, 1980.

VOTED that the facsimile or mechanically reproduced signature of any assistant secretary of the company, wherever appearing upon a certified copy of any power of attorney issued by the company in connection with surety bonds, shall be valid and binding upon the company with the same force and effect as though manually affixed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of the said company, this day of

MAR 03 2011



By David M. Carey, Assistant Secretary

Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees.

To confirm the validity of this Power of Attorney call 1-610-832-8240 between 9:00 am and 4:30 pm EST on any business day.

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Not Admitted Assets (Cols. 1-2)	Not Admitted Assets
1. Bonds (Schedule D)	11,426,706,886		11,426,706,886	11,027,998,301
2. Stocks (Schedule D):				
2.1 Preferred stocks	783,878,318		783,878,318	757,718,708
2.2 Common stocks	8,135,882,823		8,135,882,823	7,870,471,890
3. Mortgage loans on real estate (Schedule E):				
3.1 First liens	618,022,708		618,022,708	648,081,282
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (Line 6) (I encumbrances)	437,178,420		437,178,420	428,898,188
4.2 Properties held for the production of income (Line 8) (I encumbrances)	878,282		878,282	1,038,882
4.3 Properties held for sale (Line 8) (I encumbrances)				
5. Cash (I 304,022,854, Schedule E - Part 1), cash equivalents (I 13,178,054, Schedule E - Part 2), and short-term investments (I 343,850,863, Schedule DA)	624,332,431		624,332,431	1,340,303,118
6. Contract loans (including I) (I premium notes)				
7. Other invested assets (Schedule DA)	8,771,840,578	898,187	8,770,942,391	8,531,343,713
8. Receivables for securities	12,271,848		12,271,848	2,638,758
9. Aggregate write-ups for invested assets				
10. Securities, cash and invested assets (Lines 1 to 9)	28,608,230,824	208,187	28,607,998,638	28,844,084,712
11. Title plans (Line 8) (I charged off (for Title Insurance only)				
12. Investment income due and accrued	158,128,777		158,128,777	143,188,787
13. Premiums and considerations:				
13.1 Unallocated premiums and agents' balances in the course of collection	883,894,743	14,732,820	879,161,923	1,071,988,224
13.2 Deferred premiums, agents' balances and investments booked but deferred and not yet due (including I) (I earned but unfiled premiums)	1,518,880,073		1,518,880,073	1,494,877,150
13.3 Accrued retrospective premiums	888,648,348	38,844,889	879,803,459	883,894,887
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	883,188,887		883,188,887	880,300,882
14.2 Funds held by or deposited with reinsured companies	13,527,620		13,527,620	17,281,830
14.3 Other amounts recoverable under reinsurance contracts				
15. Amounts receivable relating to unassigned plans	21,688	11,818	9,877	175,913
16. Capital federal and foreign income tax recoverable and interest thereon	313,172,088		313,172,088	
18.2 Not delinquent last asset	7,188,281,280	164,825,480	7,023,455,800	848,780,286
17. Guaranty funds receivable or on deposit	33,848,487		33,848,487	33,828,338
18. Electronic data processing equipment and software	318,142,378	27,771,474	318,142,378	30,281,034
19. Furniture and equipment, including health care delivery assets (I) (I)	728,074,228	188,014,228		
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates	848,223,817	810	848,223,817	313,188,808
22. Health care (I) (I) and other amounts receivable				
23. Aggregate write-ups for cash and invested assets	716,858,218	38,844,889	678,013,329	718,428,261
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	38,170,142,980	638,708,625	34,831,434,355	32,849,288,188
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	38,170,142,980	638,708,625	34,831,434,355	32,849,288,188

DETAILS OF WRITE-UP LINES				
0801				
0802				
0803				
0808	Summary of allocating write-up for Line 23 from overflow page			
0809	Totals (Lines 0801 through 0803 plus 0808) (Line 8 above)			
2301	Cash Surrender Value Life Insurance	363,284,398	363,284,398	344,871,123
2302	Amounts receivable under high deductibles policies	172,318,900	815,054	85,148,487
2303	Other assets	132,718,487	39,854,402	163,887,198
2308	Summary of remaining write-up for Line 23 from overflow page	27,638,818	27,538,818	28,242,080
2309	Totals (Lines 2301 through 2303 plus 2308) (Line 23 above)	716,858,218	825,882,712	718,428,261

