

STATE OF NORTH CAROLINA  
DEPARTMENT OF TRANSPORTATION  
RALEIGH, N.C.

C203167

CONTRACT AND  
CONTRACT BONDS

FOR CONTRACT NO. C203167

WBS

5CR.10921.42, 5CR.20921.42 STATE FUNDED

COUNTY OF WAKE  
THIS IS THE ROADWAY CONTRACT  
ROUTE NUMBER US 64 LENGTH 6.725 MILES  
LOCATION US-64 BUS WB FROM W OF NEUSE RIVER TO NEW THREE SISTERS (EX-  
CLUDING I-540 PROJECT); 1 SECTION OF SR-2911 (NEW BERN AVE).

CONTRACTOR FSC II LLC DBA FRED SMITH COMPANY  
ADDRESS 6105 CHAPEL HILL RD  
RALEIGH, NC 27607

BIDS OPENED AUGUST 21, 2012  
CONTRACT EXECUTION SEP 13 2012

## Vendor 3 of 3: FSC II LLC DBA FRED SMITH COMPANY (5072) Call Order 007 (Proposal: C203167)

### Bid Information

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**County:** WAKE  
**Address:** 6105 Chapel Hill Road  
 Raleigh , NC , 27607  
**Signature Check:** Thomas\_T\_Johnson\_Jr\_5072  
**Time Bid Received:** August 21, 2012 12:45 PM  
**Amendment Count:** 0

**Bid Checksum:** 2FF81A4F  
**Bid Total:** \$2,003,068.35  
**Items Total:** \$2,003,068.35 ✓  
**Time Total:** \$0.00

**Bidding Errors:**

None.	MBE GOAL SET	5.0
	MBE GOAL MET	5.0
	WBE GOAL SET	5.0
	WBE GOAL MET	5.0

Vendor 5072's Bid Information for Call 007, Letting L120821, 08/21/12

FSC II LLC, dba, Fred Smith Company (5072)  
 Call Order 007 (Proposal ID C203167)

LIST OF MBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE AMOUNT	
9210 MB	AUSTIN TRUCKING, LLC P.O. BOX 606 , CLAYTON, NC 27528		Sub 100,169.10	committed
			TOTAL: \$100,169.10	✓ arm
			5.00%	

Vendor 5072's Bid Information for Call 007, Letting L120821, 08/21/12

FSC II LLC, dba, Fred Smith Company (5072)  
 Call Order 007 (Proposal ID C203167)

LIST OF WBE PARTICIPANTS

VENDOR NUMBER	DBE NAME ADDRESS	WORK CODE TYPE OF WORK	CERT TYPE AMOUNT	
12393 WB	ROYALS CONTRACTING, INC. 8601 BAREFOOT INDUSTRIAL RD , RALEIGH, NC 27617		Sub 92,610.00	committed
2653 WB	BROWE CONSTRUCTION CO., INC. POST OFFICE BOX 1499 , CLAYTON, NC 27520		Sub 8,400.00	committed
			TOTAL: \$101,010.00	✓ arm
			5.04%	

Vendor 5072's Bid Information for Call 007, Letting L120821, 08/21/12

FSC II LLC, dba, Fred Smith Company (5072)  
 Call Order 007 (Proposal ID C203167)

Miscellaneous Data Info - Contractor Responses:  
 =====

NON-COLLUSION AND DEBARMENT CERTIFICATION

Explanation of the prospective bidder that is unable to certify to any of the statements in this certification:

Explanation:  
 NOT ANSWERED  
 NOT ANSWERED  
 NOT ANSWERED  
 NOT ANSWERED

AWARD LIMITS ON MULTIPLE PROJECTS

By answering YES to this statement, the bidder acknowledges that they are using the award limits on multiple projects. No

It is the desire of the Bidder to be awarded contracts, the value of which will not exceed a total of NOT ANSWERED for those projects indicated herein, for which bids will be opened on (MM/DD/YY)

The Award Limits shall apply to the following projects:

Contract Number	County
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	

Bid Bond Data Info - Contractor Responses:

=====

BondID: SNC12922612  
Surety Registry Agency: surety2000  
Verified?: Yes  
Surety Agency: Western Surety Company  
Bond Execution Date: 8/1/2012 1  
Bond Amount: \$100,153.42 (Five Percent of Bid)

Contract ID: C203167 Project(s): STATE FUNDED  
Letting Date: 08-21-12 Call Order: 007  
Bidder: 5072 - FSC II LLC, dba, Fred Smith Company

Line No.	Item Description	Approx. Quantity and Units	Unit Price Dollars   Cts	Bid Amount Dollars   Cts
Section 0001 ROADWAY ITEMS				
Alt Group				
0001	0000100000-N MOBILIZATION	LUMP	LUMP	36,500.00
0002	0106000000-E BORROW EXCAVATION	1,000.000 CY	9.80000	9,800.00
0003	0264000000-E GENERIC GRADING ITEM SHOULDER GRADING	10.000 SMI	1,890.00000	18,900.00
0004	1220000000-E INCIDENTAL STONE BASE	500.000 TON	31.20000	15,600.00
0005	1297000000-E MILLING ASPHALT PAVEMENT, ***"DEPTH (1-1/2")	46,131.000 SY	1.10000	50,744.10
0006	1297000000-E MILLING ASPHALT PAVEMENT, ***"DEPTH (2")	137,937.000 SY	0.65000	89,659.05
0007	1519000000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5B	4,077.000 TON	27.95000	113,952.15
0008	1523000000-E ASPHALT CONC SURFACE COURSE, TYPE S9.5C	15,512.000 TON	24.75000	383,922.00
0009	1575000000-E ASPHALT BINDER FOR PLANT MIX	1,160.000 TON	665.00000	771,400.00
0010	1702000000-E SEALING EXISTING PAVEMENT CRACKS & JOINTS	24,890.000 LB	1.35000	33,601.50
0011	1704000000-E PATCHING EXISTING PAVEMENT	1,750.000 TON	100.00000	175,000.00



State of NC  
Dept of Transportation

Date: 07-23-12  
Revised:

Contract ID: C203167

Project(s): STATE FUNDED

Letting Date: 08-21-12 Call Order: 007

Bidder: 5072 - FSC II LLC, dba, Fred Smith Company

Line No.	Item Description	Approx. Quantity and Units	Unit Price Dollars   Cts	Bid Amount Dollars   Cts
0023	4725000000-E THERMOPLASTIC PAVEMENT MARKINGSYMBOL (90 MILS)	219.000 EA	160.00000	35,040.00
0024	4810000000-E PAINT PAVEMENT MARKING LINES (4")	8,470.000 LF	0.35000	2,964.50
0025	4820000000-E PAINT PAVEMENT MARKING LINES (8")	2,878.000 LF	0.80000	2,302.40
0026	4835000000-E PAINT PAVEMENT MARKING LINES (24")	580.000 LF	3.00000	1,740.00
0027	4840000000-N PAINT PAVEMENT MARKING CHARAC-TER	8.000 EA	65.00000	520.00
0028	4845000000-N PAINT PAVEMENT MARKING SYMBOL	61.000 EA	75.00000	4,575.00
0029	4900000000-N PERMANENT RAISED PAVEMENT MARKERS	310.000 EA	5.50000	1,705.00
0030	4905000000-N SNOWPLOWABLE PAVEMENT MARKERS	1,085.000 EA	30.00000	32,550.00
0031	5255000000-N PORTABLE LIGHTING	LUMP	LUMP	13,000.00
0032	6000000000-E TEMPORARY SILT FENCE	726.000 LF	1.95000	1,415.70
0033	6071010000-E WATTLE	1,820.000 LF	6.90000	12,558.00
0034	6084000000-E SEEDING & MULCHING	7.260 ACR	1,285.00000	9,329.10

Contract ID: C203167 Project(s): STATE FUNDED  
 Letting Date: 08-21-12 Call Order: 007  
 Bidder: 5072 - FSC II LLC, dba, Fred Smith Company

Line No.	Item Description	Approx. Quantity and Units	Unit Price Dollars Cts	Bid Amount Dollars Cts
0035	7444000000-E INDUCTIVE LOOP SAWCUT	6,157.000	6.45000	39,712.65
		LF		
Section 0001 Total				2,003,068.35
Bid Total				2,003,068.35



NON-COLLUSION AND DEBARMENT CERTIFICATION

The bidder certifies that neither he, nor any official, agent or employee of the bidder has entered into any agreement, participated in any collusion, or otherwise taken any action which is in restraint of free competitive bidding in connection with this bid, and that the bidder intends to do the work with its own bonafide employees or subcontractors and is not bidding for the benefit of another contractor. In addition, submitting this electronic bid constitutes the bidder's certification of Status under penalty of perjury under the laws of the United States and in accordance with the Debarment Certification on file with the Department.

By submitting this bid, the bidder certifies to the best of his knowledge and belief that he and his principals:

- a. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
- b. Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records; making false statements; or receiving stolen property;
- c. Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph b. of this certification; and
- d. Have not within a three-year period preceding this proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

Where the prospective bidder is unable to certify to any of the statements in this certification, the bidder shall submit an explanation in the blanks provided herein. The explanation will not necessarily result in denial of participation in a contract.

Explanation:  
NOT ANSWERED  
NOT ANSWERED  
NOT ANSWERED  
NOT ANSWERED

If the prequalified bidder's status changes, he shall immediately submit a new fully executed non-collusion affidavit and debarment certification with an explanation of the change to the Contract Office prior to submitting the bid.

Failure to furnish a certification or an explanation will be grounds for rejection of a bid

AWARD LIMITS ON MULTIPLE PROJECTS

By answering YES to this statement, the bidder acknowledges that they are using the award limits on multiple projects. No

A bidder who desires to bid on more than one project on which bids are to be opened on the same date, and who also desires to avoid receiving an award of more projects than he is equipped to handle, may bid on any number of projects but may limit the total amount of work awarded to him on selected projects by completing the AWARD LIMITS ON MULTIPLE PROJECTS.

The Award Limits on Multiple Projects must be filled in on each project bid for which the Bidder desires protection.

It is the desire of the Bidder to be awarded contracts, the value of which will not exceed a total of NOT ANSWERED for those projects indicated herein, for which bids will be opened on (MM/DD/YY)

The Award Limits shall apply to the following projects:

Contract Number	County
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	
NOT ANSWERED	

It is agreed that if I am (we are) the low Bidder(s) on indicated projects, the total value of which is more than the above stipulated award limits, the Board of Transportation will award me (us) projects from among those indicated that have a total value not to exceed the award limit and will result in the lowest total bids to the Department of Transportation.

NORTH CAROLINA STATE DEPARTMENT OF TRANSPORTATION  
 MBE COMMITMENT ITEMS

DATE:07-23-12  
 PAGE: 7

PROPOSAL: C203167  
 LETTING: L120821 CALL: 007  
 VENDOR: 5072 FSC II LLC, dba, Fred Smith Company

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT
MBE SUBCONTRACTOR: 9210 AUSTIN TRUCKING, LLC						
Will Use Quote: Yes						
0002	0106000000-E	BORROW EXCAV CY		700.000	9.36000	6552.00
		Portion of Item - Trucking to be paid at Quoted Rate of \$65.00/HR				
0004	1220000000-E	INCIDENTAL S TON		350.000	7.28000	2548.00
		Portion of Item - Trucking to be paid at Quoted Rate of \$65.00/HR				
0005	1297000000-E	MILL ASP PVM SY		32290.000	0.36000	11624.40
		Portion of Item - Trucking to be paid at Quoted Rate of \$65.00/HR				
0007	1519000000-E	ASP CONC SUR TON		3515.000	5.38000	18910.70
		Portion of Item - Trucking to be paid at Quoted Rate of \$65.00/HR				
0008	1523000000-E	ASP CONC SUR TON		11400.000	5.31000	60534.00
		Portion of Item - Trucking to be paid at Quoted Rate of \$65.00/HR				

MBE COMMITMENT TOTAL FOR SUBCONTRACTOR: 100,169.10 committed

TOTAL MBE COMMITMENT FOR VENDOR: Entered: 5.00% or 100169.10 ✓<sup>am</sup>  
 Required: 5.00% or 100153.42  
 <GOAL MET>

PROPOSAL: C203167  
LETTING: L120821 CALL: 007  
VENDOR: 5072 FSC II LLC, dba, Fred Smith Company

LINE NO.	ITEM NO.	ITEM DESC.	UNIT TYPE	SUBCONTRACTOR QUANTITY	SUBCONTRACTOR UNIT PRICE	EXTENDED AMOUNT	
-----							
WBE SUBCONTRACTOR: 12393 ROYALS CONTRACTING, INC.							
Will Use Quote: Yes							
0011	1704000000-E	PATCHING EXI TON		1750.000	52.92000	92610.00	
		Labor and Equipment for Laydown - Partial Item Total					
		WBE COMMITMENT TOTAL FOR SUBCONTRACTOR:				92,610.00	committed
-----							
WBE SUBCONTRACTOR: 2653 BROWE CONSTRUCTION CO., INC.							
Will Use Quote: Yes							
0012	2605000000-N	CONCRETE CUR EA		7.000	1200.00000	8400.00	
		Partial Subcontracted Item - Labor, Equipment, Materials					
		WBE COMMITMENT TOTAL FOR SUBCONTRACTOR:				8,400.00	committed
-----							
TOTAL WBE COMMITMENT FOR VENDOR:				Entered:	5.04% or	101010.00	✓ am
				Required:	5.00% or	100153.42	
					<GOAL MET>		

## Contract Item Sheets For C203167

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
<b>ROADWAY ITEMS</b>						
0001	0000100000-N	800	MOBILIZATION	Lump Sum LS	36,500.00	36,500.00
0002	0106000000-E	230	BORROW EXCAVATION	1,000 CY	9.80	9,800.00
0003	0264000000-E	SP	GENERIC GRADING ITEM SHOULDER GRADING	10 SMI	1,890.00	18,900.00
0004	1220000000-E	545	INCIDENTAL STONE BASE	500 TON	31.20	15,600.00
0005	1297000000-E	607	MILLING ASPHALT PAVEMENT, **** DEPTH (1-1/2")	46,131 SY	1.10	50,744.10
0006	1297000000-E	607	MILLING ASPHALT PAVEMENT, **** DEPTH (2")	137,937 SY	0.65	89,659.05
0007	1519000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5B	4,077 TON	27.95	113,952.15
0008	1523000000-E	610	ASPHALT CONC SURFACE COURSE, TYPE S9.5C	15,512 TON	24.75	383,922.00
0009	1575000000-E	620	ASPHALT BINDER FOR PLANT MIX	1,160 TON	665.00	771,400.00
0010	1702000000-E	657	SEALING EXISTING PAVEMENT CRACKS & JOINTS	24,890 LB	1.35	33,601.50
0011	1704000000-E	SP	PATCHING EXISTING PAVEMENT	1,750 TON	100.00	175,000.00
0012	2605000000-N	848	CONCRETE CURB RAMP	12 EA	1,200.00	14,400.00
0013	2830000000-N	858	ADJUSTMENT OF MANHOLES	45 EA	710.00	31,950.00
0014	2845000000-N	858	ADJUSTMENT OF METER BOXES OR VALVE BOXES	32 EA	710.00	22,720.00
0015	4399000000-N	1105	TEMPORARY TRAFFIC CONTROL	Lump Sum LS	4,182.00	4,182.00
0016	4510000000-N	SP	LAW ENFORCEMENT	36 HR	38.50	1,386.00
0017	4685000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (4", 90 MILS)	53,800 LF	0.65	34,970.00
0018	4686000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (4", 120 MILS)	23,555 LF	0.70	16,488.50

Contract Item Sheets For C203167

Line #	ItemNumber	Sec #	Description	Quantity Unit	Unit Bid Price	Amount Bid
0019	4695000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (8", 90 MILS)	500 LF	1.80	900.00
0020	4697000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (8", 120 MILS)	2,878 LF	1.90	5,468.20
0021	4710000000-E	1205	THERMOPLASTIC PAVEMENT MARKING LINES (24", 120 MILS)	1,551 LF	7.50	11,632.50
0022	4721000000-E	1205	THERMOPLASTIC PAVEMENT MARKING CHARACTER (120 MILS)	16 EA	155.00	2,480.00
0023	4725000000-E	1205	THERMOPLASTIC PAVEMENT MARKING SYMBOL (90 MILS)	219 EA	160.00	35,040.00
0024	4810000000-E	1205	PAINT PAVEMENT MARKING LINES (4")	8,470 LF	0.35	2,964.50
0025	4820000000-E	1205	PAINT PAVEMENT MARKING LINES (8")	2,878 LF	0.80	2,302.40
0026	4835000000-E	1205	PAINT PAVEMENT MARKING LINES (24")	580 LF	3.00	1,740.00
0027	4840000000-N	1205	PAINT PAVEMENT MARKING CHARACTER	8 EA	65.00	520.00
0028	4845000000-N	1205	PAINT PAVEMENT MARKING SYMBOL	61 EA	75.00	4,575.00
0029	4900000000-N	1251	PERMANENT RAISED PAVEMENT MARKERS	310 EA	5.50	1,705.00
0030	4905000000-N	1253	SNOWPLOWABLE PAVEMENT MARKERS	1,085 EA	30.00	32,550.00
0031	5255000000-N	1413	PORTABLE LIGHTING	Lump Sum LS	13,000.00	13,000.00
0032	6000000000-E	1605	TEMPORARY SILT FENCE	726 LF	1.95	1,415.70
0033	6071010000-E	SP	WATTLE	1,820 LF	6.90	12,558.00
0034	6084000000-E	1660	SEEDING & MULCHING	7.26 ACR	1,285.00	9,329.10
0035	7444000000-E	1725	INDUCTIVE LOOP SAWCUT	6,157 LF	6.45	39,712.65

TOTAL AMOUNT OF BID FOR ENTIRE PROJECT

\$2,003,068.35



Contract No. C203167  
County WAKE

Rev. 5-19-11

**EXECUTION OF CONTRACT  
NON-COLLUSION AFFIDAVIT, DEBARMENT CERTIFICATION AND GIFT BAN CERTIFICATION  
LIMITED LIABILITY COMPANY**

The Contractor being duly sworn, solemnly swears (or affirms) that neither he, nor any official, agent or employee has entered into any agreement, participated in any collusion, or otherwise taken any action which is in restraint of free competitive bidding in connection with this Contract, that the Contractor has not been convicted of violating N.C.G.S. § 133-24 within the last three years, and that the Contractor intends to do the work with its own bonafide employees or subcontractors and did not bid for the benefit of another contractor.

By submitting this Execution of Contract, Non-Collusion Affidavit and Debarment Certification, the Contractor is certifying his status under penalty of perjury under the laws of the United States in accordance with the Debarment Certification attached, provided that the Debarment Certification also includes any required statements concerning exceptions that are applicable.

N.C.G.S. § 133-32 and Executive Order 24 prohibit the offer to, or acceptance by, any State Employee of any gift from anyone with a contract with the State, or from any person seeking to do business with the State. By execution of any response in this procurement, you attest, for your entire organization and its employees or agents, that you are not aware that any such gift has been offered, accepted, or promised by any employees of your organization.

**SIGNATURE OF CONTRACTOR**

**FSC II, LLC dba Fred Smith Company**

Full Name of Firm

**6105 Chapel Hill Road, Raleigh, NC 27607**

Address as Prequalified

  
Signature of Witness

  
Signature of ~~Member~~/Manager/Authorized Agent  
Select appropriate title

**Adam Kingsley**

Print or type Signer's name

**Ken Barber**

Print or type Signer's Name

**AFFIDAVIT MUST BE NOTARIZED**

Subscribed and sworn to before me this the

7<sup>th</sup> day of September 2012

  
Signature of Notary Public

**NOTARY SEAL**



of Wake County

State of North Carolina

My Commission Expires: 8/30/2016

**Contract No.**     C203167

**County (ies):**   Wake

ACCEPTED BY THE  
DEPARTMENT OF TRANSPORTATION



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Contract Officer



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Date

Execution of Contract and Bonds  
Approved as to Form:



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Attorney General



Contract No. C203167  
County Wake

Rev 5-17-11

**CONTRACT PAYMENT BOND**

Date of Payment Bond Execution September 5, 2012

Name of Principal Contractor FSC II, LLC dba Fred Smith Company

Name of Surety: Western Surety Company and Liberty Mutual Insurance Company

Name of Contracting Body: **North Carolina Department of Transportation**  
**Raleigh, North Carolina**

Amount of Bond: \$2,003,068.35

Contract ID No.: C203167

County Name: Wake

KNOW ALL MEN BY THESE PRESENTS, That we, the PRINCIPAL CONTRACTOR (hereafter, PRINCIPAL) and SURETY above named, are held and firmly bound unto the above named Contracting Body, hereinafter called the Contracting Body, in the penal sum of the amount stated above for the payment of which sum well and truly to be made, we bind ourselves, our heirs, executors, administrators, and successors, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, that whereas the principal entered into a certain contract with the Contracting Body, numbered as shown above and hereto attached:

NOW THEREFORE, if the principal shall promptly make payment to all persons supplying labor and material in the prosecution of the work provided for in said contract, and any and all duly authorized modifications of said contract that may hereafter be made, notice of which modifications to the surety being hereby waived, then this obligation to be void; otherwise to remain in full force and virtue.

IN WITNESS WHEREOF, the above-bound parties have executed this instrument under their several seals on the date indicated above, the name and corporate seal of each corporate party being hereto affixed and these presents duly signed by its undersigned representative, pursuant to authority of its governing body.

Contract No. C203167  
County Wake

Rev 5-17-11

**CONTRACT PAYMENT BOND**

*Affix Seal of Surety Company*


Western Surety Company and Liberty Mutual Insurance Company

\_\_\_\_\_  
Print or type Surety Company Name

By **Renee Ellis**  
\_\_\_\_\_  
Print, stamp or type name of Attorney-in-Fact



\_\_\_\_\_  
Signature of Attorney-in-Fact

  
\_\_\_\_\_  
Signature of Witness

**Billie Jo Sanders**  
\_\_\_\_\_  
Print or type Signer's name

**2601 Bell Road, Montgomery, Alabama 36117**  
\_\_\_\_\_  
Address of Attorney-in-Fact

Contract No.  
County

C203167

Wake

Rev 5-17-11

**CONTRACT PAYMENT BOND**

**LIMITED LIABILITY COMPANY**

SIGNATURE OF CONTRACTOR (Principal)

Name of Contractor

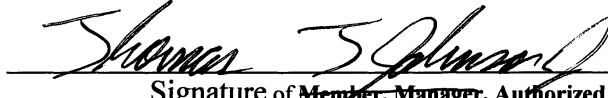
FSC II, LLC dba Fred Smith Company

Full name of Firm

6105 Chapel Hill Road, Raleigh, NC 27607

Address as prequalified

By:



Signature of ~~Member~~, Manager, Authorized Agent  
Select appropriate title

Thomas T. Johnson, Jr.

Print or type Signer's name

# Western Surety Company

## POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That WESTERN SURETY COMPANY, a South Dakota corporation, is a duly organized and existing corporation having its principal office in the City of Sioux Falls, and State of South Dakota, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint

**Thomas J. Gentile, Billie Jo Sanders, Renee Ellis, Paul B Scott Jr., David J Durden, Individually**

of Montgomery, AL, its true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

**- In Unlimited Amounts -**

and to bind it thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the corporation and all the acts of said Attorney, pursuant to the authority hereby given, are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law printed on the reverse hereof, duly adopted, as indicated, by the shareholders of the corporation.

In Witness Whereof, WESTERN SURETY COMPANY has caused these presents to be signed by its Senior Vice President and its corporate seal to be hereto affixed on this 5th day of May, 2011.



WESTERN SURETY COMPANY

Paul T. Bruflat  
Paul T. Bruflat, Senior Vice President

State of South Dakota }  
County of Minnehaha } ss

On this 5th day of May, 2011, before me personally came Paul T. Bruflat, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is the Senior Vice President of WESTERN SURETY COMPANY described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said corporation and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporation.

My commission expires

November 30, 2012



D. Krell  
D. Krell, Notary Public

### CERTIFICATE

I, L. Nelson, Assistant Secretary of WESTERN SURETY COMPANY do hereby certify that the Power of Attorney hereinabove set forth is still in force, and further certify that the By-Law of the corporation printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said corporation this 5th day of September, 2012.



WESTERN SURETY COMPANY

L. Nelson  
L. Nelson, Assistant Secretary

**Authorizing By-Law**

**ADOPTED BY THE SHAREHOLDERS OF WESTERN SURETY COMPANY**

This Power of Attorney is made and executed pursuant to and by authority of the following By-Law duly adopted by the shareholders of the Company.

Section 7. All bonds, policies, undertakings, Powers of Attorney, or other obligations of the corporation shall be executed in the corporate name of the Company by the President, Secretary, and Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys in Fact or agents who shall have authority to issue bonds, policies, or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, Powers of Attorney or other obligations of the corporation. The signature of any such officer and the corporate seal may be printed by facsimile.

**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.

5493856

Certificate No. \_\_\_\_\_

American Fire and Casualty Company  
The Ohio Casualty Insurance Company  
West American Insurance Company

Liberty Mutual Insurance Company  
Peerless Insurance Company

### POWER OF ATTORNEY

KNOWN ALL PERSONS BY THESE PRESENTS: That American Fire & Casualty Company and The Ohio Casualty Insurance Company are corporations duly organized under the laws of the State of Ohio, that Liberty Mutual Insurance Company is a corporation duly organized under the laws of the State of Massachusetts, that Peerless Insurance Company is a corporation duly organized under the laws of the State of New Hampshire, and West American Insurance Company is a corporation duly organized under the laws of the State of Indiana (herein collectively called the "Companies"), pursuant to and by authority herein set forth, does hereby name, constitute and appoint, **BILLIE JO SANDERS; DAVID J. DURDEN; PAUL B. SCOTT JR; RENEE ELLIS; THOMAS J. GENTLE** .....

all of the city of MONTGOMERY, state of AL 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 pursuance of these presents and shall be as binding upon the Companies as if they have been duly signed by the president and attested by the secretary of the Companies in their own proper persons.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Companies and the corporate seals of the Companies have been affixed thereto this 30th day of July, 2012.



American Fire and Casualty Company  
The Ohio Casualty Insurance Company  
Liberty Mutual Insurance Company  
Peerless Insurance Company  
West American Insurance Company

By: *Gregory W. Davenport*  
Gregory W. Davenport, Assistant Secretary

STATE OF WASHINGTON ss  
COUNTY OF KING

On this 30th day of July, 2012, before me personally appeared Gregory W. Davenport, who acknowledged himself to be the Assistant Secretary of American Fire and Casualty Company, Liberty Mutual Insurance Company, The Ohio Casualty Company, Peerless Insurance Company and West American Insurance Company, and that he, as such, being authorized so to do, execute 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 have hereunto subscribed my name and affixed my notarial seal at Seattle, Washington, on the day and year first above written.



By: *KD Riley*  
KD Riley, Notary Public

This Power of Attorney is made and executed pursuant to and by authority of the following By-laws and Authorizations of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company, which resolutions are now in full force and effect reading as follows:

**ARTICLE IV – OFFICERS** – Section 12. Power of Attorney. Any officer or other official of the Corporation authorized for that purpose in writing by the Chairman or the President, and subject to such limitation as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation 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 Corporation by their signature and execution of any such instruments and to attach thereto the seal of the Corporation. When so executed, such instruments shall be as binding as if signed by the President and attested to by the Secretary. Any power or authority granted to any representative or attorney-in-fact under the provisions of this article may be revoked at any time by the Board, the Chairman, the President or by the officer or officers granting such power or authority.

**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.

**Certificate of Designation** – The President of the Company, acting pursuant to the Bylaws of the Company, authorizes Gregory W. Davenport, Assistant Secretary to appoint such attorney-in-fact as may be necessary to act on behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

**Authorization** – By unanimous consent of the Company's Board of Directors, the Company consents that 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.

I, David M. Carey, the undersigned, Assistant Secretary, of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy of the Power of Attorney executed by said Companies, 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 5th day of September, 2012.



By: *David M. Carey*  
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.

Contract No. C203167  
County Wake ■

Rev 5-17-11

### CONTRACT PERFORMANCE BOND

Date of Performance Bond Execution: September 5, 2012

Name of Principal Contractor: FSC II, LLC dba Fred Smith Company

Name of Surety: Western Surety Company and Liberty Mutual Insurance Company

Name of Contracting Body: **North Carolina Department of Transportation**  
**Raleigh, North Carolina**

Amount of Bond: \$2,003,068.35

Contract ID No.: C203167

County Name: Wake

KNOW ALL MEN BY THESE PRESENTS, That we, the PRINCIPAL CONTRACTOR (hereafter, PRINCIPAL) and SURETY above named, are held and firmly bound unto the above named Contracting Body, hereinafter called the Contracting Body, in the penal sum of the amount stated above for the payment of which sum well and truly to be made, we bind ourselves, our heirs, executors, administrators, and successors, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, that whereas the principal entered into a certain contract with the Contracting Body, numbered as shown above and hereto attached:

NOW THEREFORE, if the principal shall well and truly perform and fulfill all the undertakings, covenants, terms, conditions, and agreements of said contract during the original term of said contract and any extensions thereof that may be granted by the Contracting Body, with or without notice to the Surety, and during the life of any guaranty required under the contract, and shall also well and truly perform and fulfill all the undertakings, covenants, terms, conditions, and agreements of any and all duly authorized modifications of said contract that may hereafter be made, notice of which modifications to the surety being hereby waived, then this obligation to be void; otherwise to remain in full force and virtue.

IN WITNESS WHEREOF, the above-bound parties have executed this instrument under their several seals on the date indicated above, the name and corporate seal of each corporate party being hereto affixed and these presents duly signed by its undersigned representative, pursuant to authority of its governing body.

Contract No. C203167  
County Wake

Rev 5-17-11

**CONTRACT PERFORMANCE BOND**

*Affix Seal of Surety Company*

Western Surety Company and Liberty Mutual Insurance Company

Print or type Surety Company Name

By Renee Ellis

Print, stamp or type name of Attorney-in-Fact



Signature of Attorney-in-Fact

  
Signature of Witness

Billie Jo Sanders

Print or type Signer's name

2601 Bell Road, Montgomery, Alabama 36117

Address of Attorney-in-Fact



Contract No.  
County

C203167

Wake

Rev 5-17-11

**CONTRACT PERFORMANCE BOND**

**LIMITED LIABILITY COMPANY**

SIGNATURE OF CONTRACTOR (Principal)

Name of Contractor

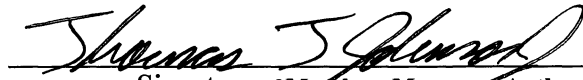
**FSC II, LLC dba Fred Smith Company**

Full name of Firm

**6105 Chapel Hill Road, Raleigh, NC 27607**

Address as prequalified

By:



Signature of ~~Member~~, ~~Manager~~, ~~Authorized Agent~~

Select appropriate title

*Thomas T. Johnson, Jr.*

Print or type Signer's name

# Western Surety Company

## POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That WESTERN SURETY COMPANY, a South Dakota corporation, is a duly organized and existing corporation having its principal office in the City of Sioux Falls, and State of South Dakota, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint

**Thomas J. Gentile, Billie Jo Sanders, Renee Ellis, Paul B Scott Jr., David J Durden, Individually**

of Montgomery, AL, its true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

**- In Unlimited Amounts -**

and to bind it thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the corporation and all the acts of said Attorney, pursuant to the authority hereby given, are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law printed on the reverse hereof, duly adopted, as indicated, by the shareholders of the corporation.

In Witness Whereof, WESTERN SURETY COMPANY has caused these presents to be signed by its Senior Vice President and its corporate seal to be hereto affixed on this 5th day of May, 2011.



WESTERN SURETY COMPANY

*Paul T. Bruflat*

Paul T. Bruflat, Senior Vice President

State of South Dakota }  
County of Minnehaha } ss

On this 5th day of May, 2011, before me personally came Paul T. Bruflat, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is the Senior Vice President of WESTERN SURETY COMPANY described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said corporation and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporation.

My commission expires

November 30, 2012



*D. Krell*

D. Krell, Notary Public

### CERTIFICATE

I, L. Nelson, Assistant Secretary of WESTERN SURETY COMPANY do hereby certify that the Power of Attorney hereinabove set forth is still in force, and further certify that the By-Law of the corporation printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said corporation this 5th day of September, 2012.



WESTERN SURETY COMPANY

*L. Nelson*

L. Nelson, Assistant Secretary

**Authorizing By-Law**

**ADOPTED BY THE SHAREHOLDERS OF WESTERN SURETY COMPANY**

This Power of Attorney is made and executed pursuant to and by authority of the following By-Law duly adopted by the shareholders of the Company.

Section 7. All bonds, policies, undertakings, Powers of Attorney, or other obligations of the corporation shall be executed in the corporate name of the Company by the President, Secretary, and Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys in Fact or agents who shall have authority to issue bonds, policies, or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, Powers of Attorney or other obligations of the corporation. The signature of any such officer and the corporate seal may be printed by facsimile.

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.

5493855

Certificate No. \_\_\_\_\_

American Fire and Casualty Company  
The Ohio Casualty Insurance Company  
West American Insurance Company

Liberty Mutual Insurance Company  
Peerless Insurance Company

### POWER OF ATTORNEY

KNOWN ALL PERSONS BY THESE PRESENTS: That American Fire & Casualty Company and The Ohio Casualty Insurance Company are corporations duly organized under the laws of the State of Ohio, that Liberty Mutual Insurance Company is a corporation duly organized under the laws of the State of Massachusetts, that Peerless Insurance Company is a corporation duly organized under the laws of the State of New Hampshire, and West American Insurance Company is a corporation duly organized under the laws of the State of Indiana (herein collectively called the "Companies"), pursuant to and by authority herein set forth, does hereby name, constitute and appoint, **BILLIE JO SANDERS; DAVID J. DURDEN; PAUL B. SCOTT JR; RENEE ELLIS; THOMAS J. GENTILE** .....

all of the city of MONTGOMERY, state of AL 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 pursuance of these presents and shall be as binding upon the Companies as if they have been duly signed by the president and attested by the secretary of the Companies in their own proper persons.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Companies and the corporate seals of the Companies have been affixed thereto this 30th day of July, 2012.



American Fire and Casualty Company  
The Ohio Casualty Insurance Company  
Liberty Mutual Insurance Company  
Peerless Insurance Company  
West American Insurance Company

By: *Gregory W. Davenport*  
Gregory W. Davenport, Assistant Secretary

STATE OF WASHINGTON ss  
COUNTY OF KING

On this 30th day of July, 2012, before me personally appeared Gregory W. Davenport, who acknowledged himself to be the Assistant Secretary of American Fire and Casualty Company, Liberty Mutual Insurance Company, The Ohio Casualty Company, Peerless Insurance Company and West American Insurance Company, and that he, as such, being authorized so to do, execute 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 have hereunto subscribed my name and affixed my notarial seal at Seattle, Washington, on the day and year first above written.



By: *KD Riley*  
KD Riley, Notary Public

This Power of Attorney is made and executed pursuant to and by authority of the following By-laws and Authorizations of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company, which resolutions are now in full force and effect reading as follows:

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I, David M. Carey, the undersigned, Assistant Secretary, of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy of the Power of Attorney executed by said Companies, 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 5th day of September, 2012.



By: *David M. Carey*  
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.

