

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

AXA VERSICHERUNG AG, on its own  
behalf and as successor in interest to  
Albingia Versicherungs AG,

Plaintiff

vs.

NEW HAMPSHIRE INSURANCE  
COMPANY; AMERICAN HOME  
ASSURANCE COMPANY; and NATIONAL  
UNION FIRE INSURANCE COMPANY OF  
PITTSBURGH, PA.,

Defendants

USDC SDNY  
DOCUMENT  
ELECTRONICALLY FILED  
DOC #:  
DATE FILED: 2/19/08

No. 05-CV-10180 (JSR)

Bond No. 87-94-09

**SUPERSEDEAS BOND**

**KNOW ALL MEN BY THESE PRESENTS** that New Hampshire Insurance Company, American Home Assurance Company, and National Union Fire Insurance Company of Pittsburgh, Pa., as the defendants in the above-captioned action and as principals to this Supersedeas Bond ("Principals"), and The Insurance Company of the State of Pennsylvania, a corporation of the State of Pennsylvania and admitted to write surety bonds in the State of New York ("Surety"), are held and firmly bound to the plaintiff AXA Versicherung AG, on its own behalf and as successor in interest to Albingia Versicherungs AG ("Plaintiff"), in the sum of \$36,000,000 (Thirty Six Million Dollars) for the payment of which the Principals and the Surety bind themselves, their successors and assigns, jointly and severally to Plaintiff, as set forth below:

Approved  
2/19/08  
J. Michael Roman  
Clerk  
By R.L.

**WHEREAS**, on the 6<sup>th</sup> day of February, 2008, in the above named Court, Plaintiff recovered a judgment against the Principals for the sum of \$34,373,170 (Thirty Four Million Three Hundred Seventy-Three Thousand One Hundred Seventy Dollars);

**WHEREAS**, the Principals, the Surety and the Plaintiff agree that the amount of this Supersedeas Bond should be \$36,000,000 (Thirty Six Million Dollars) to cover all damages, costs, and interest;

**WHEREAS**, the above-named Principals shall file or have filed a notice of motion, pursuant to F.R.C.P. 50 and 59 seeking judgment as a matter of law, or in the alternative seeking to amend the judgment or a new trial ("Motion"), and desire to suspend enforcement of the judgment pending determination of the aforementioned Motion and any subsequent appeal ("Appeal");

**NOW, THEREFORE:**

1. The Principals and the Surety undertake and promise to pay Plaintiff on demand all damages, costs, and interest payable to Plaintiff following the determination of the aforementioned Motion and any subsequent Appeal of this matter up to the maximum sum of \$36,000,000 (Thirty-Six Million Dollars) if the Motion is denied in whole or in part; the judgment is affirmed in whole or in part; the Appeal is dismissed in whole or in part; or the Principals fail to promptly pay all sums due and owing to Plaintiff following the adjudication of the Motion and/or Appeal.
2. The Principals, the Surety and the Plaintiff agree that the Principals and the Surety shall be jointly and severally liable for any and all amounts owing to Plaintiff following the Motion and/or any subsequent Appeal, provided there are amounts due and owing, and such amounts shall be paid on demand, without the assertion of any defenses to payment whatsoever.

3. The Principals, the Surety and the Plaintiff agree that if the amounts due and owing to Plaintiff under the above conditions are not paid, then Plaintiff can enforce this Supersedeas Bond against the Principals and Surety, jointly and severally, in the United States District Court for the Southern District of New York, and the Principals and the Surety consent to the jurisdiction of this Court.

Signed, Sealed and Dated this 15th day of February, 2008.

Principals:

New Hampshire Insurance Company,  
American Home Assurance Company, and  
National Union Fire Insurance Company  
of Pittsburgh, Pa.

70 Pine Street  
New York, NY 10270

By: \_\_\_\_\_

*Charles H. D'Angelo, Senior Vice President*

Surety:

The Insurance Company of the State  
of Pennsylvania

175 Water Street  
New York, NY 10038

By: \_\_\_\_\_

*Rachel Richardson, Attorney-In-Fact*

Approved:

\_\_\_\_\_  
HONORABLE JED S. RAKOFF  
UNITED STATES DISTRICT JUDGE

**POWER OF ATTORNEY**

The Insurance Company of the State of Pennsylvania  
Principal Bond Office: 175 Water Street, New York, NY 10038

Power No. 16344

No. 02-E-1026706

**KNOW ALL MEN BY THESE PRESENTS:**

That The Insurance company of the State of Pennsylvania, a Pennsylvania corporation, does hereby appoint

—Keith DeGarmo, Richard Martin, Rachel Richardson, Jessica Rosser, Daniel Wolfer, of Dallas, Texas—

its true and lawful Attorney(s)-in-Fact, with full authority to execute on its behalf bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, issued in the course of its business, and to bind the respective company thereby.

IN WITNESS WHEREOF, The Insurance Company of the State of Pennsylvania has executed these presents

this 19th day of December, 2006



*Vincent P. Forta*

Vincent P. Forta, Vice President

STATE OF NEW YORK }  
COUNTY OF NEW YORK } ss.

On this 19th day of December, 2006 before me came the above named officer of The Insurance Company of the State of Pennsylvania, to me personally known to be the individual and officer described herein, and acknowledged that he executed the foregoing instrument and affixed the seals of said corporation thereto by authority of his office.

*Juliana E. Hallenbeck*

JULIANA E. HALLENBECK  
NOTARY PUBLIC, STATE OF NEW YORK  
No. 01HAB725671  
QUALIFIED IN BROOKLYN COUNTY  
MY COMMISSION EXPIRES APRIL 18, 2009

**CERTIFICATE**

Excerpts of Resolutions adopted by the Boards of Directors of The Insurance Company of the State of Pennsylvania, on May 18, 1976:

"RESOLVED, that the Chairman of the Board, the President, or any Vice President be, and hereby is, authorized to appoint Attorneys-in-Fact to represent and act for and on behalf of the Company to execute bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof, and to attach thereto the corporate seal of the Company, in the transaction of its surety business;

"RESOLVED, that the signatures and attestations of such officers and the seal of the Company may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal shall be valid and binding upon the Company when so affixed with respect to any bond, undertaking, recognizance and other contract of indemnity and writing obligatory in the nature thereof;

"RESOLVED, that any such Attorney-in-Fact delivering a secretarial certification that the foregoing resolutions still be in effect may insert in such certification the date thereof, said date to be not later than the date of delivery thereof by such Attorney-in-Fact."

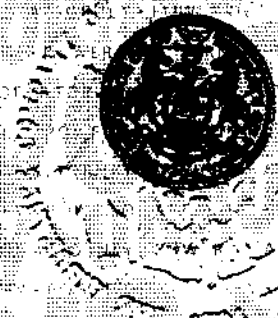
I, Elizabeth M. Tuck, Secretary of The Insurance Company of the State of Pennsylvania, do hereby certify that the foregoing excerpts of Resolutions adopted by the Board of Directors of this corporation, and the Power of Attorney issued pursuant thereto, are true and correct, and that both the Resolutions and the Powers of Attorney are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the facsimile seal of the corporation

this 15th day of February, 2008

*Elizabeth M. Tuck*

Elizabeth M. Tuck, Secretary



### **POLICYHOLDER NOTICE**

Thank you for purchasing insurance from a member company of American international Group, Inc. (AIG). The AIG member companies generally pay compensation to brokers and independent agents, and may have paid compensation in connection with your policy. You can review and obtain information about the nature and range of compensation paid by AIG member companies to brokers and independent agents in the United States by visiting our website at [www.aigproducercompensation.com](http://www.aigproducercompensation.com) or by calling AIG at 1-800-706-3102.

### **OFAC TERRITORY RIDER**

Payment of loss under this bond shall only be made in full compliance with all United States of America economic or trade sanction laws or regulations, including, but not limited to, sanctions, laws and regulations administered and enforced by the U.S. Treasury Department's Office of Foreign Assets Control ("OFAC").