



## Power of Attorney

KNOW ALL MEN BY THESE PRESENTS, that Atlantic Specialty Insurance Company, a New York insurance company with its principal office in Plymouth, Minnesota (the "Company"), does hereby constitute and appoint: Joseph Fitzgerald and UniFi Completion Guaranty Insurance Solutions, Inc. d/b/a UniFi Completion Guarantors ("UniFi"), acting through the following officers, employees, representatives and delegates of UniFi, each individually if there be more than one named: Steve Mangel, Steven Leib, Michael Levine and Beth DePatie, its true and lawful Attorney-in-Fact (with Joseph Fitzgerald and UniFi authorized to act singly or together), to make, execute and deliver, for and on its behalf as surety, any and all bonds, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof related to the motion picture currently entitled "*Independent Spirit*"; and the execution of such bonds, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof and any actions taken in connection therewith in pursuance of these presents, shall be as binding upon the Company as if they had been fully signed by an authorized officer of the Company.

Revocation of this Power of Attorney shall not affect the validity of any acts taken by the Attorney-in-Fact prior to such revocation, which acts shall be binding upon the Company.

This Power of Attorney is made and executed by authority of the following resolutions adopted by the Board of Directors of ATLANTIC SPECIALTY INSURANCE COMPANY on July 2, 2014:

**Resolved:** That the President, any Senior Vice President or Vice-President (each an "Authorized Officer"), may execute for and in behalf of the Company any and all bonds, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof; and that the Authorized Officer may appoint and authorize an Attorney-in-Fact to execute on behalf of the Company any and all such instruments.

**Resolved:** That the Attorney-in-Fact may be given full power and authority to execute for and in the name and on behalf of the Company any and all bonds, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof, and any such instrument executed by any such Attorney-in-Fact shall be as binding upon the Company as if signed by an Authorized Officer and, further, the Attorney-in-Fact is hereby authorized to verify any affidavit required to be attached to bonds, undertakings, recognizances, contracts of indemnity, and all other writings obligatory in the nature thereof.

This power of attorney is signed by facsimile under the authority of the following Resolution adopted by the Board of Directors of ATLANTIC SPECIALTY INSURANCE COMPANY on July 2, 2014:

**Resolved:** That the signature of an Authorized Officer, the Secretary or Assistant Secretary may be affixed by facsimile to any power of attorney or to any certificate relating thereto appointing an Attorney-in-Fact for purposes only of executing any and all bonds, recognizances, contracts of indemnity or other writings obligatory in the nature thereof, and any such signature where so used, being hereby adopted by the Company as the original signature of such officer, to be valid and binding upon the Company with the same force and effect as though manually affixed.

IN WITNESS WHEREOF, ATLANTIC SPECIALTY INSURANCE COMPANY has caused these presents to be signed by an Authorized Officer of the Company this 23<sup>rd</sup> day of December 2016.

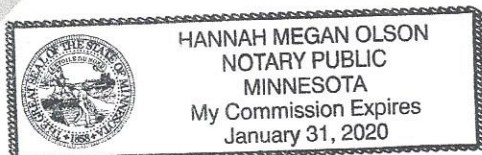
*Paul H. McDonough*

By:

Paul H. McDonough, Senior Vice President

STATE OF MINNESOTA  
HENNIPEN COUNTY

On this 23<sup>rd</sup> day of December, 2016, before me personally came Paul H. McDonough, Senior Vice President of ATLANTIC SPECIALTY INSURANCE COMPANY, to me personally known to be the individual and officer described in and who executed the preceding instrument, and he acknowledged the execution of the same, and being by me duly sworn, that he is the said officer of the Company aforesaid, and that the seal affixed to the preceding instrument is the seal of said Company and that the said seal and the signature as such officer was duly affixed and subscribed to the said instrument by the authority and at the direction of the Company.



*Hannah Olson*

Notary Public  
(My Commission expires 1/31/20)

I, the undersigned, Assistant Secretary of ATLANTIC SPECIALTY INSURANCE COMPANY, a New York insurance company, do hereby certify that the foregoing power of attorney is in full force and has not been revoked, and the resolutions set forth above are now in force.

Signed and sealed. Dated this 23<sup>rd</sup> day of December, 2016.

*Lynn A. O'Leary*  
By: \_\_\_\_\_  
Lynn A. O'Leary, Assistant Secretary