

Liberty Mutual Insurance

PERFORMANCE BOND (ANNUAL FORM)

BOND NO. 6708444

KNOW ALL MEN BY THESE PRESENTS, that we, NorthgateArinso Inc., as Principal, and Safeco Insurance Company of America licensed to do business in the state of Florida, as Surety, are held and firmly bound unto State of Florida The Department of Management Services (Obligee), in the penal sum of thirty million and no/100 dollars (\$30,000,000), lawful money of the United States of America, for the payment of which sum, well and truly to be made, the Principal and Surety do bind themselves, their heirs, executors, administrators, and successors and assigns, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH that whereas the above bounden Principal has been assigned and assumed the obligations set forth in that certain Contract dated August 21, 2002, as amended through Amendment No. 10 dated May 28, 2008, and as amended and restated in that Amended and Restated Contract effective December 8th, 2009, with the Obligee to provide an enterprise-wide suite of services to manage human capital to include payroll administration, benefits administration, human resource administration and staffing administration through an interactive web-based system, and to provide Service Provider personnel, where necessary (together, the "Contract"), all in accordance with and pursuant to the terms of the Contract and more fully described in said Contract which Agreement is made a part hereof and incorporated herein by reference, except that nothing said therein shall alter, enlarge, expand or otherwise modify the term of the bond as set out below.

NOW, THEREFORE, if the Principal, its executors, administrators, successors and assigns shall promptly and faithfully perform the Contract, according to the terms, stipulations or conditions thereof, then this obligation shall become null and void, otherwise to remain in full force and effect. This bond is executed by the Surety and accepted by the Obligee subject to the following express condition:

Notwithstanding the provisions of the Contract, the term of this bond shall apply from June 1, 2010, until May 31, 2011, and may be extended by the Surety by Continuation Certificate. However, neither nonrenewal by the Surety, nor failure or inability of the Principal to file a replacement bond in the event of nonrenewal, shall itself constitute a loss to the Obligee recoverable under this bond or any renewal or continuation thereof. The liability of the Surety under this bond and all continuation certificates issued in connection therewith shall not be cumulative and shall in no event exceed the amount as set forth in this bond or in any additions, riders, or endorsements properly issued by the Surety as supplements thereto.

The acceptance of this bond and the reliance upon it by the Obligee, hereby supersedes and exonerates all liability under the prior Safeco Insurance Company of America bond number 6180159 and filed by Convergys Customer Management Group Inc., as Principal. Further, it is agreed and understood that the aggregate liability of the Surety under this bond shall extend to the inception date of the Contract.

Sealed with our seals and dated this 1st day of June, 2010.

NorthgateArinso Inc.

No Corporate Seal

Julia Ha
Witness

Samuel V. Campbell III
Principal

Samuel V. Campbell III
President, American

Date: June 1, 2010

NOTARY PUBLIC
FULTON COUNTY
STATE OF GEORGIA
My Commission Expires Feb 4, 2012

Safeco Insurance Company of America

Kimberly Kraft
Witness
Date: June 1, 2010

Susan A. Welsh
Susan A. Welsh, Attorney-in Fact

SURETY COUNTERSIGNATURE

Joseph Pietrangelo
Joseph Pietrangelo, Florida Resident Agent

Date: June 1, 2010

State of Florida, The Department of Management Services

Ann Barf
WITNESS

[Signature]
, Obligee

Date: May 28, 2010

POWER OF ATTORNEY

No. 10025

KNOW ALL BY THESE PRESENTS:

That SAFECO INSURANCE COMPANY OF AMERICA and GENERAL INSURANCE COMPANY OF AMERICA, each a Washington corporation, does each hereby appoint

*****KAREN E. BOGARD; KIMBERLY BRAGG; MATTHEW V. BUOL; JAMES A. CUTHBERTSON; KAREN L. DANIEL; DEBRA J. DOYLE; ROBERT E. DUNCAN; GEOFFREY E. HEEKIN; LINDA M. ISER; JENNIFER L. JAKAITIS; JUDITH A. LUCKY; KATHLEEN J. MAILES; SANDRA M. MARTINEZ; JAMES B. MCTAGGART; JOELLEN M. MENDOZA; SANDRA M. NOWAK; DIANE M. O'LEARY; SUSAN J. PREIKSA; WILLIAM REIDINGER; MARVIN O. RIVERA; DOUGLAS M. SCHMUDE; CRAIG T. TAGLIAMONTE; SUSAN A. WELSH; JESSICA B. YATES; Chicago, Illinois*****

its true and lawful attorney(s)-in-fact, with full authority to execute on its behalf fidelity and surety bonds or undertakings and other documents of a similar character issued in the course of its business, and to bind the respective company thereby.

IN WITNESS WHEREOF, SAFECO INSURANCE COMPANY OF AMERICA and GENERAL INSURANCE COMPANY OF AMERICA have each executed and attested these presents

this 17th day of May, 2010

Dexter R. Legg

Dexter R. Legg, Secretary

T. Mikolajewski

Timothy A. Mikolajewski, Vice President

CERTIFICATE

Extract from the By-Laws of SAFECO INSURANCE COMPANY OF AMERICA and of GENERAL INSURANCE COMPANY OF AMERICA:

"Article V, Section 13. - FIDELITY AND SURETY BONDS ... the President, any Vice President, the Secretary, and any Assistant Vice President appointed for that purpose by the officer in charge of surety operations, shall each have authority to appoint individuals as attorneys-in-fact or under other appropriate titles with authority to execute on behalf of the company fidelity and surety bonds and other documents of similar character issued by the company in the course of its business... On any instrument making or evidencing such appointment, the signatures may be affixed by facsimile. On any instrument conferring such authority or on any bond or undertaking of the company, the seal, or a facsimile thereof, may be impressed or affixed or in any other manner reproduced; provided, however, that the seal shall not be necessary to the validity of any such instrument or undertaking."

Extract from a Resolution of the Board of Directors of SAFECO INSURANCE COMPANY OF AMERICA and of GENERAL INSURANCE COMPANY OF AMERICA adopted July 28, 1970.

"On any certificate executed by the Secretary or an assistant secretary of the Company setting out,

- (i) The provisions of Article V, Section 13 of the By-Laws, and
(ii) A copy of the power-of-attorney appointment, executed pursuant thereto, and
(iii) Certifying that said power-of-attorney appointment is in full force and effect,

the signature of the certifying officer may be by facsimile, and the seal of the Company may be a facsimile thereof."

I, Dexter R. Legg, Secretary of SAFECO INSURANCE COMPANY OF AMERICA and of GENERAL INSURANCE COMPANY OF AMERICA, do hereby certify that the foregoing extracts of the By-Laws and of a Resolution of the Board of Directors of these corporations, and of a Power of Attorney issued pursuant thereto, are true and correct, and that both the By-Laws, the Resolution and the Power of Attorney are still in full force and effect.

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

this 15th day of June, 2010



Dexter R. Legg

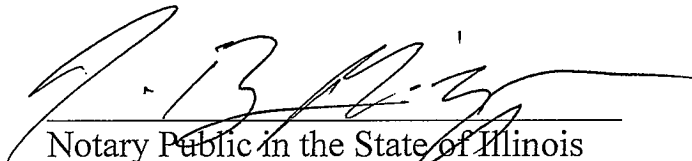
Dexter R. Legg, Secretary

ACKNOWLEDGEMENT BY SURETY

STATE OF ILLINOIS
COUNTY OF COOK

On this 1st day of June, 2010, before me, J. Brian McTaggart, a Notary Public, within and for said County and State, personally appeared Susan A. Welsh to me personally known to be the Attorney-in-Fact of and for Safeco Insurance Company of America and acknowledged that she executed the said instrument as the free act and deed of said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at my office in the aforesaid County, the day and year in this certificate first above written.



Notary Public in the State of Illinois
County of Cook



This Power of Attorney is granted on ^{26th} May 2010 by Northgate Information Solutions Limited, a company registered in England and Wales under number 6442582 and having its registered office at Peoplebuilding 2, Peoplebuilding Estate, Maylands Avenue, Hemel Hempstead, Hertfordshire, HP2 4NW, England ("Principal")

1 Appointment

The Principal hereby appoints Samuel Vinton Campbell III, born in Meridian on 17 August 1961 and residing at 315 Falls Ridge Cove, Alpharetta, Georgia 3022, USA ("Attorney") to be the agent, proxy and attorney of the Principal and in the Principal's name, place and stead to execute and deliver (by deed or otherwise) on behalf of the Principal in connection solely with the acquisition of certain business and assets from Convergys Customer Management Group Inc and others, all deeds, agreements, consents, documents and forms and to perform all other acts, including acts of disposition that the Attorney considers necessary, useful or advisable in the above matter, with full power of substitution.

2 Ratification

The Principal shall ratify everything which Attorney shall do or purport to do by virtue of this Power of Attorney and shall indemnify Attorney against all actions, proceedings, claims and costs, expenses and liabilities arising from the exercise or the purported exercise in good faith of any of the powers conferred by this deed.

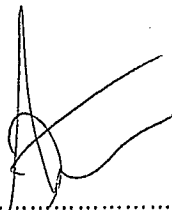
3 Revocation

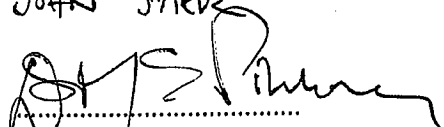
This Power of Attorney shall be irrevocable for the period from the date of its execution upto and including the 14th June 2010.

4 Proper Law

This Power of Attorney is governed by, and shall be construed in accordance with, the laws of England and Wales.

Executed as a deed by Northgate Information Solutions Limited on the date of this Power of Attorney acting by


.....
Director

JOHN STIER

.....
Witness
D. Runway