COP ANNL	PROFIT RPORATION JAL REPORT 1997			B. Morth ary of Stat	am 0		May 13 19 Secretar		
•	e of Business	356649 Of Virginia	(9) Mailing Address 2107 GRAND AVE KANSAS CITY MO 6410						
NAMONO VIII	MQ 04100		KANSAS CITI MO OHIO	*1 0 00			Date Incorporated or Qualifi		Date of Last Report
2. Principal P	lace of Business		2a. Mailing Address	· · · · · · · · · · · · · · · · · · ·			06/03/1983 EEI Number		01/1996
	Severly Rd.		26 3333 Bever	<u>ly Rd</u>	•		54-0926506		Not Applicable
Suite, Apt.	#, elc.		Suite, Apt #, etc. 27 D/768TAX -	DE_0	561 /D	5.	Certificate of Status Desired	ı 🗆	\$8.75 Additional Fee Required
City & State	0		City & State	<u>b<u></u><u></u><u></u><u></u><u></u></u>	50A/ D	6.	Election Campaign Financin		\$5.00 May Be
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	CORPORATION SI				61 Name				
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NTW INCORPORATED. DELEGATION OF AUTHORITY

Pursuant to the authority vested in me by the Board of Directors of NTW INCORPORATED, I, Paul D. Melancon, Treasurer and Chief Financial Officer, hereby appoint and designate

Carol W. Garnant Senior Director of Taxes

Susan Penway Director, State Income and Franchise Taxes

of Sears, Roebuck and Co. or its subsidiaries to sign, execute and deliver on behalf of and in the name of the Corporation with respect to every state of the United States, and any jurisdiction therein and the District of Columbia, any of the following instruments:

- 1. State Income Tax Returns, Franchise Tax Returns, and Annual Reports.
- 2. Pleadings, bonds, petitions, affidavits and other documents and instruments pertaining to the conduct of litigation, administrative proceedings, and/or audits including all state and local income and franchise taxes.

All previous Delegations of Authority relating to the same subject matter to the within-named persons are hereby revoked and superseded.

This Delegation of Authority shall become effective upon the date hereof and shall continue in effect thereafter so long as the within-named persons remain in the above-designated position or until revoked by myself or the President or the Board of Directors of the Corporation. The termination of this Delegation of Authority shall not invalidate any of the above-mentioned instruments which may have been executed and delivered during the effective term hereof.

IN WITNESS WHEREOF, the undersigned has set his hand as Treasurer and Chief Financial Officer of NTW INCORPORATED this $\frac{\int \chi^{T+}}{day}$ day of December, 1996.

Paul D. Melancon Treasurer and CFO Tire America, Inc.

V Secretary