This agreement of Consolidation between the Pratt Coal and Coke Company and the Birmingham Coal Coke and Iron Company, witnesses as follows - Both of the said companies have been regularly and legally incorporated under and in pursuance of the laws of the State of Alabama for that purpose made and provided in the county of Jefferson in the State of Alabama and have their corporate seats and places of business in the said County of Jefferson they are both mining corporations and not of different or dissimilar classes, The respective boards of Directors of the said two corporations believing it to be to their mutual interests recommended in the manner required by law, a consideration of the two company's to the respective Stockholders and conventions of the respective Stockholders legally convened, were held, and this agreement is made with the approval and consent, and under the instructions of the stockholders of both corporations, given in said convention in the manner and form prescribed by law, the same identical persons own and hold the stock of both corporations except, that a small fraction of the stock of the Birmingham Coal, Coke and Iron Company is held and owned by one who has heretofore had no interest in the Pratt Coal and Coke Company the terms and conditions of this consolidation are as follows - The consolidated Company composed of the two companies adopt the name and charter of the Pratt Coal and Coke Company and is to be known by that name - and operated under that charter with the same officers and board of Directors which the Pratt Coal and Coke Company now has, and

without any change whatever in the organization or present mode of operation all the property, rights and effects of each of the corporations are now, united under this agreement in forming the Pratt Coal and Coke Company, and the Pratt Coal and Coke Company, and the Pratt Coal and Coke Company as thus formed, is liable to all the debts, obligations and duties of each of the two corporations thus united in it, the By laws of the Pratt Coal and Coke Company, all also adopted without change as those of the consolidated corporation and also the books of accounts, minutes Records and whole system of business, the capital stock of the consolidated Company, known as the Pratt Coal and Coke Company is to remain fixed at the sum of one Million dollars, Divided into shares as heretofore, the certificates of stock as now held in both companies are to be surrendered and canceled and stock of the consolidated company is to be ~~executed~~ entered on the stock book and stand in the name of the members of the consolidated company and certificates therefor to be issued to them upon the basis of valuation upon which the consolidation is made that basis of valuation is that in the consolidation, the Birmingham Coal Coke and Iron Company, valued at three hundred Thousand dollars and the Pratt Coal and Coke Company is valued at one million Dollars, of the one Million Dollars of Stock to be assessed by the consolidated company, ten thirteenths (10/13) is to be distributed among the stock holders of the original Pratt Coal and Coke Company in proportion in which they owned the stock of that company and three thirteenths (3/13) is to be distributed among the stockholders of the Birmingham Coal Coke and Iron Company in proportion in which they owned the stock of that company, and also a part of this agreement of consolidation, the stockholders of both the corporations thus consolidated have authorized and directed the Board of Directors of the consolidated Company to issue, not exceeding one million first mortgage bonds of that company in manner and form prescribed and to execute also a first mortgage, to secure the same upon the franchises and property or so much

thereof, as may be necessary of the consolidated company, these bonds when issued are to be distributed as follows ten thirteenths (10/13) among the Stockholders of the old Pratt Coal and Coke Company in the proportion in which they owned the stock of that company and three thirteenths among the Stock holders of the Birmingham Coal, Coke and Iron Company in the proportion in which they owned the Stock of that Company the interest of the respective Stockholders in the two companies and in the consolidated company, being thus equalized adjusted and ascertained, and the Pratt Coal and Coke Company thus becoming the consolidated company, The Birmingham Cole Coke and Iron Company merges its interest and organization in the Pratt Coal and Coke Company and the latter as the consolidated company will proceed at once through its Board of Directors as now constituted to issue the consolidated stock - as provided and the first mortgage - bonds, Execute the mortgage to secure said bonds and will in all things stand in the place of both of the companies thus consolidated In witness whereof the Presidents of the two corporations do hereby affix their signature as such and the Secretary of each company affixes the seal thereof that is the corporate seal of the Pratt Coal and Coke Company, and the Private seal of the other Secretary it having no corporate seal this 11th may 1883.

J. H. Smith (L.S.) — E. Ensly

Secretary Pratt Coal and Coke Company. — President Pratt Coal and Coke Company

J. H. Smith (L.S.) — J. N. Neely

Asst. Secretary Birmingham Coal, Coke, and Iron Company — President Birmingham Coal & Coke Company.

State of Tennessee,
Shelby County. } I, Henderson Barry a commissioner for the State of Alabama duly appointed and commissioned and qualified resident in the city of Memphis in the County and State first aforesaid do hereby certify that E. Ensley President of the Birmingham Coal Coke and Iron Company, and J. H. Smith Secretary of the Pratt Coal and Coke Company and Asst. Secretary of the Birmingham Coal Coke and Iron Company whose

names are signed to the foregoing agreement of consolidation and who are known to me, acknowledged before me on this day that being informed of the contents of the agreement of consolidation, they executed the same voluntarily on the day the same bears date, and the said J. H. Smith Secretary of the Pratt Coal and Coke Company in my presence affixed the corporate seal of said Company to said instrument, and said J. H. Smith, asst. Secretary of the Birmingham Coal Coke and Iron Company sealed the same with his private seal in my presence stating that the said company had no seal.

In Testimony Whereof, witness my hand and official seal, this the 11th day of May A. D. 1883.

Henesden Cary, Commissioner
for Alabama at Memphis Tennessee.

Filed this 12th day of May 1883 and recorded in vol. 51 of pages 671 to 675 inclusive

John L. Morrow, Judge of Probate.

The State of Alabama, } Office of Judge of Probate.
Jefferson County. } I, M. T. Porter, Judge of the Probate Court in and for said county do hereby certify that the foregoing transcript is a true and correct copy of Agreement of Consolidation between the Pratt Coal and Coke Company and the Birmingham Coal Coke and Iron Company and also of the certificate of acknowledgement, and of the filing and registration of the same, as the same appears recorded in Deed Book Volume 51, pages 671 to 675 inclusive in my office.

Given under my hand and seal of office at office, in Birmingham, this 30th day of August 1887.

M. T. Porter, Judge of Probate.

M. T. Porter
Seal
Judge of Probate

Filed and recorded Sept. 27th 1907.

R. P. Longshore, Judge of Probate.