

This instrument prepared by:
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Attorney at Law
PARSONS AND NORRIS
5308 Oporto-Madrid Boulevard
Birmingham, Alabama 35210

STATE OF ALABAMA)

JEFFERSON COUNTY)

THE ARTICLES OF INCORPORATION
of

CORSAIR COAL & MINERAL CO., INC.

TO THE HONORABLE O. H. FLORENCE, JUDGE OF PROBATE IN AND FOR
SAID COUNTY IN SAID STATE:

For the purpose of incorporation CORSAIR COAL & MINERAL CO.,
INC., the undersigned hereby certify as follows:

1. The corporate title of said Company is Corsair Coal &
Mineral Co., Inc.

2. The names, addresses and shares of stock held by each of
the incorporators are:

- | | | |
|-----|--|------------|
| (a) | Ed Castleberry
Route 1, Box 121-B
Maylene, Alabama 35114 | 250 shares |
| (b) | J. Reid Giles, Jr.
Route 1, Box 121-B
Maylene, Alabama 35114 | 250 shares |
| (c) | Troy Lambert
Route 1, Box 121-B
Maylene, Alabama 35114 | 250 shares |

(d) Charles Wheeler 250 shares
Route 1, Box 121-B
Maylene, Alabama 35114

3. The domicile is Birmingham, Jefferson County, Alabama. The address of the initial registered office of the Corporation is Route 1, Box 121-B, Maylene, Alabama 35114, and the name of its initial registered agent at such address is Charles Wheeler.

4. Amount of capital stock and particulars as to class or classes thereof:

The total authorized capital stock of this corporation is Two Thousand Dollars (\$2,000.00) which shall be divided into two thousand shares of common stock of the par value of One Dollar (\$1.00) per share. The owner of each share of common stock shall be entitled to receive dividends as declared by the Board of Directors each year. The owner or owners of said common stock shall be entitled to one vote for each share of common stock owned.

This stock shall be issued under the provisions of 1244 and Sub-Chapter S of the Internal Revenue Code of 1954 as amended.

No shareholder of said common stock shall transfer, alienate, or in any way dispose of any share of the Corporation unless such shall first have been in writing offered for sale to the Corporation upon the same terms as offered to any other individual or corporation. The Corporation reserves and shall have the

exclusive right and option to purchase such share or shares at said offered price in ninety days after such offer. After the expiration of such time, the shareholder, if the Corporation shall not have exercised its option to purchase such share or shares, shall be free to transfer, alienate, or otherwise dispose of such share or shares without any restriction whatsoever.

The amount of capital stock with which said corporation shall begin business is One Thousand Dollars (\$1,000.00), all of which shall be Common Stock.

5. Period of existence is perpetual.

6. The purpose for which it is created:

To fully participate in the mining and coal marketing industry, including, but not limited to the following pursuits and areas of involvement: Engineering, broking, land acquisition, delivering and any other activity that is or may be connected with the mining and coal marketing industry. The explanation of this purpose as above stated is for explanation and not as limitation.

In addition to the purpose aforesaid, the Corporation shall have the power to conduct and carry on any business or activity not prohibited by law, nor required by law to be specifically stated in these articles.

In addition to the above, the Corporation shall also exercise in its discretion, the following provisions for the regulation and conduct of the business and affairs of the Corporation. These provisions are intended to be in furtherance and not in limitation or restriction of the powers conferred by the laws of the State of Alabama.

A. The Board of Directors of the Corporation shall have the power to approve and adopt, and from time to time amend by-laws for the regulation and control of the business of the Corporation with or without the approval of the stockholders of said Corporation; but the by-laws so made, altered or amended may be altered or repealed by said stockholders.

B. The Stockholders may, before they issue any new or additional stock of the Corporation, determine that the same or any part thereof, shall be offered in the first instance to all of the then stockholders, in or may make any other provisions or restrictions respecting the issue or allotment of new or additional shares; but in default of any such determination or so far as the same shall not extend, the new or additional shares may be dealt with by the Board of Directors as in their judgment may seem best.

C. The directors shall have the power to hold their meetings outside the State of Alabama. They may keep the books, documents, and papers of the Corporation outside of the State of Alabama, at such places as may be from time to time designated by the officers of the Corporation except as otherwise required by the laws of Alabama.

D. The Corporation by its by-laws may fix the number of Directors and may, by vote of the holders of a majority in the amount of its stock, from time to time, increase or decrease the same, provided that in no case shall the number of directors be less than three.

E. The Board of Directors by resolutions passed by a majority of the whole Board, under suitable provisions of the by-laws, may designate two or more of their number to constitute an Executive Committee, which Committee shall, for the time being, as provided in said resolutions or in the by-laws have and exercise any and all the powers of the Board of Directors, which may be lawfully delegated, in the management of the business and affairs of the Corporation, and shall have the power to authorize the seal of the Corporation to be affixed to all papers which may require it.

F. With the consent in writing, or pursuant to the vote of the holders of a simple majority in interest of the stock issued and outstanding, the Board of Directors shall have power and authority to lease, sell, assign, transfer, convey or otherwise dispose of the whole of the property of the Corporation as an entirety, irrespective of the effect thereof upon the continuance of the business of the Corporation and the exercise of its franchises, but the Corporation shall not be dissolved save as provided by the laws of the State of Alabama. This provision shall not limit the right of the property of the Corporation to mortgage any or all of the property of the Corporation or to sell or otherwise dispose of a part thereof in the manner provided by law.

7. The officer or agent designated to receive subscriptions to the capital stock of said corporation is Charles Wheeler, Route 1, Box 121-B, Maylene, Alabama 35114.

8. The names of the officers chosen for the first year are as follows:

Ed Castleberry	President
J. Reid Giles, Jr.	Vice President
Troy Lambert	Treasurer
Charles Wheeler	Secretary

9. The number of directors constituting the initial board of directors of the Corporation is four (4), and the names and

addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

- | | |
|-----------------------|---|
| a. Ed Castleberry | Route 1, Box 121-B
Maylene, AL 35114 |
| b. J. Reid Giles, Jr. | Route 1, Box 121-B
Maylene, AL 35114 |
| c. Troy Lambert | Route 1, Box 121-B
Maylene, AL 35114 |
| d. Charles Wheeler | Route 1, Box 121-B
Maylene, AL 35114 |

10. Said corporation shall have all the powers and privileges conferred by Title 10 of the Code of Alabama of 1940, and subsequent amendments thereto, on Corporations of like character.

Respectfully submitted,

Ed Castleberry

ED CASTLEBERRY

J. Reid Giles, Jr.

J. REID GILES, JR.

Troy Lambert

TROY LAMBERT

Charles R. Wheeler, Jr.

CHARLES WHEELER



STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name _____

Corsair Coal & Mineral Co., Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Corsair Coal & Mineral Co., Inc. for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 12, 1982

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

CORSAIR COAL & MINERAL CO., INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of CORSAIR COAL & MINERAL CO., INC., duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of CORSAIR COAL & MINERAL CO., INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 9th day of JULY, 19 82

STATE OF ALA. SHELBY CO
CLERK OF COURT
RECEIVED

1982 JUL -9 AM 8:59

Thomas A. Brundage, Jr.
JUDGE OF PROBATE

Thomas A. Brundage, Jr.

Judge of Probate

