

STATE OF ALABAMA)
COUNTY OF SHELBY)

**ARTICLES OF ORGANIZATION
OF
BROKEN TOP TRUCKING, LLC**

Pursuant to the Provisions of Section 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I
Name

The name of the limited liability company is Broken Top Trucking, LLC (the "Company").

ARTICLE II
Duration

The Company shall have a duration from the date of organization until December 31, 2051, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III
Purposes

The purposes for which the Company is formed are:

- (a) To own and operate trucks for the purpose of hauling materials such as coal, crushed stone, dirt, asphalt and the like; and
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, industrial engineering, accounting, bookkeeping and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, service, or other lawful business of any kind or character whatsoever;
- (d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;

- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (h) To engage in any other lawful act or activity for which limited liabilities companies may be organized pursuant to the Act.

ARTICLE IV
Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 1417 High Road, Vandiver, Alabama 35176 and its registered agent at such address shall be Ronald J. Broglio.

ARTICLE V
Initial Members (and Organizer)

The names and addresses of the initial members are:

Ronald J. Broglio
22 The Oaks Circle
Birmingham, AL 35244

Jared A. Watson
Post Office Box 12
Vandiver, AL 35176

The name and address of the organizer is:

James J. Odom, Jr.
Post Office Box 11244
Birmingham, AL 35202-1244

ARTICLE VI
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

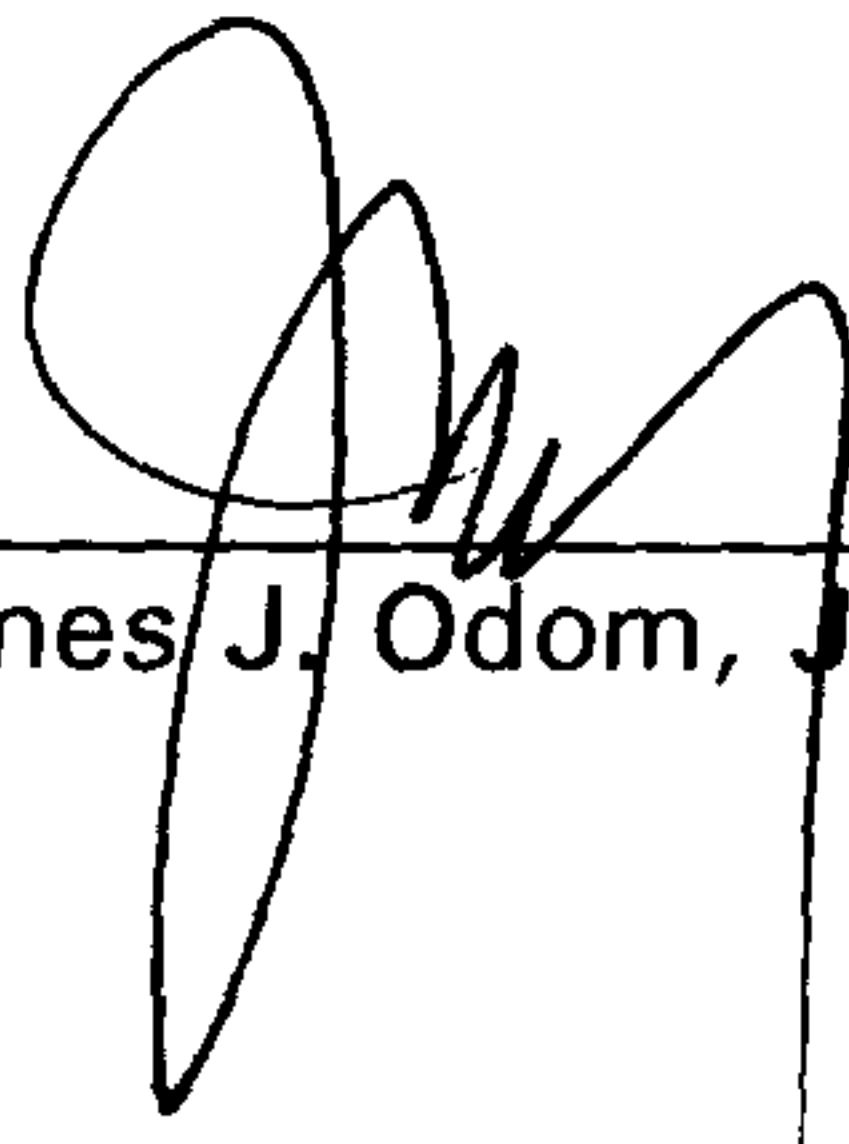
ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE VIII
Management

The Company shall be managed by the Members.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 9th day of July, 2002, by the undersigned organizer, who affirms that the statements made herein are true under the penalties of perjury.



James J. Odom, Jr., Organizer

✓ This instrument prepared by
James J. Odom, Jr.
Post Office Box 11244
Birmingham, AL 35202-1244