

**SECOND AMENDMENT TO
CORRECTED AND RESTATED
COALBED METHANE GAS LEASE**

Inst# 20060223000688350

STATE OF ALABAMA

COUNTIES OF BIBB AND SHELBY

This agreement is made and entered to as of July 9, 2004, by and between Alabama Power Company and Southern Electric Generating Company and CDX Gas, LLC and CDX Sequoya, LLC.

WITNESSETH:

WHEREAS, Alabama Power Company and Southern Electric Generating Company (collectively as "Lessor") and CDX Gas, LLC and CDX Sequoya, LLC (collectively as "Lessee") entered into a COALBED METHANE GAS LEASE dated July 9, 2004 (the "Effective Date") wherein Lessee leased certain interests from Lessor in Bibb and Shelby Counties, Alabama; and

WHEREAS, Alabama Power Company and Southern Electric Generating Company (collectively as "Lessor") and CDX Gas, LLC and CDX Sequoya, LLC (collectively as "Lessee") entered into a CORRECTED AND RESTATED COALBED METHANE GAS LEASE dated July 9, 2004 (the "Effective Date") wherein the parties corrected certain typographical errors and errors in the property descriptions, and which said CORRECTED AND RESTATED COALBED METHANE GAS LEASE restated and replaced the original COALBED METHANE GAS LEASE in every way; and

WHEREAS, certain acreage intended to be included and covered thereby was inadvertently omitted from the lands described in Exhibit "A" attached to said CORRECTED AND RESTATED COALBED METHANE GAS LEASE; and

WHEREAS, the parties now desire to amend said CORRECTED AND RESTATED COALBED METHANE GAS LEASE to cover and include the acreage which was inadvertently omitted from same.

NOW, THEREFORE, the said Lessor and Lessee, for and in consideration of the mutual benefits to be derived by the parties hereto, do hereby amend said CORRECTED AND RESTATED COALBED METHANE GAS LEASE and the Exhibit "A" attached thereto as follows:

Exhibit "A" attached to said CORRECTED AND RESTATED COALBED METHANE GAS LEASE shall cover and include, in addition to the acreage described on Exhibit "A", the acreage described and set out on Exhibit "A" which is attached hereto and made a part hereof, and Lessor does hereby grant, demise, lease and let to Lessee all of Lessors's rights to explore for, drill, produce and remove the coalbed methane gas and its constituents insofar as such underlie the lands described on Exhibit "A" hereto:

Recorded In RPB BK 174 PG 556, 08/02/2006 11:14:29 AM Recording Fee 24.50, TOTAL 24.50
Jerry C. Pow, Probate Judge, Bibb County, Alabama

The purpose of this Amendment is to add the acreage described in Exhibit "A" attached hereto, so that the CORRECTED AND RESTATED COALBED METHANE GAS LEASE will cover and include all acreage on the Exhibit "A" attached thereto, plus and in addition to the acreage which is described on the Exhibit "A" attached hereto.

(SIGNATURES FOLLOW ON NEXT PAGE)

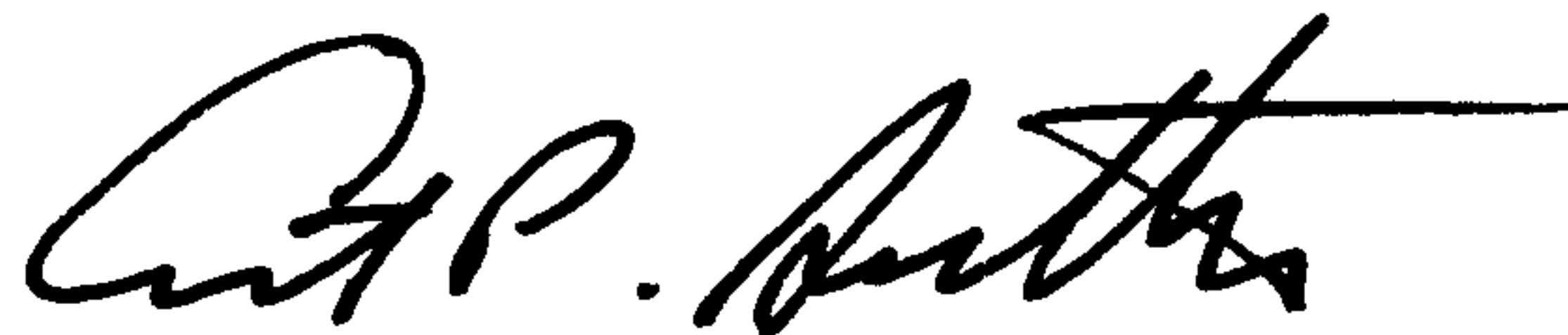
In WITNESS WHEREOF, this Amendment is executed by Lessor and Lessee in duplicate originals to be effective as of the day and year first written above.

ALABAMA POWER COMPANY



By: Arthur P. Beattie
Executive Vice-President

**SOUTHERN ELECTRIC GENERATING
COMPANY**



By: Arthur P. Beattie
~~Executive~~ Vice-President

CDX GAS, LLC



By: Robert R. McBride, Jr.
Senior Vice President

CDX SEQUOYA, LLC



By: Robert R. McBride, Jr.
Vice President

RPB 174 558

ACKNOWLEDGMENT

STATE OF ALABAMA

COUNTY OF JEFFERSON

I, THE UNDERSIGNED, a Notary Public in and for said County and State, hereby certify that Arthur P. Beattie, whose name as Executive Vice-President of ALABAMA POWER COMPANY, an Alabama corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation..

Given under my hand and seal this 17 day of July, 2006.

Amith S. Baker

NOTARY PUBLIC

in and for Jefferson County, Alabama

My Commission Expires:

Feb 3, 2009

APB 174 559

ACKNOWLEDGMENT

STATE OF ALABAMA

COUNTY OF JEFFERSON

I, THE UNDERSIGNED, a Notary Public in and for said County and State, hereby certify that Arthur P. Beattie, whose name as Executive Vice-President of SOUTHERN ELECTRIC GENERATING COMPANY, an Alabama corporation is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation..

Given under my hand and seal this 17 day of July, 2006.

Amith S. Baker

NOTARY PUBLIC

in and for Jefferson County, Alabama

My Commission Expires:

Feb 3, 2009

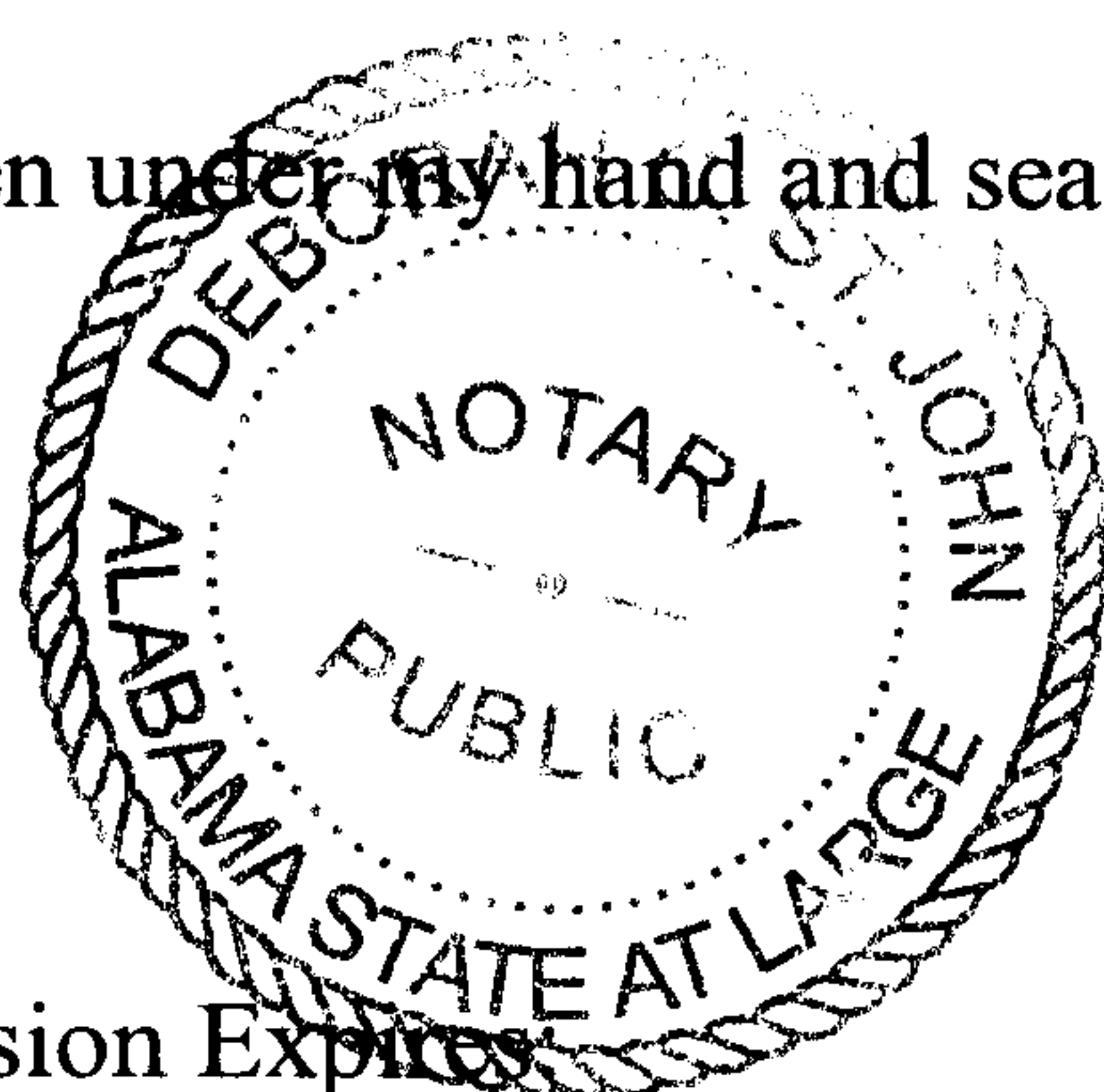
ACKNOWLEDGMENT

STATE OF ALABAMA

COUNTY OF SHELBY

I, THE UNDERSIGNED, a Notary Public in and for said County and State, hereby certify that Robert R. McBride, Jr., who is the Senior Vice President of CDX GAS, LLC, a Texas limited liability company, and whose name as such is signed to the foregoing instrument, as its officer and who is known to me, acknowledged before me on this day that, being informed of the contents of the same, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal this 5th day of July, 2006.



[Signature]
NOTARY PUBLIC

My Commission Expires:

5-8-10

FPB 174 560

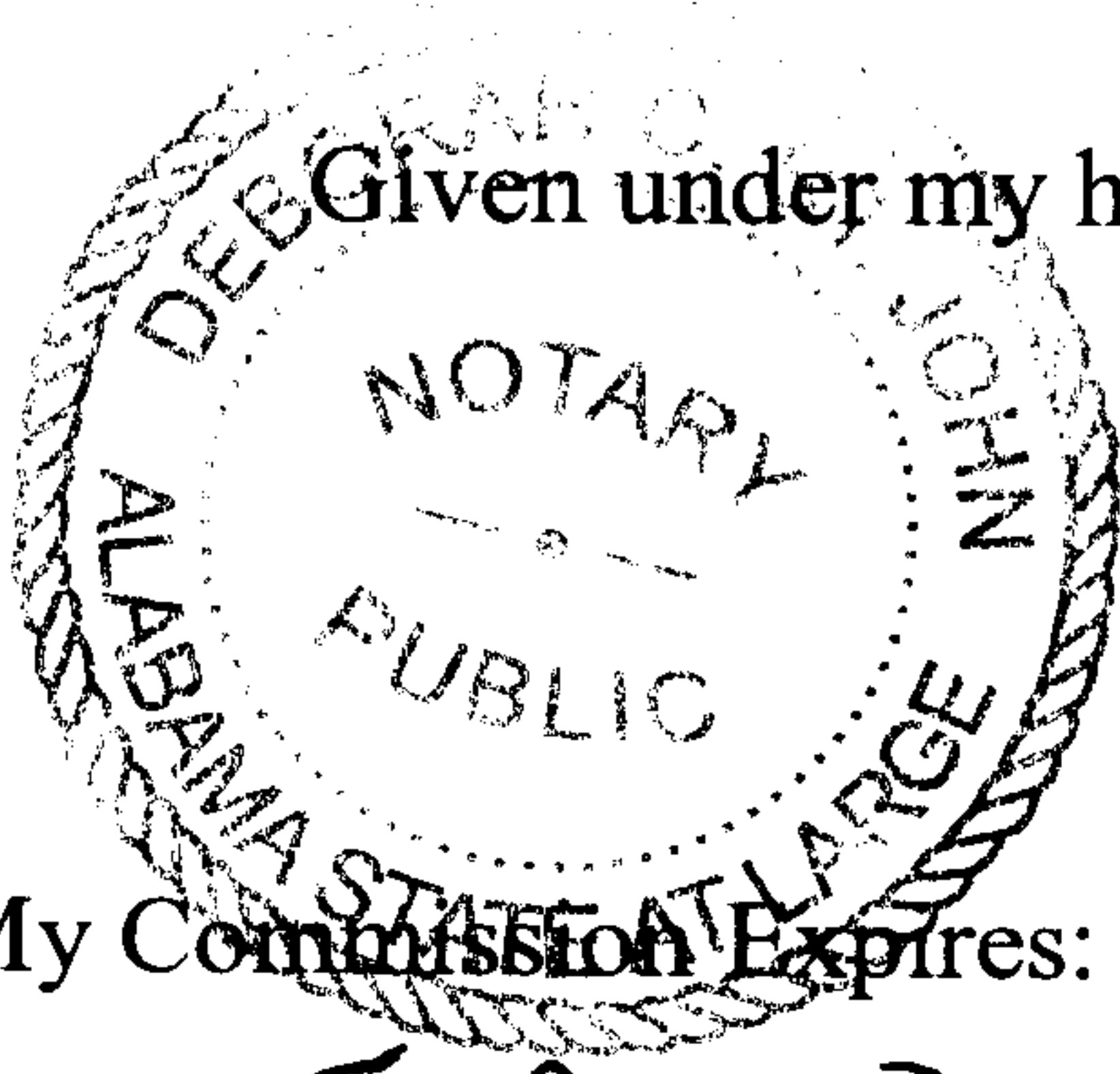
ACKNOWLEDGMENT

STATE OF ALABAMA

COUNTY OF SHELBY

I, THE UNDERSIGNED, a Notary Public in and for said County and State, hereby certify that Robert R. McBride, Jr., who is the Vice President of CDX SEQUOYA, LLC, a Texas limited liability company, and whose name as such is signed to the foregoing instrument, as its officer and who is known to me, acknowledged before me on this day that, being informed of the contents of the same, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal this 5th day of July, 2006.



[Signature]
NOTARY PUBLIC

My Commission Expires:

5-8-10

EXHIBIT "A"

County	Township	Range	Section	Description	Gross Acres	Segco Net Acres
Shelby	21S	3W	18	N/2 N/2 SW/4 SW/4	10.0	10.0
Shelby	22S	4W	15	NE/4 NW/4	40.0	40.0

Total acres included in original AMENDMENT TO CORRECTED
AND RESTATED COALBED METHANE GAS LEASE

39,797.45 28,071.57

TOTAL AMENDED LEASE ACREAGE

39,847.45 28,121.57

Bibb County Net Acres
Shelby County Net Acres

14,263.35
13,858.22