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Shelby Cnty Judge of Probate, AL
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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

| |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A. NAME & PHONE OF CONTACT AT FILER (optional) Lucas B. Gambino (205-254-1219) |
| B. E-MAIL CONTACT AT FILER (optional) lgambino@maynardcooper.com |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) Lucas B. Gambino, Esq. Maynard, Cooper & Gale, P.C. 1901 Sixth Avenue North, Suite 2400 Birmingham, Alabama 35203 |

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|-----------------------------------------------------------|--------------------------|-------------------------------|-----------------------------|-----------------------|
| 1a. ORGANIZATION'S NAME Jesse Creek Mining, LLC | | | | |
| OR 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 1c. MAILING ADDRESS 1615 Kent Dairy Road | CITY Alabaster | STATE AL | POSTAL CODE 35007 | COUNTRY USA |

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|-----------------------------|---------------------|-------------------------------|-------------|---------|
| 2a. ORGANIZATION'S NAME | | | | |
| OR 2b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 2c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

| | | | | |
|-----------------------------------------------------------------|-----------------------|-------------------------------|-----------------------------|-----------------------|
| 3a. ORGANIZATION'S NAME Resource Capital Fund VI L.P. | | | | |
| OR 3b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 3c. MAILING ADDRESS 1400 Sixteenth Street, Suite 200 | CITY Denver | STATE CO | POSTAL CODE 80202 | COUNTRY USA |

4. COLLATERAL: This financing statement covers the following collateral:

See Schedule I and Exhibits A and B attached hereto and incorporated herein.

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

MCG File # 15631-2; To be filed with the Judge of Probate in Shelby County, Alabama.

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here ☐

9a. ORGANIZATION'S NAME

Jesse Creek Mining, LLC

OR 9b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME

OR 10b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11. ☐ ADDITIONAL SECURED PARTY'S NAME or ☐ ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME

OR 11b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13. ☒ This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

☐ covers timber to be cut

☒ covers as-extracted collateral

☒ is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):

16. Description of real estate:

See Exhibits A and B attached hereto and made a part hereof.

17. MISCELLANEOUS:

**SCHEDULE I
TO FINANCING STATEMENT**

This financing statement covers the following items (or types) of property (the "Property"):

(a) **Land.** The land located in Shelby County, Alabama more particularly described in Exhibit A attached hereto, and all reversions and remainders in and to said land and all tenements, hereditaments, easements, rights-of-way, rights (including all Minerals and mining rights, and all water, oil and gas rights), privileges, royalties and appurtenances to said land, now or hereafter belonging or in anywise appertaining thereto, including any right, title and interest in, to or under any agreement or right granting, conveying or creating, for the benefit of said land or the Minerals, any easement, right or license in any other property, and in, to or under any streets, ways, alleys, vaults, gores or strips of land adjoining said land or any parcel thereof, or in or to the air space over said land; and all claims or demands of the Mortgagor, at law or in equity, in possession or expectancy of, in or to any of the same (all of the foregoing hereinafter collectively called the "Land").

(b) **Mining Leases.** (1) The mining and mineral leases more particularly described in Exhibit B attached hereto and the Mortgagor's leasehold estate and interest thereunder in and to the land located in Shelby County, Alabama more particularly described therein, and all reversions and remainders in and to said land and the tenements, hereditaments, easements, rights-of-way, rights (including the Minerals and mining rights, and all water, oil and gas rights), privileges, royalties and appurtenances to said land, now or hereafter belonging or in any way appertaining thereto, including any right, title, interest of the Mortgagor in, to or under the leases in any agreement or right granting, conveying or creating, for the benefit of said land or the Minerals, any easement, right or license in any other property, and in, to or under any streets, ways, alleys, vaults, gores or strips of land adjoining said land or any parcel thereof, or in or to the air space over said land; and all claims or demands of the Mortgagor at law or in equity, in possession or expectancy of, in or to the same (all of the foregoing hereinafter collectively called the "Leased Land"); (2) all other rights, titles and interests under the leases in and to the Leased Land, or any part thereof, including any reversions and remainders in and to the Mortgagor's interest in the Leased Land; and (3) all right, title and interest of the Mortgagor in and to (A) all modifications, extensions, renewals, supplements and restatements of the leases; (B) all credits and deposits made thereunder; (C) all options and rights to renew or extend the same; (D) all options and rights to purchase or of first refusal with respect to the Leased Land, or any part thereof; and (E) all other titles, estates, options, privileges, interests and rights that the Mortgagor may now have or hereafter acquire in and to the Leased Land and the leases, including the right of the Mortgagor to possession under Section 365 of the United States Bankruptcy Code, 11 U.S.C. §§ 101 et seq., as amended (the "Bankruptcy Code") in the event of the rejection of the lease by the lessor or its trustee pursuant to said section, the right to exercise options or give consents with respect to the lease, or to modify, extend or terminate the lease, the right to surrender the lease, reject the lease or elect to treat the lease as rejected or remain in possession under Section 365 of the Bankruptcy Code, and the right to receive all deposits and other amounts payable to the Mortgagor under any lease (collectively, the "Mining Leases").

(c) **Improvements.** All buildings, structures, facilities and other improvements now or hereafter located on the Land and Leased Land, and all building materials, building equipment and fixtures of every kind and nature now or hereafter located on the Land or the Leased Land or attached to, contained in, or used in connection with, any such buildings, structures, facilities or other improvements, and all appurtenances and additions thereto and betterments, renewals, substitutions and replacements thereof, now owned or hereafter acquired by the Mortgagor (all of the foregoing hereinafter collectively called the "Improvements." The Improvements, together with the Land on which they are located, are collectively, the "Owned Real Property." The Improvements, together with the Leased Land on which

they are located, are collectively the "Leased Real Property," and the Owned Real Property and the Leased Real Property are collectively, the "Real Property").

(d) **Personal Property.** All goods, equipment, inventory, supplies, as-extracted Minerals, and other items or types of tangible personal property (including additions and accessions thereto and replacements and substitutions therefor) now owned or hereafter created or acquired by the Mortgagor and attached to the Real Property (other than fixtures); or placed on the Real Property and used or useful in connection with, or in any way pertaining or relating to, the Real Property or the use and occupancy thereof, though not attached to the Real Property; or for which the proceeds of any loan or credit secured by this financing statement have been or may be advanced, wherever the same may be located (all of the foregoing hereinafter collectively called the "Personal Property").

(e) **Rents and Leases.** All leases, subleases, lettings and licenses, and other use and occupancy agreements, now or hereafter pertaining to any of the Real Property or Personal Property, and all rents, profits, issues and revenues of the Real Property and Personal Property now or hereafter accruing, whether accruing before or after the filing of any petition by or against the Mortgagor under the federal Bankruptcy Code.

(f) **Insurance Policies.** All policies of hazard insurance now or hereafter in effect that insure the Real Property, the Personal Property or any other property conveyed or encumbered hereby, together with all right, title and interest of the Mortgagor in and to each and every such policy, and all proceeds thereof, including any premiums paid and rights to returned premiums.

(g) **Litigation Awards.** All judgments, damages, settlements, awards, payments and compensation, including all interest thereon, that may be made or due to the Mortgagor or any subsequent owner of any of the Real Property, the Personal Property or any other property conveyed or encumbered hereby, as a result of the exercise of the right of eminent domain or condemnation, the alteration of the grade of any street or any other injury to or diminution or decrease in value of the Real Property, the Personal Property, or any other such property.

(h) **General Intangibles and Agreements.** (1) All general intangibles relating to the development or use of the Real Property, the Personal Property or any other property conveyed or encumbered hereby, or the management and operation of any business of the Mortgagor thereon, including all patents, patent applications, trade names, trademarks, trademark applications, knowledge and process, licensing arrangements, blueprints, technical specifications, manuals and other trade secrets; (2) the good will of any business conducted or operated on the Real Property, all governmental licenses and permits relating to the construction, renovation or operation thereof, all names under or by which the same may at any time be operated or known and all rights to carry on business under any such names or any variant thereof; and (3) all contracts and agreements (including construction, renovation, maintenance, engineering, architectural, leasing, management, operating and concession agreements) affecting the Real Property, the Personal Property or any other property conveyed or encumbered by this Agreement, or used or useful in connection therewith, whether now or hereafter entered into.

(i) **Construction Documents.** The Construction Contracts, the Architect Contracts, the Plans and the other Construction Documents.

(j) **Supplemental Documents.** All changes, additions, supplements, modifications, amendments, extensions, renewals, revisions and guaranties to, of or for any agreement or instrument included in the foregoing.

(k) **Proceeds.** All proceeds of any of the foregoing.

As used in this Schedule I, the following terms shall have the respective meanings assigned to them as follows:

Architect Contracts means all contracts between the Architects and the Borrower providing for the design of the Projects, the preparation of the Plans, the supervision of the construction of the Projects and the provision of any other architectural services or products related to the Projects.

Architects means, collectively if more than one, the architects for the Projects, or any portion thereof, each of which must be an architect or architectural firm(s) satisfactory to the Lender.

Borrower means, jointly and severally, Mortgagor and the Guarantor.

Construction Contracts means the contracts between the Contractors and either/both of the Borrowers providing for the construction of any Project, or any portion thereof.

Construction Documents means (l) all plans and specifications for any Project, or any portion thereof (including the Plans); (m) all contracts (including the Architect Contracts) with architects and engineers (including the Architects and the Engineers) responsible for the design of any Project, the preparation or evaluation of any of such plans and specifications or the supervision of the construction of any Project; (n) all contracts to which the Borrower is a party (including the Construction Contracts) providing for the construction of any Project or the furnishing of labor or materials in connection therewith or the furnishing or installation of any equipment or other personal property in connection therewith; (o) all contracts to which the Borrower is a party providing for the management of the construction of any Project; (p) all rights of the Borrower as a third party beneficiary under all contracts and subcontracts pertaining to the construction of any Project as to which the Borrower is not a party; (q) all payment and performance bonds relating to the construction of any Project; (r) all other contracts and agreements related to the design, management, construction, equipping and development of any Project; and (s) all contracts with public utilities, governmental authorities and other Persons relating to the construction of any Project and all deposits thereunder.

Contractors means any Person who enters into contracts with the Borrower to construct, install, or develop any Project, or any portion thereof, or to furnish any labor or materials in connection therewith.

Engineers means, collectively if more than one, any engineers providing engineering services for the Projects, or any portion thereof.

Guarantor means Piney Woods Resources, Inc., a Delaware corporation.

Lender means the secured party described in this financing statement.

Minerals means all coal, oil, gas and other minerals owned by the Mortgagor or which the Mortgagor has the right to mine and remove from the Leased Real Property or the Owned Real Property, whether in the ground or as-extracted.

Mortgagor means the debtor(s) described in this financing statement.

Person (whether or not capitalized) includes natural persons, sole proprietorships, corporations, trusts, unincorporated organizations, associations, companies, institutions, entities, joint ventures, partnerships, limited liability companies and governmental authorities.

Plans means the final working plans and specifications for constructing and developing the Projects.

Projects means, either individually or collectively, the coal mining projects and Properties of the Mortgagor, together, in each case, with all Properties associated with or forming part of such Project.

Some of the above-described property is now, or may in the future become, affixed to the Land described in Exhibit A attached hereto. The Mortgagor is a record owner the Owned Real Property and the lessee of the Leased Real Property.

THIS FINANCING STATEMENT IS TO BE CROSS-INDEXED IN THE REAL ESTATE MORTGAGE RECORDS.

EXHIBIT A
TO FINANCING STATEMENT

(Real Property Description)

Parcel 1:

A tract of land, situated in the Northeast quarter and also in the East half of the Northwest quarter of Section 22, Township 21 South, Range 4 West, Shelby County, Alabama more particularly described as follows:

Commence at the Northeast corner of Section 22, Township 21 South, Range 4 West; thence run Westerly along a straight line which is the North line of said Section 22, 1457.97 feet; thence turn left 90 degrees 00 minutes 19 seconds and run Southerly along a straight line 730.86 feet to the point of beginning; thence turn left 55 degrees 21 minutes 55 seconds and run Southeasterly along a straight line 199.96 feet; thence turn right 9 degrees 05 minutes 07 seconds and run Southeasterly along a straight line 190.73 feet to the centerline of a road; thence turn right 81 degrees 40 minutes 50 seconds and run Southwesterly along a straight line and along the centerline of said road 336.14 feet to the beginning of the arc of a curve tangent to straight line, said arc turning to the left, having a radius of 269.77 feet and being subtended by central angle of 43 degrees 09 minutes 15 seconds; thence in a Southwesterly direction along said arc which is the centerline of said road 203.19 feet; thence in a Southerly direction along said centerline and along a straight line tangent to said arc 94.79 feet to the beginning of the arc of a curve tangent to said straight line, said arc turning to the right, having a radius of 552.51 feet and being subtended by a central angle of 58 degrees 56 minutes 00 seconds; thence in a Southwesterly direction along said arc which is the centerline of said road 56830 feet; thence in a Southwesterly direction along said road and along a straight line tangent to said arc 160.32 feet; thence turn right 78 degrees 15 minutes 52 seconds and run Northwesterly along a straight line 296.04 feet; thence turn left 62 degrees 53 minutes 50 seconds and run Southwesterly along a straight line 440.45 feet; thence turn right 22 degrees 46 minutes 07 seconds and run Westerly along a straight line 261.82 feet; thence turn right 46 degrees 40 minutes 01 seconds and run Northwesterly along a straight line 184.45 feet; thence turn right 28 degrees 41 minutes 00 seconds and run Northwesterly along a straight line 355.92 feet; thence turn right 0 degrees 49 minutes 02 seconds and run Northwesterly along a straight line 333.68 feet; thence turn right 40 degrees 15 minutes 31 seconds and run Northeasterly along a straight line 279.31 feet; thence turn right 14 degrees 59 minutes 29 seconds and run Northeasterly along a straight line 134.55 feet; thence turn right 25 degrees 52 minutes 33 seconds and run Northeasterly along a straight line 119.99 feet; thence turn right 12 degrees 47 minutes 52 seconds and run Northeasterly along a straight line 225.96 feet; thence turn left 5 degrees 57 minutes 24 seconds and run Northeasterly along a straight line 266.84 feet; thence turn right 60 degrees 56 minutes 19 seconds and run Southeasterly along a straight line 201.82 feet; thence turn left 20 degrees 50 minutes 53 seconds and run Southeasterly along a straight line 212.82 feet; thence turn left 67 degrees 55 minutes 36 seconds and run Northeasterly along a straight line 442.38 feet to the point of beginning.

Parcel 2:

A tract of land, mineral and mining rights excepted, situated in the Southwest quarter of the Southeast quarter and in the Northwest quarter of the Southeast quarter of Section 21, Township 21 South, Range 4 West located in Shelby County, Alabama, more particularly described as follows:



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03/22/2018 02:01:20 PM FILED/CERT

Commence at the Southeast corner of Section 21, Township 21 South, Range 4 West; thence run Westerly along the South line of said Section 21, 1875.40 feet; thence turn right an angle of 90 degrees and run Northerly and at right angles to said South line 978.69 feet to the point of beginning; thence turn left an angle of 86 degrees 42 minutes 02 seconds and run Westerly 333.28 feet; thence turn right an angle of 76 degrees 00 minutes 24 seconds and run Northwesterly 444.58 feet; thence turn right an angle of 76 degrees 53 minutes 05 seconds and run Northeasterly 230.20 feet; thence turn left an angle of 26 degrees 45 minutes 26 seconds and run Northeasterly 400.06 feet; thence right an angle of 31 degrees 49 minutes and run Northeasterly 266.25 feet; thence turn right an angle of 52 degrees 51 minutes 13 seconds and run Southeasterly 128.05 feet; thence turn right an angle of 64 degrees 49 minutes 30 seconds and run Southwesterly 675.16 feet; thence turn left an angle of 21 degrees 27 minutes 52 seconds and run Southeasterly 360.58 feet; thence turn right an angle 123 degrees 39 minutes 23 seconds and run Northwesterly 408.55 feet to the point of beginning.

Parcel 3:

Part of the SE 1/4 of the SE 1/4 of Section 14, Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Begin at a 3" capped pipe at the SE corner of said 1/4, - 1/4 section and run S 89°17'44" W, along the South 1/4- 1/4 line, 1330.73 feet to a 2" capped pipe purported to be the SW corner of said 1/4 - 1/4 section; thence N 0°36'55" W, along the West 1/4 - 1/4 line, 175.63 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS; thence continue N 0°36'55" W, 22.40 feet to the center of Shelby County Road 260; thence run along the center line of said road, more or less, these bearings, distances and curved lines; thence N 82.18'04" E, 46.72 feet; thence run 161.31 feet, along the arc of a curve to the right, which has a radius of 800.00 feet, a chord bearing of N 88°04'38" E, and a chord distance of 161.03 feet; thence S 86°08'49" E, 82.43 feet; thence run 322.32 feet, along the arc of a curve to the left, which has a radius of 600.00 feet, a chord bearing of N 78.27'52" E, and a chord distance of 318.46 feet; thence N 63°04'32" E, 211.05 feet; thence run 179.90 feet, along the arc of a curve to the right, which has a radius of 600.00 feet, a chord bearing of N 71°39'53" E, and a chord distance of 179.23 feet; thence N 80°15'13" E, 158.34 feet; thence run 221.75 feet, along the arc of a curve to the left, which has a radius of 800.00 feet, a chord bearing of N 72°18'47" E, and a chord distance of 221.04 feet to the East line of said 1/4 - 1/4 section; thence leaving said road center line and run S 0°43'33" E, along the East 1/4 - 1/4 line, 28.67 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS; thence continue S 0°43'33" E, along the East 1/4 - 1/4 line, 468.75 feet to the Point of Beginning. Said described property contains 9.51 acres to the center of Shelby County Road 260, less and except that part which lies within the county prescriptive right-of-way of said road.

Parcel 4:

Part of the NW 1/4 of the SW 1/4 of Section 13, Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at a 3" capped pipe at the SE corner of the SE 1/4 of the SW 1/4 and run N 46°31'52" W, along the diagonal line from the SE corner to the NW corner of the SE 1/4 of the SW 1/4, 1842.10 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS, which is also the SE corner of the NW 1/4 of the SW 1/4 and the Point of Beginning of the herein described property; thence run N 46°32'42" W, along the diagonal line from the SE corner to the NW corner of the NW 1/4 of the SW 1/4, 689.23 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS; thence N 87°41'36" E, 495.04 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS on

the East line of the NW 1/4 of the SW 1/4; thence S 0°39'35" E, along the East 1/4 - 1/4 line, 494.00 feet to the Point of Beginning. Said described property contains 2.81 acres.

Parcel 5:

Part of the SE 1/4 of the NW 1/4 of Section 13, Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at a 3" capped pipe at the SE corner of the SW 1/4 and run N 0°35'36" W, along the East 1/4 section line, 2640.54 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS, at the SE corner of the SE 1/4 of the NW 1/4 being the Point of Beginning of the herein described property; thence run S 87°45'46" W, along the South 1/4-1/4 line, 487.00 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS; thence N 43°35'05" E, 698.53 feet to a number 5 capped rebar stamped MCGEHEE ENG CA0440LS on the East line of the SE 1/4 of the NW 1/4; thence S 0°35'36" E, along the East 1/4- 1/4 line, 487.00 feet to the Point of Beginning. Said described property contains 2.72 acres.

Parcel 6:

The West 1/2 of Section 14 Township 21 South Range 04 West lying south of Norfolk Southern Railroad, situated in Shelby County, Alabama.

Parcel 7:

A parcel of land being situated in the SE 1/4 and the SW 1/4 of Section 16, Township 21 South, Range 4 West, Shelby County, Alabama., being more particularly described as follows:

COMMENCE at a 3" capped pipe at the NE corner of the NE 1/4 of the SE 1/4 of Section 16, Township 21 South, Range 4 West, and run in a Southwesterly direction along the diagonal of said 1/4-1/4 section for a distance of 169.88 feet to the POINT OF BEGINNING, said point being an iron pin set at the intersection of said 1/4-1/4 section and the Northern Bank of Piney Woods Creek thence continue in a Southwesterly direction along the diagonal of said 1/4-1/4 section for a distance of 1685.25 feet to a point, said point being a McGehee Engineering iron pin at the SW corner of the NE 1/4 of the SE 1/4 of said Section 16; thence turn an angle left of 45°58'40" and run in a Southerly direction along the East line of the SW 1/4 of the SE 1/4 of said Section 16 for a distance of 1321.56 feet to a point, said point being the SE corner of the SW 1/4 of the SE 1/4 of said Section 16; thence turn an angle right of 90°55'49" and run in a Westerly direction along the South line of said Section 16 for a distance of 1911.10 feet to a point, said point being an iron pin set at the intersection of the Southeasterly right-of-way line of the Norfolk Southern Railroad and the South line of the SE 1/4 of the SW 1/4 of said Section 16; thence leaving the previously described 1/4-1/4 section line, turn an angle to the right of 123°08'21" and run in a Northeasterly direction along said right-of-way line of Norfolk Southern Railroad for a distance of 1634.86 feet to a point, said point being an iron pin set at the point of beginning of a curve to the right having a radius of 1382.69 feet and a central angle of 11°07'47" thence run in a Northeasterly direction along the arc of said curve and along said right-of-way for a distance of 268.59 feet; thence continue tangent from said curve and run in a Northeasterly direction along said right-of-way line for a distance of 429.32 feet to a point, said point being an iron pin set at the point of beginning of a curve to the left having a radius of 1578.16 feet and a central angle of 6°44'58" thence run in a Northeasterly direction along the arc of said curve and along said right-of-way for a distance of 185.89 feet to a point, said point being an iron pin set; thence continue tangent from said curve and run in a Northeasterly direction along

said right-of-way line for a distance of 303.71 feet to a point, said point being an iron pin set at the beginning of a curve to the right having a radius of 587.27 feet and a central angle of 41°24'33" thence run in a Northeasterly direction along the arc of said curve and said right-of-way for a distance of 423.92 feet to a point, said point being an iron pin set; thence continue tangent from said curve and run in a Northeasterly direction along said right-of-way One for a distance of 133.44 feet to a point, said point being an iron pin set at the intersection of the previously described right-of-way line and the Northern Bank of Piney Woods Creek; thence leaving said right-of-way line, run in a Southwesterly direction, thence a Southeasterly direction, thence an Easterly direction, thence a Northeasterly direction, thence a Southeasterly direction, thence a Northeasterly direction, thence an Easterly direction along said Northern Bank of Piney Woods Creek for a distance of 1142 feet more or less, to the POINT OF BEGINNING.

Parcel 8:

A parcel of land being situated in the SE 1/4 and the SW 1/4 of Section 16, Township 21 South, Range 4 West, Shelby County, Alabama, being more particularly described as follows:

COMMENCE at a 3" capped pipe at the NE corner of the NE 1/4 of the SE 1/4 of Section 16, Township 21 South, Range 4 West, and run in a Westerly direction along the North line of said 1/4-1/4 section for a distance of 970.58 feet to the POINT OF BEGINNING, said point being an iron pin set at the intersection of the North line of said 1/4-1/4 section and the Northern Bank of Piney Woods Creek thence continue in a Westerly direction along said 1/4-1/4 section line for a distance of 367.34 feet to a point, said point being a 3" capped pipe at the NE corner of the NW 1/4 of the SE 1/4 of said Section 16; thence turn an angle to the left of 1°08'14" and continue in a Westerly direction along the North line of the NW 1/4 of the SE 1/4 for a distance of 1313.81 feet to a point, said point being an iron pin set at the NW corner of the NW 1/4 of the SE 1/4 of said Section 16; thence turn an angle left of 90°47'32" and run in a Southerly direction along the West line of the previously described 1/4-1/4 section for a distance of 1316.76 feet to a point, said point being an iron pin set at the NE corner of the SE 1/4 of the SW 1/4 of said Section 16; thence turn an angle right of 45°33'50" and run in a Southwesterly direction along the diagonal of the previously described 1/4-1/4 section for a distance of 1855.48 feet to a point, said point being a 3" capped pipe at the SW corner of said 1/4-1/4 section; thence leaving said diagonal of said 1/4-1/4 section turn an angle left of 134°47'53" and run in an Easterly direction along the South line of said 1/4-1/4 section for a distance of 619.46 feet to a point, said point being an iron pin set at the intersection of said South line of said 1/4-1/4 section and the Northwesterly right-of-way line of the Norfolk Southern Railroad; thence leaving said South line of said 1/4-1/4 section, turn an angle to the left of 56°51'39" and run in a Northeasterly direction along said right-of-way line for a distance of 1700.14 feet to a point, said point being an iron pin set at the beginning of a curve to the right having a radius of 1482.69 feet and a central angle of 11°07'47" thence run in a Northeasterly direction along the arc of said curve and along said right-of-way line for a distance of 288.02 feet to a point, said point being an iron pin set; thence continue tangent from said curve and run in a Northeasterly direction along said right-of-way line for a distance of 429.32 feet to a point, said point being an iron pin set at the beginning of a curve to the left having a radius of 1478.16 feet and a central angle of 6°44'56" thence run in a Northeasterly direction along the arc of said curve and along said right-of-way for a distance of 174.11 feet to a point, said point being an iron pin set; thence continue tangent from said curve and run in a Northeasterly direction along said right-of-way line for a distance of 303.71 feet to a point, said point being an iron pin set at the beginning of a curve to the right having a radius of 687.27 feet and a central angle of 41°21'33" thence continue along the arc of said curve and along said right-of-way for a distance of 496.11 feet to a point, said point being

an iron pin set; thence continue tangent from said curve and run in a Northeasterly direction for a distance of 222.66 feet to a point, said point being an iron pin set at the intersection of said right-of-way line and the Northern Bank of Piney Woods Creek; thence leaving said right-of-way line, run in a Northeasterly direction along said Northern Bank of Piney Woods Creek for a distance of 20 feet, more or less, to the POINT OF BEGINNING.

Parcel 9:

A parcel of property located in the E 1/2 of the SE 1/4 of Section 20, and the W 1/2 of the SW 1/4 of Section 21, all in Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at the SE corner of said Section 20 and run N 63°30'49" W, along the North line of the South diagonal of the S 1/2 of the SE 1/4 of the SE 1/4 of said Section 20, 393.30 feet to the Westerly right of way line for the Norfolk Southern railroad track, said point being the Point of Beginning of the herein described property; thence continue N 63°30'49" W, along the North line of said South diagonal and also the Kodiak Mining Company LLC boundary line, 301.94 feet; thence leaving said Kodiak boundary and run N 18°46'46" E, 1424.74 feet; thence S 71°12'06" E, 300.00 feet to a number 5 capped rebar stamped USX PLS 14979 at the Westerly right of way line for the Norfolk Southern railroad track; thence S 18°47'26" W, along the Westerly right of way for said Norfolk Southern railroad track, 708.25 feet to a number 5 capped rebar stamped USX PLS 14979; thence S 18°49'42" W, along said railroad right of way, 756.88 to the Point of Beginning.

Parcel 10:

A parcel of property located in the SE 1/4 of the SE 1/4 of Section 20, the SW 1/4 of the SW 1/4 of Section 21, the NW 1/4 of the NW 1/4 of Section 28, and the East 1/2 of the NE 1/4 of Section 29, all in Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at the NW corner of said Section 28 and run S 89°58'00" E, along the North section line, 539.29 feet to the Point of Beginning of the herein described property; thence S 18°47'54" W, 705.80 feet; thence S 84°07'01" W, 388.13 feet; thence S 24°18'26" W, 1186.13 feet; thence S 61°01'54" W, 858.52 feet to the West line of the East 1/2 of the NE 1/4 of said Section 29; thence N 0°25'23" W, along the West line of said East 1/2, 186.85 feet; thence run 349.34 feet, along the arc of a curve to the left, that ties into the Norfolk Southern railroad Easterly right of way line at the end of their railroad track, said curve has a radius of 897.50 feet, a chord bearing of N 24°23'50" E, and a chord distance of 347.14 feet; thence continue along said railroad right of way N 13°14'47" E, 44.03 feet to the property line for Kodiak Mining Company, LLC; thence run along said Kodiak Mining Company boundary these bearings and distances, S 78°59'15" E, 157.89 feet; thence N 45°20'56" E, 303.15 feet to a number 5 capped rebar stamped USX PLS 14979; thence N 24°36'19" E, 801.80 feet to a number 5 capped rebar stamped USX PLS 14979; thence N 8°16'06" E, 322.74 feet to a number 5 capped rebar stamped USX PLS 14979; thence N 53°37'12" W, 117.05 feet to the Easterly right of way for said Norfolk Southern railroad track; thence leaving said Kodiak boundary and run 246.11 feet, along the arc of a curve to the left for said railroad right of way, which has a radius of 1447.50, a chord bearing of N 30°16'23" E, and a chord distance of 245.81 feet; thence continue along said railroad right of way these bearings and distances, N 25°24'08" E, 114.26 feet; thence N 22°52'09" E, 118.38 feet; thence N 19°52'19" E, 116.07 feet; thence N 18°49'42" E, 754.66 feet to the property line for Kodiak Mining Company LLC; thence run along said Kodiak Mining Company boundary these bearings and distances, S 88°45'47" E, 219.16 feet; thence N 53°46'03" E, 217.55 feet to a number 5 capped rebar stamped USX PLS 14979; thence S 80°15'58" E, 9635 feet to a number 5 capped rebar stamped USX PLS 14979; thence leaving said Kodiak boundary and run S

80°15'58" E, 375.92 feet; thence S 18°47'54" W, 986.46 feet to the Point of Beginning. Less and except that part of Shelby County Road 270 right of way, that runs through said described property.

Parcel 11:

A parcel of land situated In the NE 1/4 of the NW 1/4 of Section 21, Township 21, Range 4 West, Shelby County, Alabama being more particularly described as follows:

Commence at a 3" capped pipe that is locally accepted as the NW corner of the NE 1/4 of the NW 1/4 of Section 21, Township 21, Range 4 West and run in an easterly direction along the north line of said 1/4 - 1/4 section for a distance of 373.61'; thence leaving said 1/4 - 1/4 section line, turn a deflection angle of 90°00'00" to the right and run south for a distance of 623.75 feet to a 3" capped pipe that is the POINT OF BEGINNING (N 1,164,583.70, E 2, 132, 548.00); thence turn a deflection angle of 68°31'41" to the left and run in a southeasterly direction for a distance of 200.00 feet to a 3" capped pipe; thence turn a deflection angle of 90°00'00" to the right and run in a southwesterly direction for a distance of 400.00 feet to a 3" capped pipe (N 1,164,138.23, E 2, 132, 587.39); thence turn a deflection angle of 90°00'00" to the right and run in a northwesterly direction for a distance of 200.00 feet to an capped rebar stamped "ALA ENG CA-708-LS" thence turn a deflection angle of 90°00'00" to the right and run in a northeasterly direction for a distance of 400.00 feet to the POINT OF BEGINNING.

Parcel 12:

Part of the W 1/2 of the NW 1/4 and of the W 1/2 of the NW 1/4 of the SW 1/4 of Section 25 and part of the E 1/2 of the NE 1/4 of Section 26, all in Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at the NE corner of said Section 26 being an old 2.5 inch pipe, that has the top capped piece rusted off, and run S 0°17'52" E, along the East line of Section 26, 906.56 feet to the Point of Beginning of the herein described property; thence run S 33°36'32" E, 253.88 feet; thence run S 28°43'04" E, 532.85 feet; thence run S 13°57'03" E, 1128.89 feet to the East line of the W 1/2 of the NW 1/4 of the SW 1/4 of said Section 25; thence run S 68°14'54" W, 333.95 feet; thence run N 22°04'22" W, 407.90 feet; thence run N 19°36'57" W, 1408.06 feet; thence run N 54°04'42" E, 330.24 feet to the Point of Beginning. Said described property contains 17.173 acres.

Parcel 13:

Part of the NE 1/4 of Section 26, Township 21 South, Range 4 West, Shelby County, Alabama, described as follows: Commence at the NE corner of said Section 26, being an old 2.5 inch pipe, that has the top capped piece rusted off, and run S 0°17'52" E, along the East section line, 1318.54 feet to a calculated position for the NE corner of the SE 1/4 of the NE 1/4; thence run S 89°36'28" W, along the North line of the SE 1/4 of the NE 1/4, 613.93 feet to the Point of Beginning of the herein described property; thence run S 29°12'10" W, 634.07 feet; thence run S 48°32'57" W, 721.13 feet; thence run N 58°13'48" W, 320.00 feet; thence run N 36°15'59" E, 307.41 feet; thence run N 39°52'25" E, 1084.29 feet; thence run S 61°15'51" E, 320.00 feet; thence run S 29°12'10" W, 73.08 feet to the Point of Beginning. Said described property contains 12.338 acres.



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EXHIBIT B
TO FINANCING STATEMENT

(Mining Leases)

1. Coal Mining Lease Agreement

Lessor: Alabama Property Company and Southern Electric Generating Company

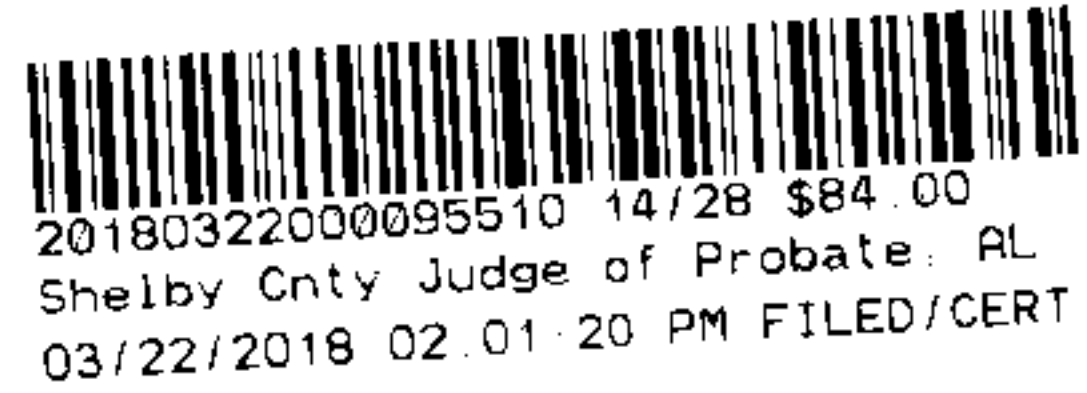
Lessee: Jesse Creek Mining, LLC

Date: April 20, 2017

Legal Description:

Township 21 South, Range 3 West, Shelby County

| <u>Section</u> | <u>Description</u> |
|----------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Section 17 | The Southwest quarter The Southwest quarter of the Northeast quarter The Northeast quarter of the Southeast quarter, less one acre near the northwest corner now being used as a cemetery for the colored, and less 1.29 acres being that portion of the Kendrick-Holcomb Lot as described by deed recorded in the office of the Judge of Probate of Shelby County, Alabama, in Deed Book 139, at page 299 The Southwest quarter of the Southeast quarter, less .50 acre as described by deed recorded in such office in Deed Book 26 at page 394 The South half of the Northwest quarter The Northwest quarter of the Southeast quarter The Southeast quarter of the Southeast quarter The North half of the North half of the Northwest quarter of the Northeast quarter The North half of the Northwest quarter |
| Section 18 | The entire section, except the North half of the Northwest quarter Northwest quarter of the Northwest quarter The Northeast quarter of the Northwest quarter |
| Section 19 | The South half of the Northeast quarter The Southeast quarter |



The East half of the Southwest quarter
The North half of the North half
The South half of the Northwest quarter
The West half of the Southwest quarter

Section 20 The Northeast quarter of the Northeast quarter

The Northeast quarter of the Southeast quarter

The West half

The West half of the Northeast quarter

The Southeast quarter of the Northeast quarter

The West half of the Southeast quarter

The Southeast quarter of the Southeast quarter

Section 21 That part of the Northwest quarter of the Northwest quarter lying west of the
Montevallo-Bessemer Road, less lots described as follows:

1. William Monroe Booth Lot as described by deed recorded in such office in Deed
Book 148 at page 178
2. Elige Boothe Lot as described by deed recorded in such office in Deed Book
163 at page 553
3. P. L Isbell Lot as described by deed recorded in such office in Deed Book 173 at
page 463
4. Church Lot described as follows: Begin at the intersection of the north line of
Section 21, Township 21 South, Range 3 West, and the west boundary of the right of
way of the Montevallo-Bessemer public road and run west along the north line of said
Section 21 a distance of 300 feet; run thence south 100 feet; run thence east 320 feet to
the west boundary of said road; run thence north along the west boundary of said road
100 feet to the point of beginning

That part of the Southwest quarter of the Northwest quarter lying west of the
Montevallo-Bessemer Road and west of Lots 39, 40, and 41, as shown by G. F. Peter's
Map of the Town of Maylene, drawn on November 13, 1946, and surveyed by L S.
Gillespie, and attached hereto as Exhibit A



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The Northwest quarter of the Southwest quarter, less a portion of the Jacob Zeiderhook, P.C. Means, and Lon Nabors Lots, all in the northeast corner of said forty and described by deeds recorded in such office in Deed Book 25, page 270, Deed Book 62, page 339, and Deed Book 62, page 436, respectively

Section 29 The Northeast quarter of the Southeast Quarter
 The Northwest quarter of the Southwest Quarter
 The Northeast quarter of the Southwest Quarter
 The Southwest quarter of the Southwest Quarter
 The North half of the North half

 The Southeast quarter of the Northeast quarter

 The South half of the Northwest quarter
 The Southwest quarter of the Northeast quarter
 The Northwest quarter of the Southeast quarter

Section 30 The North half of the Northeast quarter

 The Southeast quarter

 The East half of the Southwest quarter

 The Southwest quarter of the Southwest quarter

 The South half of the North half

 The North half of the Northwest quarter

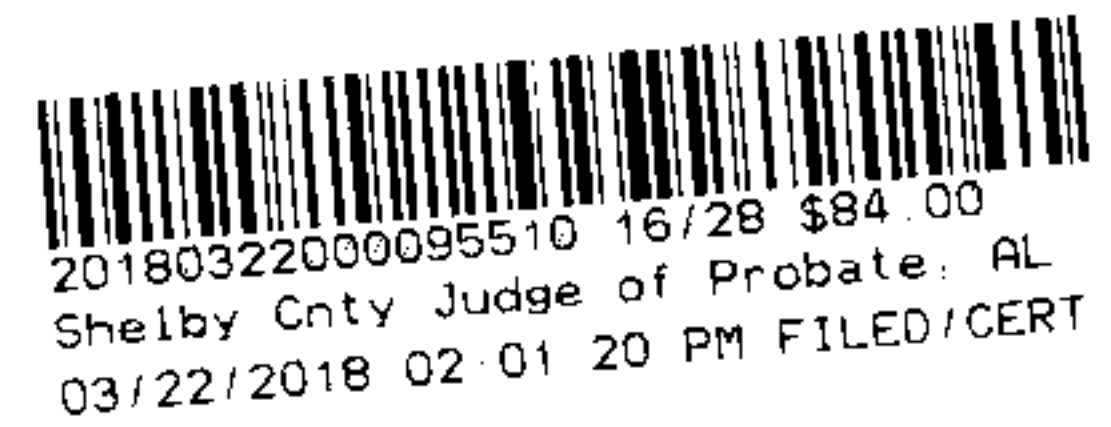
 The Northwest quarter of the Southwest quarter

Section 31 The Northwest quarter

 The Northeast quarter

 The Southwest quarter

 The Northwest quarter of the Southeast quarter



| | |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------|
| Section 32 | The Northwest quarter of the Northwest quarter The Northeast quarter of the Northwest quarter The Northwest quarter of the Northwest quarter |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------|

Township 22 South, Range 3 West, Shelby County

| <u>Section</u> | <u>Description</u> |
|----------------|--------------------|
|----------------|--------------------|

| | |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Section 6 | The Southwest quarter The Northwest quarter of the Northwest quarter The Southwest quarter of the Northwest quarter The Southwest quarter of the Northeast quarter The Northwest quarter of the Southeast quarter The Southwest quarter of the Southeast quarter The West half of the Northeast quarter of the Southeast quarter The West half of the Southeast quarter of the Southeast quarter |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

| | |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Section 7 | The Northwest quarter The Southwest quarter The Northwest quarter of the Northeast quarter The Southwest quarter of the Southeast quarter |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|

| | |
|------------|----------------------------------------|
| Section 18 | The West half of the Northwest quarter |
|------------|----------------------------------------|

Township 21 South, Range 4 West, Shelby County

| <u>Section</u> | <u>Description</u> |
|----------------|--------------------|
|----------------|--------------------|

| | |
|------------|-----------------------------------------------------------------------------------------------------------------------------------|
| Section 13 | The Southeast quarter The Southwest quarter of the Northwest quarter The Southeast quarter of the Northwest quarter |
|------------|-----------------------------------------------------------------------------------------------------------------------------------|

The Northeast quarter of the Southwest quarter

The Northeast diagonal half of the Northwest quarter of the Southwest quarter

The Northeast diagonal half of the Southeast quarter of the Southwest quarter

The Northeast quarter of the Northeast quarter

The East half of the East half of the Northwest quarter of the Northeast quarter

The South half of the Northeast quarter

The West half of the Northwest quarter of the Northeast quarter

The West half of the East half of the Northwest quarter of the Northeast quarter

Section 24 The East half of the Southeast quarter

Section 25 The Northeast quarter

The Southeast quarter

The Southeast quarter of the Northwest quarter

The Northeast quarter of the Southwest quarter

The Southeast quarter of the Southwest quarter

The East half of the Northwest quarter of the Southwest quarter

The East half of the Southwest quarter of the Southwest quarter

The Southeast diagonal half of the Northeast quarter of the Northwest quarter

The Northwest diagonal half of the East half of the Southwest quarter of the
Northwest quarter

The Southeast diagonal half of the East half of the Southwest quarter of the
Northwest quarter

Section 31 The Southeast quarter of the Northwest quarter

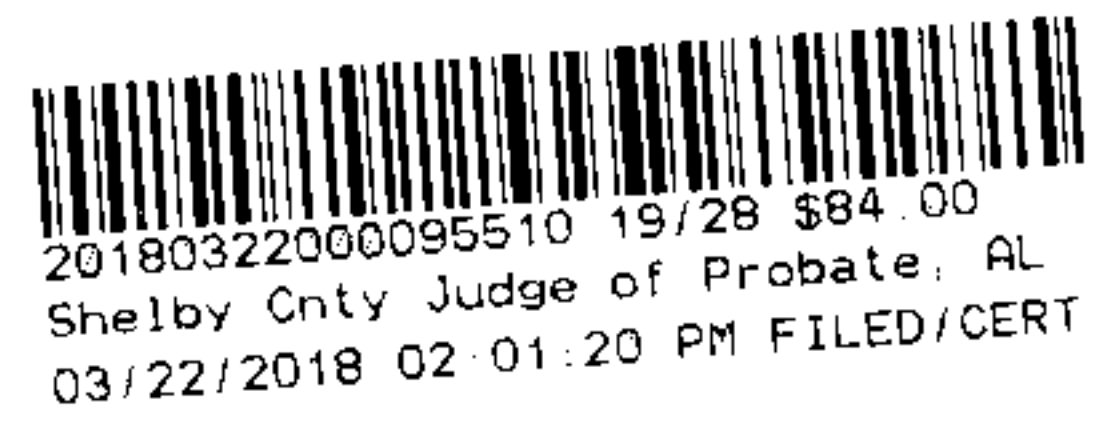
Section 35 The Northeast quarter of the Southwest quarter
The Southeast quarter
The Southeast quarter of the Southwest quarter

Section 36 The Northeast quarter
The Northwest quarter of the Northwest quarter
The South half of the Northwest quarter
The South half, except 4 acres in the Northeast corner of the Southeast quarter of the Southeast quarter
The Northeast quarter of the Northwest quarter

Township 22 South, Range 4 West, Shelby County

Section Description

Section 1 The Northeast quarter
The North half of the Northwest quarter, except 4.8 acres in the Southeast corner of the Northeast quarter of the Northwest quarter
The Southeast quarter
The South half of the Southwest quarter
The South half of the Northwest quarter
The North half of the Southwest quarter



Section 2 The Northeast quarter of the Northeast quarter

 The South half of the Southeast quarter

 The Northwest quarter of the Southeast quarter

 The South half of the Southwest quarter

 The Northeast quarter of the Southwest quarter

 The Northwest quarter of the Northeast quarter

 The South half of the Northeast quarter

 That part of the Southeast quarter of the Northwest quarter lying South of
Montevallo and Tuscaloosa dirt road

 The North half of the Northwest quarter

 The Southwest quarter of the Northwest quarter

 The Northeast quarter of the Southeast quarter

 The Northwest quarter of the Southwest quarter

Section 10 The East half of the Northeast quarter

 The West half of the Northeast quarter

 The Southeast quarter of the Northwest quarter

 The East half of the Southeast quarter

Section 11 The South half of the Northeast quarter

 The Northwest quarter of the Northeast quarter

 East half of the Northwest quarter

 The Northwest quarter of the Northwest quarter

 The East half of the Southwest quarter

 The North half of the Southeast quarter

 The Southeast quarter of the Southeast quarter

 The North half of the Southwest quarter of the Southeast quarter

The Northeast quarter of the Northeast quarter

The West half of the Southwest quarter

The South half of the Southwest quarter of the Southeast quarter

Section 12

The Northwest quarter of the Northwest quarter

The East half

The East half of the West half

The Northeast quarter of the Southwest quarter of the Northwest quarter

The Southeast quarter of the Northwest quarter of the Southwest quarter

Section 13

The Northeast quarter

The East half of the Northwest quarter

The East half of the Northwest quarter of the Northwest quarter

The Southeast quarter of the Southwest quarter of the Northwest quarter

Section 14

The West half of the Northwest quarter

The East half of the Northwest quarter

The West half of the Northeast quarter

Section 15

The East half of the Northeast quarter

2. Coal Mining Lease

Lessor: RGGS Land & Minerals Ltd., L.P.

Lessee: Tocoa Minerals, LLC (assigned to Jesse Creek Mining, LLC on January 22, 2013)

Date: December 20, 2007

1st Amendment: September 13, 2010

Extension Letter: December 18, 2015

2nd Amendment: April 26, 2017

Legal Description:

Township 21 South, Range 4 West, Shelby County, Alabama

| <u>Section</u> | <u>Description</u> | <u>Acres</u> |
|----------------|--------------------------------------------|--------------|
| | West half of the northeast quarter | 80 |
| Section 22 | Northwest quarter of the southeast quarter | 40 |
| | North half of the southwest quarter. | 80 |
| | The northwest quarter | 160 |

Township 21 South, Range 3 West, Shelby County, Alabama

| <u>Section</u> | <u>Description</u> | <u>Acres</u> |
|----------------|----------------------------------------|--------------|
| Section 5 | The West half of the Southwest quarter | 80.0 acres |
| | The Northwest quarter | 160.0 acres |
| Section 6 | The entire section. | 640.0 acres |
| Section 7 | The entire section | 640.0 acres |
| Section 8 | The West half of the West half | 160.0 acres |

Township 21 South, Range 4 West, Shelby County, Alabama

| <u>Section</u> | <u>Description</u> | <u>Acres</u> |
|----------------|-----------------------|--------------|
| Section 1 | The Northeast quarter | 160.0 acres |
| | The South half | 320.0 acres |

| | | |
|------------|--------------------------------------------------------------------------------|-------------|
| | The Southeast quarter of the Northwest quarter | 40.0 acres |
| Section 2 | The South half of the Southeast quarter | 80.0 acres |
| Section 10 | The Southeast quarter of the Northeast quarter | 40.0 acres |
| | The Southeast quarter | 160.0 acres |
| | The Southeast quarter of the Southwest quarter | 40.0 acres |
| Section 11 | The entire section | 640.0 acres |
| Section 12 | The entire section | 640.0 acres |
| Section 13 | The Southwest diagonal half of the Southwest quarter | 80.0 acres |
| | The North half of the Northwest quarter | 80.0 acres |
| Section 14 | The Northeast quarter | 160.0 acres |
| | The West half of the Southeast quarter | 80.0 acres |
| Section 15 | The South half of the Northeast quarter | 80.0 acres |
| | The Northwest quarter of the Northeast quarter | 40.0 acres |
| | The Southeast quarter | 160.0 acres |
| | The Northeast quarter of the Southwest quarter | 40.0 acres |
| | The Northwest quarter | 160.0 acres |
| Section 21 | The entire section | 640.0 acres |
| Section 22 | The East half of the East half. | 160.0 acres |
| | The Southwest quarter of the Southeast quarter | 40.0 acres |
| | The South half of the Southwest quarter | 80.0 acres |
| Section 23 | The entire section | 640.0 acres |
| Section 24 | The West half | 320.0 acres |
| Section 25 | The Northwest diagonal half of the Northeast quarter of the Northwest quarter. | 20.0 acres |
| | The Northwest quarter of the Northwest quarter | 40.0 acres |
| | The West half of the Southwest quarter of the Northwest quarter | 20.0 acres |
| | The West half of the West half of the Southwest quarter | 40.0 acres |

| | | |
|------------|---------------------------------------------------------------------------|-------------|
| Section 26 | The entire section | 640.0 acres |
| Section 27 | The entire section | 640.0 acres |
| Section 28 | The entire section | 640.0 acres |
| Section 35 | The North half of the Northeast quarter. | 80.0 acres |
| | The Northwest diagonal half of the South half of the Northeast quarter | 40.0 acres |
| | The Northwest diagonal half of the Southwest quarter | 80.0 acres |
| | The Northwest quarter | 160.0 acres |

3. Coal Mining Lease

Lessor: SWF Birmingham, LLC

Lessee: Jesse Creek Mining, LLC

Date: August 19, 2016

Legal Description:

| <u>Township 21 South, Range 4 West, Shelby County, AL</u> | | <u>Acres +/-</u> |
|-----------------------------------------------------------|-------------------------------------|------------------|
| Section 13: | SW diagonal 1/2 SE of SW 1/4 | 20 |
| | SW 1/4 of SW 1/4 | 40 |
| | SW diagonal 1/2 of NW 1/4 of SW 1/4 | 20 |
| Section 14: | SW 1/4 of SE 1/4 | 40 |
| Section 15: | E 1/2 of SE 1/4 | 80 |
| Section 22: | E 1/2 of NE 1/4 | 80 |
| Section 23: | N 1/2 | 320 |
| Section 24: | N 1/2 of NW 1/4 | 80 |

4. Coal Mining Lease

Lessor: RGGS Land & Minerals Ltd., L.P.

Lessee: Jesse Creek Mining, LLC

Date: August 16, 2016

1st Amendment: October 16, 2017

Legal Description:

| <u>Township 21 South, Range 4 West, Shelby County, AL</u> | | <u>Acres +/-</u> |
|-----------------------------------------------------------|-------------------------------------------------------------------------------------|------------------|
| Section 13: | The South West diagonal half of the South East quarter of the South West quarter | 20 |

| | | |
|-------------|---------------------------------------------------------------------------------|-----|
| | The South West diagonal half of the North West quarter of the Southwest quarter | 20 |
| Section 14: | The South West quarter of the South West quarter | 40 |
| Section 15: | The East half of the South East quarter | 80 |
| Section 22: | The East half of the North East quarter | 80 |
| Section 23: | The North half of the section | 320 |
| Section 24: | The North half of the North West Quarter | 80 |

5. Mineral Lease Agreement

Lessor: Southern Electric Generating Company

Lessee: Jesse Creek Mining, LLC

Date: December 31, 2015

Legal Description:

SE diagonal half of the SE 1/4 of SE 1/4, NW 1/4 of SE 1/4, and NW diagonal half of the NE 1/2 of SE 1/4 of Section 16, Township 21, Range 4 West, located in Shelby County, Alabama.

6. Coal Mining Lease

Lessor: RGGS Land & Minerals Ltd., L.P.

Lessee: Tocoa Minerals, LLC (assigned to Jesse Creek Mining, LLC on January 22, 2013)

Date: April 3, 2012

Legal Description:

| <u>Township 21 South, Range 4 West, Shelby County, Alabama</u> | | <u>Acres</u> |
|----------------------------------------------------------------|-------------------------------------------------------------------------------|--------------|
| Section 22: | The Southeast diagonal half of the Southeast quarter | 80 |
| Section 23: | The South half of the section | 320 |
| Section 24: | The Southwest quarter | 160 |
| | The South half of the Northwest quarter | 80 |
| | The Southeast diagonal half of the Northeast quarter of the Northwest quarter | 20 |
| Section 25: | The Northwest diagonal half of the Northeast quarter of the Northwest quarter | 20 |
| | The Northwest quarter of the Northwest quarter | 40 |
| | The West half of the Southwest quarter of the Northwest quarter | 20 |
| | The West half of the West half of the Southwest quarter | 40 |

| | | |
|-------------|-------------------------------------------------------------------------------|-----|
| Section 26: | The entire section | 640 |
| Section 27: | The East half of the section | 320 |
| | The East half of the Southwest quarter | 80 |
| | The Southeast quarter of the Northwest quarter | 40 |
| | The Northwest diagonal half of the Northeast quarter of the Northwest quarter | 20 |
| Section 34: | The East half of the section | 320 |
| | The East half of the Southwest quarter | 80 |
| | The Southeast quarter of the Northwest quarter | 40 |
| Section 35: | The North half of the Northeast quarter | 80 |
| | The Northwest diagonal half of the South half of the Northeast quarter | 40 |
| | The Northwest diagonal half of the Southwest quarter | 80 |
| | The Northwest quarter | 160 |

7. Coal Mining Lease

Lessor: RGGS Land & Minerals Ltd., L.P.

Lessee: Tacoa Minerals, LLC (assigned to Jesse Creek Mining, LLC on January 22, 2013)

Date: February 20, 2007

Amendment: April 15, 2009

Letter Agreement: January 29, 2010


Legal Description:

| <u>Township 21 South, Range 4 West, Shelby and Bibb Counties, Alabama</u> | <u>Acres</u> |
|-----------------------------------------------------------------------------|--------------|
| Section 20: The East half of the Northeast quarter of the Northeast quarter | 20 |
| The Southeast quarter of the Northeast quarter | 40 |
| The Northeast quarter of the Southeast quarter | 40 |
| The West half of the Southeast quarter of the Southeast quarter | 20 |
| The Southwest quarter of the Southeast quarter | 40 |

| | | |
|-------------|-------------------------------------------------------------------------------|-----|
| | The East half of the Northwest quarter of the Southeast quarter | 20 |
| Section 21: | The Northwest quarter of the Northwest quarter | 40 |
| | The West half of the Southwest quarter of the Northwest quarter | 20 |
| | The Northwest quarter of the Southeast quarter | 20 |
| | The South half of the Southeast quarter | 80 |
| | The Southeast diagonal half of the Northwest quarter of the Southeast quarter | 20 |
| | The Southeast quarter of the Southwest quarter | 40 |
| Section 28: | The Southeast quarter of the Southwest quarter | 40 |
| | The entire section except the Southeast quarter of the Southwest quarter | 600 |
| Section 29: | The Southeast diagonal half of the Southeast quarter of the Northeast quarter | 20 |
| | The East half of the Southeast quarter | 80 |
| | The Southeast diagonal half of the Southwest quarter of the Southeast quarter | 20 |
| | The Northwest quarter of the Northeast quarter | 40 |
| | The East half of the Northeast quarter of the Northwest quarter | 40 |
| | The Southeast quarter of the Northwest quarter | 40 |
| | The West half of the Northeast quarter of the Southwest quarter | 20 |
| | The West half of the Southwest quarter | 80 |
| Section 30: | The East half of the Southeast quarter of the Southeast quarter | 40 |
| Section 31: | The East half of the Northeast quarter | 80 |
| | The East half of the Southwest quarter of the Northeast quarter | 20 |
| | The West half of the Northeast quarter of the Southeast quarter | 20 |

| | | |
|-------------|--------------------------------------------------------------------------------------------------------------------|-------|
| | The West half of the Southeast quarter | 80 |
| | The East half of the Southeast quarter of the Southwest quarter | 20 |
| Section 32: | The Northeast quarter | 160 |
| | The North half of the Southeast quarter | 80 |
| | The Southwest quarter of the Southeast quarter | 40 |
| | The South half of the Southeast quarter of the Southeast quarter | 20 |
| | The East half of the Southwest quarter | 80 |
| | The Southeast diagonal half of the Northwest quarter of the Southwest quarter | 20 |
| | The Southeast diagonal half of the Northeast quarter of the Northwest quarter | 20 |
| | The Southeast quarter of the Northwest quarter | 40 |
| | The North half of the Southeast quarter of the Southeast quarter | 20 |
| | The Southwest quarter of the Southwest quarter | 40 |
| | The West half of the Northwest quarter of the Northwest quarter | 20 |
| Section 33: | The East half of the Northeast quarter | 80 |
| | The West half of the Northeast except for an irregular shaped parcel of 7.58 acres owned by Antioch Baptist Church | 72.42 |
| | The Southeast quarter | 160 |
| | The East half of the Southwest quarter | 80 |
| | The Northwest quarter of the Southwest quarter | 40 |
| | The East half of the Southwest quarter of the Southeast quarter | 20 |
| | The South half of the Northwest quarter | 80 |
| | The Northwest quarter of the Northwest quarter | 40 |

| | | |
|-------------|-----------------------------------------------------------------------------------------------------|------|
| | An irregular shaped parcel consisting of 7.58 acres lying in the West half of the Northeast quarter | 7.58 |
| | The Western half of the Southwest quarter of the Southwest quarter | 20 |
| | The Northeast quarter of the Northwest quarter | 40 |
| Section 34: | The West half of the Southwest quarter | 80 |
| | The West half of the Northwest quarter | 80 |



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 Shelby Cnty Judge of Probate, AL
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