

# F 97000006544



ACCOUNT NO. : 072100000032  
REFERENCE : 629187 4319256  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : December 10, 1997  
ORDER TIME : 9:37 AM  
ORDER NO. : 629187-010  
CUSTOMER NO.: 4319256

CUSTOMER: Ms. Janice Patten  
Oxbow Corporation  
Suite 1400  
1601 Forum Place  
West Palm Beach, FL 33401

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-12/11/97--01020--005  
\*\*\*\*122.50 \*\*\*\*122.50

FOREIGN FILINGS

NAME: OXBOW MINING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

*LR*  
*12/11*  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 11 PM 12:24  
RECEIVED  
97 DEC 11 AM 10:49  
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:*

1. OXBOW MINING, INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 65-0777162  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 3, 1997 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 3, 1997  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401  
(Current mailing address)

8. Mining and production of coal  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301  
(Zip Code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company

By: Gail Shells  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: William I. Koch DIRECTOR  
Zachary Shipley  
Address: 1601 Forum Place, Suite P2 1601 Forum Place, St. P2  
West Palm Beach, FL 33401 West Palm Beach, FL 33401

DIRECTOR  
Vice Chairman: Brian L. Acton  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

Director: Richard P. Callahan  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

Director: Bernard H. Cherry  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

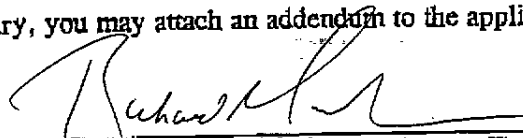
President: Brian L. Acton  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

Executive Vice President: Paul S. Fritzier Vice President  
Walter Wright  
Address: 7901 Southpark Plaza, Suite 202 c/o Somerset Mining Company  
Littleton, CO 80120 Highway 133

Secretary: Richard P. Callahan Somerset, CO 81434  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

Treasurer: Zachary Shipley  
Address: 1601 Forum Place, Suite P2  
West Palm Beach, FL 33401

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

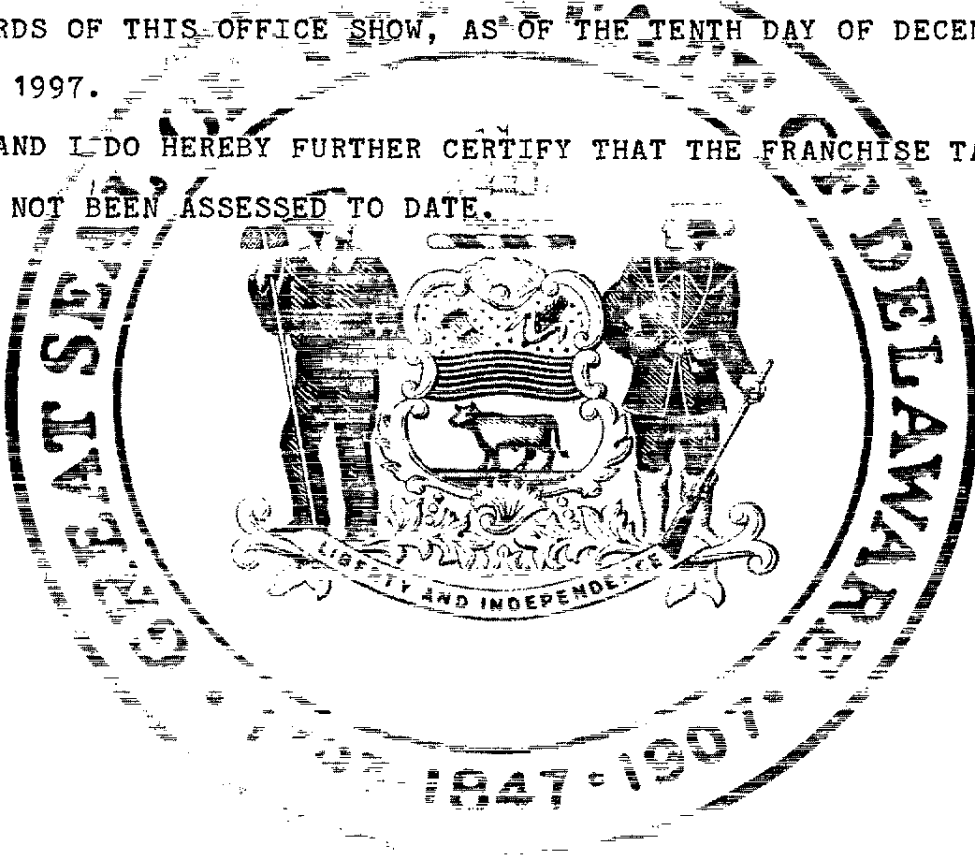
14. Richard P. Callahan, Secretary  
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OXBOW MINING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State



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AUTHENTICATION: 8801648

DATE: 12-10-97