



M010000002130

ACCOUNT NO. : 072100000032

REFERENCE : - 194765 4319256

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 55.00

ORDER DATE : October 25, 2001

ORDER TIME : 10:20 AM

ORDER NO. : 194765-010

CUSTOMER NO: 4319256

CUSTOMER: Ms. Janice C. Patten
Oxbow Corporation
Suite P-2
1601 Forum Place
West Palm Beach, FL 33401

RECEIVED
01 OCT 25 AM 11:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: OXBOW ELK CREEK, LLC

XX LLC

5000004652885--9

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: *10-25-01*

01 OCT 25 PM 2:15
SECRETARY OF STATE
TALAHASSEE, FLORIDA

ATTACHED
AND
FILED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

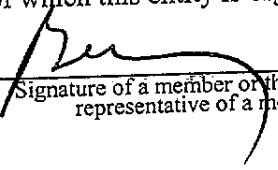
1. Name of limited liability company as it appears on the records of the Florida Department of State: OXBOW ELK CREEK, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: September 19, 2001

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? October 23, 2001
5. New name of the limited liability company: OXBOW MINING, LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized representative of a member

Bernard H. Cherry, Manager

Typed or printed name of signee

Filing Fee: \$25.00

APPROVED
AND
FILED
01 OCT 25 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "OXBOW ELK CREEK, LLC", CHANGING ITS NAME FROM "OXBOW ELK CREEK, LLC" TO "OXBOW MINING, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2001, AT 11:01 O'CLOCK A.M. --

APPROVED
AND
FILED
01 OCT 25 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3424414 8100

010528084

AUTHENTICATION: 1404745

DATE: 10-23-01

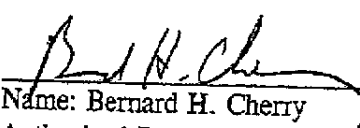
AMENDED AND RESTATED CERTIFICATE OF FORMATION
OF
OXBOW ELK CREEK, LLC

THIS Amended and Restated Certificate of Formation of OXBOW ELK CREEK, LLC (the "Company"), dated as of October 23, 2001, has been duly executed and is being filed by the undersigned, as an authorized person, in accordance with the provisions of 6 Del. C. §18-208, to amend and restate the original Certificate of Formation of the Company, which was filed on August 9, 2001, with the Secretary of State of the State of Delaware (the "Certificate"), to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

The Certificate is hereby amended and restated in its entirety to read as follows:

1. Name. The name of the limited liability company formed and continued hereby is Oxbow Mining, LLC.
2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.
3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation as of the date first-above written.


Name: Bernard H. Cherry
Authorized Person

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT 25 PM 2:15

APPROVED
AND
FILED