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January 30, 2001

CERTIFIED/RETURN RECEIPT

P 975 660 076

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/21/01--01110--003
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-02/12/01--01013--001
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W61-3270

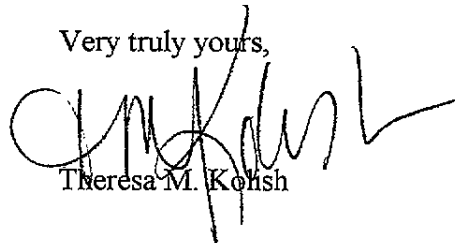
Re: **Keystone Coal Company**
Application by Foreign Corporation for Authorization to Transact Business in Florida

Gentlemen:

I have enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida, along with a Certificate of Existence from the state of Pennsylvania, and a check payable to the Florida Department of State, in the amount of \$78.75. I would appreciate it if you would return the letter of acknowledgment to my attention at the address above.

Should you have any questions concerning the enclosed documents, please do not hesitate to contact me.

Very truly yours,


Theresa M. Kolish

TMK/gnk
Enclosures
cc: John Bryson

FILED
00 FEB 22 PM 8:21
TALLAHASSEE, FLORIDA
STATE DEPARTMENT OF
CORPORATIONS

Ymk
2/22



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 12, 2001

HENDERSON FRANKLIN
PO BOX 280
FORT MYERS, FL 33902-0280

SUBJECT: KEYSTONE COAL COMPANY
Ref. Number: W01000003270

We have received your document for KEYSTONE COAL COMPANY and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2300.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 201A00008615

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


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

1. KEYSTONE COAL COMPANY
(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. PENNSYLVANIA
(State or country under the law of which it is incorporated)
3. 23-2331594
(FEI number, if applicable)
4. 1/16/86
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. MAY 1, 1999
(Date first transacted business in Florida (SEE SECTIONS 607.1501, 607.1502, AND 617.155, F.S.))
7. 1375 Jackson Street, Suite 401, Fort Myers, FL 33901
(Principal office address)
- 1375 Jackson Street, Suite 401, Fort Myers, FL 33901
(Current mailing address)
8. Broker 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: Tom Scholl
- Office Address: 1375 Jackson Street
- Fort Myers, Florida 33901
(Zip Code)

FILED
00 FEB 22 PM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(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.

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)

Director: Tom Scholl

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Director: In Y. Chung

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Director: Jim Hoch

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Director: John Bryson

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Director: John Bryson

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

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

President: Tom Scholl

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Senior Vice President: In Y. Chung

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Vice President: Jim Hoch

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Secretary: John Bryson

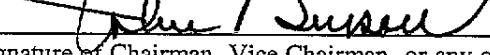
Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

Treasurer: John Bryson

Address: 1375 Jackson Street, Suite 401
Fort Myers, FL 33901

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SECRETARY OF STATE
TALAMON

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. John Bryson, Secretary
(Typed or printed name and capacity of person signing application)

FILED
00 FEB 22 PM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

DECEMBER 04, 2000

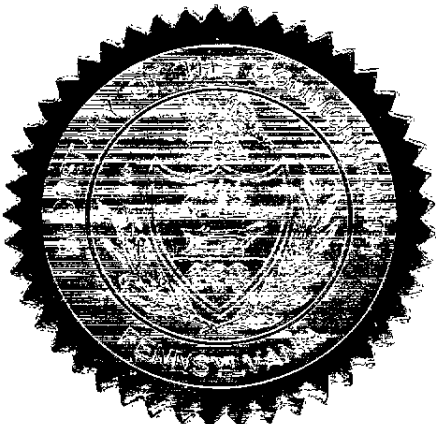
TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

KEYSTONE COAL COMPANY

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.

FILED
00 FEB 22 PM 8:21
SECRETARY OF STATE
TREASURY BUILDING
HARRISBURG, PA 17124



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzinger

Secretary of the Commonwealth

DPOS