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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: White Mountain Mining Co., L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Dissolution and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

J. Thomas Clark

(Name of Person)

Lewis, Glasser, Casey & Rollins, PLLC

(Firm/Company)

P.O. Box 1746

(Address)

Charleston, WV 25326

(City/State and Zip Code)

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For further information concerning this matter, please call:

J. Thomas Clark

(Name of Person)

at (304) 345-2000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

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

**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is

White Mountain Mining Co., L.L.C.

2. The date the dissolution was approved: July 8, 2004

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

The limited liability company was dissolved by Order of the United States Bankruptcy Court for the Southern

District of West Virginia in Case No. 02-50480 on July 8, 2004. A copy of the Order is attached.

4. **CHECK ONE:**

☐ All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

☒ Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.442.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. **CHECK ONE:**

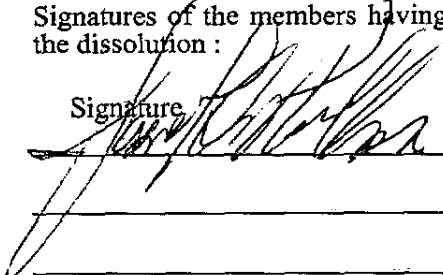
☐ There are no suits pending against the company in any court.

-OR-

☒ Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution :

Signature



Typed or Printed name
Joseph C. Phillips

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IN THE UNITED STATES BANKRUPTCY COURT FOR
THE SOUTHERN DISTRICT OF WEST VIRGINIA

In re:

WHITE MOUNTAIN MINING
COMPANY, LLC, a limited
liability company, et. al.

Case No. 02-50480
Chapter 11
Procedurally Consolidated

Debtors.

SUPPLEMENTAL ORDER DIRECTING IMPLEMENTATION
OF PLAN OF REORGANIZATION BY GOVERNMENTAL
UNITS, FINANCIAL INSTITUTIONS AND OTHER PARTIES

On July 8, 2004, the Court entered a Confirmation Order, confirming the Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code, as amended by amendments thereto and set forth in the Confirmation Order ("Plan") filed by White Mountain Mining Co., LLC ("White Mountain") and its subsidiaries ("Debtors") and attached hereto. Upon consideration of the application of the Debtors, the Court is advised that all conditions precedent under the Plan have been satisfied, so that the Plan may become effective, and that, in accordance with the terms of the Plan, certain conduct of creditors, financial institutions, Governmental Units and other parties is required to implement the Plan. It is accordingly, hereby ORDERED that:

1. Defined Terms. The capitalized terms of this Order shall be defined as set forth in the Plan;
2. Effective Date. The Plan is in full force and effect as of July 27, 2004, which date shall be deemed the Effective Date of the Plan;
3. Assets Transferred. As provided by Section 7.01 of the Plan, to the fullest extent permitted by law, including the provisions of Section 1142 of the Code, the assets of the Estate transferred to the Reorganized Debtors shall be free and clear of all Liens, Claims and Interests, except as specifically provided by the Plan;
4. Dissolution of Applicable Debtors and Formation of Reorganized Debtors. The Debtors are authorized and directed, in lieu of any action of any existing or former member to: (i) execute and file with

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the Florida Department of State, articles of dissolution of White Mountain Mining Co., LLC and that such articles may be accompanied by a copy of this order authorizing the same. The Florida Department of State shall treat such actions as effective and enforceable upon filing, without further or other action; (ii) execute and file with the West Virginia Secretary of State, articles of termination of the applicable subsidiaries of White Mountain and that the that such articles may be accompanied by a copy of this order authorizing the same; and (iii) execute a Certificate of Cancellation of Foreign Limited Liability Company with respect to the Florida White Mountain Mining Co., LLC. The West Virginia Secretary of State shall treat such actions in (ii) and (iii) above as effective and enforceable upon filing, without further or other action, and without the need for evidence of dissolution of the Florida White Mountain Mining Co., LLC;

5. Transition of Permits and Other Governmental Licences, Bonds and Instruments. As provided in Section 10.09 of the Plan: (i) the interest of any of the Debtors in governmental permits, licenses, bonds and instruments are automatically vested in the applicable Reorganized Debtors under the terms of the Plan; and (ii) any merger or transfer of an Interest, shall be deemed transferred under the Plan without the necessity of any administrative, governmental or judicial order, approval, notice, hearing or other procedure. All Governmental Units, including, without limitation, the West Virginia State Tax Department, the West Virginia Division of Environmental Protection and the West Virginia Secretary of State, shall implement the transfer of title of governmental permits, licenses and associated instruments without requiring the compliance with transfer procedures established under state law;

6. Financial Accounts. Upon receipt of a Federal Employer Identification Number following formation of the Reorganized White Mountain, the Reorganized White Mountain and all financial INSTITUTIONS are authorized to effectuate such transfers of banking and other financial account as are necessary to transfer assets of the Debtors to the Reorganized Debtors as contemplated under the Plan;

7. Successor. Under Section 10.05 of the Plan, the Reorganized White Mountain and the other Reorganized Debtors are to have a fresh start contemplated by the Bankruptcy Code and are not to be treated as successors to White Mountain or the other Debtors, except to the extent of liabilities specifically assumed

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under the Plan or the Confirmation Order. Accordingly, Governmental Units shall not penalize or limit the rights of the Reorganized White Mountain and the Reorganized Debtors under applicable law based upon past performance, defaults, violations or other noncompliance with applicable laws, rules or regulations for all periods prior to the Effective Date; provided, however, that the Reorganized Debtors shall comply with all conditions of licences and permits regarding reclamation and other environmental performance due on and after the Effective Date;

8. Retention of Jurisdiction. As provided in Section 12.01 of the Plan, the Court shall retain jurisdiction over the Case, the implementation of the Plan, the assets of the Estate not transferred to the Reorganized Debtor and related matters, including the jurisdiction to resolve any claims held by the Estate or Reorganized Debtor for insurance reimbursement for loss of former assets of the Estate;

9. Exemption from Certain Taxes. Under the provisions of Section 1146(c) of the Code, none of the sales of assets contemplated by the Plan, nor any of the integral transactions referred to in the Plan, shall subject the Reorganized Debtors or any creditor to any state or local sales, transfer, documentary, recording or gains tax. All filing or recording officers, wherever located and by whomever appointed, are hereby directed to accept for filing or recording, and to file or record immediately upon presentation thereof, all such documents and instruments without payment of any such tax imposed by federal, state, or local law;

10. Securities. The issuance of New Equity Units under the Plan shall be exempt from the requirements of Section 5 of the Securities Act of 1933 (15 U.S.C. § 77(e)) and any state or local law requiring registration for the offer or sale of a security, as provided in Section 1145 of the Code;

11. Lien Release and Recording. Counsel for the Reorganized Debtors shall record a copy of this Order and the Plan in the Office of the Clerk of the County Commission of Raleigh County, West Virginia and the West Virginia Secretary of State;

12. All Plan Provisions to be Given Effect. The failure to include or reference specifically any particular provision of the Plan in this Order shall not diminish or impair the effectiveness of such provision, it being the intent of the Court that the Plan be confirmed in its entirety. To the extent any Articles of

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Organization, Operating Agreement, or any other organizational documents regarding the formation of the Reorganized White Mountain Mining Co., LLC are inconsistent with the terms of the Plan, the terms of the Plan shall control, and such documents may be amended to conform to the terms of the Plan; and

13. Immediate Effect. This Order is a final order that is effective and enforceable upon entry.

ENTERED:

7/22/04



United States Bankruptcy Judge

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