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MOSS & ROCOVICH

ATTORNEYS-AT-LAW

A PROFESSIONAL CORPORATION

4415 ELECTRIC ROAD 24014

P. O. BOX 13606

ROANOKE, VIRGINIA 24035

(540) 774-8800

FAX (540) 774-8808

FILE NO:

March 4, 1999

VIA UPS NEXT DAY AIR

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-03/15/99--01106--002
****285.00 ****285.00

RE: Big Elk Coal & Coke, L.L.C.

Dear Sir/Madam:

Please find enclosed Articles of Organization, an Affidavit of Membership and Contributions and a Designation of Registered Agent for the above-referenced limited liability company, along with our check in the amount of \$285.00 to cover the filing fees. Please file the Articles at your earliest convenience and return an acknowledgment copy to my attention.

Should you have any questions, please feel free to contact me. Thank you for your assistance.

Very truly yours,

MOSS & ROCOVICH, P.C.



Tracey E. Kenyon
Paralegal

/tek
Enclosures

Name	
Availability	
Document Examiner	
Updater	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 3:41

ARTICLES OF ORGANIZATION

OF

BIG ELK COAL & COKE, L.L.C.

1. **Name.** The name of the limited liability company is **Big Elk Coal & Coke, L.L.C.**
2. **Duration.** The period of duration of the limited liability company is perpetual.
3. **Address.** The mailing address and street address of the principal office of the limited liability company is 502 N.W. 75th Street, Suite 77, Gainesville, FL 32607-1799.
4. **Registered Agent and Address.** The name and street address of the initial registered agent of the limited liability company is Gerald A. Dechow, 3400 S. Tamiami Trail, Suite 301, Sarasota, FL 34239.
5. **Additional Members.** The right of the Members to admit additional Members and the terms and conditions of the admissions are:

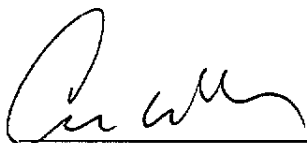
The Members shall have the right by unanimous agreement to admit additional members on such terms and conditions as the Members shall specify by unanimous agreement and subject to the terms of the Operating Agreement.

6. **Continuation Upon Withdrawal of Member.** The Members shall have the right to continue the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or occurrence of any event which terminates the continued membership of a Member in the Company (collectively, "Withdrawal"), as long as there are at least two (2) remaining Members, and the remaining Members agree to continue the Company by unanimous written consent within ninety (90) days after the Withdrawal of a Member, as set forth in the Operating Agreement of the Company.
7. **Manager.** The limited liability company shall be managed by one (1) or more Managers. The name and address of the Manager who is to serve as Manager until the first annual meeting of Members or until his successor is elected and qualified is:

Donald R. Holcomb
625 N. Eisenhower Drive
Beckley, WV 25801

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Signature:



Gerald A. Dechow - Organizer

3-9-99

Date

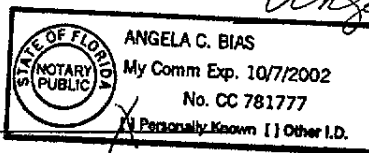
STATE OF FLORIDA
COUNTY OF SARASOTA, to-wit:

I, Angela C. Bias, a Notary Public, do hereby certify that on this 9th day of March, 1999, personally appeared before me Gerald A. Dechow, who, being by me first duly sworn, declared that he read and signed the foregoing Articles of Organization and Affidavit and that the statements therein are true and correct to the best of his knowledge.



Notary Public

My Commission expires: _____



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **Big Elk Coal & Coke, L.L.C.**
2. The name and address of the registered agent and office is:

Gerald A. Dechow
3400 S. Tamiami Trail, Suite 301
Sarasota, FL 34239

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



Gerald A. Dechow

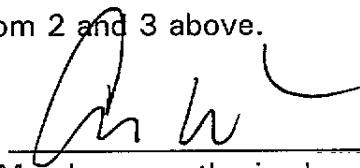
3-9-99

Date

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member or authorized representative of a Member of Big Elk Coal & Coke, L.L.C. deposes and says:

- 1) the above named limited liability company has at least one (1) Member.
- 2) the total amount of cash contributed by the Member(s) is One Thousand Dollars (\$1,000.00).
- 3) if any, the agreed value of property other than cash contributed by Member(s) is \$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by Member(s) is One Thousand Dollars (\$1,000.00). This total includes amounts from 2 and 3 above.

A handwritten signature in black ink, appearing to be 'A. W.', written over a horizontal line.

Signature of a Member or authorized representative of a Member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)