

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

DREXELL R. DAVIS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF INCORPORATION

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of

DEREK MINING, INC.

whose initial agent for process is RANDY SWANN

HIGHWAY 175, P. O. BOX 198

and whose address is BREMEN, KENTUCKY

duly signed according to law, have been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said Articles of Incorporation have been paid.



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State, at Frankfort, Kentucky, this 13TH day of MARCH, 1978.

Drexell R. Davis
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY
FILED AND RECORDED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

MAR 13 1978

Dwight R. Davis
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
DEREK MINING, INC.

SECRETARY OF STATE
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Commonwealth of Kentucky

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KNOW ALL MEN BY THESE PRESENTS:

That we, Malcolm Jessup of Greenville, Muhlenberg County, Kentucky; Bruce Jessup of Greenville, Muhlenberg County, Kentucky; and Randy Swann of Bremen, Muhlenberg County, Kentucky, do hereby form a private corporation under the laws of the State of Kentucky, and do publish these Articles of Incorporation.

ARTICLE I

NAME. The Corporate name is and shall be: Derek Mining, Inc.

ARTICLE II

DURATION. The duration and life of this corporation shall be perpetual.

ARTICLE III

PURPOSES. The objects and purposes for which the corporation is organized are to do and transact any and all lawful business for which corporations may be incorporated under K.R.S. Chapter 271 A; and to do any and all acts, and to execute and perform any and all other powers, necessary, proper, incident or convenient in carrying out the purposes herein set forth, as fully as any natural person might do.

ARTICLE IV

CAPITAL STOCK. The aggregate number of shares of stock which the corporation is authorized to issue shall be Two Thousand (2000) shares of common stock, having a par value of One Hundred (\$100.00) Dollars each. Each share shall have equal voting rights.

ARTICLE V

REGISTERED OFFICE. The address of the initial registered office of the corporation in this State shall be Highway 175, Post Office Box 198, Bremen, Muhlenberg County, Kentucky 42325, and the name of its registered agent at such address shall be: Randy Swann.

ARTICLE VI

DIRECTORS. The initial Board of Directors of the corporation shall consist of three (3) directors; and the directors who are to serve until the first annual meeting of the shareholders of the corporation, or until their successors be elected and qualify are: Malcolm Jessup, Route #1, Greenville, Kentucky 42345; Bruce Jessup, Route #1, Greenville, Kentucky 42345, and Randy Swann, Bremen, Kentucky 42325. The number of Directors thereafter shall be as the By-Laws of the corporation may, from time to time, provide.

ARTICLE VII

INCORPORATORS. The names and addresses of the three (3) Incorporators are: Malcolm Jessup, Route #1, Greenville, Kentucky 42345; Bruce Jessup, Route #1, Greenville, Kentucky 42345, and Randy Swann, Bremen, Kentucky 42325.

IN WITNESS WHEREOF, the Incorporators have hereunto set their hands, in triplicate originals, this the 10th day of March, 1978.

Malcolm Jessup
MALCOLM JESSUP

Bruce Jessup
BRUCE JESSUP

Randy Swann
RANDY SWANN

STATE OF KENTUCKY

COUNTY OF MUHLENBERG

The foregoing ARTICLES OF INCORPORATION were acknowledged before me this the 10th day of March, 1978, by MALCOLM JESSUP, BRUCE JESSUP and RANDY SWANN.

My commission expires 10/28/81.

Mary Ellen Case
NOTARY PUBLIC, STATE AT LARGE, KY.

Prepared By:

STREETS AND CISNEY
Attorneys at Law

By: Brent Yonts

BRENT YONTS

112 Court Street
P. O. Box 552
Greenville, Kentucky 42345

STREETS AND CISNEY

ATTORNEYS AT LAW

P. O. BOX 562

GREENVILLE, KENTUCKY 42348

March 19, 1978

112 COURT STREET
TELEPHONE: 338-2782
AREA CODE 502

HAROLD M. STREETS
L. WAYNE CISNEY, JR.

BRENT YONTS
LUCIEN CISNEY

Hon. Drexel Davis
Secretary of State
Commonwealth of Kentucky
Frankfort, Kentucky 40601

SECRETARY OF STATE
RECEIVED
MAR 13 1978

Attn: Corporate Dept.

Dear Mr. Davis:

Please find enclosed herewith the original and two signed copies of the Articles of Incorporation of Derek Mining, Inc. Please file same and return two copies to me for filing in the Muhlenberg County Court Clerk's office. A check made payable to the Secretary of State in the amount of \$15.00, to cover the cost of filing of the Articles of Incorporation and issuance of the Certificate of Incorporation is enclosed. Additionally, a check in the amount of \$20.00, made payable to the Kentucky State Treasurer, to cover the organization tax provided for in K.R.S. 136.060 at the rate of \$0.01 per share up to twenty thousand shares is enclosed.

If there are any questions or if everything is not in order please advise.

Very Truly Yours,

STREETS AND CISNEY


BRENT YONTS

BY:kc

Enc: 5