

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE

FRANCES JONES MILLS
Secretary



FRANKFORT,
KENTUCKY

CERTIFICATE OF AUTHORITY OF

KENTUCKY ENERGY CORPORATION

I, **FRANCES JONES MILLS**, *Secretary of State of the Commonwealth of Kentucky*, do hereby certify that duplicate originals of an application of

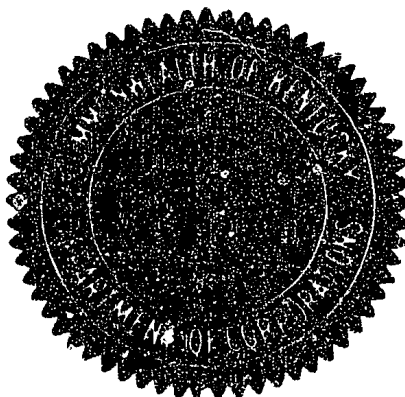
KENTUCKY ENERGY CORPORATION

ORLANDO, FL

for a Certificate of Authority to transact business in this Commonwealth, duly signed and verified pursuant to the Provisions of Kentucky Revised Statutes Chapter 271A have been received in this office and comply to said statutes.

Accordingly, as Secretary of State, and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Authority to transact business in this Commonwealth under the name of

KECOIN, INC.



SECRETARY OF STATE

Witness my official signature and seal of office this 11TH
day of MAY, 1981 at Frankfort, Kentucky.

Frances Jones Mills
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

CERTIFIED COPY OF RESOLUTION

CORPORATION ADOPTING A FICTITIOUS NAME FOR USE
IN THE STATE OF KENTUCKY

I, the undersigned Robert A. Gardner, do hereby certify that the following is a true, complete and correct copy of a certain resolution of the Board of Directors KENTUCKY ENERGY CORPORATION, a corporation duly organized and existing under the laws of the State of Florida, which resolution was duly adopted at a duly called meeting of the said Board, held on March 4, 1981, a quorum being present, and is set forth in the minutes of the said meeting; that I am the keeper of the corporate seal and of the minutes and records of this corporation; and that the said resolution has not been rescinded or modified:

"RESOLVED that KENTUCKY ENERGY CORPORATION, organized and existing in the State of Florida, hereby adopts the name KECOIN, INC. for use in the State of Kentucky for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Kentucky under the name of KECOIN, INC.; and resolved further that all activities and business of the corporation within the State of Kentucky shall be carried out under the name KECOIN, INC."

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the said corporation, on this the 5th day of May 1981.


ROBERT A. GARDNER - Secretary

Commonwealth of Kentucky

OFFICE OF
SECRETARY OF STATE



THELMA L. STOVALL
Secretary

FRANKFORT, KENTUCKY
SECRETARY OF STATE

RECEIVED

MAY 11 1981

Thelma L. Stovall
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY

MAY 11 1981
\$35
Commonwealth of Kentucky
215.68

Pursuant to the provisions of Chapter 271A of the Kentucky Revised Statutes, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the state of Kentucky and for that purpose submits the following statement:

- First: Name of Corporation KENTUCKY ENERGY CORPORATION
- Second: The name to be used in the state of Kentucky KECOIN, INC.
- Third: State or country of incorporation Florida
- Fourth: Date of incorporation May 25, 1978
and duration of incorporation perpetual
- Fifth: Address of principal office in the state or country of incorporation c/o Seymour S. Ross, Suite 350, 731 North Garland Avenue, Orlando, FL 32801
- Sixth: Address of proposed registered office in Kentucky KENTUCKY HOME LIFE BUILDING
c/o C T Corporation System, Louisville, Kentucky 40202
and name of registered agent in Kentucky at the same address C T CORPORATION SYSTEM
- Seventh: The purpose or purposes which said corporation intends to transact business in the state of Kentucky to lease and mine coal properties
- Eighth: The names and addresses of all the corporate directors and officers are as follows. Attach separate sheet if more space is needed.

NAME	OFFICE	ADDRESS
Sidney L. Vihlen, Jr.	President & Director	2650 Golfridge Lane Apopka, Florida 32703
W. C. Cagley	Treasurer	230 Carriage Hill Drive Casselberry, Florida 32707
Robert A. Gardner	Secretary & Director	207 Sheridan Avenue Longwood, Florida 32750
Joe F. Quisenberry	Director	29 Applehill Hollow Casselberry, Florida 32707
Russell T. Swain, Jr.	Vice President & Director	900 Fox Valley Drive Longwood, Florida 32750

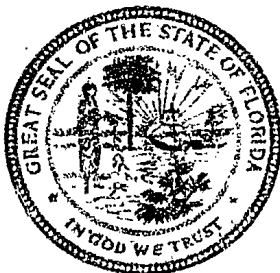
State of Florida



Department of State

I certify that the attached is a true and correct copy of the Complete file of record on KENTUCKY ENERGY CORPORATION, a corporation organized under the laws of the State of Florida. I FURTHER CERTIFY that said corporation was Involuntarily Dissolved on December 8, 1980, for failure to file its 1980 annual report, as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 1st Day of May, 1981.



George Firestone

George Firestone
Secretary of State

CORPORATION FOR PROFIT

Word Processing: May 26, 1978

By: rr

Updating:

By: HBA 6-19-78

A notification letter was mailed to:

Thomas G. Freeman, Esquire

PO Box 70

Altamonte Springs, FL 32701 Addressed to: Mr. Freeman

Corporation Name: KENTUCKY ENERGY CORPORATION

Filing Date: May 26, 1978

Charter Number: 573694

Capital Stock: 100 shares @ \$100.00

Money acknowledged on letter: \$83.00

573694

LAW OFFICES OF
THOMAS G. FREEMAN
 FIRST OFFICE BLDG 78
 2ND FLOOR
 TALLAHASSEE, FLORIDA 32304
 TELEPHONE 1009 24-1000

May 17, 1978

R 18337

Secretary of State
 Corporations Division
 The Capitol
 Tallahassee, FL 32304

Re: **Kentucky Energy Corporation**

Dear Sir:

Enclosed are the following items in relation to the above captioned corporation:

1. Original and one copy of Articles of Incorporation.
2. Check in the amount of \$83.00 for payment of the following:
 - a) Filing Fee - \$15.00
 - b) Certified copy of Articles - \$15.00
 - c) Charter Tax - \$50.00
 - d) Resident Agent - \$3.00

We would appreciate your returning the copy of the Articles of Incorporation at your earliest convenience.

Sincerely yours,

FREEMAN LAW OFFICES

Thomas G. Freeman
 THOMAS G. FREEMAN

TJF:mim
 Enclosures

PRIVILEGE TAX	
G. TAX	
FILING	
C. COPY	
R. A. FEE	
P. COPY	
SEARCH	
TOTAL	
RELEASE ONE	

C.T. overpayment
BID
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HL

RECEIVED
 MAY 19 9 30 AM '78
 DEPARTMENT OF STATE
 TALLAHASSEE, FLA.

APR 17 1978
 FILED
 MAY 23 7 56 PM 1978
 CORPORATION DIVISION
 TALLAHASSEE, FLORIDA

010004

APPROVED
AND
FILED
MAY 25 9 56 AM 1973
FLORIDA DEPT. OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KENTUCKY ENERGY CORPORATION

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is:
KENTUCKY ENERGY CORPORATION

ARTICLE II.

The general nature of the objects and purposes of this corporation shall be to acquire, hold, sublease and sell coal properties; to mine, process and market coal; to deal in and with coal and other energy sources; and to engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$100.00 par value. All or any part of said stock of this corporation may be paid for wholly or in part for cash, labor, services, contracts, or property of any kind whatsoever, and the said stock may be issued wholly or in part for cash or for the purchase of property patents, contracts, labor or services at a just valuation to be fixed by the Directors of this corporation at any regular or special meeting and any and all shares so issued shall be fully paid and nonassessable.

ARTICLE IV.

The amount of capital which this corporation shall begin business shall not be less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V.

This corporation is to exist perpetually unless dissolved in accordance with the laws of the State of Florida.

ARTICLE VI.

The initial post office address of the principal place of this corporation in the State of Florida is:

310 E. Crystal Drive
Sanford, Seminole County, Fl 32771

The Board of Directors may from time to time move the principal office to any other address in Florida. This corporation shall have the privilege of having such branch offices at such other places within the State of Florida or without the State of Florida and within or without the United States of America as may be designed from time to time by the Directors of the corporation.

ARTICLE VII.

This corporation shall not have less than five (5) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than three (3).

ARTICLE VIII.

The names and addresses of the members of the first Board of Directors are:

<u>NAMES</u>	<u>ADDRESSES</u>
SIDNEY VIHLEN, JR.	310 E. Crystal Drive Sanford, Florida 32771
ROBERT A. GARDNER	207 Sherida Avenue Longwood, Florida 32750
JOE P. QUISENBERRY	29 Apple Hill Hollow Casselberry, Florida 32707

RUSSELL T. SWAIN, JR.

201 Riverview Drive
Longwood, Florida 32750

GLENN MARTIN

600 Courtland Street
Suite 130
Orlando, Florida 32804

ARTICLE IX.

The names and post office address of each subscriber to these Articles of Incorporation and the number of shares of common stock each agree to take are:

<u>NAMES</u>	<u>ADDRESSES</u>	<u>SHARES</u>
SIDNEY VINLEN, JR.	310 E. Crystal Drive Sanford, FL 32771	25
RUSSELL T. SWAIN, JR.	201 Riverview Drive Longwood, FL 32750	25
ROBERT A. GARDNER	207 Sheridan Avenue Longwood, FL 32750	11
GLENN MARTIN	600 Courtland Street Suite 130 Orlando, FL 32804	6
JOE F. QUIBBERBERRY	29 Apple Hill Hollow Casselberry, FL 32707	10

ARTICLE X.

In accordance with Chapter 48.01, Florida Statutes, SIDNEY VINLEN, JR., 310 E. Crystal Drive, Sanford, Seminole County, Florida, 32771, is hereby named as agent of this corporation to accept service of process within the State of Florida and that the said SIDNEY VINLEN, JR., by execution of these Articles, does accept to act in that capacity and agrees to comply with the provisions of said act.

ARTICLE XI.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be ap-

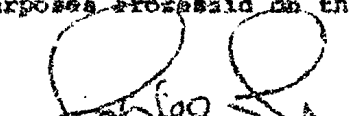
proved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President:	Sidney Vihlen, Jr. 310 E. Crystal Drive Sanford, Fl 32771
Vice President	Russell T. Swain, Jr. 201 Riverview Drive Longwood, Fl 32750
Secretary/Treasurer	Robert A. Gardner 307 Sheridan Avenue Longwood, Fl 32750


IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid on this the 17 day of May, 1978.



 SIDNEY VIHLEN, JR.

 SIDNEY VIHLEN, JR., as
 President

 GLENN MARTIN



 ROBERT A. GARDNER

 RUSSELL T. SWAIN, JR.

 JOE F. QUISENBERRY

STATE OF FLORIDA :
 COUNTY OF SEMINOLE :

BEFORE ME, the undersigned authority personally appeared SIDNEY VIHLEN, JR., ROBERT A. GARDNER, RUSSELL T. SWAIN, JR., GLENN MARTIN and JOE F. QUISENBERRY, each of whom are to me well known and known to be the persons described in and who subscribed the above and foregoing Articles of Incorporation,

and **WENDELL VINEY, JR.**, to me well known and known to be the person described in and who executed the said Articles of Incorporation as Resident Agent, and each of them freely and voluntarily acknowledged before me that they made, subscribed and executed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State last aforesaid, this 12 day of May, 1978.

Mary Kay Miller
Notary Public, State of Florida

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires April 11, 1981
Revised by Notary Public & County Clerk, 1978

CORPORATION
ANNUAL REPORT



STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1979

THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE

7-1-12-11
FEB 14 1979
TALLAHASSEE, FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1 Name and Address of Corporation Principal Office

573694
KENTUCKY ENERGY CORPORATION
310 E. CRYSTAL DR.
SANFORD, FL 32771

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2 Letter Change of Address of Corporation Principal Office P.O. Box Number Alone is NOT Sufficient

Street Address
600 Courtland Street
P.O. Box No.
Suite #130
City
Orlando, Florida 32804
State
Fla. Zip Code
32804

3 Date Incorporated or Qualified To Do Business in Florida

5/25/1978

4 Federal Employer Identification Number (FEIN)

N/A

5 Date of Last Report (1st Report)

6 Names and Street Addresses of Each Officer and Director

Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
VIHLEN, SIDNEY JR.	P/D	310 E. CRYSTAL DR.	SANFORD, FL
GARDNER, ROBERT A.	S	0207 SHERIDAN AVE.	SANFORD, FL
QUISENBERRY, JOE F.	D	29 APPLE H'LL HOLLOW	CASSELBERRY, FL
SWAIN, RUSSELL T. JR.	V/D	201 RIVERVIEW DR.	LONGWOOD, FL
MARTIN, GLENN	D/T	600 COURTLAND ST. # 130 Suite	ORLANDO, FL

7 Registered Agent Information

Name
~~VIHLEN, SIDNEY JR.~~
Street Address (Do NOT Use P.O. Box Number)
~~310 E. CRYSTAL DR.~~
City, State and Zip Code
~~SANFORD, FL 32771~~

If you wish to change Registered Agent on this form, enter all new information below.

Name
Glenn Martin
Street Address (Do NOT Use P.O. Box Number)
Suite #130, 600 Courtland St.
City, State and Zip Code
Orlando, Fla. 32804

See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. (Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath)

Signature of the Officer
Stanley L. Vihlen, Jr.

Title
P/D

Date
1/6/79

C T CORPORATION SYSTEM



Associated with The Corporation Trust Company
1820 FIRST NATIONAL BANK TOWER, ATLANTA, GA. 30303 • (404) 658-1010

May 6, 1981

SECRETARY OF STATE
RECEIVED

MAY 11 1981

RE: KENTUCKY ENERGY CORPORATION
Doing business as: Kecoin, Inc.

Secretary of State
Corporation Department
State Capitol Building
Frankfort, Kentucky 40601

COMMONWEALTH OF KENTUCKY

Dear Sir:

Pursuant to the instructions of counsel: Seymour S. Ross, Atty.
Suite 350
731 N. Carland Avenue
Orlando, Fla. 32801

we enclose for filing the necessary documents to qualify this corporation in your state, together with funds in payment of the required fees.

When the enclosures have been filed, please notify this office by -

Letter (Air Mail) Telegram Telephone.

If for any reason filing cannot be effected promptly, please notify us of the details by -

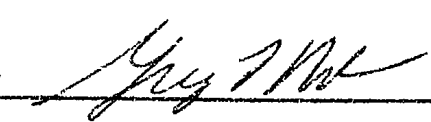
Letter (Air Mail) Telegram Telephone.

The usual evidence of filing should be sent to this office.

Yours very truly,

C T CORPORATION SYSTEM

By


George F. Robinson
Assistant Secretary

SPECIAL INSTRUCTIONS:

GFR:gc
Encls.