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Michael G. Adams
Kentucky Secretary of State
Received and Filed:
6/6/2023 12:31 PM
Fee Receipt: \$50.00

ARTICLES OF MERGER

OF

BANDYTOWN COAL COMPANY, a West Virginia corporation, **DEHUE COAL COMPANY**, a West Virginia corporation, **DUCHESS COAL COMPANY**, a West Virginia corporation, **EAGLE ENERGY, INC.**, a West Virginia corporation, **HOPKINS CREEK COAL COMPANY**, a Kentucky corporation, **ROBINSON-PHILLIPS COAL COMPANY**, a West Virginia corporation, **RUSSELL FORK COAL COMPANY**, a West Virginia corporation, **SHANNON-POCAHONTAS COAL CORPORATION**, a West Virginia corporation, **T.C.H. COAL CO.**, a Kentucky corporation, **WILLIAMS MOUNTAIN COAL COMPANY**, a West Virginia corporation, and **WYOMAC COAL COMPANY, INC.**, a West Virginia corporation,

WITH AND INTO

LONG FORK COAL COMPANY, LLC,
a Kentucky limited liability company

Dated: June 5, 2023

Effective: June 29, 2023

Pursuant to the provisions of Kentucky Revised Statutes §§ 271B.11-050 and 275.360, the undersigned entities executed the following Articles of Merger:

FIRST: The name of the surviving limited liability company is Long Fork Company, LLC, a Kentucky limited liability company ("**Long Fork**"), and the names of the corporations being merged into this surviving limited liability company are Bandytown Coal Company, a West Virginia corporation ("**BCC**"), Dehue Coal Company, a West Virginia corporation ("**Dehue**"), Duchess Coal Company, a West Virginia corporation ("**Duchess**"), Eagle Energy, Inc., a West Virginia corporation ("**EEI**"), Hopkins Creek Coal Company, a Kentucky corporation ("**HCCC**"), Robinson-Phillips Coal Company, a West Virginia corporation ("**RPCC**"), Russell Fork Coal Company, a West Virginia corporation ("**RFCC**"), Shannon-Pocahontas Coal Corporation, a West Virginia corporation ("**SPCC**"), T.C.H. Coal Co., a Kentucky corporation ("**TCH**"), Williams Mountain Coal Company, a West Virginia

corporation (“**WMCC**”), and Wyomac Coal Company, Inc., a West Virginia corporation (“**WCC**”, together with BCC, Dehue, Duchess, EEI, HCCC, RPCC, RFCC, SPCC, TCH, and WMCC, the “**Long Fork Subs**”).

SECOND: As set forth above, the surviving limited liability company is Long Fork, a Kentucky limited liability company, and the Articles of Organization and Operating Agreement of Long Fork, as in effect at the Effective Time (as defined below), shall continue in full force and effect as the Articles of Organization and Operating Agreement of the Surviving Company.

THIRD: Long Fork is the sole shareholder of each of the Long Fork Subs. The Agreement and Plan of Merger (the “**Plan of Merger**”), attached hereto as **Exhibit A**, was approved, adopted, certified, executed, and acknowledged by the Long Fork Subs and Long Fork as of the date contained in the Plan of Merger.

FOURTH: The physical address of Long Fork is 300 Running Right Way, Julian, West Virginia 25529 and the mailing address is P.O. Box 261, Julian, West Virginia 25529.

FIFTH: The merger shall be effective at 12:00 a.m. on June 29, 2023 (the “**Effective Time**”).

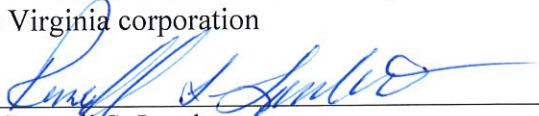
SIXTH: The executed Plan of Merger is on file at 340 Martin Luther King Jr., Blvd., Bristol, Tennessee 37620.

SEVENTH: A copy of the Plan of Merger will be furnished by Long Fork on request and without cost to any shareholder of the Long Fork Subs or to any member of Long Fork.

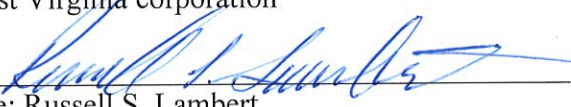
[Remainder of page left intentionally blank. Signature pages follow.]

IN WITNESS WHEREOF, the surviving business entity, Long Fork, and the merging business entities, the Long Fork Subs, have caused these Articles of Merger to be signed by an authorized person of each such business entity as of the date first set forth above.

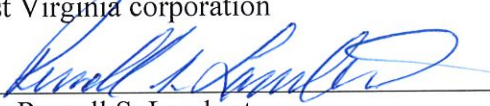
BANDYTOWN COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

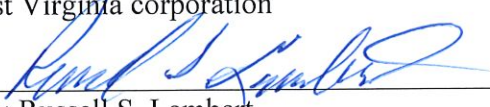
DEHUE COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

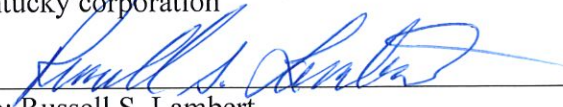
DUCHESS COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

EAGLE ENERGY, INC.,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

HOPKINS CREEK COAL COMPANY,
a Kentucky corporation

By: 
Name: Russell S. Lambert
Title: President

ROBINSON-PHILLIPS COAL COMPANY,
a West Virginia corporation

By: 
Name: James A. Cappucci
Title: President

RUSSELL FORK COAL COMPANY,
a West Virginia corporation

By: _____
Name: Russell S. Lambert
Title: President

**SHANNON-POCAHONTAS
COAL CORPORATION,**
a West Virginia corporation

By: _____
Name: Russell S. Lambert
Title: President

T.C.H. COAL CO.,
a Kentucky corporation

By: _____
Name: Russell S. Lambert
Title: President

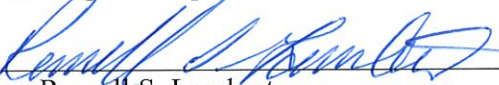
WILLIAMS MOUNTAIN COAL COMPANY,
a West Virginia corporation

By: _____
Name: Russell S. Lambert
Title: President

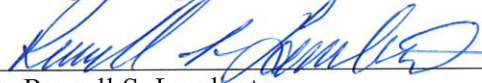
ROBINSON-PHILLIPS COAL COMPANY,
a West Virginia corporation

By: _____
Name: James A. Cappucci
Title: President


RUSSELL FORK COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President


**SHANNON-POCAHONTAS
COAL CORPORATION,**
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President


T.C.H. COAL CO.,
a Kentucky corporation

By: 
Name: Russell S. Lambert
Title: President

WILLIAMS MOUNTAIN COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

WYOMAC COAL COMPANY, INC.,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

LONG FORK COAL COMPANY, LLC,
a Kentucky limited liability company


By: 
Name: Russell S. Lambert
Title: Manager and President

EXHIBIT A
AGREEMENT AND PLAN OF MERGER

(attached)

AGREEMENT AND PLAN OF MERGER

Merging

BANDYTOWN COAL COMPANY, a West Virginia corporation, **DEHUE COAL COMPANY**, a West Virginia corporation, **DUCHESS COAL COMPANY**, a West Virginia corporation, **EAGLE ENERGY, INC.**, a West Virginia corporation, **HOPKINS CREEK COAL COMPANY**, a Kentucky corporation, **ROBINSON-PHILLIPS COAL COMPANY**, a West Virginia corporation, **RUSSELL FORK COAL COMPANY**, a West Virginia corporation, **SHANNON-POCAHONTAS COAL CORPORATION**, a West Virginia corporation, **T.C.H. COAL CO.**, a Kentucky corporation, **WILLIAMS MOUNTAIN COAL COMPANY**, a West Virginia corporation, and **WYOMAC COAL COMPANY, INC.**, a West Virginia corporation,

WITH AND INTO

LONG FORK COAL COMPANY, LLC,
a Kentucky limited liability company

This **AGREEMENT AND PLAN OF MERGER** (the “**Plan**”) dated this 5th day of June, 2023, and effective as of the 29th day of June, 2023, pursuant to and in accordance with the provisions of the West Virginia Business Corporation Act, the Kentucky Business Corporation Act, and the Kentucky Limited Liability Company Act (collectively, the “**Act**”), of Bandytown Coal Company, a West Virginia corporation (“**BCC**”), Dehue Coal Company, a West Virginia corporation (“**Dehue**”), Duchess Coal Company, a West Virginia corporation (“**Duchess**”), Eagle Energy, Inc., a West Virginia corporation (“**EEL**”), Hopkins Creek Coal Company, a Kentucky corporation (“**HCCC**”), Robinson-Phillips Coal Company, a West Virginia corporation (“**RPCC**”), Russell Fork Coal Company, a West Virginia corporation (“**RFCC**”), Shannon-Pocahontas Coal Corporation, a West Virginia corporation (“**SPCC**”), T.C.H. Coal Co., a Kentucky corporation (“**TCH**”), Williams Mountain Coal Company, a West Virginia corporation (“**WMCC**”), and Wyomac Coal Company, Inc., a West Virginia corporation (“**WCC**”, together with BCC, Dehue, Duchess, EEL, HCCC, RPCC, RFCC, SPCC, TCH, and WMCC, the “**Merging Companies**”), with and into Long Fork Coal Company, LLC, a Kentucky limited liability company (“**Long Fork**” or the “**Surviving Company**,” and with the Merging Companies and Surviving Company being sometimes hereinafter collectively referred to as the “**Constituent Entities**” and individually a “**Constituent Entity**”), provides:

1. **Merging Entities.** The Merging Companies, being BCC, Dehue, Duchess, EEL, HCCC, RPCC, RFCC, SPCC, TCH, WMCC, and WCC, shall be merged with and into Long Fork, the Surviving Company, as of the Effective Time (as defined below) of the merger.

2. **Surviving Entity.** Long Fork, a Kentucky limited liability company, shall continue in existence after the merger as the surviving company and shall be governed by the Kentucky Limited Liability Company Act. The separate legal existences of the Merging Companies shall cease. The physical address of Long Fork is 300 Running Right Way, Julian, West Virginia 25529 and the mailing address is P.O. Box 261, Julian, West Virginia 25529.

3. **Effective Time and Date.** The merger shall become effective as of 12:00 a.m. June 29, 2023 (the “**Effective Time**”), to the fullest extent allowed by law.

4. **Terms and Conditions; Effect of Merger.** The merger shall be on the terms and conditions set forth in this Plan. The merger shall have the effects set forth in the Act and this Plan.

5. **Membership Interests and Shares of Stock of Constituent Entities.**

a. **Surviving Company.** Each membership interest and/or membership unit and any rights to acquire membership interests and/or membership units of the Surviving Company which shall be issued and outstanding at the Effective Time shall remain issued and outstanding.

b. **Merging Companies.** Each share of stock and any rights to acquire shares of stock of each of the Merging Companies which shall be issued and outstanding at the Effective Time shall be cancelled.

6. **Articles of Organization and Operating Agreement of Surviving Company Continue in Effect.** The Articles of Organization and Operating Agreement of the Surviving Company, as in effect at the Effective Time, shall continue in full force and effect as the Articles of Organization and Operating Agreement of the Surviving Company.

7. **Manager of the Surviving Company.** The manager of the Surviving Company immediately prior to the Effective Time shall be the manager of the Surviving Company after the merger and shall hold office until his or her respective successor is duly elected and qualified, or his or her earlier death, resignation, or removal.

8. **Officers of the Surviving Company.** The officers of the Surviving Company immediately prior to the Effective Time shall be the officers of the Surviving Company after the merger and shall hold office until their respective successors are duly elected and qualified, or their earlier death, resignation, or removal.

9. **Succession of Rights and Property.** At the Effective Time, the merger shall take effect, and the Surviving Company shall succeed to the rights, assets, and liabilities of each of the Merging Companies in accordance with the provisions of the Act. Without limiting the generality of the foregoing, upon the merger becoming effective, all of the property, rights, privileges, franchises, patents, trademarks, licenses, registrations, contracts, and other assets of every kind and description of each of the Merging Companies shall be transferred to, vested in, and devolve upon the Surviving Company without further act or deed, and all assets, property, rights, and every other interest of the Surviving Company and each of the Merging Companies shall be as effectively the property of the Surviving Company as they were of the Surviving Company and each of the Merging Companies.

10. **Articles of Merger.** Upon the due approval and adoption of this Plan by members, directors, and shareholders of the Constituent Entities, as required by the Act, each of the Constituent Entities hereby authorizes the filing of Articles of Merger with the Office of the

Secretary of State of West Virginia and the Office of the Secretary of State of Kentucky in accordance with applicable law.

11. Actions Effecting Merger. Upon the due approval and adoption of this Plan by the members, directors, and shareholders of each Constituent Entity, the officers of each Constituent Entity are hereby authorized and directed to take all actions necessary and desirable to effect the merger.


12. Amendment to Plan. Pursuant to West Virginia Code § 31D-11-1102(e) and Kentucky Revised Statutes §§ 271B.11-010 and 275.355, this Plan may be amended prior to the Effective Time of the Articles of Merger, as the states of West Virginia and Kentucky may require, upon the unanimous approval of the shareholders or members, as the case may be, of each of the Constituent Entities.

13. Supplemental Action. The Constituent Entities shall take such supplemental and further action as may be desired or required to effect the merger. If at any time after the Effective Time the Surviving Company shall determine that any further conveyances, deeds, agreements, documents, instruments, and assurances, or any further actions, are necessary or desirable to vest, perfect, confirm, or record in the Surviving Company the title to any assets, property, rights, privileges, powers, and franchises of each of the Merging Companies, or to otherwise carry out the provisions of this Plan, including but not limited to the payment of any sums, the officers of each of the Merging Companies shall execute or cause to be executed, and shall deliver, upon the request of the Surviving Company, any and all proper conveyances, deeds, agreements, documents, instruments, and assurances, and perform all necessary or proper acts, to vest, perfect, confirm, or record such title thereto in the Surviving Company or otherwise to carry out the provisions of this Plan.


[Remainder of page intentionally left blank. Signature pages follow.]

IN WITNESS WHEREOF, each of the parties has caused this Agreement and Plan of Merger to be duly executed as of the date first set forth above.


BANDYTOWN COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President


DEHUE COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President


DUCHESS COAL COMPANY,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

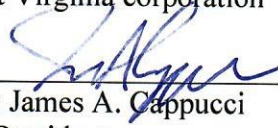
EAGLE ENERGY, INC.,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

HOPKINS CREEK COAL COMPANY,
a Kentucky corporation

By: 
Name: Russell S. Lambert
Title: President

ROBINSON-PHILLIPS COAL COMPANY,
a West Virginia corporation

By: 
Name: James A. Cappucci
Title: President

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Title: President


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Title: President


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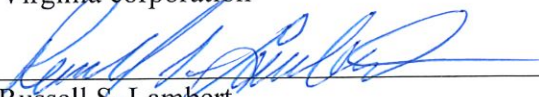
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By: _____
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Title: President


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a West Virginia corporation

By: _____
Name: Russell S. Lambert
Title: President

WYOMAC COAL COMPANY, INC.,
a West Virginia corporation

By: 
Name: Russell S. Lambert
Title: President

LONG FORK COAL COMPANY, LLC,
a Kentucky limited liability company

By: 
Name: Russell S. Lambert
Title: Manager and President