

ARTICLES OF INCORPORATION

OF

McClay Energy INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, NATHAN BENTLEY, of PO Box 224, Auxier, Floyd, Kentucky 41602, does hereby seek to form a corporation under the laws of the State of Kentucky, and does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the proposed corporation shall be McClay Energy Inc.

ARTICLE II

The nature of the business proposed to be transacted, promoted and carried on by this Corporation shall be to mine, sell and transport coal, minerals, freight, products and other substances.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of, said general powers.

ARTICLE III

The duration of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE IV

The address of the registered and principal office of the corporation shall be: 911 Fords Gap, Auxier, Kentucky 41602, and the name of its registered agent at such address shall be NATHAN BENTLEY.

ARTICLE V