

ASMC PERMIT TRANSFER AGREEMENT

This Agreement is entered into this date by **Tuscaloosa Resources Inc.** and **Coal Acquisition Sub 5 LLC** in order to affect a transfer of Alabama Surface Mining Commission Permit No. P-3774 (Panther Mine) and the responsibility, coverage, and liability there under from **Tuscaloosa Resources Inc.** to **Coal Acquisition Sub 5 LLC**.

On the date such transfer becomes effective; **Coal Acquisition Sub 5 LLC** agrees to assume the responsibility, coverage, and liability of ASMC Permit No. P-3774 and **Tuscaloosa Resources Inc.** agrees to relinquish all rights that it may have under said permit.

This agreement is entered into by both parties this the 28th day of DECEMBER, 20 15. Said transfer is to become effective on the effective date of the ASMC Permit No. P-3774 transfer approval.

Tuscaloosa Resources Inc.

Angus Sanderson
Witness Signature

By: Danny L. Stickle
Dan Stickle
President

Coal Acquisition Sub 5 LLC

Jamey Adkins
Witness Signature

By: Stephen D. Williams
Stephen D. Williams
Chief Executive Officer