

**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-3817 (Panther Mine No. 2) 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-3817 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 28<sup>th</sup> day of DECEMBER, 20 15. Said transfer is to become effective on the effective date of the ASMC Permit No. P-3817 transfer approval.

**Tuscaloosa Resources Inc.**

Suzan Sanderson  
Witness Signature

By: Danny G. Stickle  
Dan Stickel  
President

**Coal Acquisition Sub 5 LLC**

Danny G. Stickle  
Witness Signature

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