

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

LAOO
0898819.06
Alison Lundergan Grimes
Secretary of State
Received and Filed
10/6/2014 7:41:53 AM
Fee receipt: \$40.00

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Organization
Limited Liability Company

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

BREATHITT MINING LLC

Article II: The street address of the company's initial registered office in Kentucky is

146 West Greendale St, Corbin, KY 40701

and the name of the initial registered agent at that address is **Michael Sherman Frederick**

Article III: The mailing address of the company's initial principal office is

146 West Greendale St, Corbin, KY 40701

Article IV: The limited liability company is to be managed by **Managers**

Executed by the Organizer on Monday, October 06, 2014

Name of Organizer: **Global Energy Resources LLC**

Signature of individual signing on behalf of Organizer: **Martin Acevedo**

I, **Michael Sherman Frederick**, consent to serve as the
Registered Agent on behalf of the limited liability company.

Signature of Registered Agent or individual signing on behalf of
the company serving as Registered Agent:

Michael Sherman Frederick