

THIS DEED made and entered into this the 4th day of August, 1994, by and between DLX, INC., a Kentucky corporation, of State Route 1840, P. O. Box 332, Irvine, Kentucky 40336, hereinafter referred to as "Grantor", and KENTUCKY PROCESSING CORPORATION, a Kentucky General Partnership, whose business address is Box 880, 348 Calla Road, Irvine, Kentucky 40336, hereinafter referred to as "Grantee".

W I T N E S S E T H:

That for and in consideration of the sum of ONE MILLION THREE HUNDRED FIFTY THOUSAND DOLLARS (\$1,350,000.00) cash in hand paid, the receipt of which being hereby acknowledged, Grantor has this day bargained and sold and does hereby grant and convey unto the Grantee, in fee simple, its successors and assigns forever, all of those certain tracts or parcels of real property located in Estill County, Kentucky, and more particularly described on Exhibit A attached hereto which is hereby incorporated by reference.

TO HAVE AND TO HOLD the above-described premises, together with all rights, privileges and appurtenances thereunto belonging, unto Grantee, in fee simple, its successors and assigns, forever. Grantor does hereby covenant and warranty that it is lawfully seized in fee simple of said real property, that it has good and lawful right to sell and convey the same as herein done, and that the title thereto is free and clear of all liens, encumbrances and rights of others, except as hereinafter stated, and with said exceptions, the Grantor WARRANTS GENERALLY the title thereto. This conveyance is made subject to and there are excepted from the foregoing warranties and covenants of title the following:

- (1) Those certain mortgages, liens and encumbrances in favor of Jadeco, Inc. and Kentucky May Coal Co., Inc., evidenced by Mortgages dated March 15, 1993, of record in Mortgage Book P4, Page(s) 472, 509, 569, and 630, in the Estill County Clerk's Office.

*See deed of Correction of
Deed ~~210~~ 210 Pg. 291 11-1-94*

1,350.00

(2) All easements existing on the date hereof for electrical, gas, telephone, water and other public utilities and public highways over, upon or across the above-described land, which are either visible or of record in the Estill County Clerk's Office, and

(3) Ad valorem real property taxes assessed as of January 1, 1994.

As partial consideration for the foregoing transaction, and in order to induce the Grantee to consummate the transaction provided for herein, Grantor, for itself, its successors and assigns and all future owners of the real property owned by Grantor and more particularly described on Exhibit B attached hereto (the "Restricted Property") agrees and covenants that it will not interfere with, complain about or object to any lawful actions or operations of Grantee which presently exist or which may commence in the future on the premises hereby conveyed to Grantee. This covenant shall run with the Restricted Property and shall be binding upon Grantor, its successors, assigns and all future owners of the Restricted Property and shall inure to the benefit of Grantee, its successors and assigns.

Pursuant to KRS Chapter 382, the undersigned do hereby certify that the consideration set forth in the foregoing deed is the true, correct and full consideration paid for the property conveyed hereby and further certify our understanding that falsification of the stated consideration or sale price of the property is a Class D felony, subject to one to five years imprisonment and fines up to \$10,000.00. The Grantee has executed this deed for the sole purpose of certifying the consideration pursuant to KRS Chapter 382.

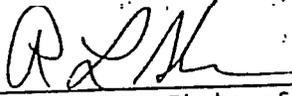
STATE OF KENTUCKY

COUNTY OF PERRY

The foregoing Deed and Consideration Certificate was subscribed, sworn to and acknowledged before me this 17 day of August, 1994, by W. DAVID CARTER, as President of KENTUCKY MINERAL PROCESSING, INC., general partner of KENTUCKY PROCESSING CORPORATION, a Kentucky general partnership, for and on behalf of said partnership, Grantee.

MY COMMISSION EXPIRES:

3-10-98



NOTARY PUBLIC, State of
Kentucky at Large

...the foregoing Deed and Consideration Certificate was subscribed, sworn to and acknowledged before me this 4 day of Aug, 1994, by DONALD G. LAVIERS, as President of DLX, INC., a Kentucky corporation, for and on behalf of said corporation, Grantor.

STATE OF KENTUCKY
COUNTY OF FAYETTE

The foregoing Deed and Consideration Certificate was subscribed, sworn to and acknowledged before me this 4 day of Aug, 1994, by DONALD G. LAVIERS, as President of DLX, INC., a Kentucky corporation, for and on behalf of said corporation, Grantor.

MY COMMISSION EXPIRES:

5/22/95

Rebecca M. Louden
NOTARY PUBLIC, State of
Kentucky at Large

PREPARED BY:

Jeffrey G. Hart
JACKSON & KELLY
ATTORNEYS AT LAW
175 E. Main St., Ste 500
P. O. Box 2150
Lexington, KY 40595-2150
Telephone: (606) 255-9500

EXHIBIT: A
Legal Description

Being all of the property described as Parcels I, II, III, IV, V, VI, VII, VIII, IX, X and XI, Calmes Tract No. 2, Tract N and Tract O, in that certain Deed dated March 14, 1993, between SOUTH-EAST COAL COMPANY, Grantor, and DLX, INC., Grantee, which appears of record in Deed Book 202, Page 426, in the Office of the Estill County Clerk, and being more particularly described as follows:

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situated 2 1/2 miles northeast of Irvine, Kentucky, on the County Road leading to

Irvine and Winchester Highway and more particularly described as follows:

On the East side of the Kentucky River at and near what is known as Cubbard Rock; and bounded and described as follows, to-wit: For boundary beginning at a stone in the right of the Louisville & Nashville Railroad; thence with the said right-of-way north 29 degrees west 10 poles, north 17 degrees west 14 poles, north 8 degrees west 13 1/3 poles; thence departing from the railroad right-of-way S 88 1/2 degrees West 132 poles north 8 degrees east 21 poles; thence with common line between Chels Tipton and Arch Miller, north 64 degrees west 71 poles to the Kentucky River; thence up said river south 58 degrees west 10 1/3 poles; thence south 44 degrees west 12 1/3 poles, south 52 degrees west 6 1/3 poles; south 60 degrees west 16 poles; south 35 degrees west 24 poles, south 12 degrees west 11 poles, south 14 degrees east 8 poles, south 24 degrees east 7 poles, S 31 degrees east 8 1/2 poles, south 64 degrees east 12 poles, South 69 degrees east 6 poles, south 56 degrees east 16 1/3 poles, S 77 degrees east 13 poles, South 85 degrees east 5 poles, south 81 degrees east 14 poles, south 79 degrees east 19 poles, south 78 degrees east 42 poles; thence departing from the river, and with common line between Arch Miller and Powell north 39 degrees east 31 poles to the beginning, containing 65 acres, more or less.

EXCLUDING THEREFROM the following described coal

property:

Beginning at a point at the south-west corner of a parcel of land conveyed to South-East Coal Company by the Louisville and Nashville Railroad Company by deed dated January 20, 1958, and recorded in Deed Book 102, page 507, Estill County Clerk's Office (said land hereinafter the "L & N Tract"), said point being also 368.2 feet westwardly along a radial line from a point in the centerline of the main track of the L & N at Valuation Station 6127+38; thence S 54° 30' W 143.9 feet; thence S 21° 20' E 470 feet; thence S 68° 40' W 600 feet; thence S 3° 20' W 118 feet to a point at the Kentucky River, said point being also approximately 697 feet downstream from the westernmost corner of the Morris Elliott Tract; thence with the meanders of the Kentucky River downstream approximately 3,495 feet to a point which is the northwest corner of the Osborne Tract, and which is also the Southwest corner of Spicer Tract 2 as hereinafter defined in Parcel III; thence with the line between Spicer Tract 2 and the Osborne Tract S 64° 00' E 1,218.5 feet to a point which is the northwest corner of Spicer Tract 1 as hereinafter defined in Parcel III; thence following the westerly line of Spicer Tract 1 and the L & N Tract S 13° 27' W 337.8 feet to the point of beginning.

Parcel V (Powell I Tract)

Being a portion of the Powell I Tracts as defined in Parcel III above, said portion being further described as follows:

Beginning at a point in the West right-of-way line of the L&N Railroad, said point being located 2,358 feet North of Mile Post 230, and also being in the line between the Powell I Tracts and the Spicars Tracts; thence with the Spicer and Powell line N46°00'W 1,128.9 feet to the Kentucky River; thence down the river 1,960 feet; thence leaving the river S46°00'E 500 feet to the West right-of-way line of the Railroad; thence a southwesterly direction with the railroad right-of-way 1,880 feet to the point of beginning.

Parcel VI (William Morris Elliott, Jr., Tract)

Being a portion of the real property conveyed to South-East Coal Company by William Morris Elliott, Jr., et al. by deed dated June 16, 1969, and recorded in Deed Book 124, page 228, Estill County Records (all the real property conveyed by said deed being hereinafter the "William Elliott, Jr., Tract"), said portion being further described as follows:

Beginning at a point in the West right-of-way line of Ky. 1340, said point being also a corner to the William Elliott, Jr., Tract and to the Edgar Puckett Tract as defined in Parcel I above, thence in a northwesterly direction with the said right-of-way line 840 feet to a point; thence leaving the said right-of-way S50°50'W 1,270 feet to a point; thence S36°20'E 1,235 feet to a point; said point being also in the line between the Edgar Puckett Tract and the William Elliott, Jr., Tract; thence N34°E 1,470 feet to the point of beginning.

TOGETHER WITH a non-exclusive easement thirty feet in width for refuse slurry pipeline purposes, in, over and upon the following described real property:

A strip of land 30 feet in width, being 15 feet each side of the centerline of a refuse slurry pipeline (presently 12" I. O.) across the said William Elliott, Jr. Tract, said pipeline entering said William Elliott, Jr. Tract at a point 250 feet South of Mile Post 230 and in the East right-of-way line of the L&N railroad; thence in an easterly direction 2,100 feet to Parcel VIII hereinafter described.

Parcel VII (Calmes Tract)

Being that real property conveyed to South-East Coal Company by John R. Calmes, Sr., by deed dated February 17, 1978, and recorded in Deed Book 151, page 172, Estill County Records (all the real property conveyed by said deed being hereinafter the "Calmes Tract"), said real property being further described as follows:

Beginning at a point in the East right-of-way of the L&N Railroad, said point being 3,049 feet South of Mile Post 230 and 75 feet from the center line of the main track, said point also being in the centerline of a small drain and near the upper end of a concrete box culvert underneath the railroad tracks; thence in a northeasterly direction up the drain 3,270 feet to a point in the

Situated in Estill County, Kentucky, and being further described as follows:...

Parcel I (Morris Elliott Tract)

Being a portion of the real property conveyed to South-East Coal Company by Morris Elliott and Lucille Elliott, his wife, by deed dated May 31, 1957, and recorded in Deed Book 101, page 490, Estill County Records, (all the real property conveyed by said deed hereinafter the "Morris Elliott Tract") and being further described as follows:

Beginning at a point on L. & N. Right of Way at L. & N. survey station 6352+82 and following a natural drain S 46° 27' W 133.2 ft., S 34° 46' W 109.4 ft., S 66° 32' W 211.0 ft., S 68° 13' W 122.0 ft., S 78° 14' W 108.9 ft., N 81° 38' W 77.6 ft., S 75° 35' W 59.6 ft., to the Kentucky River; thence down the river N 38° 17' W 200.0 ft., N 30° 53' W 163.3 ft., N 27° 23' W 271.4 ft., N 10° 04' W 239.3 ft., N 24° 20' W 396.0 ft., N 30° 19' W 308.2 ft., N 39° 27' W 364.5 ft., N 58° 45' W 349.1 ft., N 69° 14' W 105.2 ft., a distance of approximately 2397 ft.; thence leaving the river in a direction of N 39° 25' E 487.4 ft., to the L. & N. Right of Way; and proceeding along the L. & N. Right of Way to the beginning, a distance of approximately 2623.5 ft.

EXCLUDING THEREFROM the following described real property:

Beginning at a point in the L&N Railroad's West right-of-way line, said point being located 2,280 feet South of Mile Post 230 and also being in the line between the Morris Elliott tract and the property sold to South-East Coal Company by Edgar Puckett by deed dated April 5, 1974, and recorded in Deed Book 139, page 197, Estill County Clerk's office (hereinafter the "Edgar Puckett Tract");

thence in a northerly direction with the L&N Railroad's West right-of-way line 170 feet to a point which is 10 feet south west of the centerline of South-East Coal Company's lead track;

thence in a north westerly direction 10 feet from and parallel to the centerline of said lead track 490 feet to a point which is 300 feet north of the north end of a railroad car shop building; thence in a westerly direction 300 feet from and parallel to the North end of said railroad car shop building, if extended, 285 feet to a point which is also on a line 300 feet from the West line of the said railroad car shop building, if extended;

thence in a southerly direction 300 feet from and parallel to the West line of the said railroad car shop building, as extended, 615 feet to a point in the line between the Morris Elliott Tract and Edgar Puckett Tract; thence with the line between the said Morris Elliott Tract and Edgar Puckett Tract an easterly direction 370 feet to the point of beginning.

Parcel II (Nellie Osborne Tract)

Being a portion of that real property conveyed to South-East Coal Company by Nellie Osborne, single, and J. R. Calnes, single, by deed dated May 31, 1957, and recorded in Deed Book 101, page 488, Estill County Records, (all the real property conveyed by said deed being hereinafter the "Osborne Tract") and being further described as follows:

Parcel III (Spicer Tracts)

Being a portion of that real property conveyed to South-East Coal Company by J. W. Spicer and Cassie Spicer, his wife, by deed dated May 31, 1957, and recorded in Deed Book 101, page 493, Estill County Records (all the real property conveyed by said deed being hereinafter the "Spicer Tracts" with Tract 1 so conveyed hereinafter referred to as "Spicer Tract 1" and Tract 2 so conveyed hereinafter "Spicer Tract 2") said portion being further described as follows:

Tract No. 1. Beginning at a point fifty (50) feet westwardly along a radial line from a point in the center line of the main track of the L. & N. Railroad at Valuation Station 6325+80.5, which is 1,019.5 (one thousand nineteen and five-tenths) ft. measured in a general northerly direction along said center line of main track from Mile Post 230 from Louisville Kentucky; thence N 64° 00' W 321.0 ft. along a line common to the L. & N. Tract as described in Parcel II above to a point; thence N 15° 53' E 70.00 ft. to a point common to Spicer Tract 2; thence S 54° 03' E 324.5 ft. along the boundary of Spicer Tract 2 to a point 50 (fifty) ft. westwardly, as measured along a radial line from a point at said center line of main track at Valuation Station 6325+14.5; thence in a southerly direction fifty feet westwardly from and parallel to said center line of main track, a distance of 70 ft. to the point of beginning (0.5 Acres).

Tract No. 2 Being a portion of Spicer Tract 2, which portion is further described as follows:

Beginning at a point in the L&N Railroad's West right-of-way line, said point being 1,089.5 feet northerly from Mile Post 230; thence along the line between the Spicer Tracts 1 and 2 N 64° 03' W 324.6 feet to a point; thence N 39° 50' E 1,335 feet to a point in the line between the Spicer Tract 2 and tract 2 of the property sold to South-East Coal Company by Russell Powell and wife by deed dated April 7, 1958 and recorded in Deed Book 102, page 498, Estill County Clerk's office (hereinafter the "Powell I Tracts") thence along the said line between the Spicer Tracts and the Powell I Tracts S 46° 00' E 285 feet to a point in the Railroad's West right-of-way line; thence a southerly direction along the said right-of-way line approximately 1,273 feet to the point of beginning.

Parcel IV (L&N Tract)

Being the L&N Tract as defined in Parcel II above and being further described as follows:

Beginning at a point fifty (50) feet westwardly along a radial line from a point in the center line of the main track of the L. & N. at Valuation Station 6327+38, which point is eight hundred sixty-two (862) feet measured in a general northerly direction along said center line of main track from Mile Post 230 from Louisville, Kentucky, thence N 82° 43' W 318.2 ft. to a point common with the Osborne Tract; thence N 13° 27' E 267.8 ft. along the Osborne Tract line to a point common with a portion of the Spicer Tracts; thence S 64° 26' E 321.0 ft. to a point which is 50 (fifty) ft. westwardly along a radial line from a point in said center line of main track at Valuation Station 6325+80.5; thence southwardly along a line fifty (50) feet westwardly from and parallel to said center line of main track, a distance of approximately 167.0 to the point of beginning.

West right-of-way line of a county road known as Stump Road, said point also being near the lower end of a culvert which carries the drain underneath the County Road; thence in a southerly direction with the said County Road right-of-way line 70 feet to a point which is 725 feet above mean sea level; thence following a contour line 725 feet above mean sea level in generally a southwesterly direction 6,150 feet to a point where it meets a road or driveway which leads from the Stump Road to the Calmes house; thence down the hill in a westerly direction 538 feet to a point in the East right-of-way line of the L&N Railroad, said point also being 4,087 feet South of Mile Post 230 and 50 feet East of the centerline of the main track; thence in a northerly direction with the said East right-of-way line of the L&N Railroad to the point of beginning, containing 55 acres more or less.

Parcel VIII (Edgar Puckett Tract)

Being a portion of the Edgar Puckett Tract as defined in Parcel I above, said portion being further described as follows:

TRACT NO. 1: -- Known as the J. M. Witt farm, adjoining the land of Dave Powell and James F. Harris and bounded and described as follows to wit: -- Beginning at the division line between John and Joseph Brandenburg on the Kentucky River; thence N 60 E 4 poles to a small black walnut N 85 E 13 poles N 62 E 11 poles to a willow N 47 E 19 poles to a sycamore N 8 E 6 poles to a stake; N 43 W 22 1/2 poles to a stake on the fence; thence N 30 1/2 E 166 poles to a stone; thence E 29 poles to two white oaks; thence S 23 E 34 poles to a sycamore on a branch; thence down the same as it meanders 120 poles to the Kentucky River; thence down the same as it meanders N 34 W 53 poles to the beginning.

There is excepted out of this boundary a certain tract or parcel thereof formerly sold by first parties to Dave Powell and same is described as follows, being that portion of the above described tract lying North and West of a certain line agreed on by the said E. B. Powell and David Powell, said line is described as follows: to-wit: Beginning at a sycamore on the ditch or old line between the two pieces of meadowland owned by E. B. Powell and David Powell; thence east with the old line to the fence at the foot of the hill; thence east or northeast a straight line to the cliff to small white oak; thence same course to two small white oaks at the top of the ridge; thence to a small black jack at or near the northeast corner of Dave Powell's apple orchard.

There is further EXCEPTED and not hereby conveyed a tract of 2.07 acres formerly conveyed by R. W. Masters to L&N Railroad Company by deed of record in Deed Book 31, page 571, Estill County Court Clerk's Office.

TRACT NO. 2: -- Beginning at the road in Robt. Masters line; thence with the road to a stone near the branch; thence a straight line to a mulberry in Robt. Masters line; thence with said Masters line to the beginning.

thence continuing with the line of the Berryman Tract N 15° 20' E 900 feet to a point; thence leaving the line of the Berryman Tract S 73° 10' E 825 feet to a point; thence S 15° 20' W 460 feet to a point; thence S 27° 30' W 1,175 feet to a point; thence West 605 feet to a point in the East right-of-way line of Ky. 1840; thence with said right-of-way line a northerly direction 470 feet to the point of beginning.

Parcel X (Powell II Tract)

Being a portion of the Powell II Tract as defined in Parcel IX above, said portion being further described as follows:

Beginning at a point in the North right-of-way line of Ky. 1840, and in the West right-of-way line of a former County road (Witt Ridge Road), said point being also the southeast corner of the Powell II Tract; thence with the right-of-way line of former County road N 15° 43' E 553 feet to a point; thence N 8° 15' E 620 feet to a point; thence West 730 feet to a point on top of the hill; thence S 45° W 130 feet to a point in the saddle, said point being also a corner to the Powell I Tracts; thence S 10° 50' W 100 feet; thence S 42° 23' E 177 feet; thence S 22° 20' E 711 feet; thence S 13° 52' E 45 feet to a point in the North right-of-way line of Ky. 1840; thence with said right-of-way line 215 feet to the point of beginning.

TOGETHER WITH a non-exclusive easement thirty feet in width for process water pipeline purposes; in, over and upon the following described real property:

A strip of land 30 feet in width, being 15 feet each side of the centerline of a Process water pipeline (presently 26" O. D.) across the Powell II Tract as defined in Parcel IX above, said pipeline entering the Powell II Tract at a point 4,088 feet North of Mile Post 230 and in the East right-of-way of the L&N Railroad; thence in a southeasterly direction 500 feet to real property described above as part of Parcel X.

Parcel XI (Berryman Tract)

Being a portion of the Berryman Tract as described in Parcel IX above, said portion being further described as follows:

Beginning at a point in the West line of a former County road (Witt Ridge Road), said point being also a corner in the Powell II Tract, said point being also N 15° 43' E 553 feet from the North right-of-way line of Ky. 1840 and the Southeast corner of the said Powell II Tract; thence S 81° 05' E 315 feet to a point, the southeast corner of the Berryman Tract; thence with the Berryman Tract East line N 15° 20' E 900 feet to a point; thence N 79° 40' W 440 feet to a point in Berryman Tract West line;

thence with the West line of the Berryman Tract S 8° 20' W 930 feet to the point of beginning.

TRACT N

Tract I: The following described tract of land on the waters of White Oak Creek in Estill County, Kentucky, and bounded as follows to wit: Beginning at an iron wood, thence W 86 poles to a stake, thence N 9 3/4 poles, E 44 poles to a white oak on the ridge, N 85 1/4 W 84 poles to the edge of the Irvine and Winchester road; the black oak sapling pointer; thence with the road S 17 E 7 poles, S 3 1/2 E 34 poles, thence leaving the road N 46 W 12 4/5 poles to the beginning containing twenty-three (23) acres more or less.

Tract II: The following described tract or parcel of land in Estill County, Kentucky, and bounded as follows, to wit: On the waters of the Kentucky River and beginning at a white oak, thence S 50 E 20 poles to white oak N 60 W 20 poles to a white oak, thence S 82 1/4 W 21 poles to a white oak; thence N 32 W 20 poles to a Red Oak, thence S 41 1/2 W 24 poles to a chestnut oak, thence S 33 W 20 poles to a white oak, a corner for Sam'l Walters, thence with the Walters line S 5 E 20 poles to Wilson's corner, thence S 2 W 70 poles to a stake in Shepherds line, thence with Shepherd's line N 85 E 65 poles to a stake, thence N 10 E 20 poles to a white oak corner to Patsey Everman, thence N 5 W 78 poles to the beginning containing 50 acres more or less.

Tract III: A certain parcel of land in Estill County, Kentucky, on White Oak Creek, and beginning at a red bud and stone on the south side of the old Winchester road; thence northwest with the old Winchester road 945 feet to Dudley Puckett line, thence Southwest 5 feet to the New Winchester road, thence northeast 945 feet with New Winchester road to the mouth of a culvert, and stone, under the New Winchester Road; thence due north 145 feet to the beginning.

Tract IV: A certain tract or boundary of land lying and being in Estill county, Kentucky, and bounded and described as follows to wit: Beginning at a Black Oak on the side of the public road that leads from Irvine to Winchester, corner for Henry Salyers new Puckett, and Robert Witt (now Friend and Miller), thence running with the public road a North course seventy-eight steps to a Black Oak stump and stone, on the side of the road, thence up the hill a Westerly course, to the top of the hill to the Wilson Road, thence with the said Wilson road to the line between Friend and Miller and the Elizabeth Wallace tract at a Pine on the South side of the Wilson Road near a Black Oak, thence with the line between Wallace and Friend and Miller a South East course with the fence, to a White Oak in or near the Wallace and Miller and Friend line and near the fence, thence a South course with the fence, to the line between Friend and Miller and Puckett at a White Oak Stump on top of the ridge corner for Friend and Miller, and Wallace and Puckett and in Puckett line, thence with the Friend and Miller and Puckett line an East course to the beginning.

Tract V: On White Oak Creek, and beginning at a Red bud and stone on the South side of the old Winchester road; thence northwest with the old Winchester road 945 feet to Dudley Puckett's line; thence Southwest 5 feet to the New Winchester road; thence Southeast 945 feet with New Winchester road to the mouth of a culvert and stone; under the New Winchester road; thence northwest 145 feet to the beginning.

Tract VI: On the waters of White Oak Creek in said County, and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage of Floyd Puckett and Leoda Puckett, his wife, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs, thence with the line of Mitchell Combs a western direction two hundred seventy-five feet to the garden of Floyd Puckett and Leoda Puckett, his wife, thence in a southern direction seventy-five feet to a locust tree.

EXCEPTING FROM TRACTS NO. 1 AND 2 the following described real property:

Exception 1: Beginning at a point in the Railroad's East right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and Tract 2 of the William Elliott, Jr. Tract;

thence following the L&N Right-of-way line in a southerly direction approximately 800 feet to a point in the line between the Puckett Tract and Calmes Tract; thence leaving the L&N right-of-way and following the line between the Puckett Tract and the Calmes Tract in a northeasterly direction 426 feet to a point which is 300 feet East of the centerline of the Cella Airport runway, if extended; thence in a north westerly direction 300 feet from and parallel to the Center line of said runway 1,190 feet to a point in the line between the Edgar Puckett Tract and the William Elliott, Jr., Tract; thence with the said line between the Edgar Puckett Tract and the William Elliott, Jr., Tract a southeasterly direction 640 feet to the point of beginning.

Exception 2: Beginning at a point in the L&N Railroad's West right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and the Morris Elliott Tract; thence leaving the L&N right-of-way and following the line between the Edgar Puckett Tract and the Morris Elliott Tract a westerly direction 370 feet to a point which is 300 feet West of the West line of a railroad car shop building; thence in a southerly direction 300 feet from and parallel to the West line of said railroad car shop building, if extended, 400 feet to a point which is 300 feet South of the South line of said railroad car shop building if extended; thence in an easterly direction 300 feet from and parallel to the south line of said railroad car shop building 340 feet to a point in the west right-of-way line of the L&N Railroad; thence following the said West right-of-way line in a northerly direction 355 feet to the point of beginning.

Parcel IX (Williams Tract)

Being a portion of the real property conveyed to South-East Coal Company by C.T. Williams and Geneva Williams, his wife, by deed dated September 21, 1974, and recorded in Deed Book 140, page 704, Estill County Records (all the real property conveyed by said deed being hereinafter the "Williams Tract"), said portion being further described as follows:

Beginning at a point in the East right-of-way line of Ky. 1840, said point being also the Southeast Corner of the real property conveyed to South-East Coal Company by Russell Powell, a single person, by deed dated June 19, 1975, and recorded in Deed Book 143, page 238, Estill County Records (said real property hereinafter the "Powell II Tract") thence N 15° 41' E 553 feet to a point, corner to the Powell II Tract and to certain real property conveyed to South-East Coal Company by Joe Berryman and Retta Berryman, his wife, by deed dated May 17, 1975, and recorded in Deed Book 143, page 16, Estill County Records (said real property hereinafter the "Berryman Tract"), thence with the line of the Berryman Tract S 81° 05' E 315 feet to a point, the southeast corner of the Berryman Tract;

CALMES TRACT NO. 2

Beginning at a point on the easterly Right-of-way Limit of the L. & N. Railroad approximately opposite center line Valuation Station 6312 $\frac{1}{2}$ ±2 on said railroad; thence with the right-of-way Limit of the L. & N. Railroad in a general southerly direction for a distance of approximately 1732.7 ft.; thence departing from the L. & N. Right-of-way, N 85°21' E 234.0 ft., N 55°01' E 95.5 ft., S 64°08' E 706.7 ft., N 64°58' E 130.0 ft., N 63°02' E 105.2 ft., N 55°52' E 104.9 ft., N 54°02' E 431.7 ft., N 39°01' W 395.0 ft., N 36°19' W 44.7 ft., N 33°36' W 171.5 ft., N 33°27' E 488.1 ft., N 38°05' W 42.7 ft., to a point common with the Powell Tract; thence along a common line with the Powell Tract S 63°37' W 444.7 ft., N 50°22' W 514.3 ft. to the beginning.

Tract VII: Beginning at a marked forked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction to a marked white oak; thence a straight line to a planted stone in the line of Dudley Puckett; thence with his line to the beginning, containing approximately ten acres.

Less and excepting the following described lands, to wit:

Tract No. 1: Being all of Tract No. 6, and located on the waters of White Oak Creek in said county and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs (now owned by Dudley Puckett), thence with the line of Dudley Puckett a western direction two hundred seventy-five feet to a stone, thence in a southerly direction seventy-five feet to a locust post, thence a straight line to the road, the beginning.

Tract No. 2: Being part of Tract No. 7, and beginning at a marked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction approximately 200 feet to a stone and Kentucky Highway #1840; thence with said highway a southwesterly direction approximately 200 feet to a post; thence a straight line a southeasterly direction approximately 62 feet to said marked white oak and the beginning.

Tract No. 3: Beginning at a post (now stone) on the West side of the Irvine and Winchester State Highway (#89) and corner to Byron Agee (now Dudley Puckett and Julia Puckett, his wife), thence with said highway N 5 W approximately 180 feet to a stone near a telephone pole; thence a westerly direction a straight line approximately 520 feet to a stone and Kentucky Highway #1840; thence a southwesterly direction a straight line with the line of Dudley Puckett and Julia Puckett, his wife, approximately 200 feet to a marked double white oak; thence S 44 E 332 feet to an iron stake and black oak corner to Virgil Alcorn (now Dudley Puckett and Julia Puckett, his wife), thence with Alcorn's line and Agee's line (now said Puckett's line) N 47 1/2 E 515 feet to the beginning, and containing 4 1/2 acres more or less.

Tract No. 4: Beginning at a stone corner to Virgil Alcorn and Dud Puckett line; thence running 225 feet a southwest course to C.T. Williams line to a stone; thence 50 feet N to a black oak tree corner at Dud Puckett and Virgil Alcorn; thence down the hill 293 feet to a stone corner of Dud Puckett and Virgil Alcorn; thence 75 feet to the beginning, a stone, containing about one-tenth part of an acre.

Being the same lands conveyed to Winfred Puckett and Reva Puckett, his wife, by deed from Dudley Puckett and Julia Puckett, his wife, dated the 30th day of April, 1966, and of record in Deed Book 115, page 30, Estill County Court Clerk's Office.

Near North Irvine and on the old County Road, and more particularly described as follows: Beginning at a planted stone on the old county road which led to Winchester; thence N 1 W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet, to a stake; thence N 89° 1' W 280.8 feet, to a stake referenced by an 18 inch white oak; N 79 W 117.1 feet, to a stake; thence N 54° 30' W, 82.8 feet, to a stake N 37 W 371 feet, to a stake; thence N 21° 30' W 173 feet, to a stake; thence S 45° W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake referenced by a 36 inch hickory; thence S 31 E 157 feet, to a stake; thence S 28° 30' E 229.6 feet, to a stake; thence S 14° 30' E 151.1 feet, to a stake and a three inch hickory; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47 E 492.8 feet, to a stake and a 24 inch elm; thence N 77 E 7719 feet, to a stake; thence N 81 E 105.4 feet, to a stake; thence N 79 E 84.1 feet, to the beginning, and containing 16.44 acres.

Being the same lands conveyed to Dudley Puckett and Julia Puckett, his wife, to Winfred Puckett and Reva Puckett, his wife, by deed dated the 1st day of October, 1962, and of record in Deed Book 109, page 260, in the Estill County Court Clerk's Office.

Tract No. 1: Beginning on the West side of the Irvine and Winchester State Highway (#89) at a stone near a telephone pole and corner to the property of Winfred Puckett and Reva Puckett, his wife; thence with said highway N 5 W approximately 105 feet to a post corner; thence a straight line N 84 1/2 W approximately 300 feet to a stone and Kentucky Highway #1840; thence a Southwesterly direction approximately 200 feet with said Kentucky Highway #1840 to a marked white oak and corner to the property of Winfred Puckett and Reva Puckett, his wife; thence a straight line an Easterly direction approximately 520 feet with the property line of Winfred Puckett and Reva Puckett, his wife, to said Highway #89 and the beginning, and containing one and one-half (1 1/2) acres, more or less.

Tract No. 2: Being a part of Tract No. 3 and beginning on the West side of the Irvine and Winchester State Highway (#89) at a post corner; thence a Northerly direction approximately 200 feet with said Highway #89 to a post and Kentucky Highway #1840; thence a Westerly direction approximately 90 feet with said Highway #1840

to a post; thence a Southeasterly direction approximately 275 feet to a post; thence an Easterly direction approximately 35 feet to said Highway #89 and the beginning and containing one-half (1/2) acre, more or less.

Tract No. 3: Being a part of Tract No. 7; and beginning on the South side of Kentucky Highway #1840 at a post corner; thence a Westerly direction approximately 300 feet with said Highway #1840 to a stone; thence a straight line an Easterly direction approximately 265 feet to a post; thence a Northwesterly direction approximately 275 feet to said Highway #1840 and the beginning and containing one and one-half (1 1/2) acres, more or less.

Being the same lands conveyed to James D. Puckett and Velda Puckett, his wife, from Dudley Puckett and Julia Puckett, his wife, by deed dated the 17th day of June, 1966, and of record in Deed Book 115, page 161, Estill County Court Clerk's Office.

Parcel No. 4: All that part of said tract or tracts of land which lie within a distance of 70 feet on each side of the centerline of said proposed public road between the south east property line at approximate station 8/87.

Also the following parcel of land lying immediately adjacent to the above described parcel, on the side, to the width, and between the stations shown below.

Parcel	From	To	Width	Side
(a)	8/13	13/87	10'	Rt.

Parcel (a) is for the purpose of permanent right of way.

Being the same land conveyed to Dudley Puckett and Julia Puckett, his wife, to Commonwealth of Kentucky, Department of Highways, by deed dated the 27th day of October, 1959, and of record in Deed Book 105, page 135, Estill County Court Clerk's Office.

Parcel No. 1: Beginning at a point in the east property line, said point being in the west right of way line of Kentucky Highway No. 89, 50 feet left or south of approximate station 0/45 of the Revision C centerline; thence westerly and concentric with the centerline of the Revision C to a point 50 feet left or south of Station 4/00; thence westerly to a point 30 feet left or south of station 4/50; thence southwesterly and parallel with the centerline of the proposed public road to a point 30 feet or south of station 5/50; thence southwesterly to a point 60 feet left or south of station 7/00; thence southwesterly to a point in the north right of way line of the Stump Road 60 feet left or southeast of

approximate station 7/87; thence westerly with the north right of way line of the Stump Road to a point in the west property line 60 feet right or north of approximate station 9/75; thence northerly with the west property line to a point 70 feet right or north of approximate station 9/72; thence easterly and concentric with the centerline of the proposed road to a point 70 feet right or north of station 7/00; thence easterly to a point 30 feet right or north of station 5/50; thence easterly and parallel with the centerline of the proposed road to a point 30 feet right or north of station 4/50; thence northeasterly to a point 50 feet right or north of station 4/00; thence easterly and concentric with the centerline of the proposed road to a point in the east property line, said point being the northwest right of way line of Kentucky 89, 50 feet right or north of station 0/10.9; thence southwesterly with the east property line back to the point of beginning.

It is understood between the parties hereto and made a covenant herein that Parcel No. 1 described above is conveyed in fee simple and not merely for right of way purposes.

Also a parcel of land 15 feet in width lying immediately adjacent to and on the left or south side of the above described parcel between station 2/25 and 2/75. It is the specific intention of Floyd Puckett and Leoda Puckett to convey a permanent easement to the above described property for the purpose of constructing and perpetually maintaining a ditch outlet.

It is further agreed that South East Coal Company will either not disturb the existing spring box and waterlines or replace the spring box and make the necessary water connections.

And being the same property conveyed to Floyd Puckett and Leoda Puckett, his wife, a/k/a Leoda Ginter Puckett, by Owen Parker Bryant and Elizabeth G. Bryant, his wife, et al. by deed dated September 3, 1981, of record in Deed Book 160, page 179, Estill County Court Clerk's Office.

And being the same property conveyed to South East Coal Company by Floyd Puckett and Leoda Puckett, his wife, a/k/a Leoda Ginter Puckett, by deed dated June 18, 1982 of record in Deed Book 162, page 104 in the Estill County Clerk's Office.

TRACT O

Certain tracts of land lying in Estill County, Kentucky, and described as follows:

Near North Irvine and on the Old County Road, and more particularly described as follows:

Beginning at a planted stone on the old county road which led to Winchester; thence N 1° W 428.4 feet, to a stake; thence N 5° 30' W 283.2 feet, to a stake; thence N 89° 1' W 280.8 feet, to a stake referenced by an 18 inch white oak; N 79° W 117.1 feet, to a stake; thence N 54° 30' W 82.8 feet, to a stake, N 37° W 371 feet, to a stake; thence N 21° 30' W 173 feet, to a stake; thence S 45° W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake referenced by a 36 inch hickory; thence S 31° E 157 feet, to a stake; thence S 28° 30' E 229.6 feet, to a stake; thence S 14° 30' E 151.1 feet, to a stake and a three inch hickory; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47° E 492.8 feet, to a stake and a 24 inch elm; thence N 77° E 77.9 feet, to a stake; thence N 81° E 105.4 feet, to a stake; thence N 79° E 84.1 feet, to the beginning, and containing 16.44 acres.

The foregoing land by actual survey is described as follows:

Beginning at a stone in the West right-of-way of the old County Road leading from Irvine to Winchester, thence N 1° W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet to a stake; thence N 89° W 280.8 feet to a stake, referenced by a twin 18 inch white oak tree; thence N 79° W 117.1 feet to a stake; thence N 54° 30' W 82.8 feet to a stake; thence N 37° W 371 feet to a stake; thence N 21° 30' W 173 feet to a stake; thence S 45° W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake, referenced by a 36 inch hickory tree; thence S 31° E 157 feet to a stake; thence S 28° 30' E 229.6 feet to a stake; thence S 14° 30' E 151.1 feet to a stake and 3 inch hickory tree; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47° E 492.8 feet to a stake and 24 inch elm tree; thence N 77° E 77.9 feet to a stake; thence N 81° E 105.4 feet to a stake; thence N 79° E 84.1 feet to the beginning, containing 16.44 acres.

The parcel of land described in the foregoing survey and designated South East Coal Co., 9.08 acres on the plat is the part conveyed by this deed to South East Coal Company.

There is excepted from this Deed and not conveyed herein a parcel of land described in the foregoing survey and designated Winfred Puckett, 7.34 acres, on the plat, which is retained by Winfred Puckett and Reva Puckett, his wife, and described as follows:

Beginning at a stone in the West right-of-way of the old County Road leading from Irvine to Winchester and also being the Northeast corner of a tract of land owned by Eldon and Hope Hughes, thence with said road right-of-way N 1° W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet to a stake; thence leaving said road right-of-way N 89° W 280.8 feet to a stake, referenced by a twin 18 inch white oak tree; thence N 79° W 117.1 feet to a stake; thence N 54° 30' W 38 feet to a stake; thence S 18° 45' W 117.81 feet to a stake; thence S 6° 58' 19" E 323.25 feet to a stake; thence S 25° 16' 26" E 160.35 feet to a stake; thence S 32° 56' E 279.41 feet to a stake in the North line of Eldon and Hope Hughes tract; thence with said tract N 77° E 38.5 feet to a stake; thence N 81° E 105.4 feet to a stake; thence N 79° E 84.1 feet to the beginning, containing 7.34 acres.

Being a part of the same land conveyed by Dudley Puckett and Julia Puckett, his wife, to Winifred Puckett and Reva Puckett, his wife, by deed dated October 1, 1962 and recorded in Deed book 109, at page 260, records of the Estill County Court Clerk's Office. Actual survey and plat of the above described land is recorded in Book _____ at page _____ in the Estill County Court Clerk's Office.

Tract No. 1: Being all of Tract No. 6 and located on the waters of White Oak Creek in said County and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs (now owned by Dudley Puckett), thence with the line of Dudley Puckett a western direction two hundred seventy-five feet to a stone, thence in a southerly direction seventy-five feet to a locust post, thence a straight line to the road, the beginning.

Tract No. 2: Being part of Tract No. 7, and beginning at a marked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction approximately 200 feet to a stone and Kentucky Highway #1840; thence with said highway a southwesterly direction approximately 200 feet to a post; thence a straight line a southeasterly direction approximately 62 feet to said marked white oak and the beginning.

Tract No. 3: Beginning at a post (now stone) on the West side of the Irvine and Winchester State Highway (#89) and corner to Byron Agee (now Dudley Puckett and Julia Puckett, his wife), thence with said highway N 5 W approximately 180 feet to a stone near a telephone pole; thence a westerly direction a straight line approximately 520 feet to a stone and Kentucky Highway #1840; thence a

southwesterly direction a straight line with the line of Dudley Puckett and Julia Puckett, his wife, approximately 200 feet to a marked double white oak; thence S 44° E 332 feet to an iron stake and black oak corner to Virgil Alcorn (now Dudley Puckett and Julia Puckett, his wife), thence with Alcorn's line and Agee's line (now said Puckett's line) N 47 1/2° E 515 feet to the beginning, and containing 4 1/2 acres more or less.

The part of the foregoing land herein conveyed is described by actual survey as follows;

Beginning at an iron pin in the West right of way of Kentucky Highway #89 approximately one mile North of Irvine, Kentucky, at the Southeast corner of a tract of land owned by Effie M. Hughes and also being 375 feet South of the intersection of Kentucky Highway #89 and Kentucky Highway #1840 measuring along the center line of Kentucky Highway #89, thence leaving said road and with the South line of said Hughes tract S 75° 59' 5" W 556.57 feet to an iron pin at the South right-of-way of Kentucky Highway #1840; thence with said road right-of-way S 35° 32' 15" W 43.01 feet to an iron pin at the North right-of-way of Old Stump Road (now abandoned); thence with said road right-of-way S 72° 28' 28" E 99.62 feet to an iron pin; thence S 68° 11' 55" E 107.70 feet to an iron pin; thence S 36° 43' 15" E 276.91 feet to an iron pin in the North line of a tract of land owned by David Spicer; thence leaving said right-of-way and with the North line of said Spicer's lot, and also with the North line of a tract of land owned by a Jehovah Witness Church North 56° 45' 46" E 315.50 feet to an iron pin in the West right-of-way of Kentucky Highway #89; thence with said road right-of-way N 18° 39' 20" W 124.02 feet to an iron pin; thence N 11° 2' 33" W 66.41 feet to an iron pin; thence N 3° 48' 39" W 106.39 feet to the point of beginning, containing 3.33 acres.

Being all of Tract No. 1 and part of Tract No. 2 and part of Tract No. 3 and being a part of the same land conveyed by Dudley Puckett and Julia Puckett, his wife, to Winfred Puckett and Reva Puckett, his wife, by deed dated April 30, 1966, and recorded in Deed Book 115, page 30, of the Estill County Court Clerk's Office. Actual survey and plat of the above described land is recorded in _____ Book _____, at page _____, of record in the Estill County Clerk's Office.

There is excepted therefrom that certain Deed For Highway Purposes dated October 27, 1959, of record in Deed Book 105, page 135 in the Office of the Estill County Court Clerk.

There is except from the above described property situated in Estill County, Kentucky, that property conveyed to South East Coal Company in Deed Book 183, Page 612, dated March 31, 1989 and that property conveyed to Maxie LaViers in Deed Book 159, Page 178, dated August 26, 1980, all of record in the Office of the Estill County Court Clerk.

There is excepted from the above described property all of the property previously conveyed by DLX, INC. pursuant to the Deeds set forth below:

1. Deed to the Estill County Industrial Development Authority, Inc. dated September 30, 1993, of record in Deed Book 204, Page 700, in the Office of the Estill County Clerk;
2. Deed to Estill County, Kentucky, dated October 19, 1993, of record in Deed Book 205, Page 301, in the Office of the Estill County Clerk;
3. Deed to Estill County, Kentucky, dated February 7, 1994, of record in Deed Book 206, Page 257, in the Office of the Estill County Clerk;
4. Deed to Pearl and Kalcie Harris, dated June 28, 1994, of record in Deed Book 208, Page 377, in the Office of the Estill County Clerk; and
5. Deed to Harry LaViers, Jr., Trustee, dated September 15, 1993, of record in Deed Book 204, Page 615, in the Office of the Estill County Clerk.

There is reserved to DLX, INC., Grantor herein, and not conveyed hereby, the following tract of property:

WATERTANK PROPERTY

The following property is to be reserved for DLX. A portion of Block 3 in the future development of Calla Subdivision and described as follows:

Beginning at an iron pin the second corner of a parcel owned by Jack Jenkins more particularly described in a deed found in Deed Book 153 Page 276 of the Estill County Court Clerk's Office, thence with lines of said parcel N 86 26 E, 127.88' to an iron pin, thence N 35 04 E, 71.29' to an iron pin, thence N 70 33 E, 133.39' to an iron pin, thence N 66 53 E, 88.49' to an iron pin in the property line of Irvine Municipal Utilities, thence with said property line S 49 54 E 81.9' to a stake, thence S 40 54 W, 30.8' to a stake which lies N 26 09 E, 50.0' from the water tank thence following an arc around and 50' from the water tank to a stake bearing N 52 43 E 50' from the water tank thence continuing with the line of the Irvine Municipal Utilities; N 39 58 E 50.0' to the outer line of Block 3; thence leaving the Utilities property and with the outer line of Block 3; S 49 39 E, 108.7' to a stake, thence S 26 01 E, 234.9' to a stake, thence S 39 13 W, 711.4' to a stake at the right of way of Stump Road; thence with said right of way N 59 19 W 185.9' to a stake, thence N 64 58 W 40.0' to a stake, thence N 67 16 W 76.9' to a stake, thence N 69 16 W 123.4' to a stake, thence N 53 06 W 146.5' to a stake, thence N 41 21 W 107.4' to a stake, thence N 17 37 W 104.5' to a stake at an elevation of 750' above sea level thence following the 750' elevation around the hill to a point in the first line of the Jenkins parcel; thence S 16 59 E 35.2' to the beginning, and being 12.5 acres more or less.

Being a portion of the same property conveyed to DLX, INC., a Kentucky corporation, from South East Coal Company, a Kentucky corporation, by Deed dated March 14, 1993, of record in Deed Book 202, Page 426, in the Office of the Estill County Clerk.

Together with all rights, title and interest conveyed to DLX, INC., by that certain Right-Of-Way Deed dated October 13, 1993 from Estill County Industrial Development Authority, Inc. of record in Deed Book 205, Page 67, and as amended by that certain Deed of Correction dated November 8, 1993, of record in Deed Book 205, Page 379, all references to the Office of the Estill County Clerk.

210/291

DEED OF CORRECTION

THIS DEED OF CORRECTION, is made and entered into this the 14 day of Oct, 1994, by and between DLX, INC., a Kentucky corporation, of State Route 1840, P. O. Box 332, Irvine, Kentucky 40336, hereinafter referred to as "Grantor", and KENTUCKY PROCESSING COMPANY, a Kentucky General Partnership, whose business address is Box 880, 348 Calla Road, Irvine, Kentucky 40336, hereinafter referred to as "Grantee".

W I T N E S S E T H:

THAT, WHEREAS, by a certain deed dated August 4, 1994, and of record in Deed Book 209, Page 143, in the office of the Clerk of the County Court of Estill County, Kentucky, the Grantee, KENTUCKY PROCESSING COMPANY, was incorrectly identified in the exordium of said deed as KENTUCKY PROCESSING CORPORATION; and

WHEREAS, it is the desire and intent of the parties to remedy said error by correctly identifying the Grantee as KENTUCKY PROCESSING COMPANY; and

NOW, THEREFORE, in consideration of the premises, in order to correct the aforesaid deed, and for the same consideration set forth in the deed recorded in Deed Book 209, Page 143, of the Estill County Court Clerk's Office, the sufficiency and adequacy of which is hereby acknowledged, Grantor has bargained and sold and does hereby grant and convey unto the Grantee, in fee simple, its successors and assigns forever, all of those certain tracts or parcels of real property located in Estill County, Kentucky, and more particularly described on Exhibit A attached hereto which is hereby incorporated by reference.

TO HAVE AND TO HOLD the above-described premises, together with all rights, privileges and appurtenances thereunto belonging, unto Grantee, in fee simple, its successors and assigns, forever. Grantor does hereby covenant and warrant that it is lawfully seized in fee simple of said real property, that it has good and lawful right to sell and convey the same as herein done, and that the title thereto is free and clear of all liens, encumbrances and rights of others, except as

hereinafter stated, and with said exceptions, the Grantor WARRANTS GENERALLY the title thereto. This conveyance is made subject to and there are excepted from the foregoing warranties and covenants of title the following:

(1) Those certain mortgages, liens and encumbrances in favor of Jadeco, Inc. and Kentucky May Coal Co., Inc., evidenced by Mortgages dated March 15, 1993, of record in Mortgage Book P4, Page(s) 472, 509, 569, and 630, in the Estill County Clerk's Office.

(2) All easements existing on the date hereof for electrical, gas, telephone, water and other public utilities and public highways over, upon or across the above-described land, which are either visible or of record in the Estill County Clerk's Office; and

(3) Ad valorem real property taxes assessed as of January 1, 1994.

As partial consideration for the foregoing transaction and in order to induce the Grantee to consummate the transaction provided for herein, Grantor, for itself, its successors and assigns and all future owners of the real property owned by Grantor and more particularly described on Exhibit B attached hereto (the "Restricted Property") agrees and covenants that it will not interfere with, complain about or object to any lawful actions or operations of Grantee which presently exist or which may commence in the future on the premises hereby conveyed to Grantee. This covenant shall run with the Restricted Property and shall be binding upon Grantor, its successors, assigns and all future owners of the Restricted Property and shall inure to the benefit of Grantee, its successors and assigns.

Pursuant to KRS Chapter 382, the undersigned do hereby certify that the consideration set forth in the foregoing deed is the true, correct and full consideration paid for the property conveyed hereby and further certify our understanding that falsification of the stated consideration or sale price of the property is a Class D felony, subject to one to five years imprisonment and fines up to \$10,000.00. The Grantee has executed this deed for the sole purpose of certifying the consideration pursuant to KRS Chapter 382.

IN TESTIMONY WHEREOF, the parties hereto have executed this instrument the day and year first above written.

GRANTOR:

DLX, INC.,
a Kentucky corporation

BY: *Donald G. Lavers*
DONALD G. LAVIERS
ITS: President

GRANTEE:

KENTUCKY PROCESSING COMPANY,
a Kentucky general partnership

BY: KENTUCKY MINERAL PROCESSING
INC., a general partner

BY: *W. David Carter*
W. DAVID CARTER
Its: President

BY: DIAMONDHEAD RESOURCES,
INC., a general partner

BY: *Edward L. Clemons*
EDWARD L. CLEMONS
ITS: President

STATE OF KENTUCKY

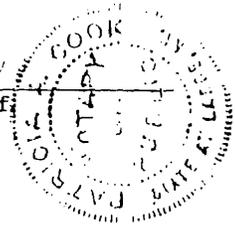
COUNTY OF *Estill*

The foregoing Deed of Correction was subscribed, sworn to and acknowledged before me this *22nd* day of *October*, 1994, by W. DAVID CARTER, as President of KENTUCKY MINERAL PROCESSING, INC., general partner of KENTUCKY PROCESSING COMPANY, a Kentucky general partnership, for and on behalf of said corporation, Grantee.

MY COMMISSION EXPIRES:

8/3/97

William J. Carter
NOTARY PUBLIC, State of
Kentucky at Large



STATE OF KENTUCKY

COUNTY OF *Estill*

The foregoing Deed of Correction was subscribed, sworn to and acknowledged before me this *26th* day of *October*, 1994, by EDWARD L. CLEMONS, as President of DIAMONDHEAD RESOURCES, INC.,

EXHIBIT A
Legal Description

Being all of the property described as Parcels I, II, III, IV, V, VI, VII, VIII, IX, X and XI, Calmes Tract No. 2, Tract N and Tract O, in that certain Deed dated March 14, 1993, between SOUTH-EAST COAL COMPANY, Grantor, and DLX, INC., Grantee, which appears of record in Deed Book 202, Page 426, in the Office of the Estill County Clerk, and being more particularly described as follows:

Situated in Estill County, Kentucky, and being further described as follows:

Parcel I (Morris Elliott Tract)

Being a portion of the real property conveyed to South-East Coal Company by Morris Elliott and Lucille Elliott, his wife, by deed dated May 31, 1957, and recorded in Deed Book 101, page 490, Estill County Records, (all the real property conveyed by said deed hereinafter the "Morris Elliott Tract") and being further described as follows:

Beginning at a point on L. & N. Right of Way at L. & N. survey station 6358+82 and following a natural drain S 46° 27' W 133.2 ft., S 34° 46' W 109.4 ft., S 66° 32' W 211.0 ft., S 68° 13' W 122.0 ft., S 78° 14' W 108.9 ft., N 81° 38' W 77.6 ft., S 75° 35' W 59.6 ft., to the Kentucky River; thence down the river N 38° 17' W 200.0 ft., N 30° 53' W 163.3 ft., N 27° 23' W 271.4 ft., N 30° 04' W 239.3 ft., N 24° 20' W 396.0 ft., N 30° 10' W 308.2 ft., N 39° 27' W 364.5 ft., N 58° 45' W 349.1 ft., N 69° 14' W 105.2 ft., a distance of approximately 2397 ft.; thence leaving the river in a direction of N 39° 25' E 487.4 ft., to the L. & N. Right of Way; and proceeding along the L. & N. Right of Way to the beginning, a distance of approximately 2623.5 ft.

EXCLUDING THEREFROM the following described real property:

Beginning at a point in the L&N Railroad's West right-of-way line, said point being located 2,280 feet south of Mile Post 230 and also being in the line between the Morris Elliott Tract and the property sold to South-East Coal Company by Edgar Puckett by deed dated April 5, 1974, and recorded in Deed Book 139, page 197, Estill County Clerk's office (hereinafter the "Edgar Puckett Tract");

thence in a northerly direction with the L&N Railroad's West right-of-way line 170 feet to a point which is 10 feet south west of the centerline of South-East Coal Company's lead track;

thence in a north westerly direction 10 feet from and parallel to the centerline of said lead track 490 feet to a point which is 100 feet north of the north end of a railroad car shop building; thence in a westerly direction 300 feet from and parallel to the North end of said railroad car shop building, if extended, 285 feet to a point which is also on a line 300 feet from the West line of the said railroad car shop building, if extended;

thence in a southerly direction 300 feet from and parallel to the West line of the said railroad car shop building, as extended, 615 feet to a point in the line between the Morris Elliott Tract and Edgar Puckett Tract; thence with the line between the said Morris Elliott Tract and Edgar Puckett Tract an easterly direction 370 feet to the point of beginning.

Parcel II (Nellie Osborne Tract)

Being a portion of that real property conveyed to South-East Coal Company by Nellie Osborne, single, and J. R. Calmes, single, by deed dated May 31, 1957, and recorded in Deed Book 101, page 488, Estill County Records, (all the real property conveyed by said deed being hereinafter the "Osborne Tract") and being further described as follows:

Consisting of 65 acres, more or less,
situated 1 1/2 miles northeast of Irvine,
Kentucky, on the County Road leading to

Irvine and Winchester Highway and more
particularly described as follows:

On the East side of the Kentucky River at
and near what is known as Cubbard Rock; and
bounded and described as follows, to-wit:
For boundary beginning at a stone in the
right of the Louisville & Nashville
Railroad; thence with the said right-of-way
north 29 degrees west 10 poles, north 17
degrees west 14 poles, north 8 degrees west
13 1/3 poles; thence departing from the
railroad right-of-way S 88 1/2 degrees West
182 poles north 8 degrees east 21 poles;
thence with common line between Chris Tipton
and Arch Miller, north 64 degrees west 71
poles to the Kentucky River; thence up said
river south 58 degrees west 10 1/3 poles;
thence south 44 degrees west 12 1/3 poles,
south 52 degrees west 6 1/3 poles; south 60
degrees west 16 poles; south 35 degrees west
24 poles, south 12 degrees west 11 poles,
south 14 degrees east 8 poles, south 24
degrees east 7 poles, S 31 degrees east 8
1/2 poles, south 64 degrees east 12 poles,
South 69 degrees east 6 poles, south 56
degrees east 16 1/3 poles, S 77 degrees east
13 poles, South 85 degrees east 5 poles,
south 81 degrees east 14 poles, south 79
degrees east 19 poles, south 77 degrees east
42 poles; thence departing from the river,
and with common line between Arch Miller and
Powell north 39 degrees east 31 poles to the
beginning, containing 65 acres, more or less.

EXCLUDING THEREFROM the following described real

property:

Beginning at a point at the south-west
corner of a parcel of land conveyed to
South-East Coal Company by the Louisville
and Nashville Railroad Company by deed dated
January 20, 1958, and recorded in deed book
102, page 507, Estill County Clerk's Office
(said land hereinafter the "L & N Tract"),
said point being also 168.2 feet westwardly
along a radial line from a point in the
centerline of the main track of the L & N at
Valuation Station 6177+38; thence S 54° 30'
W 143.9 feet; thence S 21° 20' E 470 feet;
thence S 68° 40' W 600 feet; thence S 2° 20'
W 118 feet to a point at the Kentucky River,
said point being also approximately 697 feet
downstream from the westernmost corner of
the Morris Elliott Tract; thence with the
meanders of the Kentucky River downstream
approximately 3,495 feet to a point which is
the northwest corner of the Osborne Tract,
and which is also the Southwest corner of
Spicer Tract 2 as hereinafter defined in
Parcel III; thence with the line between
Spicer Tract 2 and the Osborne Tract S 64°
00' E 1,218.5 feet to a point which is the
northwest corner of Spicer Tract 1 as
hereinafter defined in Parcel III; thence
following the westerly line of Spicer Tract
1 and the L & N Tract S 13° 27' W 337.8 feet
to the point of beginning.

Parcel III (Spicer Tracts)

Being a portion of that real property conveyed to South-East Coal Company by J. W. Spicer and Cecale Spicer, his wife, by deed dated May 31, 1957, and recorded in Deed Book 101, page 491, Estill County Records (all the real property conveyed by said deed being hereinafter the "Spicer Tracts" with Tract 1 so conveyed hereinafter referred to as "Spicer Tract 1" and Tract 2 so conveyed hereinafter "Spicer Tract 2") said portion being further described as follows:

Tract No. 1. Beginning at a point fifty (50) feet westwardly along a radial line from a point in the center line of the main track of the L. & N. Railroad at Valuation Station 6125+80.5, which is 1,019.5 (one thousand nineteen and five-tenths) ft. measured in a general northerly direction along said center line of main track from Mile Post 230 from Louisville Kentucky; thence N 64° 00' W 321.0 ft. along a line common to the L. & N. Tract as described in Parcel II above to a point; thence N 15° 33' E 70.00 ft. to a point common to Spicer Tract 2; thence S 54° 03' E 324.5 ft. along the boundary of Spicer Tract 2 to a point 50 (fifty) ft. westwardly, as measured along a radial line from a point at said center line of main track at Valuation Station 6125+14.5; thence in a southerly direction fifty feet westwardly from and parallel to said center line of main track, a distance of 70 ft. to the point of beginning (0.5 Acres).

Tract No. 2 Being a portion of Spicer Tract 2, which portion is further described as follows:

Beginning at a point in the L&N Railroad's West right-of-way line, said point being 1,089.5 feet northerly from Mile Post 230; thence along the line between the Spicer Tracts 1 and 2 N 64° 03' W 324.6 feet to a point; thence N 39° 50' E 1,385 feet to a point in the line between the Spicer Tract 2 and tract 2 of the property sold to South-East Coal Company by Russell Powell and wife by deed dated April 7, 1958 and recorded in Deed Book 103, page 438, Estill County Clerk's office (hereinafter the "Powell I Tracts") thence along the said line between the Spicer Tracts and the Powell I Tracts S 46° 00' E 285 feet to a point in the Railroad's West right-of-way line; thence a southerly direction along the said right-of-way line approximately 1,273 feet to the point of beginning.

Parcel IV (L&N Tract)

Being the L&N Tract as defined in Parcel II above and being further described as follows:

Beginning at a point fifty (50) feet westwardly along a radial line from a point in the center line of the main track of the L. & N. at Valuation Station 6127+18, which point is eight hundred sixty-two (862) feet measured in a general northerly direction along said center line of main track from Mile Post 230 from Louisville, Kentucky, thence N 82° 45' W 318.2 ft. to a point common with the Osborne Tract; thence N 13° 27' E 267.8 ft. along the Osborne Tract line to a point common with a portion of the Spicer Tracts; thence S 64° 26' E 321.0 ft. to a point which is 50 (fifty) ft. westwardly along a radial line from a point in said center line of main track at Valuation Station 6125+80.5; thence southwardly along a line fifty (50) feet westwardly from and parallel to said center line of main track, a distance of approximately 167.0 to the point of beginning.

Parcel V (Powell I Tract)

Being a portion of the Powell I Tracts as defined in Parcel III above, said portion being further described as follows:

Beginning at a point in the West right-of-way line of the L&N Railroad, said point being located 2,358 feet North of Mile Post 230, and also being in the line between the Powell I Tracts and the Spicer Tracts; thence with the Spicer and Powell line N46°00'W 1,128.9 feet to the Kentucky River; thence down the river 1,960 feet; thence leaving the river S46°00'E 500 feet to the West right-of-way line of the Railroad; thence a southwesterly direction with the railroad right-of-way 1,880 feet to the point of beginning.

Parcel VI (William Morris Elliott, Jr., Tract)

Being a portion of the real property conveyed to South-East Coal Company by William Morris Elliott, Jr., et al. by deed dated June 16, 1969, and recorded in Deed Book 124, page 228, Estill County Records (all the real property conveyed by said deed being hereinafter the "William Elliott, Jr., Tract"), said portion being further described as follows:

Beginning at a point in the West right-of-way line of Ky. 1840, said point being also a corner to the William Elliott, Jr., Tract and to the Edgar Puckett Tract as defined in Parcel I above, thence in a northwesterly direction with the said right-of-way line 840 feet to a point; thence leaving the said right-of-way S50°50'W 1,270 feet to a point; thence S36°20'E 1,235 feet to a point; said point being also in the line between the Edgar Puckett Tract and the William Elliott, Jr., Tract; thence N34°E 1,470 feet to the point of beginning.

TOGETHER WITH a non-exclusive easement thirty feet in width for refuse slurry pipeline purposes, in, over and upon the following described real property:

A strip of land 30 feet in width, being 15 feet each side of the centerline of a refuse slurry pipeline (presently 12" I. D.) across the said William Elliott, Jr. Tract, said pipeline entering said William Elliott, Jr. Tract at a point 250 feet South of Mile Post 230 and in the East right-of-way line of the L&N railroad; thence in an easterly direction 2,100 feet to Parcel VIII hereinafter described.

Parcel VII (Calmes Tract)

Being that real property conveyed to South-East Coal Company by John R. Calmes, Sr., by deed dated February 17, 1978, and recorded in Deed Book 151, page 172, Estill County Records (all the real property conveyed by said deed being hereinafter the "Calmes Tract"), said real property being further described as follows:

Beginning at a point in the East right-of-way of the L&N Railroad, said point being 1,049 feet South of Mile Post 230 and 75 feet from the center line of the main track, said point also being in the centerline of a small drain and near the upper end of a concrete box culvert underneath the railroad tracks; thence in a northeasterly direction up the drain 1,270 feet to a point in the

West right-of-way line of a county road known as Stump Road, said point also being near the lower end of a culvert which carries the drain underneath the County Road; thence in a southerly direction with the said County Road right-of-way line 70 feet to a point which is 725 feet above mean sea level; thence following a contour line 725 feet above mean sea level in generally a southwesterly direction 6,150 feet to a point where it meets a road or driveway which leads from the Stump Road to the Calmes house; thence down the hill in a westerly direction 538 feet to a point in the East right-of-way line of the L&N Railroad, said point also being 4,087 feet South of Mile Post 230 and 50 feet East of the centerline of the main track; thence in a northerly direction with the said East right-of-way line of the L&N Railroad to the point of beginning, containing 55 acres more or less.

Parcel VIII (Edgar Puckett Tract)

Being a portion of the Edgar Puckett Tract as defined

in Parcel I above, said portion being further described as follows:

TRACT NO. 1: -- Known as the J. N. Witt farm, adjoining the land of Dave Powell and James F. Harris and bounded and described as follows: to-wit: -- Beginning at the division line between John and Joseph Brandenburg on the Kentucky River; thence N 60 E 4 poles to a small black walnut N 85 E 13 poles N 62 E 11 poles to a willow N 47 E 19 poles to a sycamore N 8 E 6 poles to a stake; N 43 W 22 1/2 poles to a stake on the fence; thence N 30 1/2 E 166 poles to a stake; thence E 29 poles to two white oaks; thence S 23 E 34 poles to a sycamore on a branch; thence down the same as it meanders 320 poles to the Kentucky River; thence down the same as it meanders N 34 W 53 poles to the beginning.

There is excepted out of this boundary a certain tract or parcel thereof formerly sold by first parties to Dave Powell and same is described as follows, being that portion of the above described tract lying North and West of a certain line agreed on by the said E. B. Powell and David Powell, said line is described as follows: to-wit: Beginning at a sycamore on the ditch or old line between the two pieces of meadowland owned by E. B. Powell and David Powell; thence east with the old line to the fence at the foot of the hill; thence east or northeast a straight line to the cleft to small white oak; thence same course to two small white oaks at the top of the ridge; thence to a small black jack at or near the northeast corner of Dave Powell's apple orchard.

There is further EXCEPTED and not hereby conveyed a tract of 2.07 acres formerly conveyed by R. H. Masters to L&N Railroad Company by deed of record in Deed Book 11, page 571, Estill County Court Clerk's Office.

TRACT NO. 2: -- Beginning at the road in Robt. Masters line; thence with the road to a stone near the branch; thence a straight line to a mulberry in Robt. Masters line; thence with said Masters line to the beginning.

EXCEPTING FROM TRACTS NO. 1 AND 2 the following

described real property:

Exception 1: Beginning at a point in the Railroad's East right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and Tract 2 of the William Elliott, Jr. Tract;

thence following the L&N Right-of-way line in a southerly direction approximately 800 feet to a point in the line between the Puckett Tract and Calmes Tract; thence leaving the L&N right-of-way and following the line between the Puckett Tract and the Calmes Tract in a northeasterly direction 426 feet to a point which is 100 feet East of the centerline of the Callz Airport runway, if extended; thence in a north westerly direction 100 feet from and parallel to the Center line of said runway 1,190 feet to a point in the line between the Edgar Puckett Tract and the William Elliott, Jr., Tract; thence with the said line between the Edgar Puckett Tract and the William Elliott, Jr., Tract a southwesterly direction 640 feet to the point of beginning.

Exception 2: Beginning at a point in the L&N Railroad's West right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and the Morris Elliott Tract; thence leaving the L&N right-of-way and following the line between the Edgar Puckett Tract and the Morris Elliott Tract a westerly direction 170 feet to a point which is 100 feet West of the West line of a railroad Car shop building; thence in a Southerly direction 100 feet from and parallel to the West line of said railroad car shop building, if extended, 400 feet to a point which is 100 feet South of the South line of said railroad car shop building if extended; thence in an easterly direction 100 feet from and parallel to the south line of said railroad car shop building 140 feet to a point in the west right-of-way line of the L&N Railroad; thence following the said West right-of-way line in a northerly direction 155 feet to the point of beginning.

Parcel IX (Williams Tract)

Being a portion of the real property conveyed to South-East Coal Company by C.T. Williams and Geneva Williams, his wife, by deed dated September 21, 1974, and recorded in Deed Book 140, page 704, Estill County Records (all the real property conveyed by said deed being hereinafter the "Williams Tract"), said portion being further described as follows:

Beginning at a point in the East right-of-way line of Ky. 1840, said point being also the Southeast Corner of the real property conveyed to South-East Coal Company by Russell Powell, a single person, by deed dated June 19, 1975, and recorded in Deed Book 141, page 236, Estill County Records (said real property hereinafter the "Powell II Tract") thence N 15° 45' E 551 feet to a point, corner to the Powell II Tract and to certain real property conveyed to South-East Coal Company by Joe Bertyman and Retta Bertyman, his wife, by deed dated May 17, 1975, and recorded in Deed Book 143, page 16, Estill County Records (said real property hereinafter the "Bertyman Tract"), thence with the line of the Bertyman Tract S 81° 05' E 315 feet to a point, the southeast corner of the Bertyman Tract;

EXCEPTING FROM TRACTS NO. 1 AND 2 the following described real property:

Exception 1: Beginning at a point in the Railroad's East right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and Tract 2 of the William Elliott, Jr. Tract;

thence following the L&N Right-of-way line in a southerly direction approximately 800 feet to a point in the line between the Puckett Tract and Calmes Tract; thence leaving the L&N right-of-way and following the line between the Puckett Tract and the Calmes Tract in a northeasterly direction 426 feet to a point which is 300 feet East of the centerline of the Callie Alipott runway, if extended; thence in a north westerly direction 300 feet from and parallel to the Center line of said runway 1,190 feet to a point in the line between the Edgar Puckett Tract and the William Elliott, Jr., Tract; thence with the said line between the Edgar Puckett Tract and the William Elliott, Jr., Tract a southwesterly direction 640 feet to the point of beginning.

Exception 2: Beginning at a point in the L&N Railroad's West right-of-way line, said point being located 2,280 feet South of Mile Post 230, and also being in the line between the Edgar Puckett Tract and the Morris Elliott Tract; thence leaving the L&N right-of-way and following the line between the Edgar Puckett Tract and the Morris Elliott Tract a westerly direction 370 feet to a point which is 300 feet West of the West line of a railroad Car shop building; thence in a Southerly direction 300 feet from and parallel to the West line of said railroad car shop building, if extended, 400 feet to a point which is 300 feet South of the South line of said railroad car shop building if extended; thence in an easterly direction 300 feet from and parallel to the south line of said railroad car shop building 340 feet to a point in the west right-of-way line of the L&N Railroad; thence following the said West right-of-way line in a northerly direction 355 feet to the point of beginning.

Parcel IX (Williams Tract)

Being a portion of the real property conveyed to South-East Coal Company by C.T. Williams and Geneva Williams, his wife, by deed dated September 21, 1974, and recorded in Deed Book 140, page 704, Estill County Records (all the real property conveyed by said deed being hereinafter the "Williams Tract"), said portion being further described as follows:

Beginning at a point in the East right-of-way line of Ky. 1840, said point being also the Southeast corner of the real property conveyed to South-East Coal Company by Russell Powell, a single person, by deed dated June 19, 1975, and recorded in Deed Book 143, page 238, Estill County Records (said real property hereinafter the "Powell II Tract") thence N 25° 00' E 553 feet to a point, corner to the Powell II Tract and to certain real property conveyed to South-East Coal Company by Joe Berryman and Retta Berryman, his wife, by deed dated May 17, 1975, and recorded in Deed Book 143, page 16, Estill County Records (said real property hereinafter the "Berryman Tract"), thence with the line of the Berryman Tract S 81° 05' E 315 feet to a point, the southeast corner of the Berryman Tract;

thence continuing with the line of the Berryman Tract N 15° 20' E 900 feet to a point; thence leaving the line of the Berryman Tract S 77° 10' E 825 feet to a point; thence S 15° 20' W 460 feet to a point; thence S 27° 30' W 1,175 feet to a point; thence West 605 feet to a point in the East right-of-way line of Ky. 1840; thence with said right-of-way line a northerly direction 470 feet to the point of beginning.

Parcel X (Powell II Tract)

Being a portion of the Powell II Tract as defined in Parcel IX above, said portion being further described as follows:

Beginning at a point in the North right-of-way line of Ky. 1840, and in the West right-of-way line of a former County road (Witt Ridge Road), said point being also the southeast corner of the Powell II Tract; thence with the right-of-way line of former County road N 15° 43' E 553 feet to a point; thence N 8° 15' E 620 feet to a point; thence West 730 feet to a point on top of the hill; thence S 45° W 130 feet to a point in the saddle, said point being also a corner to the Powell I Tracts; thence S 10° 50' W 100 feet; thence S 42° 23' E 177 feet; thence S 22° 20' E 711 feet; thence S 13° 52' E 45 feet to a point in the North right-of-way line of Ky. 1840; thence with said right-of-way line 215 feet to the point of beginning.

TOGETHER WITH a non-exclusive easement thirty feet in width for process water pipeline purposes, in, over and upon the following described real property:

A strip of land 30 feet in width, being 15 feet each side of the centerline of a Process Water pipeline (presently 26" O. D.) across the Powell II Tract as defined in Parcel IX above, said pipeline entering the Powell II Tract at a point 4.088 feet North of Mile Post 230 and in the East right-of-way of the L&N Railroad; thence in a southeasterly direction 500 feet to real property described above as part of Parcel X.

Parcel XI (Berryman Tract)

Being a portion of the Berryman Tract as described in Parcel IX above, said portion being further described as follows:

Beginning at a point in the West line of a former County road (Witt Ridge Road), said point being also a corner in the Powell II Tract, said point being also N 15° 43' E 553 feet from the North right-of-way line of Ky. 1840 and the Southeast corner of the said Powell II Tract; thence S 81° 05' E 315 feet to a point, the southeast corner of the Berryman Tract; thence with the Berryman Tract East line N 15° 20' E 900 feet to a point; thence N 79° 40' W 440 feet to a point in Berryman Tract West line;

thence with the West line of the Berryman Tract S 8° 20' W 910 feet to the point of beginning.

CALMES TRACT NO. 2

Beginning at a point on the easterly Right-of-way Limit of the L. & N. Railroad approximately opposite center line Valuation Station 6312+42 on said railroad; thence with the right-of-way Limit of the L. & N. Railroad in a general southerly direction for a distance of approximately 1732.7 ft.; thence departing from the L. & N. Right-of-way, N 85°21' E 234.0 ft., N 55°01' E 95.5 ft., S 64°06' E 706.7 ft., N 64°58' E 130.0 ft., N 63°02' E 105.2 ft., N 55°52' E 104.9 ft., N 54°02' E 431.7 ft., N 39°01' W 396.0 ft., N 36°19' W 44.7 ft., N 33°36' W 171.5 ft., N 33°27' E 488.1 ft., N 38°05' W 42.7 ft., to a point common with the Powell Tract; thence along a common line with the Powell Tract S 63°57' W 444.7 ft., N 50°22' W 514.3 ft. to the beginning.

TRACT N

Tract I: The following described tract of land on the waters of White Oak Creek in Estill County, Kentucky, and bounded as follows to wit: Beginning at an iron wood, thence W 86 poles to a stake, thence N 9 3/4 poles, E 44 poles to a white oak on the ridge, N 85 1/4 W 84 poles to the edge of the Irvine and Winchester road; the black oak sapling pointer; thence with the road S 17 E 7 poles, S 3 1/2 E 34 poles, thence leaving the road N 46 W 12 4/5 poles to the beginning containing twenty-three (23) acres more or less.

Tract II: The following described tract or parcel of land in Estill County, Kentucky, and bounded as follows, to wit: On the waters of the Kentucky River and beginning at a white oak, thence S 50 E 20 poles to white oak N 60 W 20 poles to a white oak, thence S 82 1/4 W 21 poles to a white oak; thence N 32 W 20 poles to a Red Oak, thence S 41 1/2 W 24 poles to a chestnut oak, thence S 33 W 20 poles to a white oak, a corner for Sam'l Walters, thence with the Walters line S 5 E 20 poles to Wilson's corner, thence S 2 W 70 poles to a stake in Shepherds line, thence with Shepherd's line N 85 E 65 poles to a stake, thence N 10 E 20 poles to a white oak corner to Patsey Everman, thence N 5 W 78 poles to the beginning containing 50 acres more or less.

Tract III: A certain parcel of land in Estill County, Kentucky, on White Oak Creek, and beginning at a red bud and stone on the south side of the old Winchester road; thence northwest with the old Winchester road 945 feet to Dudley Puckett line, thence Southwest 5 feet to the New Winchester road, thence northeast 945 feet with New Winchester road to the mouth of a culvert, and stone, under the New Winchester Road; thence due north 145 feet to the beginning.

Tract IV: A certain tract or boundary of land lying and being in Estill county, Kentucky, and bounded and described as follows to wit: Beginning at a Black Oak on the side of the public road that leads from Irvine to Winchester, corner for Henry Salyers new Puckett, and Robert Witt (now Friend and Miller), thence running with the public road a North course seventy-eight steps to a Black Oak stump and stone, on the side of the road, thence up the hill a Westerly course, to the top of the hill to the Wilson Road, thence with the said Wilson road to the line between Friend and Miller and the Elizabeth Wallace tract at a Pine on the South side of the Wilson Road near a Black Oak, thence with the line between Wallace and Friend and Miller a South East course with the fence, to a White Oak in or near the Wallace and Miller and Friend line and near the fence, thence a South course with the fence, to the line between Friend and Miller and Puckett at a White Oak Stump on top of the ridge corner for Friend and Miller, and Wallace and Puckett and in Puckett line, thence with the Friend and Miller and Puckett line an East course to the beginning.

Tract V: On White Oak Creek, and beginning at a Red bud and stone on the South side of the old Winchester road; thence northwest with the old Winchester road 945 feet to Dudley Puckett's line; thence Southwest 5 feet to the New Winchester road; thence Southeast 945 feet with New Winchester road to the mouth of a culvert and stone; under the New Winchester road; thence northwest 145 feet to the beginning.

Tract VI: On the waters of White Oak Creek in said County, and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage of Floyd Puckett and Leoda Puckett, his wife, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs, thence with the line of Mitchell Combs a western direction two hundred seventy-five feet to the garden of Floyd Puckett and Leoda Puckett, his wife, thence in a southern direction seventy-five feet to a locust post, thence a straight line to the road, the beginning.

Tract VII: Beginning at a marked forked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction to a marked white oak; thence a straight line to a planted stone in the line of Dudley Puckett; thence with his line to the beginning, containing approximately ten acres.

Less and excepting the following described lands, to wit:

Tract No. 1: Being all of Tract No. 6, and located on the waters of White Oak Creek in said county and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs (now owned by Dudley Puckett), thence with the line of Dudley Puckett a western direction two hundred seventy-five feet to a stone, thence in a southerly direction seventy-five feet to a locust post, thence a straight line to the road, the beginning.

Tract No. 2: Being part of Tract No. 7, and beginning at a marked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction approximately 200 feet to a stone and Kentucky Highway #1040; thence with said highway a southwesterly direction approximately 200 feet to a post; thence a straight line a southeasterly direction approximately 62 feet to said marked white oak and the beginning.

Tract No. 3: Beginning at a post (now stone) on the West side of the Irvine and Winchester State Highway (#89) and corner to Byron Agee (now Dudley Puckett and Julia Puckett, his wife), thence with said highway N 5 W approximately 180 feet to a stone near a telephone pole; thence a westerly direction a straight line approximately 520 feet to a stone and Kentucky Highway #1040; thence a southwesterly direction a straight line with the line of Dudley Puckett and Julia Puckett, his wife, approximately 200 feet to a marked double white oak; thence S 44 E 332 feet to an iron stake and black oak corner to Virgil Alcorn (now Dudley Puckett and Julia Puckett, his wife), thence with Alcorn's line and Agee's line (now said Puckett's line) N 47 1/2 E 515 feet to the beginning, and containing 4 1/2 acres more or less.

Tract No. 4: Beginning at a stone corner to Virgil Alcorn and Dud Puckett line; thence running 225 feet a southwest course to C.T. Williams line to a stone; thence 50 feet N to a black oak tree corner at Dud Puckett and Virgil Alcorn; thence down the hill 293 feet to a stone corner of Dud Puckett and Virgil Alcorn; thence 75 feet to the beginning, a stone, containing about one-tenth part of an acre.

Being the same lands conveyed to Winfred Puckett and Reva Puckett, his wife, by deed from Dudley Puckett and Julia Puckett, his wife, dated the 30th day of April, 1966, and of record in Deed Book 115, page 30, Estill County Court Clerk's Office.

Near North Irvine and on the old County Road, and more particularly described as follows: Beginning at a planted stone on the old county road which led to Winchester; thence N 1 W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet, to a stake; thence N 89° 1' W 288.8 feet, to a stake referenced by an 18 inch white oak; N 79 W 117.1 feet, to a stake; thence N 54° 30' W, 82.8 feet, to a stake N 37 W 371 feet, to a stake; thence N 21° 30' W 173 feet, to a stake; thence S 45 W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake referenced by a 36 inch hickory; thence S 31 E 157 feet, to a stake; thence S 28° 30' E 229.6 feet, to a stake; thence S 14° 30' E 151.1 feet, to a stake and a three inch hickory; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47 E 492.8 feet, to a stake and a 24 inch elm; thence N 77 E 7719 feet, to a stake; thence N 81 E 105.4 feet, to a stake; thence N 79 E 84.1 feet, to the beginning, and containing 16.44 acres.

Being the same lands conveyed to Dudley Puckett and Julia Puckett, his wife, to Winfred Puckett and Reva Puckett, his wife, by deed dated the 1st day of October, 1962, and of record in Deed Book 109, page 260, in the Estill County Court Clerk's Office.

Tract No. 1: Beginning on the West side of the Irvine and Winchester State Highway (#89) at a stone near a telephone pole and corner to the property of Winfred Puckett and Reva Puckett, his wife; thence with said highway N 5 W approximately 105 feet to a post corner; thence a straight line N 84 1/2 W approximately 300 feet to a stone and Kentucky Highway #1840; thence a Southwesterly direction approximately 200 feet with said Kentucky Highway #1840 to a marked white oak and corner to the property of Winfred Puckett and Reva Puckett, his wife; thence a straight line an Easterly direction approximately 520 feet with the property line of Winfred Puckett and Reva Puckett, his wife, to said Highway #89 and the beginning, and containing one and one-half (1 1/2) acres, more or less.

Tract No. 2: Being a part of Tract No. 3 and beginning on the West side of the Irvine and Winchester State Highway (#89) at a post corner; thence a Northerly direction approximately 200 feet with said Highway #89 to a post and Kentucky Highway #1840; thence a Westerly direction approximately 90 feet with said Highway #1840

approximate station 7/87; thence westerly with the north right of way line of the Stump Road to a point in the west property line 60 feet right or north of approximate station 9/75; thence northerly with the west property line to a point 70 feet right or north of approximate station 9/72; thence easterly and concentric with the centerline of the proposed road to a point 70 feet right or north of station 7/00; thence easterly to a point 30 feet right or north of station 5/50; thence easterly and parallel with the centerline of the proposed road to a point 30 feet right or north of station 4/50; thence northeasterly to a point 50 feet right or north of station 4/00; thence easterly and concentric with the centerline of the proposed road to a point in the east property line, said point being the northwest right of way line of Kentucky 89, 50 feet right or north of station 0/10.9; thence southwesterly with the east property line back to the point of beginning.

It is understood between the parties hereto and made a covenant herein that Parcel No. 1 described above is conveyed in fee simple and not merely for right of way purposes.

Also a parcel of land 15 feet in width lying immediately adjacent to and on the left or south side of the above described parcel between station 2/25 and 2/75. It is the specific intention of Floyd Puckett and Leoda Puckett to convey a permanent easement to the above described property for the purpose of constructing and perpetually maintaining a ditch outlet.

It is further agreed that South East Coal Company will either not disturb the existing spring box and waterlines or replace the spring box and make the necessary water connections.

And being the same property conveyed to Floyd Puckett and Leoda Puckett, his wife, a/k/a Leoda Ginter Puckett, by Owen Parker Bryant and Elizabeth G. Bryant, his wife, et al. by deed dated September 3, 1981, of record in Deed Book 160, page 179, Estill County Court Clerk's Office.

And being the same property conveyed to South East Coal Company by Floyd Puckett and Leoda Puckett, his wife, a/k/a Leoda Ginter Puckett, by deed dated June 18, 1982 of record in Deed Book 162, page 104 in the Estill County Clerk's Office.

TRACT O

Certain tracts of land lying in Estill County, Kentucky, and described as follows:

Near North Irvine and on the Old County Road, and more particularly described as follows:

Beginning at a planted stone on the old county road which led to Winchester; thence N 1° W 428.4 feet, to a stake; thence N 5° 30' W 283.2 feet, to a stake; thence N 89° 1' W 280.8 feet, to a stake referenced by an 18 inch white oak; N 79° W 117.1 feet, to a stake; thence N 54° 30' W 82.8 feet, to a stake, N 37° W 371 feet, to a stake; thence N 21° 30' W 173 feet, to a stake; thence S 45° W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake referenced by a 36 inch hickory; thence S 31° E 157 feet, to a stake; thence S 28° 30' E 229.6 feet, to a stake; thence S 14° 30' E 151.1 feet, to a stake and a three inch hickory; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47° E 492.8 feet, to a stake and a 24 inch elm; thence N 77° E 77.9 feet, to a stake; thence N 81° E 105.4 feet, to a stake; thence N 79° E 84.1 feet, to the beginning, and containing 16.44 acres.

The foregoing land by actual survey is described as follows:

Beginning at a stone in the West right-of-way of the old County Road leading from Irvine to Winchester, thence N 1° W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet to a stake; thence N 89° W 280.8 feet to a stake, referenced by a twin 18 inch white oak tree; thence N 79° W 117.1 feet to a stake; thence N 54° 30' W 82.8 feet to a stake; thence N 37° W 371 feet to a stake; thence N 21° 30' W 173 feet to a stake; thence S 45° W 179.7 feet to a stake; thence S 44° 30' W 260 feet to a stake, referenced by a 36 inch hickory tree; thence S 31° E 157 feet to a stake; thence S 28° 30' E 229.6 feet to a stake; thence S 14° 30' E 151.1 feet to a stake and 3 inch hickory tree; thence S 9° 30' E 132 feet to a stake; thence S 75° 30' E 201 feet to a stake; thence S 47° E 492.8 feet to a stake and 24 inch elm tree; thence N 77° E 77.9 feet to a stake; thence N 81° E 105.4 feet to a stake; thence N 79° E 84.1 feet to the beginning, containing 16.44 acres.

The parcel of land described in the foregoing survey and designated South East Coal Co., 9.08 acres on the plat is the part conveyed by this deed to South East Coal Company.

There is excepted from this Deed and not conveyed herein a parcel of land described in the foregoing survey and designated Winfred Puckett, 7.34 acres, on the plat, which is retained by Winfred Puckett and Reva Puckett, his wife, and described as follows:

Beginning at a stone in the West right-of-way of the old County Road leading from Irvine to Winchester and also being the Northeast corner of a tract of land owned by Eldon and Hope Hughes, thence with said road right-of-way N 1° W 428.4 feet to a stake; thence N 5° 30' W 283.2 feet to a stake; thence leaving said road right-of-way N 89° W 280.8 feet to a stake, referenced by a twin 18 inch white oak tree; thence N 79° W 117.1 feet to a stake; thence N 54° 30' W 38 feet to a stake; thence S 18° 45' W 117.81 feet to a stake; thence S 6° 58' 19" E 323.25 feet to a stake; thence S 25° 16' 26" E 160.35 feet to a stake; thence S 32° 56' E 279.41 feet to a stake in the North line of Eldon and Hope Hughes tract; thence with said tract N 77° E 38.5 feet to a stake; thence N 81° E 105.4 feet to a stake; thence N 79° E 84.1 feet to the beginning, containing 7.34 acres.

Being a part of the same land conveyed by Dudley Puckett and Julia Puckett, his wife, to Winfred Puckett and Reva Puckett, his wife, by deed dated October 1, 1962 and recorded in Deed book 109, at page 260, records of the Estill County Court Clerk's Office. Actual survey and plat of the above described land is recorded in _____ Book _____ at page _____ in the Estill County Court Clerk's Office.

Tract No. 1: Being all of Tract No. 6 and located on the waters of White Oak Creek in said County and on the Irvine and Winchester Road, and beginning at a post on said road about 20 feet of a small garage, thence with the road a northern direction one hundred twenty-two feet to the corner adjoining Mitchell Combs (now owned by Dudley Puckett), thence with the line of Dudley Puckett a western direction two hundred seventy-five feet to a stone, thence in a southerly direction seventy-five feet to a locust post, thence a straight line to the road, the beginning.

Tract No. 2: Being part of Tract No. 7, and beginning at a marked white oak in the line of Dudley Puckett; thence a straight line a northeastern direction approximately 200 feet to a stone and Kentucky Highway #1840; thence with said highway a southwesterly direction approximately 200 feet to a post; thence a straight line a southeasterly direction approximately 62 feet to said marked white oak and the beginning.

Tract No. 3: Beginning at a post (now stone) on the West side of the Irvine and Winchester State Highway (#89) and corner to Byron Agee (now Dudley Puckett and Julia Puckett, his wife), thence with said highway N 5° W approximately 180 feet to a stone near a telephone pole; thence a westerly direction a straight line approximately 520 feet to a stone and Kentucky Highway #1840; thence a

southwesterly direction a straight line with the line of Dudley Puckett and Julia Puckett, his wife, approximately 200 feet to a marked double white oak; thence S 44 E 332 feet to an iron stake and black oak corner to Virgil Alcorn (now Dudley Puckett and Julia Puckett, his wife), thence with Alcorn's line and Agee's line (now said Puckett's line) N 47 1/2 E 515 feet to the beginning, and containing 4 1/2 acres more or less.

The part of the foregoing land herein conveyed is described by actual survey as follows:

Beginning at an iron pin in the West right of way of Kentucky Highway #89 approximately one mile North of Irvine, Kentucky, at the Southeast corner of a tract of land owned by Effie M. Hughes and also being 375 feet South of the intersection of Kentucky Highway #89 and Kentucky Highway #1840 measuring along the center line of Kentucky Highway #89, thence leaving said road and with the South line of said Hughes tract S 75° 59' 5" W 556.57 feet to an iron pin at the South right-of-way of Kentucky Highway #1840; thence with said road right-of-way S 35° 32' 15" W 43.01 feet to an iron pin at the North right-of-way of Old Stump Road (now abandoned); thence with said road right-of-way S 72° 28' 28" E 99.62 feet to an iron pin; thence S 68° 11' 55" E 107.70 feet to an iron pin; thence S 36° 43' 15" E 276.91 feet to an iron pin in the North line of a tract of land owned by David Spicer; thence leaving said right-of-way and with the North line of said Spicer's lot, and also with the North line of a tract of land owned by a Jehovah Witness Church North 56° 45' 46" E 315.50 feet to an iron pin in the West right-of-way of Kentucky Highway #89; thence with said road right-of-way N 18° 39' 20" W 124.02 feet to an iron pin; thence N 11° 2' 33" W 66.41 feet to an iron pin; thence N 3° 48' 39" W 106.39 feet to the point of beginning, containing 3.33 acres.

Being all of Tract No. 1 and part of Tract No. 2 and part of Tract No. 3 and being a part of the same land conveyed by Dudley Puckett and Julia Puckett, his wife, to Winfred Puckett and Reva Puckett, his wife, by deed dated April 30, 1966, and recorded in Deed Book 115, page 30, of the Estill County Court Clerk's Office. Actual survey and plat of the above described land is recorded in _____ Book _____, at page _____, of record in the Estill County Clerk's Office.

There is excepted therefrom that certain Deed For Highway Purposes dated October 27, 1959, of record in Deed Book 105, page 135 in the Office of the Estill County Court Clerk.

There is except from the above described property situated in Estill County, Kentucky, that property conveyed to South East Coal Company in Deed Book 183, Page 612, dated March 31, 1989 and that property conveyed to Maxia LaViers in Deed Book 159, Page 178, dated August 26, 1980, all of record in the Office of the Estill County Court Clerk.

There is excepted from the above described property all of the property previously conveyed by DLX, INC. pursuant to the Deeds set forth below:

1. Deed to the Estill County Industrial Development Authority, Inc. dated September 30, 1993, of record in Deed Book 204, Page 700, in the Office of the Estill County Clerk;
2. Deed to Estill County, Kentucky, dated October 19, 1993, of record in Deed Book 205, Page 301, in the Office of the Estill County Clerk;
3. Deed to Estill County, Kentucky, dated February 7, 1994, of record in Deed Book 206, Page 257, in the Office of the Estill County clerk;
4. Deed to Earl and Kelcie Harris, dated June 28, 1994, of record in Deed Book 208, Page 377, in the Office of the Estill County Clerk; and
5. Deed to Harry LaViers, Jr., Trustee, dated September 15, 1993, of record in Deed Book 204, Page 615, in the Office of the Estill County Clerk.

There is reserved to DLX, INC., Grantor herein, and not conveyed hereby, the following tract of property:

WATERTANK PROPERTY

The following property is to be reserved for DLX. A portion of Block 3 in the future development of Calla Subdivision and described as follows:

Beginning at an iron pin the second corner of a parcel owned by Jack Jenkins more particularly described in a deed found in Deed Book 153 Page 276 of the Estill County Court Clerk's Office, thence with lines of said parcel N 86 26 E, 127.88' to an iron pin, thence N 35 04 E, 71.29' to an iron pin, thence N 70 33 E, 133.39' to an iron pin, thence N 66 53 E, 88.49' to an iron pin in the property line of Irvine Municipal Utilities, thence with said property line S 49 54 E 81.9' to a stake, thence S 40 54 W, 30.8' to a stake which lies N 26 09 E, 50.0' from the water tank thence following an arc around and 50' from the water tank to a stake bearing N 52 43 E 50' from the water tank thence continuing with the line of the Irvine Municipal Utilities; N 39 58 E 50.0' to the outer line of Block 3; thence leaving the Utilities property and with the outer line of Block 3; S 49 39 E, 108.7' to a stake, thence S 26 01 E, 234.9' to a stake, thence S 39 13 W, 711.4' to a stake at the right of way of Stump Road; thence with said right of way N 59 19 W 185.9' to a stake, thence N 64 58 W 40.0' to a stake, thence N 67 16 W 76.9' to a stake, thence N 69 16 W 123.4' to a stake, thence N 53 06 W 146.5' to a stake, thence N 41 21 W 107.4' to a stake, thence N 17 37 W 104.5' to a stake at an elevation of 750' above sea level thence following the 750' elevation around the hill to a point in the first line of the Jenkins parcel; thence S 16 59 E 35.2' to the beginning, and being 12.5 acres more or less.

Being a portion of the same property conveyed to DLX, INC., a Kentucky corporation, from South East Coal Company, a Kentucky corporation, by Deed dated March 14, 1993, of record in Deed Book 202, Page 426, in the Office of the Estill County Clerk.

Together with all rights, title and interest conveyed to DLX, INC., by that certain Right-Of-Way Deed dated October 13, 1993 from Estill County Industrial Development Authority, Inc. of record in Deed Book 205, Page 67, and as amended by that certain Deed of Correction dated November 8, 1993, of record in Deed Book 205, Page 379, all references to the Office of the Estill County Clerk.

EXHIBIT B

FARM

TRACT

A certain tract or parcel of land lying in Estill County, Kentucky and described as follows:

Beginning at a white oak at the foot of Slaty Hill; N 81 E 775 feet to a sycamore; N 25° 30 E 1377 feet to a stone post; N 28 E 823 feet to a stone; N 71 W 254 feet to a branch; with branch to a river; N 72 W 300 feet with river; N 56.30 W 610 feet; N 19.30 W 217 feet, leaving river S38 W 2200 feet to buckeye at cliff, with cliff as it meanders to a hickory; S 39.30 W 874 feet to a stake in road; S 47 30 E 480 feet, S 20 E 100 feet to a white oak at beginning.

Being the same land conveyed to R. A. Selby and Pearl Selby, his wife, to Thomas Crouch by deed dated June 22, 1922, and of record in the Estill County Court Clerk's Office in Deed Book 51, page 479.

Being the same property devised by Tom Crouch, deceased, (a/k/a Thomas Crouch and Thomas D. Crouch) to his son, James T. Crouch (a/k/a Thomas Crouch), Dorothea Crouch, his wife, and Anna Crouch, an unmarried widow, by will dated February 26, 1959, and of record in the Estill County Court Clerk's Office in Will Book G, Page 81; James T. Crouch, grantor herein, is one and the same as "Thomas Crouch" referred to in the will of Tom Crouch of record in the Estill County Court Clerk's Office in Will Book G, page 81.

There is excepted out and reserved to and for the benefit of James T. Crouch and Dorotha Crouch, his wife, only from the above described boundary, tract, of land a certain parcel of land heretofore conveyed by Thomas Crouch (a/k/a Thomas D. Crouch, and Tom Crouch in description below) to James Thomas Crouch, his son, grantor herein, (a/k/a Thomas Crouch) by deed dated April 12, 1957, of record in the Estill County Court Clerk's Office in Deed Book 101, page 352, and described as follows:

In Estill County, Kentucky, on Sand Hill Highway No. 1457, and beginning at the corner of Highway No. 1457, between Tom Crouch and Park Cornett, thence running north east with line fence to a stone; thence south east with fence down the ridge to a stone; thence south west with fence to a stone at Highway 1457; thence northwest with Highway to the beginning containing three acres, more or less.

Said above described excepted parcel of land is more particularly described as follows:

In Estill County, Kentucky, on Sand Hill Highway No. 1457, and beginning at the corner of Highway No. 1457, between Tom Crouch and Park Cornett, thence running north east with line fence to a stone; thence south east with fence to a mulberry tree and thence west to an iron pipe marker at Highway 1457; thence northwest with Highway to the beginning containing three acres, more or less.

There is also excepted therefrom that certain deed to Thomas Crouch, dated September 12, 1927, of record in Deed Book 85, page 346 in the Office of the Estill County Court Clerk, that certain Deed for Highway purposes, dated September 29, 1952, of record in Deed Book 95, page 469, in the Office of the Estill County Court Clerk and that certain deed to Thomas Hymer and his wife, Betty Lou Hymer, dated January 8, 1980, of record in Deed Book 156, page 20 in the Office of the Estill County Court Clerk.

Being the same property conveyed to South East coal Company by James T. Crouch and Dorotha L. Crouch, his wife, and Anna Crouch, an unremarried widow, by deed dated December 19, 1978, of record in Deed Book 153, page 435 in the Office of the Estill County Clerk.

TRACT P

Beginning at a Stone on the ridge, corner to W. C. Crouch and F. H. Gould, thence with the ridge 89 1/2 W 51 poles to the top of the paint banks, to a stone. Thence S 2 poles to a pine corner. Thence IV88 W 17 poles Thence N75 W 22 poles to a stone in Dunaway line, an agreed corner. Thence southward with the Dunaway line to a stone and agreed corner. Thence W28 poles to a stone corner of Wm Horn to a road. Thence with the road S 10E 20 poles to a stone corner to Wm Horn. Thence S67 E29 poles to a pine. S65 E18 poles and 17 links to a chestnut corner in

Allen Wilcox's line. Thence with Wilcox's line N39 1/2 E20 poles to a Lyme; Thence with Wilcox's line northward to the Ky River, Thence down the river to F. H. Gould's line. Thence with said Gould's line to the top of the paint bank to a pine; Thence running south with the meanders of the ridge to the beginning, containing 32 acres be the same more or less.

Being the same property an undivided interest in which was conveyed by W. C. (a/k/a Clifton) Crouch and Vina Crouch, his wife, to Thomas Crouch by deed dated November 19, 1904, and of record in the Estill County Court Clerk's Office in Deed Book 30, page 206

The above described 32 acre tract is made up of three (3) tracts as follows:

TRACT NO. 1:

Beginning at a oak corner to William Dunaway thence S27 E to a sugar tree and lyn in Whites lines thence W 36 E 7 poles to a sugar tree corner to lutes thence west to agreed corner near a spring, thence with lutes line to a bunch of chestnut, oaks, and north 11 1/2 W 8 poles to a pine on the top of paint bank thence North the ridge to an agreed corner in Dunaway line thence with his line to the beginning suppose, be more or less six acres.

Being the same land conveyed by James Brandenburg and Bruenettie

Brandenburg, his wife, to Clifton Crouch and Thomas Crouch, his brother, by deed dated March 5, 1890, and record in the Estill County Court Clerk's Office in Deed Book 54, page 326.

TRACT NO. 2:

Beginning at a stone in the road and in also Clifton Crouch's line thence with said road S 16 E 20 poles to a stone thence S67 E 29 poles to a line thence S65 E 18 poles and 17 links to a chestnut corner in Allen Wilcox's line thence with Wilcox's line N 39 1/2 E 20 to a lynn corner between Allen Wilcox, Thomas and Clifton Crouch thence N71 W66 poles to the beginning containing six acres more or less

Being the same land conveyed by William Horn and Milly Horn, his wife, to Clifton Crouch and Thomas Crouch, his brother, by deed dated May 28, 1904, and of record in the Estill County Court Clerk's Office in Deed Book 54, Page 326.

TRACT NO. 3:

All of that tract, parcel, and boundary of land which remains within the boundary of the above described 32 acre tract but which is not bounded within the description of TRACT NO. 1 and TRACT NO. 2 above, being 20 acres more or less.

Being the same land no deed could be found for but which land has been in the open, continuous, exclusive, adverse, and notorious possession of Thomas

Crouch and James T. Crouch, his son, grantor herein since November 19, 1904, since which date Thomas Crouch and James T. Crouch, his son, have fenced the land, farmed it, paid taxes on it, and in all ways have claimed title to it and have treated it as their own land

There is excepted however, that property conveyed to Mrs. Myra McIntosh from Tom Crouch and Anna Crouch, his wife, by deed dated April 30, 1943, of record in Deed Book 80, Page 59, and that property conveyed to Charley Noble from Tom Crouch and Anna Crouch, his wife, by deed dated January 15, 1926, of record in Deed Book 59, page 161, all of record in the Office of the Estill County Court Clerk.

Being the same property conveyed to South East Coal Company by deed dated December 19, 1978, of record in Deed Book 153, Page 439 in the Office of the Estill County Court Clerk.

WATERTANK PROPERTY

The following property is to be reserved for DLX...A portion of Block 3 in the future development of Calla Subdivision and described as follows:

Beginning at an iron pin the second corner of a parcel owned by Jack Jenkins more particularly described in a deed found in Deed Book 153 Page 276 of the Estill County Court Clerk's Office, thence with lines of said parcel N 86 26 E, 127.88' to an iron pin, thence N 35 04 E, 71.29' to an iron pin, thence N 70 33 E, 133.39' to an iron pin, thence N 66 53 E, 88.49' to an iron pin in the property line of Irvine Municipal Utilities, thence with said property line S 49 54 E 81.9' to a stake, thence S 40 54 W, 30.8' to a stake which lies N 26 09 E, 50.0' from the water tank thence following an arc around and 50' from the water tank to a stake bearing N 52 43 E 50' from the water tank thence continuing with the line of the Irvine Municipal Utilities; N 39 58 E 50.0' to the outer line of Block 3; thence leaving the Utilities property and with the outer line of Block 3; S 49 39 E, 108.7' to a stake, thence S 26 01 E, 234.9' to a stake, thence S 39 13 W, 711.4' to a stake at the right of way of Stump Road; thence with said right of way N 59 19 W 185.9' to a stake, thence N 64 58 W 40.0' to a stake, thence N 67 16 W 76.9' to a stake, thence N 69 16 W 123.4' to a stake, thence N 53 06 W 146.5' to a stake, thence N 41 21 W 107.4' to a stake, thence N 17 37 W 104.5' to a stake at an elevation of 750' above sea level thence following the 750' elevation around the hill to a point in the first line of the Jenkins parcel; thence S 16 59 E 35.2' to the beginning, and being 12.5 acres more or less.

STATE OF KENTUCKY, ESTILL County.

I, SHERRY L FOX Clerk of the County aforesaid, do certify that the
foregoing DEED OF CORRECTION from DLX INC
_____ to KENTUCKY PROCESSING CO

was, on the 4TH day of NOVEMBER 19 94 lodged at 8:04 o'clock
A.M. in my office for record. Recorded DEED Book 210 Page 291

WITNESS my hand, this 4TH day of NOVEMBER 19 94 .

Recording Fee \$ 12.00
26 ADDITIONAL PAGES 52.00
64.00

SHERRY L FOX Clerk
BY Jeanne Frederick D. C.

DEED

THIS DEED, made and entered into this 15th day of December, 1995, by and between Harry LaViers, Jr., as Trustee of a Trust established for the benefit of Donald G. LaViers, Stephen D. LaViers, Henry LaViers, IV, and Elizabeth LaViers Owen, all under the Will of Maxie LaViers, whose mailing address is 1632 Wild Turkey Ct., Lexington, Ky. 40511, Grantor, and Kentucky Processing Company, a Kentucky general partnership, whose mailing address is 348 Calla Road, P.O. Box 880, Irvine, Estill County, Kentucky 40336, Grantee.

WITNESSETH:

TAX PAID
\$ 350.⁰⁰

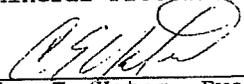
THAT for and in consideration of the total sum of \$350,000.00, cash in hand paid, the receipt of all of which is hereby acknowledged, Grantor hereby conveys to Grantee, in fee simple, with Covenant of GENERAL WARRANTY, the following described property, located in Estill County, Kentucky, and being more particularly described in Exhibit A attached hereto and made a part hereof.

PROVIDED, HOWEVER, there is excepted from the foregoing warranty and covenants of title and this conveyance is made subject to any easements and restrictions of record affecting said property, and taxes and assessments for the current year, which taxes and assessments and those of succeeding years, Grantee assumes and agrees to pay.

MAIL TO:
WYATT TARRANT & COMBS
250 W. MAIN STREET
LEXINGTON, KY 40507
ATTN: D. Sester

MAILED TO: WYATT TARRANT & COMBS 250 W MAIN ST LEXINGTON KY 40507 12-15-95

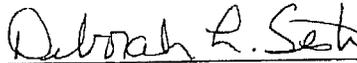
Kentucky Mineral Processing, Inc.

By: 
Charles E. Yates, President

COMMONWEALTH OF KENTUCKY)
: SS
COUNTY OF FAYETTE)

The foregoing Certificate of Consideration was sworn to before me this 12th day of December, 1995, by Harry LaViers, Jr., as Trustee of a Trust established for the benefit of Donald G. LaViers, Stephen D. LaViers, Henry LaViers, IV, and Elizabeth LaViers Owen, all under the Will of Maxie LaViers.

My commission expires: April 10, 1997.


Notary Public

COMMONWEALTH OF KENTUCKY)
: SS
COUNTY OF Fayette)

The foregoing Certificate of Consideration was sworn to before me this 15th day of December, 1995, by Charles E. Yates, President of Clemons Coal Company and Kentucky Mineral Processing, Inc., general partners of Kentucky Processing Company, a Kentucky general partnership.

My commission expires: April 10, 1997.


Notary Public

THIS INSTRUMENT PREPARED BY:

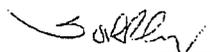

John R. Rhorer, Jr.
WYATT, TARRANT & COMBS
1700 Lexington Financial Center
Lexington, Kentucky 40507
(606) 233-2012

EXHIBIT A**Tract 1**

Being Lot No. Seven (7) in Block One (1) of Calla Subdivision to Estill County, Kentucky, a plat of which is of record in Plat Book 2, page 20, Estill County Court Clerk's Office, to which reference is hereby made for a more particular description.

Being the same property conveyed to Grantor by deed dated September 15, 1993, of record in Deed Book 204, page 615, and by Deed dated and recorded simultaneously herewith.

Tract 2

Beginning at an iron pin 40 feet north of Highway Station 42 + 10, measured along the centerline of Kentucky 1840, said point being in the north right-of-way line; thence with the north right-of-way line 40 feet from and parallel to the centerline of Kentucky 1840, and continuing 20 feet from and parallel to the centerline of an entrance road to an iron pin which is S 61-09-22 W 312.95 feet from the beginning; thence leaving the said right-of-way for a series of calls each marked by an iron pin; S 65-18-22 W 169.52 feet; N 58-21-38 W 251.30 feet; N 10-37-38 W 136.00 feet; N 33-13-22 E 244.57 feet; N 60-59-42 E 144.20 feet; S 77-00-38 E 108.68 feet; S 55-12-38 E 126.65 feet; N 31-40-12 E 135.69 feet; S 59-53-48 E 233.22 feet; S 65-36-38 E 323.42 feet; S 30-21-38 E 124.02 feet; S 7-01-02 W 104.40 feet to an iron pin 40 feet north of Station 37 + 35, measured along centerline of Kentucky 1840; thence with said right-of-way N 73-19-38 W 435.80 feet to the beginning and containing 8.17 acres.

Being the same property conveyed to Maxie LaViers, by deed dated August 26, 1980, of record in Deed Book 159, page 178. The said Maxie LaViers, having died testate, on or about March 11, 1984, as evidenced by the probating of her will of record in Will Book J, page 375; wherein she appointed Harry LaViers, Jr. as Executor of her estate. Harry LaViers, Jr., as Executor of the estate of Maxie LaViers, thereafter conveyed the following interests in the aforesaid property as follows:

1. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Stephen D. LaViers, under the will of Maxie LaViers, an undivided 17% interest, by deed dated March 1, 1985, of record in Deed Book 170, page 181.
2. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Harry LaViers, IV, under the will of Maxie LaViers, an undivided 8% interest, by deed dated February 28, 1985, of record in Deed Book 170, page 184.

- 3. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Elizabeth LaViers Owen, under the will of Maxie LaViers, an undivided 8% interest, by deed dated February 28, 1985, of record in Deed Book 170, page 187.
- 4. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Donald G. LaViers, under the will of Maxie LaViers, an undivided 8% interest, by deed dated February 28, 1985, of record in Deed Book 170, page 190.
- 5. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Stephen D. LaViers, under the will of Maxie LaViers, an undivided 8% interest, by deed dated February 28, 1985, of record in Deed Book 170, page 193.
- 6. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Harry LaViers, IV, under the will of Maxie LaViers, an undivided 17% interest, by deed dated March 1, 1985, of record in Deed Book 170, page 196.
- 7. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Donald G. LaViers, under the will of Maxie LaViers, an undivided 17% interest, by deed dated March 1, 1985, of record in Deed Book 170, page 199.
- 8. to Harry LaViers, Jr., as Trustee of the Trust established for the benefit of Elizabeth LaViers Owen, under the will of Maxie LaViers, an undivided 17% interest, by deed dated March 1, 1985, of record in Deed Book 170, page 202.

All references are to the Estill County Clerk's office.

RECORDED

H:\JRR\FOX-DLX.DED

STATE OF KENTUCKY, ESTILL County.

I, SHERRY L FOX Clerk of the County aforesaid, do certify that the foregoing DEED from DONALD G LAVIERS TRUST & OTHERS BY TRUSTEE HARRY LAVIERS JR to KENTUCKY PROCESSING CO

was, on the 15TH day of DECEMBER 19 95 lodged at 3:46 o'clock P.M. in my office for record. Recorded DEED Book 215 Page 608

WITNESS my hand, this 15TH day of DECEMBER 19 95.

Recording Fee	\$ 12.00
ADDITIONAL PAGES 2	4.00
	<u>16.00</u>

SHERRY L FOX Clerk
BY Jeanne Frederick D. C.