

REC'D APR 25 1998

**FIRST AMENDMENT  
TO TRUST AGREEMENT**

This First Amendment to Trust Agreement is made and entered into this 28<sup>th</sup> day of April, 1998, by and between the Sole Shareholders of Holliday Constructors, Inc., a dissolved Pennsylvania Corporation, and Eugene ("Jan") Oberle, an individual whose address is R.D. 1, Box 697, Claysburg, Pennsylvania 16625.

**WITNESSETH**

WHEREAS, on April 28, 1993, Holliday Constructors, Inc. and Jan Oberle entered into a Trust Agreement (the "Trust Agreement") concerning maintenance of mine drainage treatment facilities at two surface mine sites known as the Hoyman Mine and the Shaffer Mine as more fully described in said Trust Agreement.

WHEREAS, by its terms, the Trust Agreement expires on April 28, 1998.

WHEREAS, Holliday Constructors, Inc. was dissolved on or about April 16, 1996, and the sole shareholders of Holliday Constructors, Inc. are Stitler A. Vipond and the Estate of Paul Vipond (the "Sole Shareholders").

WHEREAS, the Sole Shareholders and Jan Oberle wish to extend the existence of the Holliday Trust as provided herein.

NOW THEREFORE, the parties hereto intending to be legally bound, agree as follows:



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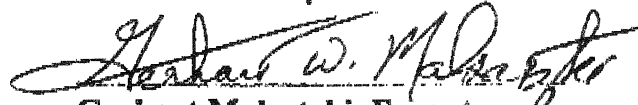
1. The term of Holliday Trust shall extend from year to year on and after April 28, 1998, with the right of the Sole Shareholders to terminate the Holliday Trust upon sixty (60) days notice to Jan Oberle and the right of Jan Oberle to withdraw as Trustee upon sixty (60) days notice to the Sole Shareholders.

2. Except as specifically provided herein, all the terms and provisions of the Trust Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this First Amendment to Trust Agreement to be executed and delivered on the date first written above.

**FOR THE SOLE SHAREHOLDERS**

  
 Stitler A. Vipond

  
 Gerhart Malsatzki, Executor  
 of the Estate of Paul Vipond

**FOR EUGENE ("JAN") OBERLE**

  
 Jan Oberle