

SECOND AMENDMENT TO TRUST AGREEMENT

This Second Amendment to Trust Agreement is made and entered into this 28 day of April, 2000, by and between the Sole Shareholders of Holliday Constructors, Inc., a dissolved Pennsylvania Corporation, and Roger L. Knisely, an individual whose address is 125 East Pitt Street, Bedford, Pennsylvania 15522.

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, on April 28, 1998, a First Amendment to Trust Agreement was executed by the sole shareholders of Holliday Constructors, Inc. to extend the Holliday Trust on a year-to-year basis (the "First Amendment to Trust Agreement").

WHEREAS, from April 28, 1993 to the present, Eugene ("Jan") Oberle has been the Trustee of the Holliday Trust.

WHEREAS, due to health considerations, Mr. Oberle is resigning as Trustee effective April 28, 2000.

WHEREAS, Holliday desires to amend the Holliday Trust to appoint Roger L. Knisely as Trustee effective April 28, 2000.

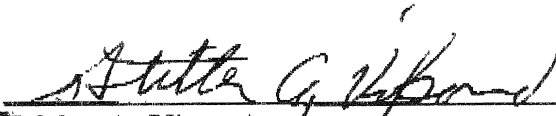
WHEREAS, a true and correct copy of the Trust Agreement is attached hereto as Exhibit A and a true and correct copy of the First Amendment to Trust Agreement is attached as Exhibit B.

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

- 1. Effective April 28, 2000, Roger L. Knisely shall be appointed as the Trustee of the Holliday Trust.
- 2. Except as specifically provided herein, all the terms and provisions of the Trust Agreement and the First Amendment to 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



 Roger L. Knisely
 For Himself