

EXHIBIT B

HIGH TOP TRACT

This conveyance is made subject to the following matters:

1. The 2002 Campbell County property taxes which are a lien against the property but which are not yet due and payable and taxes for all subsequent years.
2. Existing easements and rights-of-way of record or created by use for railroads, power lines and substations, telephone lines, public highways, and other existing roadways, and also subject to easement for county highway relocated in Elk Valley, Campbell County, and further subject to existing graveyards, churches, public schools, fire towers, and the sites thereof.
3. Lack of access to a public road.
4. Title to that portion of the premises, if any, located within the bounds of any cemetery.
5. Lease to Louisville and Nashville Railroad Company of a parcel of land for location of a communications tower and buildings for a period of fifty (50) years with a right to extend for ten (10) terms of five (5) years each dated October 11, 1977 of record in Lease Book 13, page 217, in the records of the Campbell County Register's Office.
6. Oil and Gas Lease to R.E. Puckett on all the Frances Property located in Campbell County for a term of ten (10) years or so long as oil or gas is being produced, dated March 10, 1974 and recorded in Lease Book 11, page 246, as amended March 20, 1975 and of record in Lease Book 12, page 3 in the records of the Campbell County Register's Office.
7. Easements, permits and rights-of-way including the following:
 - (a) Transmission Line Easement to Tennessee Electric Power Company from Francis Land Company conveyed by instrument dated September 1, 1936 of record in Deed Book 90, page 330, in the records of the Campbell County Register's Office.
 - (b) Transmission Line Easement conveyed to Tennessee Electric Power Company from Paul Francis, et al, by instrument dated March 23, 1937, of record in Deed Book 91, page 228, in the records of the Campbell County Register's Office.
 - (c) Transmission Line Easement conveyed to City of Jellico from Paul Francis, et al, by instrument dated April 8, 1941, of record in Deed Book 97, page 3, in the records of the Campbell County Register's Office.
 - (d) Transmission Line Easement conveyed to United States of America for the Norris-Hazard Transmission line from Louis Francis, et al, by instrument dated October 3, 1941, of record in Deed Book 97, page 277, in the records of the Campbell County Register's Office.
 - (e) Transmission Line Easement for the Westbourne-Jellico Transmission line from Tom Francis, et al, to United States of America by instrument dated March 26, 1948, of record in Deed Book 112, page 325, in the records of the Campbell County Register's Office.
 - (f) Permit to Southern Bell Telephone and Telegraph Company from Francis Brothers by instrument dated December 7, 1955, of record in Deed Book 127, page 359, in the records of the Campbell County Register's Office.
 - (g) Transmission Line Easement to United States of America from Tom Francis, et al, by instrument dated April 10, 1963, of record in Deed Book 145, page 19, for TVA's



- LaFollette-Speedwell Transmission line in the records of the Campbell County Register's Office.
- (h) Highway right-of-way conveyed to State of Tennessee by Francis Brothers by instrument dated May 11, 1968, of record in Deed Book 167, page 214, in the records of the Campbell County Register's Office.
 - (i) Transmission Line Easement conveyed to United States of America dated September 22, 1964 of record in Deed Book 148, page 242 in the records of the Campbell County Register's Office.
 - (j) Conveyance of Transmission Line Easement to Tennessee Electric Power Company by instrument dated June 28, 1939, of record in Contract Book 3, page 78, in the records of the Campbell County Register's Office.
 - (k) Conveyance of Transmission Line Easement to Tennessee Electric Power Company by instrument recorded in Contract Book 3, page 79, in the records of the Campbell County Register's Office.
 - (l) Conveyance of Transmission Line Easement to Tennessee Electric Power Company by instrument of record in Contract Book 3, page 81, in the records of the Campbell County Register's Office.
 - (m) Conveyance of Transmission Line Easement to Tennessee Electric Power Company by instrument of record in Contract Book 2, page 150, in the records of the Campbell County Register's Office.
 - (n) Clearance Permit to L & N Railroad Company by instrument of record in Deed Book 125, page 487, in the records of the Campbell County Register's Office.
 - (o) Transmission Line Easement as set forth in Deed Book 118, page 281, in the records of the Campbell County Register's Office.
8. The Company has been furnished with original deeds describing property which we are unable to locate. Descriptions in said deeds are too indefinite to locate the property as to whether it is inside or outside the boundaries of subject property, but if inside they are specifically excepted from this policy. Said Deeds are listed as follows:
- (a) Deed dated July 7, 1923 from LaFollette Coal & Iron Company to R.H. Sharp and J.A. Hollingsworth of record in Deed Book 70, page 519, in the records of the Campbell County Register's Office.
 - (b) Deed dated September 13, 1934 from Francis Land Company to Chas. R. Lay of record in Deed Book 88, page 492 in the records of the Campbell County Register's Office.
 - (c) Deed dated May 4, 1972 from Howard Rose, Attorney in Fact for Mrs. Louis Francis, Mrs. Sallie B. Francis, individually, and as Attorney in Fact for the following: Pearl F. Seymour, William Clark Francis, Phillip M. Francis, Ann Margaret F. Knott, Caroline Francis, Boyd Francis, and Bailey Francis, and John Van Huss d/b/a Francis Brothers, to Dave Brandenburg and wife, Vergie Brandenburg, of record in Deed Book 199, page 437, in the records of the Campbell County Register's Office.
9. WHEN ISSUED, THE OWNER'S POLICY WILL CONTAIN THE FOLLOWING: This policy is based on the assumption that Mary E. Abston and M.D. Abston and wife, Martha Abston, the grantors in the deed to Maynard M. Gregg and wife, Bessie Gregg, dated October 15, 1923 and recorded September 25, 1959 in Deed Book 136, page 318 are all of the heirs at law of G.D. Abston. The first parcel of subject property was conveyed to G.D. Abston and wife, Mary E. Abston, by Deed dated September 16, 1908 and recorded in Deed Book 50, page 536. The second parcel was conveyed to G.D. Abston and wife, Mary E. Abston, by deed dated June 27, 1914 and recorded in Deed Book 70, page 187 in the records of the Campbell County Register's Office. (Tract

- 3) Note: No liability is assumed for any defects in or encumbrances upon the title prior to said date.
- 10. Right-of-way to South Central Bell Telephone Company dated February 27, 1980 and recorded in Deed Book 245, page 172, in the records of the Campbell County Register's Office.
- 11. Right-of-way for water line to City of LaFollette dated April 18, 1984 recorded in Deed Book 259, page 595 in the records of the Campbell County Register's Office.
- 12. Terms and conditions of the Boundary Line Agreement with Kolo U. Davis, et ux, dated October 18, 1985 recorded in Deed Book 266, page 239 in the records of the Campbell County Register's Office and any liens, encumbrances and objections to the title to any land acquired by Beazer East, Inc. or its predecessors in title pursuant thereto.
- 13. Terms and conditions of the Boundary Line Agreement with Roger Johnson, et ux, et al, dated October 18, 1985 recorded in Deed book 266, page 245 in the records of the Campbell County Register's Office and any liens, encumbrances and objections to the title to any land acquired by Beazer East, Inc. or its predecessors in title pursuant thereto.
- 14. Terms and conditions of the Boundary Line Agreement with George E. Blankenship, et ux, et al, dated October 18, 1985 recorded in Deed Book 266, page 252 in the records of the Campbell County Register's Office and any liens, encumbrances and objections to the title to any land acquired by the Beazer East, Inc. or its predecessors in title pursuant thereto.
- 15. Agreed Order for Boundary Line with Julie Gibson, widow, dated October 6, 1986 recorded in Miscellaneous Book 15, page 114, in the records of the Campbell County Register's Office and any liens, encumbrances or objections to the title to any land acquired by Beazer East, Inc. or its predecessors in title pursuant thereto and terms and conditions of boundary line agreement with Julie Gibson dated October 6, 1986 and recorded in Miscellaneous Book 15, page 119 in the records of the Campbell County Register's Office, and any liens, encumbrances or objections to the title to any land acquired by Beazer East, Inc. or its predecessors in title pursuant thereto.
- 16. Right-of-way for Water Line and Pump Station to LaFollette Water Works dated February 2, 1987 and recorded in Miscellaneous Book 16, page 31 in the records of the Campbell County Register's Office.
- 17. License Agreement for telephone line to South Central Bell Telephone Company dated March 17, 1987 and recorded in Deed Book 274, page 315 in the records of the Campbell County Register's Office.
- 18. Underground Mining Lease Agreement dated April 1, 1984 by and between Koppers Company, Inc. (Lessor) and Horse Creek Coal Company (Lessee) with respect to Blue Gem Seam in Campbell County, Tennessee as extended.
- 19. Unrecorded Underground Mining Lease, dated October 1, 1986, by and between Koppers Company, Inc. (Lessor) and Energy, Inc. (Lessee) with respect to the Coal Creek seam of coal in Hickory Creek, Campbell County, Tennessee.
- 20. Rights of tenants in possession under various subleases including, but not limited to the following:
 - (a) Unrecorded Surface and Auger Mining Lease Agreement dated June 26, 1989 and effective as of August 1, 1989 by and between Beazer Materials and Services, Inc. (Lessor) and Energy, Inc. (Lessee), which Agreement superseded the



- Lease Agreement dated August 1, 1969 by and between Francis Brothers (Lessor) and Blue Diamond Coal Company (Lessee) of record in Lease Book 11, page 630 and Lease Book 12, page 254, in the records of the Campbell County Register's Office and which 1969 Agreement ultimately expired on its terms as of July 31, 1989. Surface Mining Coal Sublease dated July 1, 1984 by and between Energy, Inc. (Sublessor) and Seven Star Coal Company (Sublessee) as amended and as ultimately assigned to Gatliff Coal Company (Sublessee), with respect to the Coal Creek Seam and all seams and riders above Coal Creek.
- (b) Surface Mining Coal Sublease dated September 1, 1988 by and between Energy, Inc., (Sublessor) and Mountain Land Reclamation Services, Inc., (Sublessee) with respect to property located in Campbell County Tennessee.
21. Terms and provisions of the unrecorded lease by and between R. Gene Smith (Lessor) and Jerry Sharp (Lessee) dated September 25, 1979.
22. Unrecorded easements and rights-of-way including, but not limited to, streets, roads and highways.
23. Rights and Obligations of present and former Lessees under terminated leases to enter upon and perform reclamation as required by the Surface Mining Control and Reclamation Act of 1977 as amended.
24. Terms and Conditions of the Joint Use Agreement between Hightop Holdings, Inc. and Austin Powder recorded in Deed Book 300, page 515 in the records of the Campbell County Register's Office.
25. Power Line Easement by and between Beazer East, Inc. and LaFollette Utilities Company, dated August 27, 1991 and recorded in Deed Book 303, page 454 in the records of the Campbell County Register's Office.
26. WHEN ISSUED, THE OWNER'S POLICY WILL CONTAIN THE FOLLOWING:
As to the mineral estates insured hereunder, nothing herein contained shall be construed as:
- (a) Defining or interpreting or guaranteeing the nature or the extent or manner of exercise of mining rights or any rights incidental to the exploration and removal of said minerals from the premises;
 - (b) Insuring against the rights of the owners of the surface of the premises herein described;
 - (c) Insuring against any duty to provide or liability for surface support, lateral support or subjacent support of the land or any adjoining lands, liability for any surface subsidence, or any liability resulting from damage to the land or any improvements thereto caused by the exercise of any rights appurtenant to the estate or interest insured hereby;
 - (d) Insuring any right, title, interest, estate or easement in any property beyond the boundaries of the land, or in any abutting streets, roads, avenues, highways, alleys, lanes, ways of waterways;
 - (e) Insuring against the claims or title of others to water located upon, in, under or adjacent to the land or the lack of any water rights.
 - (f) Insuring against the refusal of any person to purchase, lease or lend on the security of the estate or interest insured hereby as a result of the unmarketability of the title to said estate or interest;
 - (g) Insuring that, at Date of Policy, any minerals, including without limitation gas, oil, or coal in or under the land or that any minerals, including without limitation gas, oil or coal which may have formerly so existed have not been removed.

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27. Property conveyed to City of LaFollette, by deed from Beazer East, Inc., dated September 30, 1992, and recorded in Deed Book 311, page 227, in the records of the Campbell County Register's Office.
 28. Property conveyed to Paul Roberts and wife, Lois Roberts, by deed from Beazer East, Inc., dated November 16, 1992, and recorded in Deed Book 312, page 482, in the records of the Campbell County Register's Office.
 29. Any loss or damage by the insured as a result of the title dispute between Beazer East, Inc., State of Tennessee and United States of America involving land described in Tract 3, Parcel X of Schedule A-4 hereof.
 30. Any loss or damage, including but not limited to court costs and attorney's fees, resulting from the title "disputes" referred to in the letters attached hereto and collectively designated Exhibit "B", and identified as follows:
 - (1) Letter dated August 19, 1991 from Michael A. Stanford, Beazer Materials and Services, Inc., to Mrs. Robert R. Croley.
 - (2) Letter dated August 7, 1985 from Michael A. Stanford, Beazer Materials and Services, Inc., to Mr. Sam F. Fowler, Jr.
 - (3) Letter dated August 12, 1985 from Sam F. Fowler, Jr., Wagner & Myers, to Mr. Myron Ely.
 31. Unrecorded Coal Mining Lease Agreement dated July 1, 1992, between Beazer East, Inc. (Lessor) and Michael Hatmaker (Lessee) with respect to the Rich Mountain seam of coal in Campbell County, Tennessee.
 32. Transmitting Tower Site Lease Agreement dated June 1, 1991 between Beazer East, Inc. (Lessor) and Pine Mountain Christian Broadcasting, Inc. (Lessee) with respect to property located on Walnut Mountain in Campbell County, Tennessee.
 33. Terms, conditions, provisions, agreements and restrictions of 2.36 acres conveyed to Campbell County, by instrument recorded in Deed Book 318, page 76, in the records of the Campbell County Register's Office.
 34. Surface and easements conveyed to Flossie Bell Campbell, by instrument of record in Deed Book 321, page 550, in the records of the Campbell County Register's Office.
 35. Surface and easements conveyed to Ricky J. Campbell, et ux, by instrument of record in Deed Book 321, page 555, in the records of the Campbell County Register's Office.
 36. Mineral severances, if any, occurring more than sixty (60) years ago and affecting title to the insured land.
 37. Easements granted to Tennessee Valley Authority running in an Easterly-Westerly direction across Southerly part of subject property, and running in a Northwesterly-Southeasterly direction across Southwesterly part of subject property.
 38. As to Tract 3, Parcel X alone, the rights, if any created by the Deed to Worldwide Purchasing, Inc., dated July 26, 1985, and recorded in Deed Book 265, page 175, in the records of the Campbell County Register's Office.
 39. Timber Sale Agreement by and between Beazer East, Inc., as seller, and Floyd Hale, as buyer, dated March 22, 1994, for timber marked with orange paint located between the Louisville and Nashville Railroad and the Tennessee and Kentucky State line.

40. Lease Agreement by and between Koppers Company, Inc., as lessor, and West Coal Corporation, as lessee, dated October 3, 1985, leasing a portion of lessor's property to operate and maintain a coal cleaning and preparation facility, together with Memoranda thereof, dated October 3, 1985, and January 14, 1988, as amended by that certain Amendment of Lease Agreement dated October 3, 1985; that certain Second Amendment of Lease Agreement dated October 9, 1985; that certain Third Amendment of Lease Agreement dated December 1, 1988; and that certain Amendment to Lease Agreement dated September 25, 1991. This lease is subject to a Sublease Agreement by and between West Coal Corporation and its wholly-owned subsidiary Volunteer Processing, Inc., dated October 16, 1985.
41. Logging Contract by and between Beazer East, Inc., owner, and Madison Logging, as contractor, dated July 6, 1994, for sawtimber and pulpwood in Campbell County, Tennessee.
42. Timber Sale Agreement by and between Beazer East, Inc., as seller, and Floyd Hale, as buyer, dated March 25, 1994, for timber located between the L&N Railroad and the Tennessee/Kentucky state line.
43. Assignment of Leases between Beazer East, Inc., a Delaware corporation, as Assignor, and Tennessee Mining, Inc., a Kentucky corporation, as Assignee, dated July 21, 1994, and recorded in Misc. Book 30, page 23, in the records of the Campbell County Register's Office.
44. Assignment of Leases between Tennessee Mining, Inc., a Kentucky corporation, as Assignor, and Champion International Corporation, a New York corporation, as Assignee, dated July 21, 1994, recorded in Misc. Book 30, page 182, in the records of the Campbell County Register's Office.
45. Reciprocal Easement between Champion International Corporation, a New York corporation, and Tennessee Mining, Inc., a Kentucky corporation dated July 21, 1994, and recorded in Deed Book 325, page 543, in the records of the Campbell County Register's Office.
46. Conditional Timber Harvest Agreement between Tennessee Mining, Inc., and Champion International Corporation dated July 21, 1994, and recorded in Misc. Book 30, page 353; as amended by Amendment No. 1 to Conditional Timber Harvest Agreement dated September 8, 1999, and recorded in Misc. Book 48, page 714, both in the records of the Campbell County Register's Office.
47. Terms, conditions and buy-back provisions set forth in Exhibit "C" attached to Warranty Deed from Tennessee Mining, Inc., to Champion International Corporation dated July 21, 1994, and recorded in Deed Book 325, page 1, in the records of the Campbell County Register's Office.
48. Conveyance of 22.36 acres to Robert L. Brotherton by deed dated March 4, 1996, and recorded in Deed Book 336, page 668, in the records of the Campbell County Register's Office, as it may affect the subject property. (LaFollette Landfill Tract aka Parcel AA of Tract Three which was excepted in deed to Champion)
49. Any loss or damage, including but not limited to court costs and attorney's fees, resulting from the title "dispute" evidenced by the quitclaim deed and tax map attached hereto and collectively designated as Exhibit "C" and identified as follows:
 - (a) Quitclaim Deed from Hubert Whatley, Donald Whatley, James Draper, Christine Goins, and Elizabeth Marlow Smith, to Hubert Whatley, Donald Whatley, James Draper, Christine Goins, and Elizabeth Marlow Smith, dated September 28,

1982, and recorded in Deed Book 164, page 215, in the records of the Scott County Register's Office.

- (b) A portion of attached map attached to the above quitclaim deed.
50. Any loss or damage resulting from failure to file a Statement of Claim pursuant to TCA 66-55-108, et seq.
 51. Coal Seam Gas Lease between Tennessee Mining, Inc., and Addington Exploration, LLC, dated December 1, 1998, and recorded December 21, 1998, in Misc. Book 45, page 185, in the records of the Campbell County Register's Office.
 52. Agreement and Assignment by and between Addington Exploration, LLC, Tennessee Mining, Inc., Addington Enterprises, Inc. and CNX Gas Company dated January 28, 2002, and recorded in Miscellaneous Book 60, page 193, in the records of the Campbell County Register's Office.