

CASTANOLO; COAL LEASE - 4

SUBLEASE

PVOC → COAL RIVER ENERGY

5/27/2003

CONSENT TO SUBLEASE
[Castanoli Lease]

THIS CONSENT TO SUBLEASE ("Consent") by the **A.F. Castanoli Sr. Trust** ("Lessor(AFC)") under that certain Lease Agreement dated January 14, 2000 (the "Lease"), by and among Lessor(AFC) and **PENN VIRGINIA OPERATING CO., LLC**, a Delaware limited liability company, successor-in-interest to Fork Creek Mining Company ("Lessee(PVOC)").

W I T N E S S E T H

WHEREAS, Lessor(AFC) entered into the Lease with Fork Creek Mining Company as the original lessee, granting Fork Creek various rights to mine coal from the leased premises;

WHEREAS, by that certain Consent dated May 18, 2001, Lessor(AFC) consented to the assignment of the Lease by Fork Creek Mining Company to Penn Virginia Coal Company, and the sublease of the leased premises covered under the Lease to Pen Land Company;

WHEREAS, Penn Virginia Coal Company merged into Lessee(PVOC) effective September 14, 2001; and

WHEREAS, the Sublease between Lessee(PVOC) and Pen Land Company has been terminated; and

WHEREAS, Lessee(PVOC) now desires to sublease the leased premises under the Lease to Coal River Energy, LLC, a West Virginia limited liability company ("Coal River").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor(AFC) and Lessee(PVOC) do hereby agree as follows:

1. Pursuant to Paragraph 16 of the Lease, Lessor(AFC) consents to the sublease of the leased premises under the Lease by Lessee(PVOC) to Coal River;

2. Lessee(PVOC) shall remain obligated to Lessor(AFC) for the performance of all terms and conditions under the Lease.

3. The consent by Lessor(AFC) to the sublease of the leased premises under the Lease by Lessee(PVOC) to Coal River shall not constitute the consent of Lessor(AFC) to any further sublease or other transfer of the Lease.

IN WITNESS WHEREOF, Lessor(AFC) and Lessee(PVOC) have executed this Consent effective as of May ____, 2003.

LESSOR(AFC):

A.F. Castanoli Sr. Trust

By: 
Eleanor Jane Castanoli-Henkle
Its Trustee

LESSEE(PVOC):

PENN VIRGINIA OPERATING CO., LLC

By: _____
James L. Corsaro
Its Vice President

STATE OF W.Va.

COUNTY OF Cabell, to-wit:

The foregoing instrument was acknowledged before me this 27th day of May, 2003, by Eleanor Jane Castanoli-Henkle, the Trustee of A.F. Castanoli Sr. Trust, on behalf of the trust.

My commission expires: May 21, 2007



Teresa D. Smith
Notary Public

STATE OF _____,

COUNTY OF _____, to-wit:

The foregoing instrument was acknowledged before me this ____ day of May, 2003, by James L. Corsaro, the Vice President of Penn Virginia Operating Co., LLC, a Delaware limited liability company, on behalf of the company.

My commission expires: _____

Notary Public

[SEAL]