

CASTANOLO CORP/
LEASE-2

TRANSFER FORK CK TO
PENN VA CORP CO.

5/21/2001

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XFR PVCC TO PVC LLC

7/23/2001

Fork Creek Mining Company

P. O. Box 24

Alum Creek, WV 25003

304 756-1320

304 756-1325 Fax

Fork Creek Consent

May 18, 2001

Eleanor Jane Castanoli-Henkle, Trustee
Castanoli Trust
1424 15th Street
Huntington, WV 25701

William R. Henkle, Jr.
Agent - Castanoli Trust
230 Finch Way
Carson City, NV 89704

RE: Lease Agreement dated January 14, 2000, by and between Eleanor Jane Henkle, Trustee for and on behalf of the The A. F. Castanoli, Sr. Trust ("Lessor") and Fork Creek Mining Company ("Fork Creek"), hereinafter referred to as the "Lease Agreement"

Dear Mrs. Henkle and Mr. Henkle:

This will confirm our recent conversations regarding Fork Creek's proposed assignment to Penn Virginia Coal Company ("Penn Virginia") of the Lease Agreement ("Penn Virginia Assignment"). If the Lease Agreement is assigned to Penn Virginia, then Penn Virginia will enter into a sublease agreement (the "Sublease Agreement") with Pen Land Company ("Pen Land") whereby Penn Virginia will sublease to Pen Land the premises covered under the Lease Agreement ("Premises") together with certain other property. Further, if the Sublease Agreement is executed, then Pen Land and Fork Creek will enter into a Mining Agreement ("Mining Agreement") whereby Fork Creek will be granted the right to mine coal on the Premises together with certain other properties. By separate consents, Lessor has consented to the proposed Penn Virginia Assignment and Sublease Agreement. Pursuant to paragraph 16 of the Lease Agreement, Lessor hereby consents to Pen Land entering into the Mining Agreement with Fork Creek. The parties acknowledge that if for any reason the proposed Penn Virginia Assignment, the Sublease Agreement, and Mining Agreement are not completed, then this Consent shall be null and void. This consent is limited to the specific transaction set out herein.

