

EXHIBIT C

SPECIAL WARRANTY DEED

THIS INDENTURE WITNESSETH, That Midwest Coal Reserves of Indiana, LLC, a Delaware limited liability company; (herein referred to as "GRANTOR")

CONVEYS AND WARRANTS SPECIALLY

To
(herein referred to as "GRANTEE") for valuable consideration,
ALL OF THAT REAL ESTATE ("Property") situated in Warrick County,
State of Indiana, described in Appendix 1 attached hereto and
made a part hereof by reference.

Together with all the hereditaments and appurtenances
thereunto belonging, and with all the estate, right, title,
interest, claim or demand whatsoever of the Seller, either in
law or equity, of, in and to the Property.

TO HAVE AND TO HOLD the Property unto the GRANTEE,
GRANTEE'S successors and assigns forever; provided,
however, that this conveyance is made and accepted upon the
following covenants which shall be binding upon and
enforceable against GRANTEE and GRANTEE'S successors and
assigns and shall be deemed covenants running with the
land: (1) GRANTEE assumes all risks and responsibility
for any injuries or damages sustained by any person or to
any property, in whole or in part, resulting from, arising
out of, or in any way connected with, the possession or use
of the Property by GRANTEE, and GRANTEE agrees to indemnify
and hold harmless GRANTOR, its agents, employees or
representatives, from any and all claims, demands, actions,
or suits of any kind or nature whatsoever for such injuries
and damages, and any expenses connected therewith; (2)
GRANTOR does not warrant or represent subjacent or lateral
support of the surface and sub-surfaces of the Property;

(3) GRANTOR does not warrant or represent that the Property is safe, habitable or otherwise suitable for the purposes for which it is intended to be used by GRANTEE or for any other purpose whatsoever. GRANTEE represents that GRANTEE inspected the Property and agree to accept the same in its "where is""as is" condition.

Midwest Coal Reserves of Indiana, LLC has conveyed its rights and interests in and to oil and gas (including coalbed methane and coal mine methane) in, on, or under the herein described property ("Oil and Gas Property") to CNX Company LLC ("CNX") by deed dated effective as of April 1, 2007, and recorded as Document #2007R-010144 in the Office of the Recorder of Warrick County. Any surface property conveyed herein by Grantor to Grantee overlying the Oil and Gas Property is under and subject to the obligation to execute and deliver a surface use agreement (a "SUA"), a form of which is now of record as Exhibit "D" to the above described deed to CNX or any entity with whom CNX has entered into a joint operating agreement in which CNX has a right to participate in oil and gas operations on or with respect to the Oil and Gas Property; provided, however, the covenant to enter into an SUA with CNX runs with the land and binds Grantee, their successors, assigns or transferees until June 20, 2012. Said SUA is incorporated herein by this reference the same as if fully copies herein.

Subject, however to those (if any) rights-of-way, easements, leases, severances, licenses, reservations and exceptions which are of record as of the date of this instrument, and to all rights of persons in possession and to physical conditions, encroachments and possessory rights which would be evident from an inspection of the Premises.

GRANTOR does not warrant title generally. The GRANTOR, does represent, warrant, promise and agree, to and with GRANTEE, GRANTEE'S assigns, that GRANTOR has not done, or suffered to be done, anything whereby GRANTOR'S title in said Property hereby granted is, or has been in any manner encumbered or charged, except as herein recited; and that GRANTOR will warrant and forever defend GRANTOR' title in Property against all persons lawfully claiming or to claim the same, by, through or under GRANTOR.

The grantee by the acceptance of this conveyance assumes and agrees to pay the property taxes beginning with the first installment of the 2009 property taxes due and payable in May, 2010, and thereafter.

The undersigned persons executing this Deed on behalf of Midwest Coal Reserves of Indiana, LLC represent and certify that they are the duly elected officers of Midwest Coal Reserves of Indiana, LLC and have been fully empowered by said limited liability company to execute and deliver this Deed, that Midwest Coal Reserves of Indiana, LLC has full legal capacity to convey said real estate, and that all necessary action for the making of such conveyance has been

taken and done.

IN WITNESS WHEREOF, The said GRANTOR has hereunto
caused this deed to be executed this ____ day of
_____, 2009.

MIDWEST COAL RESERVES OF INDIANA,
LLC

By _____

Attest:

STATE OF MISSOURI, CITY OF ST. LOUIS SS:

Before me, the undersigned, a Notary Public in and for said
County and State, personally appeared _____
and _____,
and _____, respectively of Midwest Coal Reserves
of Indiana, LLC, a Delaware limited liability company, who
acknowledged the execution of the foregoing deed to be their
voluntary act and deed for and on behalf of said limited
liability company.

WITNESS, my hand and Notarial Seal this ____ day of
_____, 2009.

_____, Notary
Public
residing in _____
County,

My commission expires: _____

This instrument was prepared by Don R. Ashley, Attorney at Law,
Boonville, Indiana.

I affirm, under the penalties for perjury, that I have taken
reasonable care to redact each Social Security Number in this
Document, unless required by law. Don R. Ashley

Grantee Address:

Send tax statements to:

Property address: