

Reply and Objection/Response Joinder Deadline: August 31, 2012
Hearing Date: September 11, 2012 at 1:30 p.m. (prevailing Eastern Time)

WINSTON & STRAWN LLP
David Neier (dneier@winston.com)
200 Park Avenue
New York, NY 10166-4193
Telephone: (212) 294-6700
Facsimile: (212) 294-4700

Attorneys for the Penn Virginia Coal Company Entities

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

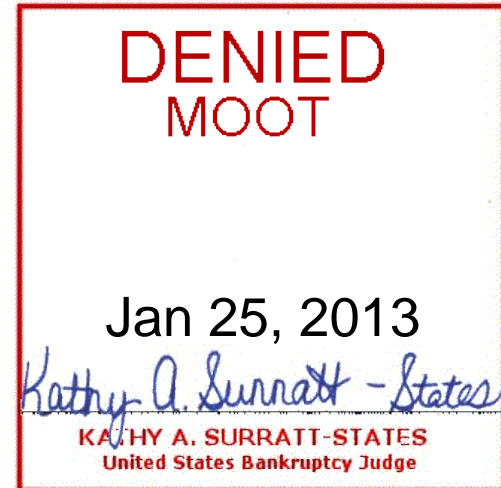
PATRIOT COAL CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)



JOINDER OF THE PENN VIRGINIA COAL COMPANY ENTITIES TO THE DEBTORS' OBJECTION TO (i) MOTION OF THE UNITED MINE WORKERS OF AMERICA TO TRANSFER THE CASE TO THE SOUTHERN DISTRICT OF WEST VIRGINIA, (ii) SURETIES' MOTION TO TRANSFER JOINTLY ADMINISTERED CASES TO SOUTHERN DISTRICT OF WEST VIRGINIA, AND (iii) MOTION OF THE UNITED STATES TRUSTEE TO TRANSFER IN THE INTEREST OF JUSTICE

Penn Virginia Coal Company, Penn Virginia Operating Co., L.L.C., K-Rail LLC (f/k/a Kanawha Rail Corp.), Suncrest Resources LLC (successor in interest to Penn Virginia Resource GP, LLC, and Penn Virginia Resource Partners, L.P.), Crimson Processing Company and Carbon Fuel Company (collectively, the "**Penn Virginia Coal Company Entities**") submit this joinder (the "**Joinder**") to the Debtors' Objection (the "**Objection**") to: (i) the Motion of the United Mine Workers of America Pursuant to 28 U.S.C. § 1412 and Rule 1014 to Transfer the Case to the Southern District of West Virginia [Docket Nos. 116, 127]; (ii) the Sureties' Motion to

Transfer Jointly Administered Cases to Southern District of West Virginia [Docket No. 287]; (iii) the United States Trustee's Motion to Transfer Venue of These Cases in the Interest of Justice [Docket Nos. 406, 407]; and (iv) joinders and one notice of support for the transfer of these cases to the Southern District of West Virginia [*inter alia*, Docket Nos. 178, 390, 392, 423,] (collectively, the "**Motions**"). In support of this Joinder, the Penn Virginia Coal Company Entities respectfully submit as follows:

1. The Penn Virginia Coal Company Entities are substantial creditors of the Debtors. Among other things, the Debtors lease numerous properties from and make royalty payments to the Penn Virginia Coal Company Entities. Those properties are located in multiple jurisdictions in two states, West Virginia and Kentucky. The Debtors continue to operate on many of the properties leased to them by the Penn Virginia Coal Company Entities. In calendar year 2011, the Debtors made over \$30 million in royalty payments to the Penn Virginia Coal Company Entities.

2. For the reasons set forth in the Objection, and for the reasons set forth in the other objections and the other pleadings filed in support of the Objection, including the Objection of the First Out DIP Agent (Docket No. 427) and the Objection of the Official Committee of Unsecured Creditors (Docket No. 424), the Penn Virginia Coal Company Entities object to the Motions and support venue of these cases in the Southern District of New York.

[Joinder continues on following page]

WHEREFORE, the Penn Virginia Coal Company Entities respectfully request that the Court enter an order (i) denying the Motions and (ii) granting such other and further relief as this Court deems just and proper.

Dated: New York, New York
August 28, 2012

WINSTON & STRAWN LLP

By: /s/David Neier
David Neier (dneier@winston.com)
200 Park Avenue
New York, NY 10166-4193
Telephone: (212) 294-6700
Facsimile: (212) 294-4700

Attorneys for the Penn Virginia Coal Company Entities