

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

**In re:**

**PATRIOT COAL CORPORATION, *et al.*,**

**Debtors.**

**Chapter 11**

**Case No. 12-51502-659  
(Jointly Administered)**

Related to Docket No. 1992

Hearing: January 29, 2013

Continued: February 12, 2013

**ORDER AUTHORIZING EMPLOYMENT OF  
BRYAN CAVE LLP AS LOCAL RESTRUCTURING COUNSEL  
AND CORPORATE COUNSEL FOR THE DEBTORS**

On January 15, 2013, Patriot Coal Corporation and its subsidiaries that are debtors in these jointly-administered cases (the “Debtors”) filed their Application for Authority to Employ Bryan Cave LLP as Local Restructuring Counsel and Corporate Counsel for the Debtors (the “Application”). Capitalized terms not defined herein shall have the meanings set forth in the Application.

Upon consideration of the Application, the Declaration of Lloyd A. Palans attached to the Application, and the Supplemental Declaration of Lloyd A. Palans filed on February 1, 2013 in support of the Application, it appears that Bryan Cave and its professionals are “disinterested,” as such term is defined in Section 101(14) of the Bankruptcy Code, as modified by Section 1107(b) of the Bankruptcy Code, and, as required by Section 327(a) and referenced by Section 328(c) of the Bankruptcy Code, neither hold nor represent any interest adverse to the Debtors or their estates; and that good and sufficient cause exists for the relief requested in the Application.

Accordingly, it is hereby ORDERED as follows:

1. The Application is GRANTED.

2. The Debtors are authorized to employ Bryan Cave as their local restructuring counsel pursuant to Section 327(a) of the Bankruptcy Code, effective as of November 27, 2012, on the terms set forth in the Application and supporting papers.

3. The Debtors' retention of Bryan Cave on corporate, benefits, and securities matters pursuant to the Order Authorizing the Debtors To Retain Ordinary Course Professionals, Nunc Pro Tunc to the Petition Date (Docket No. 263) shall be modified to be a retention pursuant to Section 327(a) of the Bankruptcy Code, effective as of December 1, 2012, on the terms set forth in the Application and supporting papers.

4. Except with respect to services provided by Bryan Cave as an ordinary-course professional on or before November 30, 2012, Bryan Cave shall be compensated upon appropriate application in accordance with Sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, the Order To Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals (Docket No. 262), and other orders of this Court.

  
KATHY A. SURRATT-STATES  
Chief United States Bankruptcy Judge

DATED: February 4, 2013  
St. Louis, Missouri  
jjh

Order prepared by:

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