

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

	X	
In re:	:	Chapter 11
	:	Case No. 12-51502-659
	:	(Jointly Administered)
PATRIOT COAL CORPORATION, et al.	:	
	:	Hearing Date:
	:	April 23, 2013 at 10:00 a.m.
	:	(prevailing Central Time)
Debtors.	:	
	:	Hearing Location:
	:	Courtroom 7 North
	X	

**JOINDER OF BANK OF AMERICA, N.A., AS SECOND OUT DIP AGENT,
TO DEBTORS' OBJECTION TO MOTION OF CERTAIN INTERESTED
SHAREHOLDERS FOR ENTRY OF AN ORDER DIRECTING THE
APPOINTMENT OF AN OFFICIAL COMMITTEE OF EQUITY SECURITY
HOLDERS PURSUANT TO BANKRUPTCY CODE § 1102(a)(2)**

Bank of America, N.A., in its capacity as administrative agent (in such capacity, the “Second Out DIP Agent”) for itself and the other lenders under that certain Amended and Restated Superpriority Secured Debtor-in-Possession Credit Agreement, dated as of July 11, 2012, by its undersigned counsel, hereby submits this joinder to the Debtors’ Objection [Dkt. No. 3446] (the “Objection”) to the Motion of Certain Interested Shareholders for Entry of an Order Directing the Appointment of an Official Committee of Equity Security Holders Pursuant to Bankruptcy Code § 1102(a)(2) [Dkt No. 417] (the “Motion”).

JOINDER

The Second Out DIP Agent fully supports and joins in the Objection. For the reasons set forth in the Objection, the Second Out DIP Agent respectfully requests that this Court overrule the Motion. The Second Out DIP Agent reserves the right to supplement its joinder at the hearing on the Motion.

Dated: Clayton, Missouri
March 29, 2013

Respectfully submitted,

LATHROP & GAGE LLP

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-and-

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*Co-Counsel to Bank of America, N.A., as
Second Out DIP Agent*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 29th day of March, 2013, a true and correct copy of the foregoing was served via the Court's CM/ECF system on all parties receiving ECF notices in this case.

/s/Laura Toledo