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U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI

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March 29, 2013

The Honorable Kathy A. Surratt-States
United States Bankruptcy Court for the Eastern
District of Missouri
Thomas F. Eagleton US Courthouse
111 S. 10th Street
St. Louis, Missouri 63102

Re: In re Patriot Coal, Case No. 12-51502-659 (jointly administered)

Dear Judge Surratt-States:

We are counsel to Wilmington Trust Company (“Wilmington”) in its capacity as indenture trustee for \$250 million principal amount of 8.25% Senior Notes due 2018 (the “Senior Notes”). We write in response to the letter from Debtors’ counsel to Your Honor, dated March 28, 2013, which seeks a conference concerning the Debtors’ request to limit participation in the evidentiary hearing set to commence on April 29, 2013 on the Debtors’ motion under Sections 1113 and 1114 of the Bankruptcy Code (the “Hearing”). Wilmington agrees with the statements set forth in the Official Committee of Unsecured Creditors’ letter to Your Honor, dated March 29, 2013, that the Debtors’ reliance on *In re UAL Corp.*, 408 F.3d 847 (7th Cir. 205), is inappropriate and inapplicable here.

Wilmington intends to participate in the Hearing on the specific issue of whether the estates of Debtors who are not parties to the UMWA bargaining agreements and/or otherwise not obligated on any claims by or to the UMWA or any of its constituents should bear the costs of claims resulting from any relief granted by this Court. Whether Wilmington will call its own witness, whether Wilmington will adduce testimony from any witness put up by others, and/or whether Wilmington will determine not to call any witness has not yet been determined at this time. Wilmington, however, believes it should be entitled to participate in the Hearing given the relief sought by the Debtors.

The relief sought by the Debtors in the 1113/1114 Motion would have a significant impact on Wilmington and other unsecured creditors of the Debtors including, in particular, creditors of Debtors who are not parties to the UMWA bargaining agreements and/or otherwise not obligated on any claims by or to the UMWA. Wilmington and the holders of Senior Notes are among such creditors. By its terms, the Debtors’ 1113/1114 Motion contemplates a “pooling” of assets of all of the Debtors to satisfy the UMWA’s claims. The Debtors, however, have not met, and cannot meet, the standard for substantive consolidation of their estates, nor have they met their heavy

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burden to show that the extraordinary equitable remedy of substantive consolidation can be imposed here.

Wilmington's participation at the Hearing will be limited to the issues discussed above and would in no way impede or delay Your Honor's ability to conduct the Hearing efficiently. We are available to, and respectfully request the Court's permission to, participate in the conference requested by the Debtors concerning this matter at Your Honor's convenience.

Thank you.

Respectfully,


Paul N. Silverstein

PNS:lsl

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