

Debtors' and Committee's Objection/Response Deadline: August 27, 2012
Reply and Objection/Response Joinder Deadline: August 31, 2012
Hearing Date: September 11, 2012 at 1:30 p.m. (prevailing Eastern Time)

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**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 SHEPARD BOONE COAL COMPANY, LLC, WPP LLC AND ACIN LLC
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 VENUE IN THE INTEREST OF JUSTICE**

Shepard Boone Coal Company, LLC, WPP LLC and ACIN LLC (collectively the "***NRP Creditors***") through their undersigned counsel hereby submit this joinder (the "***Joinder***") to the objection (the "***Objection***") filed by the above-captioned debtors (the "***Debtors***") 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* [Dkt. Nos. 116, 127]; (ii) the

Sureties' Motion to Transfer Jointly Administered Cases to Southern District of West Virginia [Dkt. No. 287]; (iii) the *United States Trustee's Motion to Transfer Venue of These Cases in the Interest of Justice* [Dkt. Nos. 406, 407]; and (iv) three joinders and one notice of support for the transfer of these cases to the Southern District of West Virginia [Dkt. Nos. 178, 390, 392, 423] (together, the "**Motions**"). In support of the Joinder, the NRP Creditors respectfully submit as follows:

1. The NRP Creditors are parties in interest in the above-captioned chapter 11 cases pursuant to their status as creditors of the Debtors. The NRP Creditors are land and coal mineral rights owners with amounts owed to them under lease contracts with various Debtors.

2. As set forth in detail in the Motions, the various movants are seeking to transfer venue of these cases from the Southern District of New York to the Southern District of West Virginia or, in the case of the United States Trustee, some other jurisdiction "in the interests of justice". The NRP Creditors hereby object to the Motions on the grounds raised and asserted in the Objection. The NRP Creditors believe venue of these cases is properly in the Southern District of New York and prefer that the Debtors' chapter 11 cases be heard in the current venue rather than being transferred to the Southern District of West Virginia (or other jurisdiction), which the NRP Creditors believe is inconvenient for many creditors and is a far more difficult location to reach by air travel.

3. The NRP Creditors reserve the right to be heard during oral argument of the Motions, the Objection and all other related pleadings.

WHEREFORE, the NRP Creditors 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: August 29, 2012
New York, New York

Respectfully submitted,

VINSON & ELKINS L.L.P.

/s/ Dov Kleiner

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CERTIFICATE OF SERVICE

I certify that on August 29, 2012, a true and correct copy of the foregoing was served by (i) the Electronic Case Filing system for the United States Bankruptcy Court for the Southern District of New York on those parties that have consented to such service and (ii) by United States first class mail, postage prepaid, as indicated, on the parties listed below.

/s/Alexandra S. Kelly

Counsel

1. The chambers of the Honorable Shelley C. Chapman

2. Counsel to the Debtors:

Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY
10017, Attn: Marshall S. Huebner and Brian M. Resnick

3. Conflicts counsel to the Debtors:

Curtis, Mallet-Prevost, Colt & Mosle LLP, 101 Park Avenue, New York,
NY 10178, Attn: Steven J. Reisman and Michael A. Cohen

4. The Office of the United States Trustee for the Southern District of
New York, 33 Whitehall Street, Suite 2100, New York, NY 10004, Attn:
Elisabetta G. Gasparini and Paul K. Schwartzberg

5. Counsel for the Official Committee of Unsecured Creditors:

Kramer Levin Naftalis & Frankel LLC, 1177 Avenue of the Americas,
New York, NY 10036

6. The Debtors' proposed authorized claims and noticing agent:

Patriot Coal Corporation, c/o GCG, Inc., P.O. Box 9898, Dublin, OH
43017-5798

7. Counsel for the administrative agents for the Debtors' proposed
postpetition lenders:

(i) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY
10153, Attn: Marcia Goldstein and Joseph Smolinsky and (ii) Willkie
Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019,
Attn: Margot B. Schonholtz and Ana Alfonso

8. Counsel to the United Mine Workers of America:

Kennedy, Jennik & Murray, P.C., 113 University Place, 7th Floor New
York, NY 10003 Attn: Susan M. Jennik

9. Counsel to the Argonaut Insurance Company, Indemnity National Insurance Company, US Specialty Insurance, and Westchester Fire Insurance Company:

Stites & Harbison, PLLC, 250 West Main Street, Suite 2300, Lexington, KY 40507, Attn: Chrisandrea L. Turner