

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

In Re:) Chapter 11
)
Patriot Coal Corporation, *et al.*) Case No. 12-51502
)
Debtors.)

**THIRD SUPPLEMENTAL DECLARATION OF GREGORY D. WILLARD
AND SUPPLEMENTAL STATEMENT PURSUANT TO BANKRUPTCY RULE 2014**

I, Gregory D. Willard, hereby state and declare as follows:

1. I am an attorney at law admitted to practice law in the State of Missouri. I am a shareholder of the law firm of Carmody MacDonald P.C. (“**Carmody MacDonald**”). I am duly authorized to make this third supplemental declaration (“**Third Supplemental Declaration**”) on behalf of Carmody MacDonald.

2. I submit this Third Supplemental Declaration in supplement to Carmody MacDonald's prior retention application (the “**Carmody MacDonald Retention Application**”)¹ filed in the chapter 11 cases (the “**Chapter 11 Cases**”) of the above captioned debtors (the “**Debtors**”), and in furtherance of Carmody MacDonald's ongoing disclosure obligations pursuant to the Court's order authorizing the employment of Carmody MacDonald as local counsel for the Official Committee of Unsecured Creditors (the “**Committee**”).²

¹ *Application of the Official Committee of Unsecured Creditors of Patriot Coal Corporation, et al., for an Order Authorizing and Approving the Employment and Retention of Carmody MacDonald P.C. as Local Counsel, Nunc Pro Tunc to December 3, 2012* [ECF. No. 1848].

² *Order Authorizing and Approving the Retention and Employment of Carmody MacDonald P.C. as Local Counsel to the Official Committee of Unsecured Creditors of Patriot Coal Corporation, Et Al., Nunc Pro Tunc to December 3, 2012* [ECF. No. 2382].

3. This Third Supplement Declaration supplements and incorporates by reference the disclosures provided in my prior declarations in support of the Carmody MacDonald Retention Application dated December 31, 2012³, February 1, 2013⁴, and July 25, 2013⁵ (“**Prior Declarations**”).

4. Unless otherwise stated in this Third Supplemental Declaration, I have personal knowledge of the facts set forth.

5. Carmody MacDonald has been retained by Big Ridge Inc. to represent it in a lawsuit pending in the Saline County, Illinois Circuit Court. In the lawsuit, plaintiff Justin Bennett seeks damages from Big Ridge Inc. on account of an alleged retaliatory discharge relating to his exercise of rights under the Illinois Worker’s Compensation Act. No aspect of the lawsuit involves or affects (i) any of the Debtors or their estates, or (ii) Carmody MacDonald’s services as local counsel to the Committee. I understand that Defendant Big Ridge Inc. is an affiliate of Peabody Energy Corporation, which is a creditor and party in interest in these Chapter 11 proceedings. Accordingly, and in addition to the disclosures herein, those Carmody MacDonald attorneys working on the Big Ridge Inc. matter have been screened from all files and documents involving the firm’s representation of the Committee. Furthermore, Carmody MacDonald will continue its previous voluntary recusal from matters in these Chapter 11 proceedings that involve Peabody Energy Corporation.

³ *Exhibit A, Declaration of Gregory D. Willard and Statement Pursuant to Bankruptcy Rule 2014, to Application of the Official Committee of Unsecured Creditors of Patriot Coal Corporation, et al., for an Order Authorizing and Approving the Employment and Retention of Carmody MacDonald P.C. as Local Counsel, Nunc Pro Tunc to December 3, 2012* [ECF. No. 1848].

⁴ *First Supplemental Declaration of Gregory D. Willard and Statement Pursuant to Bankruptcy Rule 2014* [ECF. No. 2659].

⁵ *Second Supplemental Declaration of Gregory D. Willard and Supplemental Statement Pursuant to Bankruptcy Rule 2014* [ECF. No. 4367].

6. Except as set forth above and in the Prior Declarations, insofar as I have been able to ascertain after diligent inquiry, I do not believe that there is any other connection (as such term is used in Federal Rule of Bankruptcy Procedure 2014(a)) between Carmody MacDonald and the Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed by the Office of the United States Trustee.

7. To the extent that any information disclosed herein requires subsequent amendment or modification upon Carmody MacDonald's completion of further analysis or if any new, material, relevant facts or relationships are discovered, a supplemental declaration on behalf of Carmody MacDonald will be submitted to the Court reflecting such amended or modified information.

8. I certify under penalty of perjury under the laws of the United States that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed on September 13, 2013.

/s/ Gregory D. Willard
Gregory D. Willard

CERTIFICATE OF SERVICE

A true and correct copy of this document was filed on September 13, 2013 using the Court's CM/ECF system which sent a copy to all parties receiving electronic notices in this case.

/s/ Angela L. Schisler
Angela L. Schisler