

**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)

Hearing Date: October 22, 2013

Hearing Time: 10:00 a.m. Central

Location: Courtroom 7-N, St. Louis

**DEBTORS' OMNIBUS APPLICATION TO EXPAND
RETENTION OF PROFESSIONALS TO INCLUDE NEW DEBTORS**

Patriot Coal Corporation (“Patriot”) and its affiliated debtors (collectively, the “Debtors”), respectfully request that this Court expand the retention of the Debtors’ professionals to include representation of Brody Mining, LLC and Patriot Ventures LLC (the “New Debtors”), effective as of September 23, 2013, the date on which the New Debtors sought relief under Chapter 11 of the Bankruptcy Code (the “New Debtors’ Petition Date”). In support of this Application, the Debtors show the Court as follows:

Relief Requested

1. By this Application, the Debtors request, pursuant to Sections 327, 328(a), and 363(b) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014, that their employment of the professionals listed on Exhibit A attached hereto (the “Professionals”) be

* The Debtors are the entities listed on Schedule 1 attached hereto. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ Chapter 11 petitions.

expanded to encompass representation of the New Debtors, effective as of the New Debtors' Petition Date.¹

Jurisdiction

2. This Court has jurisdiction over this Objection under 28 U.S.C. § 1334. Venue of this proceeding is proper pursuant to 28 U.S.C. § 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

4. Ninety-nine of the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012 in the United States Bankruptcy Court for the Southern District of New York.

5. On December 19, 2012, these Debtors' cases were transferred to the United States Bankruptcy Court for the Eastern District of Missouri [Dkt. No. 1789].

¹ AP Services, LLC has been employed by the Debtors to provide interim management and restructuring services and a chief restructuring officer to the Debtors under Section 363(b) of the Bankruptcy Code. Neither the inclusion of AP Services, LLC in the definition of "Professionals" nor other references to the provisions of the Bankruptcy Code governing the employment of professional persons is intended to modify the nature of the Debtors' engagement of AP Services, LLC. Similarly, nothing in this Application is intended to expand the application of Section 328(a) beyond the circumstances in which it currently applies to the Debtors' employment of certain of the Professionals.

6. These Debtors' employment of the Professionals has been approved by various orders of the United States Bankruptcy Court for the Southern District of New York or this Court, with one exception.²

7. The New Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on September 23, 2013 in this Court.

Basis for Relief

8. Certain services to be provided by the Professionals will benefit all of the Debtors collectively. In addition, the Professionals may provide services for the particular benefit of one or both of the New Debtors. It is, therefore, appropriate that the Professionals' employment be expanded to include the New Debtors, effective as of the New Debtors' Petition Date.

9. The Debtors have requested the Professionals to file supplemental disclosures prior to the hearing on this Application. The Debtors believe that these disclosures will establish the Professionals' eligibility for retention by the New Debtors under Sections 327(a), 327(e), 328(a), or 363(b) of the Bankruptcy Code, as applicable, and will include, where required, the information required by Section 329(a) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014.

² Ogletree, Deakins, Nash, Smoak & Stewart, P.C. originally was retained by the Debtors as an ordinary-course counsel. The Debtors' application to employ the Ogletree firm as special counsel [Dkt. No. 4723] is set for hearing on October 22, 2013. The disclosures by the Ogletree firm in that application will be supplemented to include the firm's connections, if any, with principal parties in interest in the New Debtors' cases.

WHEREFORE, the Debtors respectfully request that this Court:

- (a) enter an order expanding the retention of the Professionals to include representation of the New Debtors, effective as of the New Debtors' Petition Date; and
- (b) grant the Debtors such other and further relief as is just and proper.

Dated: October 4, 2013
St. Louis, Missouri

Respectfully submitted,
BRYAN CAVE LLP

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SCHEDULE 1

Debtors

1. Affinity Mining Company
2. Apogee Coal Company, LLC
3. Appalachia Mine Services, LLC
4. Beaver Dam Coal Company, LLC
5. Big Eagle, LLC
6. Big Eagle Rail, LLC
7. Black Stallion Coal Company, LLC
8. Black Walnut Coal Company
9. Bluegrass Mine Services, LLC
10. Brody Mining, LLC
11. Brook Trout Coal, LLC
12. Catenary Coal Company, LLC
13. Central States Coal Reserves of Kentucky, LLC
14. Charles Coal Company, LLC
15. Cleaton Coal Company
16. Coal Clean LLC
17. Coal Properties, LLC
18. Coal Reserve Holding Limited Liability Company No. 2
19. Colony Bay Coal Company
20. Cook Mountain Coal Company, LLC
21. Corydon Resources LLC
22. Coventry Mining Services, LLC
23. Coyote Coal Company LLC
24. Cub Branch Coal Company LLC
25. Dakota LLC
26. Day LLC
27. Dixon Mining Company, LLC
28. Dodge Hill Holding JV, LLC
29. Dodge Hill Mining Company, LLC
30. Dodge Hill of Kentucky, LLC
31. EACC Camps, Inc.
32. Eastern Associated Coal, LLC
33. Eastern Coal Company, LLC
34. Eastern Royalty, LLC
35. Emerald Processing, L.L.C.
36. Gateway Eagle Coal Company, LLC
37. Grand Eagle Mining, LLC
38. Heritage Coal Company LLC
39. Highland Mining Company, LLC
40. Hillside Mining Company
41. Hobet Mining, LLC
42. Indian Hill Company LLC
43. Infinity Coal Sales, LLC
44. Interior Holdings, LLC
45. IO Coal LLC
46. Jarrell's Branch Coal Company
47. Jupiter Holdings LLC
48. Kanawha Eagle Coal, LLC
49. Kanawha River Ventures I, LLC
50. Kanawha River Ventures II, LLC
51. Kanawha River Ventures III, LLC
52. KE Ventures LLC
53. Little Creek LLC
54. Logan Fork Coal Company
55. Magnum Coal Company LLC
56. Magnum Coal Sales LLC
57. Martinka Coal Company, LLC
58. Midland Trail Energy LLC
59. Midwest Coal Resources II, LLC
60. Mountain View Coal Company, LLC
61. New Trout Coal Holdings II, LLC
62. Newtown Energy, Inc.
63. North Page Coal Corp.
64. Ohio County Coal Company, LLC
65. Panther LLC
66. Patriot Beaver Dam Holdings, LLC
67. Patriot Coal Company, L.P.
68. Patriot Coal Corporation
69. Patriot Coal Sales LLC
70. Patriot Coal Services LLC
71. Patriot Leasing Company LLC
72. Patriot Midwest Holdings, LLC
73. Patriot Reserve Holdings, LLC
74. Patriot Trading LLC
75. Patriot Ventures LLC
76. PCX Enterprises, Inc.
77. Pine Ridge Coal Company, LLC
78. Pond Creek Land Resources, LLC
79. Pond Fork Processing LLC
80. Remington Holdings LLC
81. Remington II LLC
82. Remington LLC
83. Rivers Edge Mining, Inc.
84. Robin Land Company, LLC
85. Sentry Mining, LLC
86. Snowberry Land Company
87. Speed Mining LLC
88. Sterling Smokeless Coal Company, LLC
89. TC Sales Company, LLC
90. The Presidents Energy Company LLC
91. Thunderhill Coal LLC
92. Trout Coal Holdings, LLC
93. Union County Coal Co., LLC
94. Viper LLC
95. Weatherby Processing LLC
96. Wildcat Energy LLC
97. Wildcat, LLC
98. Will Scarlet Properties LLC
99. Winchester LLC
100. Winifrede Dock Limited Liability Company
101. Yankeetown Dock, LLC

EXHIBIT A

Professionals

AP Services, LLC

Blackstone Advisory Partners L.P.

Bowles Rice LLP

Bryan Cave LLP

Curtis, Mallet-Prevost, Colt & Mosle LLP

Davis Polk & Wardwell LLP

Duff & Phelps, LLC

Ernst & Young LLP

GCP Legal Advisors, LLC

Gordon & Gordon, P.S.C.

Greenberg Traurig, LLP

Jackson Kelly PLLC

Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

Steptoe & Johnson PLLC

Thompson Coburn LLP

Veritas Consulting, LLC