

**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: March 25, 2014

Hearing Time: 10:00 a.m. Central

Location: Courtroom 7-N, St. Louis

**REORGANIZED DEBTORS' THIRTY-FIRST
OMNIBUS OBJECTION TO CLAIMS
(Books and Records)**

Patriot Coal Corporation and its affiliates (the "Debtors" or the "Reorganized Debtors"), pursuant to 11 U.S.C. § 502 and Fed. R. Bankr. P. 3007, respectfully file this Thirty-First Omnibus Objection to Claims (the "Objection"). In support of this Objection, the Reorganized Debtors show the Court as follows:

Relief Requested

1. By this Objection, the Reorganized Debtors object to certain claims listed on Exhibits A through D attached hereto (the "Claims") because the Claims are inconsistent with the Reorganized Debtors' books and records or because the Reorganized Debtors have no liability on account of the Claims. The Reorganized Debtors request entry of an order, pursuant to Section 502 of the Bankruptcy Code and Fed. R. Bankr. P. 3007, modifying or disallowing the Claims.

2. **Parties receiving this Objection should locate their names on the attached exhibits.** Any response to this Objection should include, among other things, (i) an appropriate

caption, including the title and date of this Objection; (ii) the name of the claimant, both the EDMO and GCG claim numbers of the claim that the Reorganized Debtors are seeking to disallow, and a description of the basis for the amount claimed; (iii) a concise statement setting forth the reasons why the Court should not sustain this Objection, including, but not limited to, the specific factual and legal bases upon which the claimant relies in opposing this Objection; (iv) copies of any documentation and other evidence which the claimant will rely upon in opposing this Objection at a hearing; and (v) the name, address, telephone number and facsimile number of a person authorized to reconcile, settle or otherwise resolve the claim on the claimant's behalf. A claimant that cannot timely provide such documentation and other evidence should provide a detailed explanation as to why it is not possible to timely provide such documentation and other evidence.

Jurisdiction

3. 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).

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

Background

5. 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 (the "Petition Date").

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

7. The bar date for filing proofs of claim against these Debtors was December 14, 2012 [Dkt. No. 1388].

8. On March 1, 2013, the Court entered its Order Establishing Procedures for Claims Objections [Dkt. No. 3021].

9. Debtors Brody Mining, LLC and Patriot Ventures LLC filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on September 23, 2013 in this Court. The bar date for filing proofs of claim against these Debtors was October 24, 2013.

10. On December 17, 2013, the Court confirmed (the "Confirmation Order") the Fourth Amended Joint Plan of Reorganization (the "Plan") [Dkt. No. 5169]. The Effective Date occurred on December 18, 2013.

Objection and Argument

A. Unaffected Benefits Claim

11. The Reorganized Debtors object to the Claim identified on Exhibit A, incorporated herein by reference (the "Unaffected Benefits Claim"), because the claimant appears to assert a claim for retirement benefits that have not been modified or otherwise affected by the Reorganized Debtors' bankruptcy cases.¹ The claimant thus has no right to recover from the Reorganized Debtors' bankruptcy estates.

12. The Reorganized Debtors have reviewed the Unaffected Benefits Claim, which asserts a right to unknown amounts of retirement income. The Plan does not affect payment of

¹ The Unaffected Benefits Claim was filed on January 27, 2014, after the applicable bar date.

the claimant's retirement benefits because such benefits are owed and administered by Peabody Energy Corporation. *See* Declaration of Robert L. Mead, attached hereto as Exhibit E.

13. The Reorganized Debtors accordingly request that the Unaffected Benefits Claim be disallowed.

B. Insufficiently Documented Claim

14. The Reorganized Debtors object to the Claim identified on Exhibit B, incorporated herein by reference (the "Insufficiently Documented Claim"), because the Claim does not establish any basis for liability of the Reorganized Debtors, nor include sufficient documentation to permit the Reorganized Debtors to ascertain the nature or validity of the claim.

15. The Reorganized Debtors have reviewed the Insufficiently Documented Claim in an effort to ascertain its validity. The Claim does not identify any valid claim against the Reorganized Debtors, nor does it attach any other documents to support its assertion. *See* Declaration of Robert L. Mead, attached hereto as Exhibit E.

16. Accordingly, the Reorganized Debtors request that the Insufficiently Documented Claim be disallowed.

C. Wrong Debtor Claim

17. The Reorganized Debtors object to the Claim identified on Exhibit C, incorporated herein by reference (the "Wrong Debtor Claim"), because it has been asserted against a Debtor that is not liable for it (the "Claimed Debtor").

18. The Reorganized Debtors have reviewed the Wrong Debtor Claim and have determined that the Claimed Debtor does not have a business relationship with the creditor

asserting the Claim or that the Claim does not arise from the relationship between the creditor and the Claimed Debtor. *See* Declaration of Robert L. Mead, attached hereto as Exhibit E.

19. The Reorganized Debtors have scheduled the creditor's claim against the correct Debtor, and the scheduled amount will be included in the Reorganized Debtors' eventual distributions on general unsecured claims. The correct Debtor is identified on Exhibit C as the "Scheduled Debtor."

20. The Reorganized Debtors accordingly request that the Wrong Debtor Claim be disallowed.

D. No Liability Claims

21. The Reorganized Debtors object to the Claims identified on Exhibit D, incorporated herein by reference (the "No Liability Claims"), which assert unliquidated amounts, filed by Old Republic Insurance Company ("Old Republic"), because the Claims are treated under the Plan. The Claims assert potential obligations owed that arise from workers' compensation policies issued to the Reorganized Debtors for pre-petition policy periods.

22. As to amounts owed to Old Republic, the Confirmation Order provides, among other things, that amounts, if any, "shall be paid by the [Reorganized] Debtors upon either an agreement between the [Reorganized] Debtors and Old Republic as to any amounts owed to Old Republic, or the entry of a final order in the PA Litigation determining any amounts owed to Old Republic." Confirmation Order ¶ 98. Because the Confirmation Order preserves Old Republic's rights to payment, Old Republic's Claims against the bankruptcy estates should be disallowed.

WHEREFORE, the Reorganized Debtors respectfully request that this Court:

- (a) disallow the Claims, as described above; and
- (b) grant such other and further relief as is just and proper.

Dated: February 21, 2014
St. Louis, Missouri

Respectfully submitted,
BRYAN CAVE LLP

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-and-

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Counsel to the Reorganized Debtors

Exhibit A - Unaffected Benefits Claim

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

	CLAIM TO BE DISALLOWED			
SEQ NO.	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT
1	DEBORAH I. FUREY 3702 SENATE CT VALENCIA, PA 16059 Date Filed: 01/27/14 ED MO Date Filed: 01/28/14 Debtor: EASTERN ASSOCIATED COAL, LLC	4243	4163-1	Priority: Unliquidated

* Denotes an unliquidated component.

Exhibit B - Insufficient Documentation Claims

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

	CLAIM TO BE DISALLOWED			
SEQ NO.	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT
1	QUINCY L BROWN 508 E HOWARD LN #10 AUSTIN, TX 78753 Date Filed: 01/22/14 ED MO Date Filed: 01/23/14 Debtor: PATRIOT COAL CORPORATION	4241	4162-1	Unliquidated

* Denotes an unliquidated component.

Exhibit C - Wrong Debtor Claim

Omnibus Objection to Claims

Patriot Coal Corporation
12-51502 (KSS)

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE DISALLOWED			SURVIVING SCHEDULED CLAIM			
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT	NAME	GCG Scheduled NO.	CLAIM AMOUNT
1	BUCK CONSULTANTS, A XEROX COMPANY C/O SINGER & LEVICK PC ATTN LARRY A LEVICK ESQ 16200 ADDISON RD #140 ADDISON, TX 75001 Date Filed: 12/13/12 ED MO Date Filed: 02/25/13 Debtor: PATRIOT COAL COMPANY, L.P.	2103	1372-1	Unsecured: \$11,245.00	BUCK CONSULTANTS, A XEROX COMPANY C/O SINGER & LEVICK PC ATTN LARRY A LEVICK ESQ 16200 ADDISON RD #140 ADDISON, TX 75001 Date Filed: 12/13/12 ED MO Date Filed: 02/25/13 Debtor: PATRIOT COAL CORPORATION	1036134	Unsecured: \$11,245.00

Exhibit D - No Liability Claims

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE DISALLOWED			
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT
1	OLD REPUBLIC INSURANCE COMPANY C/O FOX SWIBEL LEVIN & CARROLL LLP ATTN MARGARET M ANDERSON 200 W MADISON ST STE 3000 CHICAGO, IL 60606 Date Filed: 12/14/12 ED MO Date Filed: 02/28/13 Debtor: PATRIOT COAL CORPORATION	2775	3728-1	Secured: Unliquidated
2	OLD REPUBLIC INSURANCE COMPANY C/O FOX SWIBEL LEVIN & CARROLL LLP ATTN MARGARET M ANDERSON 200 W MADISON ST STE 3000 CHICAGO, IL 60606 Date Filed: 12/14/12 ED MO Date Filed: 02/27/13 Debtor: MAGNUM COAL COMPANY LLC	2776	1784-1	Secured: Unliquidated

* Denotes an unliquidated component.

EXHIBIT E

**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)**

**DECLARATION OF ROBERT L. MEAD IN SUPPORT OF
REORGANIZED DEBTORS' THIRTY-FIRST OMNIBUS OBJECTION TO CLAIMS**

Robert L. Mead declares, pursuant to 28 U.S.C. § 1746, to the best of his knowledge and based upon the documents available to him, as follows:

1. I am Vice President & Treasurer of Patriot Coal Corporation (“Patriot”).
2. I, or my colleagues, have reviewed the proof of claim identified on Exhibit A to the Reorganized Debtors’ Thirty-First Omnibus Objection to Claims (the “Unaffected Benefits Claim”). With respect to this Claim, the benefits asserted are not paid by the Reorganized Debtors or the bankruptcy estates, but rather, they are paid through Peabody Energy Corporation. The Claim was not affected by the bankruptcy cases.
3. I, or my colleagues, have reviewed the proof of claim identified on Exhibit B to the Reorganized Debtors’ Thirty-First Omnibus Objection to Claims (the “Insufficiently Documented Claim”). With respect to this Claim, the Reorganized Debtors are unable to ascertain the nature or validity of the Claim. No supporting documents are attached to the Claim.

4. I, or my colleagues, have reviewed the proof of claim identified on Exhibit C to the Reorganized Debtors' Thirty-First Omnibus Objection to Claims (the "Wrong Debtor Claim"). With respect to this Claim:

(a) The Debtor against which the Wrong Debtor Claim was filed (the "Claimed Debtor") does not have a business relationship with the creditor asserting the Claim, or the Claim does not arise out of the relationship between the Claimed Debtor and the creditor.

(b) The Wrong Debtor Claim relates to the creditor's relationship with the Debtor identified on Exhibit C as the "Scheduled Debtor."

5. The facts set forth in this Declaration are based on my firsthand knowledge as Vice President & Treasurer of Patriot and the person responsible for overseeing the Reorganized Debtors' claims reconciliation process, as well as on information provided to me by other employees of the Debtors involved in the claims reconciliation process.

6. I declare under penalty of perjury that the foregoing is true and correct. Executed on February 20, 2014.

/s/ Robert L. Mead
Robert L. Mead