

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:

PATRIOT COAL CORPORATION, *et al.*

Debtors.¹

**Chapter 11
Case No. 12-51502-659**

ROBIN LAND COMPANY, LLC,

Plaintiff,

v.

STB VENTURES, INC., *et al.*

Defendant.

**Adv. Pro. No. 12-04355-659
#1**

**STIPULATION AND AGREED ORDER OF VOLUNTARY
DISMISSAL OF ADVERSARY PROCEEDING BY AND BETWEEN
ARCH COAL, INC., ARK LAND COMPANY, ARK LAND KH, INC.,
STB VENTURES, INC., AND DEBTOR ROBIN LAND COMPANY**

Plaintiff Robin Land Company, LLC (“RLC” or “Plaintiff”), one of the affiliated debtor entities in the above-captioned Chapter 11 cases (collectively, the “Debtors”), Defendant STB Ventures, Inc. (“STB”), and Arch Coal, Inc., Ark Land Company, and Ark Land KH, Inc. (collectively “Arch”), and together with STB, (“Defendants”) by and through their respective undersigned counsel, hereby stipulate and agree:

¹ 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.

RECITALS

WHEREAS, Plaintiff filed a Complaint for Declaratory Relief (“Complaint”), commencing the above-captioned adversary proceeding (the “Adversary Proceeding”) on August 10, 2012;

WHEREAS, Defendants have filed answers to the Complaint and also counterclaims against Plaintiff (the “Defendants’ Counterclaims”);

WHEREAS, Plaintiff has filed a Motion for Judgment on the Pleadings and to Dismiss Defendants’ Counterclaims (the “Motion for Judgment on the Pleadings”), and Defendants have filed pleadings in opposition to the Motion for Judgment on the Pleadings;

WHEREAS, STB has filed a Motion Under Bankruptcy Code § 365(d)(3) to Compel Plaintiff to Pay Part or All of the Post-Petition Amounts Due Under the STB Override Agreement and, in the Alternative Under Bankruptcy Code § 363 for Adequate Protection (the “Motion to Compel”), which Motion to Compel has been joined by Arch, and also Plaintiff has filed a pleading in opposition to the Motion to Compel;

WHEREAS, the Debtors, including Plaintiff, entered into a Settlement Agreement with Arch dated as of October 23, 2013 (the “Arch-Patriot Settlement Agreement”), pursuant to which Arch and the Debtors agreed to exercise commercially reasonable efforts to enter into a stipulation and order that includes the terms and conditions of this Stipulation and Order;

WHEREAS, on November 7, 2013, this Court approved the Arch-Patriot Settlement Agreement [ECF No. 4962];

WHEREAS, Plaintiff, Arch and STB have conferred, and have agreed to resolve the above Adversary Proceeding and all pending motions and proceedings therein on the terms and conditions of this Stipulation and Order.

NOW, THEREFORE, the parties hereto, by their respective undersigned counsel, hereby stipulate and agree:

STIPULATION AND ORDER

1. Pursuant to section 365(a) of the Bankruptcy Code and Rule 6006 of the Federal Rules of Bankruptcy Procedures, the STB Override Agreement (as defined in the Complaint) shall be deemed rejected as of the Effective Date (as such term is defined in the Arch-Patriot Settlement Agreement).

2. Pursuant to Rule 7041 of the Federal Rules of Bankruptcy Procedure and Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure, the Complaint and Defendants' Counterclaims are hereby dismissed as moot and without costs, fees, or expenses to any party. Notwithstanding the foregoing, the agreements and acknowledgments contained in this Stipulation and Order shall survive the dismissal of this adversary proceeding.

3. No rejection damages shall arise from Plaintiff's rejection of the STB Override Agreement in accordance with the terms of this Stipulation and Order and the Arch-Patriot Settlement Agreement, and no party shall have any claims on account of such rejection damages.

4. STB hereby withdraws any and all proofs of claims it filed against the Debtors in these chapter 11 cases, including, without limitation, Clerk of the Court Claim No. 3724-1 (Claims Agent Claim No. 2715), and shall file such pleadings as are necessary to accomplish the withdrawal of any claims. The Clerk of the Court and the Debtors' claims and noticing agent, as applicable, are authorized and directed to amend the Debtors' claims register accordingly. The

withdrawal of STB's proofs of claim as specified herein will become irrevocable upon the Effective Date (as such term is defined in the Arch-Patriot Settlement Agreement).

5. STB hereby withdraws its Objection and Reservation of Rights [ECF No. 473] filed in the above-captioned Chapter 11 cases in response to the Debtors' Third Omnibus Motion to Reject Certain Agreements.

6. Upon the occurrence of the Effective Date (as such term is defined in the Arch-Patriot Settlement Agreement), STB hereby releases the Debtors from any and all actions, causes of action, suits, debts, obligations, liabilities, accounts, damages, defenses or demands whatsoever, known or unknown, including, but not limited to, any counterclaims and defenses asserted by, or that could be asserted by, STB in connection with this adversary proceeding or the STB Override Agreement.

7. Upon the occurrence of the Effective Date (as such term is defined in the Arch-Patriot Settlement Agreement), the Debtors hereby fully, finally and forever release all claims against STB arising from or relating to the STB Override Agreement, including but not limited to all avoidance actions pursuant to sections 544, 545, 547, 548, 549 or 550 of the Bankruptcy Code.

8. The Parties' entry into this Stipulation satisfies Bankruptcy Rule 6006.

9. The provisions of this Stipulation shall be binding upon and shall inure to the benefit of the Parties and their respective successors, heirs, affiliates, and assigns.


KATHY A. SURRATT-STATES
Chief United States Bankruptcy Judge

DATED: January 15, 2014
St. Louis, Missouri
jjh

Dated: St. Louis, Missouri

November 15, 2013

SHOOK, HARDY & BACON L.L.P.

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*Attorneys for Defendants Arch Coal, Inc.,
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SCHEDULE 1
(Debtor Entities)

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

Robin Land Company, LLC,
Plaintiff

Adv. Proc. No. 12-04355-kss

STB Ventures, Inc.,
Defendant**CERTIFICATE OF NOTICE**

District/off: 0865-4

User: klom
Form ID: pdf02Page 1 of 2
Total Noticed: 9

Date Rcvd: Jan 15, 2014

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jan 17, 2014.

aty	+Brian M. Resnick, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017-3982
aty	+Jeffrey S. Stein, GCG, Inc., 1985 Marcus Avenue, Suite 200, Lake Success, NY 11042-2029
aty	+John S Mairo, PORZIO, BROMBERG & NEWMAN, P.C., 100 Southgate Parkway, Morristown, NJ 07960-6465
aty	+Jonathan D Martin, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017-3982
aty	+Sean A. O'Neal, One Liberty Plaza, New York, NY 10006-1404
aty	+Timothy E. Graulich, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017-3982
ust	+Office of U.S. Trustee, 111 South Tenth Street, Suite 6.353, St. Louis, MO 63102-1127
ust	+Paul A. Randolph, Office of U.S. Trustee, 111 S. 10th St., Ste. 6353, St. Louis, MO 63102-1125
op	+GCG, Inc. aka The Garden City Group, Inc., 1985 Marcus Ave, Lake Success, NY 11042-2008

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

id	Arch Coal, Inc.
cc	Arch Coal, Inc.
id	Ark Land Company
cc	Ark Land Company
pla	Robin Land Company, LLC, 450 Lexington Ave, New York
cd	Robin Land Company, LLC, 450 Lexington Ave, New York
cd	Robin Land Company, LLC, 450 Lexington Ave, New York
aty*	+Jonathan D Martin, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017-3982

TOTALS: 7, * 1, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.****Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jan 17, 2014

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on January 15, 2014 at the address(es) listed below:

Angela Ferrante	on behalf of Other Professional	GCG, Inc. aka The Garden City Group, Inc.
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Catherine C Whittaker	on behalf of Defendant	STB Ventures, Inc. cwhittaker@shb.com
John J. Hall	on behalf of Counter-Claimant	STB Ventures, Inc. jhall@lewisrice.com
John J. Hall	on behalf of Intervenor-Defendant	Ark Land KH, Inc. jhall@lewisrice.com
John J. Hall	on behalf of Intervenor-Defendant	Arch Coal, Inc. jhall@lewisrice.com
John J. Hall	on behalf of Defendant	STB Ventures, Inc. jhall@lewisrice.com
John J. Hall	on behalf of Intervenor-Defendant	Ark Land Company jhall@lewisrice.com
John J. Hall	on behalf of Plaintiff	Robin Land Company, LLC jhall@lewisrice.com
John J. Hall	on behalf of Counter-Defendant	Robin Land Company, LLC jhall@lewisrice.com
John J. Hall	on behalf of Counter-Claimant	Ark Land KH, Inc. jhall@lewisrice.com
Joseph G. Bunn	on behalf of Counter-Claimant	STB Ventures, Inc. jgbunn@efjones.com
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Todd W. Ruskamp	on behalf of Counter-Claimant	STB Ventures, Inc. truskamp@shb.com,
dnunn@shb.com;cwhittaker@shb.com;mmoedritzer@shb.com		
Todd W. Ruskamp	on behalf of Plaintiff	Robin Land Company, LLC truskamp@shb.com,
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User: klom
Form ID: pdfo2

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Date Rcvd: Jan 15, 2014

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Todd W. Ruskamp on behalf of Counter-Defendant Robin Land Company, LLC truskamp@shb.com,
dnunn@shb.com;cwhittaker@shb.com;mmoedritzer@shb.com
Todd W. Ruskamp on behalf of Defendant STB Ventures, Inc. truskamp@shb.com,
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Todd W. Ruskamp on behalf of Counter-Claimant Ark Land KH, Inc. truskamp@shb.com,
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Todd W. Ruskamp on behalf of Intervenor-Defendant Ark Land KH, Inc. truskamp@shb.com,
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TOTAL: 20