

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 607-7983
Amelia T.R. Starr
Marshall S. Huebner
Christopher Lynch

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)

**NOTICE OF FILING OF REVISED PROPOSED ORDERS (i) MODIFYING THE
AUTOMATIC STAY TO PERMIT PAYMENTS OF DEFENSE COSTS UNDER
CERTAIN INSURANCE POLICIES OR (ii) AFFIRMING THAT THE AUTOMATIC
STAY DOES NOT BAR THE PAYMENT OF PROCEEDS
UNDER INSURANCE POLICY**

PLEASE TAKE NOTICE that, in connection with the Debtors' *Motion Pursuant to Section 362 of the Bankruptcy Code and Bankruptcy Rule 4001 for an Order Modifying the Automatic Stay to Permit Payments of Defense Costs under Certain Insurance Policies* [ECF No. 1399] (the "**Automatic Stay Motion**"),² the Debtors request entry of either (i) a revised *Order Granting Limited Modification of the Automatic Stay* (the "**Revised Automatic Stay Order**") or

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.

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Automatic Stay Motion.

(ii) a revised *Order Affirming that the Automatic Stay Does Not Bar the Payment of Proceeds under Insurance Policy* (the “**Alternative Order**,” together, the “**Revised Orders**”). The Revised Orders were previously submitted to the Court as Exhibits A and B to the Debtors’ *Reply to the Limited Objection of Ace American Insurance Company to Debtors’ Motion Pursuant to Section 362 of the Bankruptcy Code and Bankruptcy Rule 4001 for an Order Modifying the Automatic Stay to Permit Payments of Defense Costs Under Certain Insurance Policies* [ECF No. 1499]. The Debtors will present the Revised Orders to the Honorable Shelley C. Chapman, in Room 2554 of the United States Bankruptcy Court for the Eastern District of New York (the “**Bankruptcy Court**”), 271 Cadman Plaza East, Brooklyn, New York, at a hearing to be held on **November 8, 2012 at 2:00 p.m. (prevailing Eastern Time)**, unless one of the Revised Orders is entered prior thereto.

The Revised Automatic Stay Order is attached hereto as **Exhibit A**. A comparison of the Revised Automatic Stay Order against the proposed order attached to the Automatic Stay Motion as Exhibit A is attached hereto as **Exhibit A-1**. The Alternative Order is attached hereto as **Exhibit B**. A comparison of the Alternative Order against the proposed order attached to the Automatic Stay Motion as Exhibit A is attached hereto as **Exhibit B-1**.

Dated: New York, New York
November 6, 2012

By: /s/ Amelia T.R. Starr

Amelia T.R. Starr
Marshall S. Huebner
Christopher Lynch

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 607-7983

*Counsel to the Debtors
and Debtors in Possession*

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

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)

**ORDER GRANTING LIMITED MODIFICATION OF
THE AUTOMATIC STAY**

Upon the motion (the “**Motion**”)² of Patriot Coal Corporation (“**Patriot**”) and its subsidiaries, that are debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to section 362 of the Bankruptcy Code, Rule 4001 of the Federal Rules of Bankruptcy Procedure and Rule 4001-1 of the Local Bankruptcy Rules for the Southern District of New York, for entry of an order granting limited modification to the automatic stay, to the extent it applies, to permit the payment of proceeds and advancing of defense costs as provided by XL Specialty Insurance Company, Insurance Policy No. ELU123382-11 (the “**XL Policy**”) to Richard M. Whiting and Mark N. Schroeder and any other Patriot officers and directors subsequently named defendants in relation to securities class action lawsuits filed against Mr. Whiting and Mr. Schroeder captioned *Ernesto Espinoza v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV 01711 (E.D. Mo.) and *Furman Jerry Rogers III v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV

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

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

01815 (E.D. Mo.) and any other related securities lawsuits, as described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.) as amended by Standing Order M-431, dated February 1, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided in accordance with the Case Management Order, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Motion [and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, the relief requested in the Motion is GRANTED as and to the extent set forth herein; and it is further

ORDERED that the automatic stay pursuant to Section 362 of the Bankruptcy Code, is modified, to the extent it applies, solely to the extent necessary to permit the payment of defense costs and advance of legal fees to the Debtors’ officers and directors in relation to securities class action lawsuits filed against them, pursuant to the terms of the XL Policy, and for no other purposes; and it is further

ORDERED that Defendants, current or future, and the insurance providers will report to the Debtors quarterly, with a copy to the official committee of unsecured creditors, regarding the insurance coverage provided and the amounts paid. To the extent an insurance provider has not been subject to claims during any quarterly period, it is not necessary for that insurance provider to provide a quarterly report as to that period. In the event an insurance provider fails to report as to amounts paid for a quarterly period when benefits were paid, the insured individual is still required to submit the requested information; and it is further

ORDERED that the requirements set forth in Local Rule 9013-1(b) are satisfied; and it is further

ORDERED that the entry of this Order is without prejudice to the rights of any party in interest, including the Debtors, to oppose any motion by any party seeking stay relief; and it is further

ORDERED that, notwithstanding the possible applicability of any Bankruptcy Rule that might otherwise delay the effectiveness of this order, including, but not limited to, Bankruptcy Rule 4001(a)(3), the Local Rules or the Case Management Order entered in these chapter 11 cases, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with a notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that this Court retains jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: New York, New York

_____, 2012

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A-1
(Blackline)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)

**ORDER GRANTING LIMITED MODIFICATION OF
THE AUTOMATIC STAY ~~IN DISTRICT COURT PROCEEDINGS~~**

Upon the motion (the “**Motion**”)² of Patriot Coal Corporation (“**Patriot**”) and its subsidiaries, that are debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to section 362 of the Bankruptcy Code, Rule 4001 of the Federal Rules of Bankruptcy Procedure and Rule 4001-1 of the Local Bankruptcy Rules for the Southern District of New York, for entry of an order granting limited modification to the automatic stay, to the extent it applies, to permit the payment of proceeds and advancing of defense costs ~~under~~ [as provided by](#) XL Specialty Insurance Company, Insurance Policy No. ELU123382-11 ~~and Ace American Insurance Company Excess DIC (the “**XL Policy No. DOX-G23652936-005**”)~~ to Richard M. Whiting and Mark N. Schroeder and any other Patriot officers and directors subsequently named defendants in relation to securities class action lawsuits filed against Mr. Whiting and Mr. Schroeder captioned *Ernesto Espinoza v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV 01711 (E.D. Mo.) and *Furman Jerry Rogers III v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV

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

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

01815 (E.D. Mo.) and any other related securities lawsuits, as described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.) as amended by Standing Order M-431, dated February 1, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided in accordance with the Case Management Order, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Motion [and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, the relief requested in the Motion is GRANTED as [and to the extent](#) set forth herein; and it is further

ORDERED that the automatic stay pursuant to Section 362 of the Bankruptcy Code, is modified, to the extent it applies, solely to the extent necessary to permit the payment of defense costs and advance of legal fees to the Debtors’ officers and directors in relation to securities class action lawsuits filed against them, pursuant to the terms of the ~~Polieies~~[XL Policy](#), and for no other purposes; and it is further

ORDERED that Defendants, current or future, and the insurance providers will report to the Debtors quarterly, with a copy to the official committee of unsecured creditors, regarding the insurance coverage provided; and the amounts paid,~~and the tasks carried out.~~ To the extent an insurance provider has not been subject to claims during any quarterly period, it is not necessary for that insurance provider to provide a quarterly report as to that period. In the event an insurance provider fails to report as to amounts paid for a quarterly period when benefits were paid, the insured individual is still required to submit the requested information; and it is further

ORDERED that the requirements set forth in Local Rule 9013-1(b) are satisfied; and it is further

ORDERED that the entry of this Order is without prejudice to the rights of any party in interest, including the Debtors, to oppose any motion by any party seeking stay relief; and it is further

ORDERED that, notwithstanding the possible applicability of any Bankruptcy Rule that might otherwise delay the effectiveness of this order, including, but not limited to, Bankruptcy Rule 4001(a)(3), the Local Rules or the Case Management Order entered in these chapter 11 cases, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with a notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that this Court retains jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: New York, New York

_____, 2012

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)

**ORDER AFFIRMING THAT THE AUTOMATIC STAY
DOES NOT BAR THE PAYMENT OF PROCEEDS
UNDER INSURANCE POLICY**

Upon the motion (the “**Motion**”)² of Patriot Coal Corporation (“**Patriot**”) and its subsidiaries, that are debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to section 362 of the Bankruptcy Code, Rule 4001 of the Federal Rules of Bankruptcy Procedure and Rule 4001-1 of the Local Bankruptcy Rules for the Southern District of New York, for entry of an order affirming that the automatic stay does not bar the payment of proceeds and advancing of defense costs as provided by Ace American Insurance Company (“**Ace**”) Excess DIC Policy No. DOX G23652936 005 (the “**Ace Policy**”) to Richard M. Whiting and Mark N. Schroeder and any other Patriot officers and directors subsequently named defendants in relation to securities class action lawsuits filed against Mr. Whiting and Mr. Schroeder captioned *Ernesto Espinoza v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV 01711 (E.D. Mo.) and *Furman*

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

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

Jerry Rogers III v. Richard M. Whiting and Mark N. Schroeder, 4:12 CV 01815 (E.D. Mo.) and any other related securities lawsuits, as described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.) as amended by Standing Order M-431, dated February 1, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided in accordance with the Case Management Order, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Motion [and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, the relief requested in the Motion is GRANTED as and to the extent set forth herein; and it is further

ORDERED that the automatic stay does not bar the payment of proceeds and advancing of defense costs as provided by the Ace Policy to the extent necessary to permit the payment of defense costs and advance of legal fees to the Debtors’ officers and directors in relation to securities class action lawsuits filed against them, pursuant to the terms of the Ace Policy, and for no other purposes; and it is further

ORDERED that Defendants, current or future, and the insurance providers will report to the Debtors quarterly, with a copy to the official committee of unsecured creditors, regarding the insurance coverage provided and the amounts paid. To the extent an insurance provider has not been subject to claims during any quarterly period, it is not necessary for that insurance provider to provide a quarterly report as to that period. In the event an insurance provider fails to report as to amounts paid for a quarterly period when benefits were paid, the insured individual is still required to submit the requested information; and it is further

ORDERED that the requirements set forth in Local Rule 9013-1(b) are satisfied; and it is further

ORDERED that the entry of this Order is without prejudice to the rights of any party in interest, including the Debtors, to oppose any motion by any party seeking stay relief; and it is further

ORDERED that, notwithstanding the possible applicability of any Bankruptcy Rule that might otherwise delay the effectiveness of this order, including, but not limited to, Bankruptcy Rule 4001(a)(3), the Local Rules or the Case Management Order entered in these chapter 11 cases, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with a notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that this Court retains jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: New York, New York

_____, 2012

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B-1
(Blackline)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 12-12900 (SCC)

(Jointly Administered)

**ORDER GRANTING LIMITED MODIFICATION OF AFFIRMING THAT THE
AUTOMATIC STAY
AUTOMATIC STAY IN DISTRICT COURT PROCEEDINGS
DOES NOT BAR THE PAYMENT OF PROCEEDS
UNDER INSURANCE POLICY**

Upon the motion (the “**Motion**”)² of Patriot Coal Corporation (“**Patriot**”) and its subsidiaries, that are debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to section 362 of the Bankruptcy Code, Rule 4001 of the Federal Rules of Bankruptcy Procedure and Rule 4001-1 of the Local Bankruptcy Rules for the Southern District of New York, for entry of an order ~~granting limited modification to~~affirming that the automatic stay, ~~to the extent it applies, to permit~~ does not bar the payment of proceeds and advancing of defense costs ~~under XL Specialty Insurance Company, Insurance Policy No. ELU123382-11 and~~as provided by Ace American Insurance Company (“**Ace**”) Excess DIC Policy No. DOX G23652936 005 (the “**Ace Policy**”) to Richard M. Whiting and Mark N. Schroeder and any other Patriot officers and directors

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

² Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to such term in the Motion.

subsequently named defendants in relation to securities class action lawsuits filed against Mr. Whiting and Mr. Schroeder captioned *Ernesto Espinoza v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV 01711 (E.D. Mo.) and *Furman Jerry Rogers III v. Richard M. Whiting and Mark N. Schroeder*, 4:12 CV 01815 (E.D. Mo.) and any other related securities lawsuits, as described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.) as amended by Standing Order M-431, dated February 1, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding the Bankruptcy Court can determine pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided in accordance with the Case Management Order, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Motion [and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”)]; and the Court having determined that the legal and factual bases set forth in the Motion [and at the Hearing] establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, the relief requested in the Motion is GRANTED as [and to the extent](#) set forth herein; and it is further

ORDERED [that](#) the automatic stay ~~pursuant to Section 362 of the Bankruptcy Code, is modified, to the extent it applies, solely~~ [does not bar the payment of proceeds and advancing of defense costs as provided by the Ace Policy](#) to the extent necessary to permit the

payment of defense costs and advance of legal fees to the Debtors' officers and directors in relation to securities class action lawsuits filed against them, pursuant to the terms of the ~~Polieies~~ Ace Policy, and for no other purposes; and it is further

ORDERED that Defendants, current or future, and the insurance providers will report to the Debtors quarterly, with a copy to the official committee of unsecured creditors, regarding the insurance coverage provided; and the amounts paid, ~~and the tasks carried out.~~ To the extent an insurance provider has not been subject to claims during any quarterly period, it is not necessary for that insurance provider to provide a quarterly report as to that period. In the event an insurance provider fails to report as to amounts paid for a quarterly period when benefits were paid, the insured individual is still required to submit the requested information; and it is further

ORDERED that the requirements set forth in Local Rule 9013-1(b) are satisfied; and it is further

ORDERED that the entry of this Order is without prejudice to the rights of any party in interest, including the Debtors, to oppose any motion by any party seeking stay relief; and it is further

ORDERED that, notwithstanding the possible applicability of any Bankruptcy Rule that might otherwise delay the effectiveness of this order, including, but not limited to, Bankruptcy Rule 4001(a)(3), the Local Rules or the Case Management Order entered in these chapter 11 cases, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED that the notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rule 9014 by providing the counterparties with a notice and an opportunity to object and be heard at a hearing; and it is further

ORDERED that this Court retains jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: New York, New York

_____, 2012

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE