

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

In Re:	)	Chapter 11
)	
Patriot Coal Corporation, <i>et al.</i>	)	Case No. 12-51502
)	
Debtors.	)	Objection Deadline:
	)	January 7, 2013 at 4:00 p.m.
)	
	)	Hearing Date:
	)	January 14, 2013 at 1:30 p.m.
)	
	)	Hearing Location:
	)	Courtroom 7 North, St. Louis

**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***

The Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (the “**Debtors**”)¹ hereby makes this application (the

¹ In addition to Patriot Coal Corporation, the Debtors are as follows: (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, LLC; (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) Newton 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, LP; (67) Patriot Coal Sales LLC; (68) Patriot Coal Services LLC; (69) Patriot Leasing Company; (70) Patriot Midwest Holdings, LLC; (71) Patriot Reserve Holdings, LLC; (72) Patriot Trading LLC; (73) PCX Enterprises, Inc.; (74) Pine Ridge Coal Company, LLC; (75) Pond Creek Land

“Application”) for entry of an order, pursuant to sections 328(a) and 1103(a) of chapter 11 of title 11 of the United States Code (the **“Bankruptcy Code”**) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the **“Bankruptcy Rules”**), authorizing it to retain Carmody MacDonald P.C. (**“Carmody MacDonald”**) as local counsel and conflicts counsel for the Committee in connection with the above-captioned chapter 11 cases (the **“Chapter 11 Cases”**), *nunc pro tunc* to December 3, 2012. In support of this Application, the Committee submits the Declaration of Gregory D. Willard And Statement Pursuant to Bankruptcy Rule 2014 (the **“Willard Declaration”**), attached hereto as **Exhibit A**. In further support of this Application, the Committee respectfully represents as follows:

BACKGROUND

1. On July 9, 2012, the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses as debtors and debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On July 18, 2012, the United States Trustee for the Southern District of New York (the **“U.S. Trustee”**), pursuant to section 1102 of the Bankruptcy Code, appointed the Committee to represent the interests of all unsecured creditors in these Chapter 11 Cases. The members of the Committee are: (i) Wilmington Trust Company; (ii) U.S. Bank National Association; (iii) the United Mine Workers of America; (iv) the United Mine Workers of America 1974 Pension Plan and Trust; (v) Gulf Coast Capital Partners, LLC; (vi) Cecil Walker Machinery; and (vii) American Electric Power.

Resources, LLC; (76) Pond Fork Processing LLC; (77) Remington Holdings LLC; (78) Remington II LLC; (79) Remington LLC; (80) Rivers Edge Mining, Inc.; (81) Robin Land Company, LLC; (82) Sentry Mining, LLC; (83) Snowberry Land Company; (84) Speed Mining LLC; (85) Sterling Smokeless Coal Company, LLC; (86) TC Sales Company, LLC; (87) The Presidents Energy Company LLC; (88) Thunderhill Coal LLC; (89) Trout Coal Holdings, LLC; (90) Union County Coal Co., LLC; (91) Viper LLC; (92) Weatherby Processing LLC; (93) Wildcat Energy LLC; (94) Wildcat, LLC; (95) Will Scarlet Properties LLC; (96) Winchester LLC; (97) Winifrede Dock Limited Liability Company; and (98) Yankeetown Dock, LLC. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

3. The Committee selected and the United States Bankruptcy Court for the Southern District of New York previously approved Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”) as counsel to the Committee.²

4. On November 27, 2012, the United States Bankruptcy Court for the Southern District of New York ordered these Chapter 11 Cases transferred to this District pursuant to 28 U.S.C. § 1412.

5. The Committee has selected Carmody MacDonald to serve as its local and conflicts counsel. Kramer Levin will continue as lead counsel to the Committee.

JURISDICTION AND VENUE

6. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue of these Chapter 11 Cases is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

7. This Application is made by the Committee for an order, pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code and Bankruptcy Rule 2014, authorizing it to retain Carmody MacDonald as its local counsel, *nunc pro tunc* to December 3, 2012.

BASIS FOR RELIEF REQUESTED

8. The Committee has selected Carmody MacDonald to serve as local St. Louis counsel and conflicts counsel and to perform all services necessary and desirable in these Chapter 11 Cases on behalf of the Committee. The Committee selected Carmody MacDonald primarily because of Carmody MacDonald’s experience in the fields of bankruptcy, restructuring, and creditors’ rights.

²In addition to Kramer Levin, the Committee previously engaged Cole, Schotz, Meisel, Forman & Leonard, P.A. (“**Cole Schotz**”) as conflicts counsel. Going forward, the Committee intends to utilize Carmody MacDonald as both its local and conflicts counsel, and Cole Schotz is expected to continue in a limited capacity with respect to a pending matter that it has been handling.

Furthermore, Carmody MacDonald's general practice, which includes corporate and commercial law, lending, finance, and litigation, will allow it to represent the Committee as local counsel in an effective and efficient manner.

9. Due to the size and the complexity of these Chapter 11 Cases, the Committee believes it is appropriate to continue to be represented by Kramer Levin, as lead counsel, and to retain a St. Louis-based firm as its local and conflicts counsel. Carmody MacDonald has extensive experience with the local bankruptcy bar and rules of this Court and is available locally to attend hearings and address issues, especially on an immediate basis.

10. Further, either firm should be able to handle any Committee matter for which the other firm has a potential conflict of interest.

11. Duplication of efforts among attorneys at Kramer Levin and Carmody MacDonald will be minimized, and both firms will work closely together to ensure that unnecessary duplication is avoided.

12. In light of the size of these Chapter 11 Cases and the large amount of complex work that will need to be performed, the services of Carmody MacDonald are necessary and appropriate to ensure that the Committee's interests are protected. Combining the resources of Kramer Levin and Carmody MacDonald will foster the dual goals of efficient and effective representation before this Court and will work to the benefit of the Committee and its constituents.

SERVICES TO BE RENDERED

13. Carmody MacDonald is expected to render such legal services that the Committee may request in order to discharge the Committee's responsibilities and further the interests of the Committee's constituents in these Chapter 11 Cases. Those services will include, without limitation,

assisting, advising and representing the Committee as local counsel with respect to the Committee's responsibilities and duties to creditors and to this Court.

PROFESSIONAL COMPENSATION

14. Carmody MacDonald has indicated its willingness to serve as local counsel to the Committee and to receive compensation and reimbursement in accordance with its billing procedures for services rendered and expenses incurred on behalf of the Committee, in accordance with the provisions of sections 328, 330, and 331 of the Bankruptcy Code, or as otherwise ordered by the Court.

15. The range of hourly billing rates of Carmody MacDonald partners for this matter will be \$325 and \$395, associates \$225 and \$295, and legal assistants/law clerks \$150 and \$175. Carmody MacDonald's hourly fees are comparable to, or less than, those charged by attorneys of similar experience and expertise in this District for engagements of similar scope and complexity to these Chapter 11 Cases.

16. Carmody MacDonald's hourly billing rates are subject to periodic adjustments to reflect annual associate step-ups and economic and other conditions. Prior to any increases in the rates set forth herein, Carmody MacDonald will give ten business days' notice to the Committee, the Debtors, and the U.S. Trustee, which adjustments will be filed with the Court.

17. Carmody MacDonald's hourly billing rates for professionals are not intended to cover out-of-pocket expenses and certain elements of overhead that are typically billed separately. Accordingly, Carmody MacDonald regularly charges its clients for the expenses and disbursements incurred in direct connection with clients' cases, including telecommunications, certain postage and packaged delivery charges, court fees, transcript costs, travel expenses, and computer-aided research.

DISINTERESTEDNESS OF PROFESSIONALS

18. To the best of the Committee's knowledge and subject to the matters and disclosures set forth in the Willard Declaration (i) Carmody MacDonald is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, (ii) neither Carmody MacDonald nor its professionals have any connection with Debtors, their creditors or any other parties-in-interest, and (iii) Carmody MacDonald does not hold or represent any interest adverse to the Committee in respect of the matters for which it is to be retained.

NOTICE

19. Consistent with the Order Establishing Certain Notice, Case Management and Administrative Procedures entered on July 16, 2012 [Docket No. 84] ("**Case Management Order**"), notice of this Application on (a) the Core Parties and (b) the Non-ECF Service Parties (as those terms are defined in the Case Management Order). All parties who have requested electronic notice of filings in these cases through this Court's ECF system will automatically receive notice of this Application through the ECF system no later than the day after its filing with this Court. A copy of this Application and any order approving it will also be made available on the Debtors' case information website (located at *www.PatriotCaseInfo.com*). In light of the relief requested, the Committee respectfully submits that no further notice is necessary or required. Pursuant to paragraph 22 of the Case Management Order, if no objections are timely filed and served in accordance therewith, the relief requested herein may be entered without a hearing.

NO PRIOR REQUEST

20. No prior request for relief sought herein has been made to this or any other Court.

WHEREFORE, the Committee respectfully requests that the Court enter an order (a) authorizing and approving the retention and employment of Carmody MacDonald as local counsel to the Committee as of December 3, 2012, (b) authorizing the payment and reimbursement of Carmody MacDonald's fees and disbursements, subject to interim and final allowance thereof in accordance with sections 330 and 331 of the Bankruptcy Code or as otherwise ordered by the Court, and (c) granting such other and further relief as may be just and proper.

Dated: December 31, 2012

KRAMER LEVIN NAFTALIS & FRANKEL LLP

/s/ Adam C. Rogoff

Thomas Moers Mayer (Pro Hac Vice pending)

Adam C. Rogoff (Pro Hac Vice pending)

P. Bradley O'Neill (Pro Hac Vice pending)

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

Counsel for the Official

Committee of Unsecured Creditors

EXHIBIT A

WILLARD DECLARATION

EXHIBIT A

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

In Re:	)	Chapter 11
)	
Patriot Coal Corporation, <i>et al.</i>	)	Case No. 12-51502
)	
Debtors.)	

**DECLARATION OF GREGORY D. WILLARD
AND 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 and am a shareholder of the law firm of Carmody MacDonald P.C. (“**Carmody MacDonald**”), which is located at 120 S. Central Ave., Suite 1800, St. Louis, Missouri 63105. I am familiar with the matters set forth herein and make this Declaration in compliance with Section 328(a) and 1103(a) of title 11 of the United States Code (the “**Bankruptcy Code**”) and to provide the disclosure required under Rule 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and L.R. 2014 of the Local Rules of Bankruptcy Procedure. This Declaration is in support of the application (the “**Application**”) of the duly-appointed Official Committee of Unsecured Creditors (the “**Committee**”) in the chapter 11 cases (the “**Chapter 11 Cases**”) of the above captioned debtors and debtors-in-possession (the “**Debtors**”) seeking an order authorizing the retention of Carmody MacDonald as local counsel to the Committee.

2. Carmody MacDonald has agreed to serve as local counsel to the Committee and to receive compensation and reimbursement for services rendered and expenses incurred on behalf of

the Committee, in accordance with Sections 328, 330 and 331 of the Bankruptcy Code, or as otherwise ordered by the Court.

3. The range of hourly billing rates of Carmody MacDonald partners for this matter will be \$325 and \$395, associates \$225 and \$295, and legal assistants/law clerks \$150 and \$175. Carmody MacDonald's hourly fees are comparable to, or less than, those charged by attorneys of similar experience and expertise in this District for engagements of similar scope and complexity of these Chapter 11 Cases.

4. Carmody MacDonald's hourly billing rates are subject to periodic adjustments to reflect annual associate step-ups and economic and other conditions. Prior to any increases in the rates set forth herein, Carmody MacDonald will give ten business days' notice to the Committee, the Debtors, and the United States Trustee, which adjustments will then be filed with the Court.

5. Carmody MacDonald's hourly billing rates for professionals are not intended to cover out-of-pocket expenses and certain elements of overhead that are typically billed separately. Accordingly, Carmody MacDonald regularly charges for expenses and disbursements incurred in direct connection with clients' cases, including telecommunications, certain postage and packaged delivery charges, court fees, transcript costs, travel expenses, and computer-aided research.

6. The law firm of Kramer Levin Naftalis & Frankel LLP ("**Kramer Levin**") is serving and will continue to serve as lead counsel for the Committee. Carmody MacDonald, as local counsel for the Committee, will work closely with Kramer Levin to ensure that there is no unnecessary duplication of services performed for or charged to the estates.

7. In light of the size of these Chapter 11 Cases and the large amount of complex work that will need to be performed, the services of Carmody MacDonald are necessary and appropriate to ensure that the Committee's interests are protected. Combining the resources of Kramer Levin and

Carmody MacDonald will foster the dual goals of efficient and effective representation before this Court and will work to the benefit of the Committee and its constituents.

8. In support of the Application, I disclose the following:

(a) Unless otherwise stated, this Declaration is based upon facts of which I have personal knowledge.

(b) The facts stated in this Declaration as to the relationship between Carmody MacDonald lawyers and potential parties-in-interest to these Chapter 11 Cases are stated to the best of my knowledge, information, and belief and are based on the results of the searches and inquiries described in the following paragraph.

(c) In preparing this Declaration, I have (i) caused to be conducted a search of Carmody MacDonald's conflict-check system ("**Conflict Database**") in respect of all of the names listed on **Attachment 1** (the "**Conflict Checklist**"), which were provided to me; and (ii) caused to be disseminated a written request for information to all of the attorneys in the firm regarding connections to the Debtors and the names listed on the Conflict Checklist ("**Potential Parties-In-Interest**").

9. Carmody MacDonald's Conflict Database is comprised of records regularly maintained in the course of business of the firm. It is the regular practice of the firm to make and maintain these records. It reflects entries that are noted in the system at the time the information becomes known by persons whose regular duties include recording and maintaining this information. I regularly use and rely upon the information contained in the system in the performance of my duties with the law firm and in my practice of law.

10. Matches between the Conflict Database and the list of Potential Parties-In-Interest were identified ("**Conflicts Report**"). Individuals or entities that were adverse to Carmody

MacDonald's clients were deleted. The remaining client connections with regard to which Carmody MacDonald had represented the client were compiled and provided to me for purposes of this Declaration.

11. In addition, a general inquiry to all Carmody MacDonald attorneys was sent by electronic mail to determine if any attorney was aware of any representation or client relationship that would present a conflict of interest with respect to Carmody MacDonald's representation of the Committee in these Chapter 11 Cases.

12. Based on the Conflicts Report, it appears that Carmody MacDonald (i) does not hold an interest that is adverse to the Committee, (ii) subject to the disclosures set forth below, does not hold or represent an interest adverse to and has no connection with the Debtors, their creditors, or any Potential Parties-In-Interest in connection with the matters upon which Carmody MacDonald is to be retained, and (iii) is a "disinterested person" within the meaning of Section 101(14) of the Bankruptcy Code. In addition, the descriptions of the relationships between the Potential Parties-in-Interests and the Debtors contained herein are based on the descriptions contained in the Conflict Checklist.

13. The Conflicts Report revealed the following connections:

(a) J. Joe Adorjan is identified on the Conflict Checklist as an Officer and a Director (2009 to Present) of the Debtors. Carmody MacDonald has represented J. Joe Adorjan on matters that are unrelated to the Debtors and these Chapter 11 Cases.

(b) B. R. Brown is identified on the Conflict Checklist as an Officer and a Director (2009 to Present) of the Debtors. Carmody MacDonald currently represents or has represented one or more persons with the first name beginning with the letter "B" and the last name "Brown" on various matters that are unrelated to the Debtors and these Chapter 11

Cases and does not believe these persons to be the “B. R. Brown” identified on the Conflicts Checklist.

(c) Buffalo Wild Wings, Inc. is identified on the Conflict Checklist as having an affiliation with the Directors (Board Memberships, Charitable Organizations, etc.) of the Debtors. Carmody MacDonald currently represents or has represented Buffalo Wild Wings, Inc., affiliates of Buffalo Wild Wings, Inc. and franchisees of Buffalo Wild Wings, Inc. in certain corporate, employment, commercial, real estate, and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(d) Bank of America Corporation, Bank of America, N.A., Bank of America and Bank of America Leasing (collectively, “**Bank of America**”) are, respectively, identified on the Conflicts Checklist as a professional, a significant financial institution, a letter of credit provider, one of the top five secured creditors, and a significant equipment lessor of the Debtors. In addition, Merrill Lynch Capital and Merrill Lynch (collectively, “**Merrill Lynch**”) are, respectively, identified on the Conflicts Checklist as a financial advisor and significant equipment lessor of the Debtors. Merrill Lynch is a wholly owned subsidiary of Bank of America Corporation. Carmody MacDonald currently represents or has represented Bank of America, Merrill Lynch and/or certain of their affiliates in connection with certain banking, finance, trust and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(e) Fifth Third Securities, Inc., Fifth Third Bank and Fifth Third Leasing Company (collectively, “**Fifth Third Bank**”), are, respectively, identified on the Conflicts Checklist as a professional, a significant financial institution, a significant equipment lessor, a letter of credit provider, one of the top five secured creditors, and one of the top 50

unsecured creditors of the Debtors. Carmody MacDonald currently represents or has represented Fifth Third Bank and/or certain of their affiliates in connection with certain banking, finance and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(f) PNC Capital Markets, LLC, PNC Bank and PNC (collectively, “**PNC**”) are, respectively, identified on the Conflicts Checklist as a professional, a significant financial institution and a letter of credit provider of the Debtors. Carmody MacDonald currently represents or has represented PNC and/or certain of their affiliates in connection with certain banking, finance and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(g) BMO Harris Equipment Finance and BMO Harris Bank N.A., as successor-by-merger to M&I Marshall & Ilsley Bank, as successor in interest to Southwest Bank, an M&I Bank (shown on the Conflicts Checklist as “M&I Bank (Southwest Bank of St. Louis)”) (collectively, “**BMO Harris**”) are, respectively, identified on the Conflicts Checklist as a significant financial institution and a significant equipment lessor of the Debtors. Carmody MacDonald currently represents or has represented BMO Harris and/or certain of their affiliates in connection with certain banking, finance and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(h) The Private Bank is identified on the Conflicts Checklist as a significant financial institution of the Debtors. Carmody MacDonald currently represents or has represented The PrivateBank & Trust Company in connection with certain banking and finance matters that are unrelated to the Debtors and these Chapter 11 Cases.

(i) BancorpSouth Equipment Finance is identified on the Conflicts Checklist as a top five secured creditor and as a significant equipment lessor of the Debtors. Carmody MacDonald currently represents or has represented BancorpSouth Bank and certain of its affiliates in connection with certain banking, finance and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(j) PEC Equipment Company, LLC, Peabody Energy Corp., Peabody Coal, Peabody COALTRADE, LLC, and Peabody Terminals, LLC (collectively, “**Peabody**”) are, respectively, identified on the Conflicts Checklist as a significant equipment lessor, a letter of credit and surety bond provider and beneficiary, a party to a significant litigation, and a significant supplier, shopper, warehousemen, customer and vendor of the Debtors. Carmody MacDonald currently represents or has represented Peabody Energy Corp. and Peabody Investments Corp. in connection with two employment matters that are unrelated to the Debtors and these Chapter 11 Cases.

(k) Chubb Group of Insurance Companies, Chubb Surety, Federal Ins Co/CHUBB, and Chubb (collectively, “**Chubb**”) are, respectively, identified on the Conflicts Checklist as a surety insurer, a letter of credit beneficiary and an insurance underwriter of the Debtors. Carmody MacDonald currently represents or has represented one or more insurance companies containing the name “Chubb” in various litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(l) CNA and CNA Surety (collectively, “**CNA**”) are, respectfully, identified on the Conflicts Checklist as an insurance underwriter and a surety insurer of the Debtors. Carmody MacDonald currently represents or has represented one or more insurance

companies containing the name “CNA” in various litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(m) Liberty, Liberty International Underwriters and Liberty Mutual Insurance Europe Limited (collectively, “**Liberty**”) are, respectfully, identified on the Conflicts Check as a surety issuer and an insurance underwriter of the Debtors. Carmody MacDonald currently represents or has represented one or more entities whose names contain the word “Liberty” on various matters that are unrelated to the Debtors and these Chapter 11 Cases and does not believe these entities to be the Liberty listed on the Conflicts Check.

(n) Rockwood is identified on the Conflicts Check as a surety issuer of the Debtors. Carmody MacDonald currently represents or has represented one or more insurance companies containing the name “Rockwood” in various litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(o) Travelers Casualty and Travelers Casualty and Surety Company of America (collectively, “**Travelers**”) are, respectively, identified on the Conflicts Check as a letter of credit beneficiary and surety issuer of the Debtors. Carmody MacDonald currently represents or has represented one or more insurance companies containing the name “Travelers” in various litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(p) The State of Missouri is identified on the Conflicts Check as a significant taxing authority of the Debtors. Carmody MacDonald currently represents or has represented the State of Missouri in certain litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(q) Frontier is identified on the Conflicts Check as a utility of the Debtors. Carmody MacDonald currently represents or has represented one or more entities whose names contain the word “Frontier” on various matters that are unrelated to the Debtors and these Chapter 11 Cases and does not believe these entities to be the Frontier listed on the Conflicts Check.

(r) Suddenlink is identified on the Conflicts Checklist as utility of the Debtors. Carmody MacDonald currently represents or has represented Suddenlink in certain litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(s) QuikTrip Corporation is identified on the Conflict Checklist as having an affiliation with the Directors (Board Memberships, Charitable Organizations, etc.) of the Debtors. Carmody MacDonald currently represents or has represented QuikTrip Corporation in certain corporate, real estate, and litigation matters that are unrelated to the Debtors and these Chapter 11 Cases.

(t) Saint Louis University is identified on the Conflict Checklist as having an affiliation with the Directors (Board Memberships, Charitable Organizations, etc.) of the Debtors. I am employed as an Adjunct Professor of Law at Saint Louis University School of Law. My teaching responsibilities at Saint Louis University School of Law are unrelated to the Debtors and these Chapter 11 Cases.

(u) One or more of Carmody MacDonald’s attorneys were previously employed by certain law firms listed on the Conflicts Checklist and worked on matters that are unrelated to the Debtors or these Chapter 11 Cases.

(v) Carmody MacDonald represents banks and bank groups in connection with restructuring, bankruptcy and financing matters, all of which are unrelated to these Chapter

11 Cases. Such groups may include one or more parties listed in the Conflict Checklist or other parties-in-interest that are creditors of or otherwise connected with the Debtors. The Debtors have numerous creditors and other parties-in-interest. In addition, because the Debtors' bonds are publicly traded and widely held, some of the beneficial holders of such bonds may be clients of Carmody MacDonald, although Carmody MacDonald has not provided advice to such parties related to the Debtors. Carmody MacDonald may have in the past represented, and may presently or in the future represent or be deemed adverse to, creditors or parties-in-interest in addition to those specifically disclosed herein in matters that are unrelated to these Chapter 11 Cases. Carmody MacDonald believes that its representation of such creditors or other parties in such other matters has not affected and will not affect its representation of the Committee in these Chapter 11 Cases.

(w) One or more clients of the firm may now own or later purchase secured or unsecured claims against the Debtors. Carmody MacDonald believes that its representation of such parties in matters that are unrelated to these Chapter 11 Cases will have no effect on its representation of the Committee in these Chapter 11 Cases.

(x) Carmody MacDonald is a full service law firm with active real estate, corporate and litigation practices. Carmody MacDonald appears in cases, proceedings and transactions involving many different attorneys, accountants, financial consultants and investment bankers, some of whom now or may in the future represent Debtors, creditors, claimants or other parties in interest in these cases.

(y) Based upon an email inquiry made of all Carmody MacDonald attorneys and staff, and the lack of any affirmative replies to such inquiry, it is my understanding that no Carmody MacDonald attorney or their respective immediate family members own Patriot

Coal Corporation's stock (Ticker Symbol "PCX") or are creditors of the Debtors. Carmody MacDonald attorneys invest in a broad array of mutual funds and ETFs, some number of which either currently or may in the future own securities of Patriot Coal Corporation or some of its creditors.

(z) Attorneys associated with Carmody MacDonald or their family members (i) may have mortgages, consumer loans, or other banking relationships with the Debtors' creditors; and (ii) may own debt or equity securities issued by creditors of the Debtors in amounts that are not material from the issuer's perspective.

14. Other than the Committee, Carmody MacDonald does not and will not represent any entities in these Chapter 11 Cases, unless otherwise authorized by the Court.

15. Because of the size of this case and the possibility of trading in claims and equity interests, Carmody MacDonald may represent other entities that have a connection with the Debtors but were not disclosed to Carmody MacDonald or uncovered in my investigation. However, my review indicates that Carmody MacDonald does not represent any such entity in connection with these Chapter 11 Cases.

16. To the extent any employee of Carmody MacDonald has a relationship that in its view could give rise to an actual or potential conflict, an ethical screen has been, or will be, put in place to ensure that such employee does not have access to information related to Carmody MacDonald's representation of the Committee.

17. Except upon requisite consents and prior notice to this Court, Carmody MacDonald will not represent the Committee in an adversary proceeding or contested matter against another client of the firm, including, but not limited to, those set forth in Paragraph 13. Any such adversary proceeding, contested matter, or the relevant portion thereof, will be handled by Kramer Levin.

18. To the best of my knowledge, information, and belief, neither Carmody MacDonald nor any attorney associated with Carmody MacDonald:

(a) is a creditor, an equity security holder, or an insider of the Debtors;

(b) is or has been, within two years before the filing of these cases, a director, officer, or employee of the Debtors; or

(c) has an interest materially adverse to the interests of the Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, or for any other reason.

19. The professional fees and costs incurred by Carmody MacDonald in the course of its representation of the Debtors in this case will be subject in all respects to the application and notice requirements of Sections 328, 330, and 331 of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 2014 and 2016.

20. Carmody MacDonald has not requested or received a retainer for this matter.

21. There is no agreement as to the sharing of any compensation to be paid to Carmody MacDonald, other than sharing among the partners and associates of Carmody MacDonald. No promises have been received by Carmody MacDonald nor any partner or regular associate thereof as to compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

22. I am not related to, and to the best of my knowledge no other attorney associated with Carmody MacDonald is a relative of, any Bankruptcy Judge in the Eastern District of Missouri, the United States Trustee, or any person employed by the Office of the United States Trustee.

23. Except as disclosed herein, 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.

24. By reasoning of the foregoing, I believe Carmody MacDonald is eligible for employment and retention by the Committee pursuant to Sections 328 and 1103 of the Bankruptcy Code and the applicable Bankruptcy Rules.

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 December 31, 2012.

/s/ Gregory D. Willard
Gregory D. Willard

ATTACHMENT 1

Conflicts Checklist

Officers and Directors (2009 to Present) (includes non-executive officers and general managers of subsidiaries)

Adorjan, J. Joe
Bean, Joseph W.
Bennett, Robert W.
Brandt, Philip A.
Brown, B. R.
Day, Michael D.
Ebetino, Charles A.
Engelhardt, Irl F.
Hartsog, Kent E.
Hatfield, Bennett K.
Hudson, Terry G.
Johnson, Michael P.
Jones, Jacquelyn A.
Jones, John R.
Longoria, Janeice M.
Lucha, Dale F.
Lushefski, John E.
Magro, James N.
Mead, Robert L.
Millburg, Lawrence J.
Scharf, Michael M.
Schnapp, Paul A.
Schroeder, Mark N.
Viets, Robert O.

Affiliations of Directors (Board Memberships, Charitable Organizations, etc.)

Adven Capital
Bates Sales Company
Beaucoup Farms LLC
Buffalo Wild Wings, Inc.
CenterPoint Energy, Inc.
Delta Trust & Bank
Engelhardt Family Foundation
Foundation for Pinckneyville, Illinois
Freedom Group, Inc.
Friends of KWMU
Galveston Bay Foundation
Greater Houston Partnership
Gulf Coast Health Services Steering Committee
Healthcare Service Corporation
Heritage Society
The Hungary-Missouri Educational Partnership
Illinois Rural Heritage Museum
J&A Group
MD Anderson Services Corporation

Ogden, Gibson, Broocks, Longoria & Hall L.L.P.
Oklahoma Conference for Community & Justice
Phillips Theological Seminary
Port of Houston Authority
QuikTrip Corporation
Ranken Technical College
Remington Arms Company, Inc.
Renewable Energy Group, Inc.
The Rumson Country Day School
RLI Corp.
Saint Louis University
Texas Medical Center
Tiger Woods Foundation
UTIMCO
White Walnut Farms LLC

Debtor

Patriot Coal Corporation

Subsidiaries

Affinity Mining Company
Apogee Coal Company, LLC
Appalachia Mine Services, LLC
Beaver Dam Coal Company, LLC
Big Eagle LLC
Big Eagle Rail, LLC
Black Stallion Coal Company, LLC
Black Walnut Coal Company
Bluegrass Mine Services, LLC
Brook Trout Coal, LLC
Catenary Coal Company, LLC
Central States Coal Reserves of Kentucky, LLC
Charles Coal Company, LLC
Cleaton Coal Company
Coal Clean LLC
Coal Properties, LLC
Coal Reserve Holding Limited Liability Company
No. 2
Colony Bay Coal Company
Cook Mountain Coal Company, LLC
Corydon Resources LLC
Coventry Mining Services, LLC
Coyote Coal Company LLC
Cub Branch Coal Company LLC
Dakota LLC
Day LLC
Dixon Mining Company, LLC
Dodge Hill Holding JV, LLC
Dodge Hill Mining Company, LLC
Dodge Hill of Kentucky, LLC

EACC Camps, Inc.
Eastern Associated Coal, LLC
Eastern Coal Company, LLC
Eastern Royalty, LLC
Emerald Processing, L.L.C.
Gateway Eagle Coal Company, LLC
Grand Eagle Mining, LLC
Heritage Coal Company LLC
Highland Mining Company, LLC
Hillside Mining Company
Hobet Mining, LLC
Indian Hill Company LLC
Infinity Coal Sales, LLC
Interior Holdings, LLC
IO Coal LLC
Jarrell's Branch Coal Company
Jupiter Holdings LLC
Kanawha Eagle Coal, LLC
Kanawha River Ventures I, LLC
Kanawha River Ventures II, LLC
Kanawha River Ventures III, LLC
KE Ventures, LLC
Little Creek LLC
Logan Fork Coal Company
Magnum Coal Company LLC
Magnum Coal Sales LLC
Martinka Coal Company, LLC
Midland Trail Energy LLC
Midwest Coal Resources II, LLC
Mountain View Coal Company, LLC
Newtown Energy, Inc.
New Trout Coal Holdings II, LLC
North Page Coal Corp.
Ohio County Coal Company, LLC
Panther LLC
Patriot Beaver Dam Holdings, LLC
Patriot Coal Company, L.P.
Patriot Coal Receivables (SPV), Ltd.
Patriot Coal Sales LLC
Patriot Coal Services LLC
Patriot Leasing Company LLC
Patriot Midwest Holdings, LLC
Patriot Reserve Holdings, LLC
Patriot Trading LLC
Patriot Ventures LLC
PCX Enterprises, Inc.
Pine Ridge Coal Company, LLC
Pond Creek Land Resources, LLC
Pond Fork Processing LLC
Remington Holdings LLC
Remington II LLC
Remington LLC
Rhino Eastern LLC
Rivers Edge Mining, Inc.
Robin Land Company, LLC
Sentry Mining, LLC

Snowberry Land Company
Speed Mining LLC
Squaw Creek Coal Company
Sterling Smokeless Coal Company, LLC
TC Sales Company, LLC
Tecumseh Coal Corporation
The Presidents Energy Company LLC
Thunderhill Coal LLC
Trout Coal Holdings, LLC
Union County Coal Co., LLC
Viper LLC
Weatherby Processing LLC
White Stallion Coal, LLC
Wildcat, LLC
Wildcat Energy LLC
Will Scarlet Properties LLC
Winchester LLC
Winifrede Dock Limited Liability Company
WWMV, LLC
Yankeetown Dock, LLC

Five Percent and Greater Shareholders and Beneficial Owners (as of March 15, 2012)

BlackRock, Inc.
State Street Corporation
The Vanguard Group, Inc.

Significant Business Partners

American Patriot Mining, LLC
RWMV, LLC
Rhino Energy WV LLC

See Significant Suppliers, Shippers, Warehousemen, Customers and Vendors for list of agents.

Attorneys, Professionals and Financial Advisors (Including Accountants and Investment Banks)

Allen Guthrie & Thomas
AlixPartners
Arnold & Porter, LLP
American Stock Transfer & Trust Company, LLC
AST Fund Solutions, LLC
Banc of America Securities LLC
Bank of America Corporation
Barclays Capital Inc.
Boehl, Stopher & Graves
Bowen Engineering Corp.
Bowles Rice McDavid Graff & Love LLP
Broadridge Financial Solutions, Inc.
Buchanan, Ingersoll & Rooney
Bryan Cave, LLP
CH2M Hill Engineers
Citibank, National Association
Citigroup CIB

Citigroup Global Markets, Inc.
Computershare
Davis Polk & Wardwell LLP
Depository Trust and Clearing Corporation
Dinsmore & Shohl LLP
Duff & Phelps Corporation
Ernst & Young LLP
Equity Methods
FBR Capital Markets & Co.
Ferreri & Fogle
Fifth Third Securities, Inc.
Flaherty, Sensabaugh & Bonasso
GCG Inc.
Georgeson Inc.
Gordon Law Offices, PSC
Greenberg & Traurig
Greensfelder, Hemker & Gale, P.C.
Husch Blackwell
IBM
Jackson Kelly PLLC
Kohn, Shands, Elbert, Gianoulakis & Giljum, LLP
KPMG LLP
Lewis Glasser Casey & Rollins, PLLC
Mercer
Merrill Lynch
Milliman
Morris, Nichols, Arsht & Tunnell LLP
Natixis Securities Americas LLC
Neal, Gerber & Eisenberg LLP
Ogletree Deakins
Oliver Wyman
PNC Capital Markets, LLC
Protiviti
Robinson & McElwee, PLLC
RR Donnelly
Sandberg Phoenix & Von Gontard P.C.
Santander Investment Securities, Inc.
SG Americas Securities, LLC
Shuman, McCuskey & Slicer, PLLC
Smith Moore Leatherwood LLP
SNR Denton
Sorling, Northrup, Hanna, Cullen & Cochran, Ltd.
Steptoe & Johnson, PLLC
Summit Strategies Group
The Blackstone Group LP
Thompson Coburn
Towers Watson
UBS Investment Bank
Veritas Consulting/Richard Verheij
WebFilings
White & Risse
Wilmington Trust Company
Zenon Environmental Corp d/b/a GE Water
Ziemer, Stayman, Weitzel & Shoulders, LLP

Significant Financial Institutions (Including Administrative Agents, Lenders and Equipment Financing)

Bank of America, N.A.
Bank of Oklahoma, N.A.
Barclays Bank PLC
Caterpillar Financial Services Corp.
Citigroup Global Markets Inc.
Comerica
Fifth Third Bank
M&I Bank (Southwest Bank of St Louis)
Natixis, New York Branch
PNC Bank
Raymond James Bank
RZB Bank
Societe Generale (SocGen)
Sovereign Bank
The Private Bank
UBS
United Overseas Bank

Significant Equipment Lessors

AmerCable Incorporated
BancorpSouth Equipment Finance
Bank of America Leasing
Bank of the West
Black Equipment Co, Inc.
BMO Harris Equipment Finance
California First National Bank
Capitalsource Bank
Caterpillar Financial Services Corporation
Cecil I. Walker Machinery Co.
CitiCapital Commercial Leasing Corporation
DBT America Inc.
The Fifth Third Leasing Company
First National Capital Corp.
Fifth Third Bank
First Utah Bank
Flagstar Bank, FSBGelco Corporation DBA GE Fleet Services
General Electric Capital Corporation
Gibbs Technology Leasing
The Huntington National Bank
ICON Investments
ICON Magnum, LLC
Joy Technologies Inc.
Key Equipment Finance Inc.
Komatsu Financial Limited Partnership
Macquarie Corporate and Asset Funding, Inc.
Mazuma Capital Corp
Merrill Lynch Capital
Mitel Leasing, Inc.
Motion Industries, Inc.
Nations Fund I, Inc.

PEC Equipment Company, LLC (Peabody)
People's Capital and Leasing Corp.
Prime Alliance Bank
RBS Asset Finance, Inc.
Relco Finance, Inc.
Renaissance Capital Alliance
Republic Bank, Inc.
Rish Equipment Company
Ritchie Bros. Auctioneers (America) Inc.
Rudd Equipment Company
SG Equipment Finance USA Corp
Siemens Financial Services, Inc.
Somerset Capital Group, LTD
United Leasing, Inc.
Wire Rope Industries Ltd.

Significant Landlords and Lessors

ACIN
Alcoa Fuels, Inc.
Alderson Heirs
Allegheny Land
Ark Land KH
Berwind Land Company
BGK –Integrated TIC Management, LLC
Black King
Blue Eagle
Boone East
Boone East Development
CC Dickinson Testamentary Trust
Central WV Energy
Chesapeake Mining
Cole & Crane
Courtney Co.
David Olliver, Agent
Donald Greenwell
Duke Realty
Elk Run
Federal Coal
Gerald Greenwell
Greenbrier Land Co.
Hoover
Hoover LaFollette
Horse Creek Coal Land Co.
Horse Creek Land and Mining
Imperial Coal Company
Jackson Vinson
James M. Greenwell
Johnny Royster
Kay-Ford-JamesLawson Heirs
Lewis Heirs
Little Coal Land Co.
LRPB
LRPB KE
Mariam Peak
Midwest Coal Reserves of Ky., LLC

Miller-Gilman
Mohler Lumber
Mounts & Dannheiser, LLC
Pardee
Payne Gallatin
Penn Virginia f/k/a Penn Virginia Operating Co.,
LLC
Pocahontas Land
Potter Family, LLC
Potter Grandchildren, LLC
Quincy Center
Rowland Land
Shepard Boone
William H. Shields
Shonk
So. Appalachian
Southern Dickinson
Southern Land Co.
SRIR (Pocahontas Land)
Tennessee Valley Authority
Tommy Long
Ward Heirs
Westvarendrag
WPP LLC

Unions

United Mine Workers of America
Bituminous Coal Operators' Association

Letter of Credit and Surety Bond Providers and Beneficiaries

Department of Labor
Peabody Energy Corp.

Surety Issuers

ACE American Insurance Company
American Casualty Company of Reading,
Pennsylvania
Aspen American Insurance Company
Aspen Specialty Insurance Company
Argonaut Insurance Company
Chubb Group of Insurance Companies
Chubb Surety
CNA Surety
Continental Casualty Company
Bond Safeguard
Federal Insurance Company
Firemen's Insurance Company of Newark, New
Jersey
HCC Surety Group
Indemnity Insurance Company of North America
Indemnity National Insurance Company
Insurance Company of North America
Lexon

Liberty
National Fire Insurance Company of Hartford
Pacific Employers Insurance Company
Rockwood
St. Paul/Seaboard
St. Paul Fire & Marine
Surety Bonding Company of America
The Continental Insurance Company
Travelers Casualty and Surety Company of America
US Specialty
Universal Surety Company of America
Westchester Fire Insurance Company
Western Surety Company

Surety Obligees

Henderson County, Kentucky
Illinois Department of Mines and Minerals
Indiana State Agency
Kentucky Dept. for Natural Resources: Division of
Mine Reclamation & Enforcement
Kentucky State Agency
Missouri State Agency
Ohio Department of Natural Resources; Reclamation
Division
West Virginia Department of Natural Resources
West Virginia, Department of Transportation
West Virginia Division of Environmental Protection
West Virginia State Agency
WV Hwy

Letters of Credit Providers

Bank of America
Fifth Third Bank
PNC

Letters of Credit Beneficiaries

Arch Coal, Inc.
Argonaut Insurance Co
Bond Safeguard/LEXON
CAT Financial Svcs
Clerk of Ct, US Dist Ct for WV
Commonwealth of KY
Commonwealth of PA
Federal Ins Co/CHUBB
First Surety Corp
ILL Workers Comp
Indemnity Natl Ins Co
Ins Commissioner of WV
Kenergy Corp
National Fire Insurance
National Union Fire Ins
Norfolk Southern
Old Republic Insurance
Travelers Casualty
UMWA 1992 Benefit Plan
US Surety Co

Western Surety C.N.A.

Significant Taxing Authorities

Internal Revenue Service
Boone County, WV
Clay County, WV
Commonwealth of Kentucky
Henderson County, KY
Lincoln County, WV
Logan County, WV
Kanawha County, WV
Monongalia County, WV
State of Illinois
State of Indiana
State of Missouri
State of Pennsylvania
State of West Virginia
Union County, KY

***Regulatory Agencies (e.g., Department of Interior,
Mine Safety Administration, OSHA, and State and
Local Regulators)***

Environmental Protection Agency
Illinois Department of Natural Resources
Illinois Environmental Protection Agency
Illinois Pollution Control Board
Kentucky Department for Environmental Protection
Kentucky Department for Natural Resources
Kentucky Office of Mine Safety and Licensing
Mine Safety and Health Administration
Occupational Safety and Health Administration
Office of Surface Mining Reclamation and
Enforcement
Ohio Department of Natural Resources
Pennsylvania Department of Environmental
Protection
U.S. Army Corps of Engineers
U.S. Bureau of Alcohol, Tobacco, and Firearms
U.S. Bureau of Land Management
U.S. Department of Interior
U.S. Department of Labor
West Virginia Department of Environmental
Protection
West Virginia Office of Miners' Health Safety &
Training

Parties to Significant Litigation

Alpha Natural Resources, Inc.
Arch Coal Inc.
ArcLight Capital Partners
Bridgehouse Capital Limited
Bridgehouse Commodities Trading Limited
EDF Trading North America, LLC
Environmental Protection Agency

Island Creek Corporation
Jordan, Donald A.
Keystone Industries, LLC
Massey Energy Company
Occidental Petroleum Corporation
Ohio Valley Environmental Coalition, Inc.
Peabody Coal
RoyaltyCo, LLC
RWE
Sentrum Holdings Limited
Sierra Club
State of Illinois; Illinois Attorney General's Office
State of West Virginia
STB Ventures, Inc.
Tampa Electric Company
U.S. Attorney's Office
Vitol, Inc.
West Virginia Department of Environmental
Protection
West Virginia Highlands Conservancy, Inc.

***Significant Suppliers, Shippers, Warehousemen,
Customers and Vendors***

Alpha Coal Sales Co. LLC
American Electric Power Co., Inc
Anders Williams Resources, Inc.
Appalachian Power Co.
Bayer CropScience LP
Big Rivers Electric Corp.
Blue Cross Blue Shield
Bridgehouse Commodities Trading Limited
Brody Mining, LLC
Carbofer Representacoes Ltda.
Cardinal Operating Company
Caremark
Caterpillar Global Mining America
Cecil I. Walker Machinery Co.
Clay's Trucking
Coal Network Inc.
Constellation Energy Commodities
CSX Transportation, Inc.
Dan River Resources LLC
Dekoven Dock, Incorporated
Drummond Coal Sales, Inc.
DTE Energy Company
Duke Energy Carolinas LLC
Duke Energy Commercial Asset Management
Duke Energy Kentucky, Inc.
E. On Ag
Eagle Valley, Inc.
East Kentucky Power Cooperative
Eastman Kodak Co.
EDF Trading North America, LLC/EDF Trading
Limited

Emerald International
GenOn Energy Management, LLC
Gerdau Acominas S.A.
Gulf Power Company
Home Oil & Gas
Hunter Trucking
IBM
ILVA Spa
Jennmar Corporation
JMAC Leasing Inc.
Joy Mining Machinery
Kanawha River Terminals, LLC
Kentucky Utilities Co.
Keystone Industries
Komsa Sarl
Long Branch Energy
Louisville Gas and Electric Comp
Magnum Coal Co.
Mercuria Energy Trading, Inc.
Middletown Coke Company, LLC
Mirant Energy Trading, LLC
Monk Mining
Mountain State Carbon, LLC
Neville Island Fuels Company, LLC
Nelson Brothers LLC
Norfolk Southern Railway Company
Owensboro Municipal Utilities
Peabody COALTRADE, LLC
Peabody Energy Corp.
Peabody Terminals, LLC
Penn Virginia Resource Partners, L.P.
Petroleum Products Inc.
Phillips Machine Service Inc.
PPL EnergyPlus, LLC
PPL Generation, LLC
PowerSouth Energy Cooperative
Production Adjustment
Progress Energy Carolinas, Inc.
Raleigh Mine & Industrial Supply
Reiss Viking Division
Relco Finance, Inc.
Rish Equipment
River Trading Company
RWE Trading Americas Inc.
Sandvik Mining and Construction
Selah Corp.
Shenango Inc.
Shinewarm Resources (HK) Group Limited
Southern Company
SunCoke Energy
Tata Steel UK Limited
ThyssenKrupp CSA Siderurgica
Trafigura AG
United Central Industrial Supply
USIMINAS
U.S. Steel Corp.

The Vanguard Group
Vanomet International AG
Veyance Industrial Services
Vitol, Inc.
Webster Trucking
White River Coal Sales, Inc.
Xcoal Energy & Resources
Zug Island Fuels, LLC

See also Significant Landlords and Lessors,
Significant Attorneys, Professionals and Financial
Advisors and Significant Equipment Lessors

Insurers

Brokers

Aon Risk
Marsh USA
Willis of Tennessee

Underwriters

ACE
AIG
Allied World Assurance Company
Allied World National Assurance Company
Arch Specialty
Argo QS
ARISE Inc.
Aspen Bermuda Ltd
Aspen Specialty Insurance Company
Aspen Insurance UK Limited
Axis Insurance (Bermuda) Ltd
Axis Insurance Company
Axis Surplus Insurance Company
Berkley
Chartis
Chubb
CNA
Endurance American Insurance Company
Hartford
Hiscox
Ironshore
Iron-Starr
HCC
Liberty International Underwriters
Liberty Mutual Insurance Europe Limited
MJB Consulting
RSUI
XL
XL UK
XL Specialty
Zurich

Top Five Secured Creditors

BancorpSouth Equipment Finance

Bank of America
Bank of America Leasing
Bank of the West
BMO Harris Equipment Finance Company
Caterpillar Financial Services Corp.
Fifth Third Bank
Fifth Third Leasing Company
General Electric Capital Corp.
Key Equipment Finance Inc.
Komatsu Financial Limited Partnership.
People's Capital & Leasing Corp.
SG Equipment Finance
Siemens Financial Services
Somerset Capital Group, Ltd.
United Leasing, Inc.

Top 50 Unsecured Creditors

AFCO
Allegheny Power
Alley Trucking LLC
Alpha Natural Resources, Inc.
Americable Incorporated
American Electric Power
American Freedom Innovations LLC
Bank of the West
Bentley Badgett II and Linda Badgett
CapitalSource Bank
Caterpillar Global Mining
Cecil I. Walker Machinery Co.
Chisler Brothers Contracting LLC
Chisler Inc.
Coalfield Services Inc.
Cogar Manufacturing Inc.
CSX Transportation Inc.
Dayton Power & Light
Environmine Inc
Fifth Third Leasing Company
Flomin Coal Inc.
GE Capital TMS
I.B.M. Corp.
Industrial Supply Solutions Inc.
J. H. Fletcher & Co.
Jabo Supply Corp
Jennmar Corporation
JMAC Leasing Inc
Joy Mining Machinery
Komatsu Financial Limited Partnership
Logan Corp.
Longwall Associates, Inc.
Mine Equipment & Mill Supply Co.
Monk Mining Supply, Inc.
Nelson Brothers LLC
Penn Virginia Operating Co LLC
Phillips 66 Receivable
Powell Construction Co., Inc.

Raleigh Mine & Industrial
RBS Asset Finance, Inc.
Richard Whiting
Rish Equipment Co.
SGS North America Inc.
Shonk Land Company LLC
Somerset Capital Group, Ltd.
Suncrest Resources LLC
United Central Industrial Supply
United Leasing, Inc.
U.S. Bank National Association
Wilmington Trust Company

Utilities

Allegheny Power
American Electric Power
Aquis Communications
AT&T
AT&T Mobility
AT&T Teleconference Services
Buffalo Creek PSD
City of Morganfield
City of Uniontown
Citynet, LLC
Clay-Battelle Public Service District
Dish Network
Dominion Hope
Eldon Gas Company
Fiberlink Communications Corp.
Frontier
Henderson County Water District
Huntington Technology Group Inc.
Kanawha Public Service District
Kenergy Corp.
Kentucky Utilities Co
Lumos Networks Inc
Monongahela Power Company
Mountaineer Gas
Ohio Valley Answering Service
Q Wireless LLC
Rea Energy Cooperative Inc
Republic Services
SouthEastern Illinois Electric
Suddenlink
Tangoe Inc
Telex Services
Time Warner Cable
Union County Water District
US Cellular
Valley Falls Public Service Dist
Verizon
Verizon North
Waste Management of WV, Inc.
West Penn Power Company
West Side Telecommunications

West Virginia American Water Co
Windstream

Indenture Trustees

Wilmington Trust Company
U.S. Bank National Association

Official Committee of Unsecured Creditors

Wilmington Trust Company
U.S. Bank National Association
United Mine Workers of America
United Mine Workers of America 1974 Pension Plan
and Trust
Gulf Coast Capital Partners, LLC
Cecil Walker Machinery
American Electric Power

***Professionals Representing Any of the Foregoing in
Relation to Patriot***

Cadwalader, Wickersham & Taft LLP
Cleary, Gottlieb, Steen & Hamilton LLP
Jones Day
Kramer Levin Naftalis & Frankel LLP
Latham & Watkins LLP
Mayer Brown
Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
Weil, Gotshal & Manges
Willkie Farr & Gallagher LLP

Notice of Appearance Parties Not Previously Listed

Banc of America Leasing & Capital, LLC
Board of Trustees of Prichard School
Bridgestone Americas Tire Operations, LLC
Broun Properties, LLC
Caterpillar Inc.
Central Contracting, Inc.
City of New York
Continental Crushing & Conveying, Inc.
Deutsche Bank Securities Inc.
Duke Energy Corporation
First Out DIP Agent
GE Energy
GE International
H.A. Robson Trust
Hanson Aggregates Davon, LLC
Hosch Company
ICON Capital Corp.
Illinois Union Insurance Company
Iron Mountain Information Management, Inc.
K-Rail LLC (f/k/a Kanawha Rail Corp.)
LaFollette Holdings, Ltd.
Latelle M. LaFollette Trust for Alice A. Wright
Latelle M. Trust for Marjorie J. Wright

LML Properties, LLC
Microsoft Corporation
Microsoft Licensing, GP
Missouri Department of Revenue
Nations Fund I
Natural Resource Partners, LP
New River Energy Corp.
Oracle America, Inc.
P&H Mining Equipment, Inc.
Penn Virginia Coal Company
Pension Benefit Guaranty Corporation
Performance Coal Co.
PRC Holdings, LLC
Prichard, Lewis
Prichard, Sarah Ann
R. J. Corman Railroad Construction Company
Riverside Park, Inc.
Robert B. LaFollette Trust for Alice A. Wright
Robert B. LaFollette Trust for Marjorie J. Wright
State of West Virginia Office of Insurance
Commissioner
Trust with A.M. Prichard, III
UMWA Combined Benefit Fund
Union Pacific Railroad Company
United Mine Workers of America 1993 Benefit Plan
and Trust
United States of America
Vosslosh Track Material, Inc.
Westchester Surplus Lines Insurance Company
Wayne Supply Company
Willis North America, Inc.
Wright, Alice
Wright, Marjorie J.
Wright Holdings, L.L.C.