

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

**In re:**

**PATRIOT COAL CORPORATION, *et al.*,**

**Debtors.**

**Chapter 11**

**Case No. 12-51502-659  
(Jointly Administered)**

**Objection Deadline:**

February 22, 2013 at 4:00 p.m.,  
prevailing Central time

**MONTHLY FEE STATEMENT OF BRYAN CAVE LLP FOR PROFESSIONAL  
SERVICES AND DISBURSEMENTS FOR THE PERIOD OF  
NOVEMBER 27, 2012 THROUGH DECEMBER 31, 2012**

<b>NAME OF APPLICANT:</b>	Bryan Cave LLP
<b>ROLE IN THE CASE:</b>	Local Restructuring Counsel and Corporate Counsel to the Debtors
<b>DATE OF RETENTION:</b>	February 4, 2013 [Dkt. No. 2682] Effective Nov. 27, 2012 for restructuring Effective Dec. 1, 2012 for other matters
<b>TIME PERIOD:</b>	Nov. 27, 2012 through Dec. 31, 2012
<b>CURRENT APPLICATION:</b>	Total Fees Requested: \$50,612.00 80% of Fees Requested: \$40,489.60 Total Expenses Requested: \$1,102.45

1. In accordance with the *Order To Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 262] (the “Interim Compensation Order”), Bryan Cave LLP (“Bryan Cave”), local restructuring counsel and corporate counsel to the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), hereby submits its Monthly Statement for Professional Services and Disbursements (the “Fee Statement”) for the period of November 27, 2012 through and including December 31, 2012 (the “Fee Statement Period”).

2. Pursuant to the Interim Compensation Order, Bryan Cave seeks payment of \$41,592.05, representing (a) 80% of Bryan Cave’s fees for services rendered and (b) 100% of actual and necessary expenses incurred.

3. Attached hereto as Exhibit A is a listing of Bryan Cave professionals and paraprofessionals (collectively, the “Bryan Cave Professionals”), including the hourly rate for each Bryan Cave Professional who rendered services to the Debtors in connection with these Chapter 11 cases during the Fee Statement Period as well as the title, aggregate hours worked and the amount of fees billed by each Bryan Cave Professional.

4. Attached hereto as Exhibit B is a schedule specifying the categories of actual and necessary expenses for which Bryan Cave is seeking reimbursement and the total amount for each such expense category.

5. Attached hereto as Exhibit C is a summary of the number of hours and amounts billed by Bryan Cave during the Fee Statement Period, organized by project categories.

6. Attached hereto as Exhibit D are the time records of Bryan Cave, which provide a daily summary of the time spent by each Bryan Cave Professional during the Fee Statement Period by project category.

**Notice**

7. Consistent with the procedures described in the Interim Compensation Order, the Debtors will serve this Fee Statement, by hand or overnight delivery, on (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, Missouri, 63141, Attn: Jacquelyn A. Jones; (ii) the Office of the United States Trustee for the Eastern District of Missouri, 111 South 10th Street, Suite 6.353, St. Louis, MO 63102, Attn: Leonora S. Long and Paul A. Randolph; (iii) attorneys for the administrative agent for the Debtors' post-petition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Marcia Goldstein and Joseph Smolinsky, and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Margot B. Schonholtz and Ana Alfonso; and (iv) counsel to the official committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, Attn: Adam C. Rogoff, Esq. and Gregory G. Plotko, Esq.

Dated: St. Louis, Missouri  
February 8, 2013

Respectfully submitted,

BRYAN CAVE LLP

/s/ Brian C. Walsh

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Lloyd A. Palans, #22650MO

Brian C. Walsh, #58091MO

Laura Uberti Hughes, #60732MO

One Metropolitan Square

211 N. Broadway, Suite 3600

St. Louis, Missouri 63102

(314) 259-2000

Fax: (314) 259-2020

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ATTORNEYS FOR THE DEBTORS

**EXHIBIT A**

**Professionals and Rates**

**Partners:**

<b>Name</b>	<b>Admission Year</b>	<b>Total Hours</b>	<b>Rate</b>	<b>Amount</b>
Lloyd A. Palans	1972	39.7	\$675.00	\$26,797.50
Brian C. Walsh	1997	32.3	\$450.00	\$14,535.00
R. Randall Wang	1984	0.2	\$675.00	\$135.00

**Counsel:**

<b>Name</b>	<b>Admission Year</b>	<b>Total Hours</b>	<b>Rate</b>	<b>Amount</b>
Hal B. Morgan	1983	13.7	\$565.00	\$7,740.50

**Associates:**

<b>Name</b>	<b>Admission Year</b>	<b>Total Hours</b>	<b>Rate</b>	<b>Amount</b>
Laura Uberti Hughes	2008	8.8	\$315.00	\$2,772.00

**Paraprofessionals:**

<b>Name</b>	<b>Total Hours</b>	<b>Rate</b>	<b>Amount</b>
Claudia A. Papenberg	4.3	\$160.00	\$688.00

**EXHIBIT B**

**Expenses**

<b>Expense</b>	<b>Amount</b>
Pro Hac Vice Filing Fees for 9 Attorneys	\$900.00
Long Distance Telephone Charges	\$4.45
Computerized Research	\$198.00
<b>Total</b>	<b>\$1,102.45</b>

**EXHIBIT C**

**Summary by Project Code**

**Case Administration:**

Total Hours: 30.2 Total Fees: \$17,311.50

**Meetings of & Communications With Creditors:**

Total Hours: 0.8 Total Fees: \$540.00

**Fee/Employment Applications:**

Total Hours: 34.6 Total Fees: \$17,392.50

**Fee/Employment Objections:**

Total Hours: 0.5 Total Fees: \$337.50

**Assumption/Rejection of Leases and Contracts:**

Total Hours: 0.8 Total Fees: \$360.00

**Other Contested Matters:**

Total Hours: 7.2 Total Fees: \$1,655.50

**Employee Benefits/Pensions (Restructuring):**

Total Hours: 10.1 Total Fees: \$6,817.50

**Claims Administration and Objections:**

Total Hours: 0.9 Total Fees: \$378.00

**Securities Law Matters:**

Total Hours: 0.2 Total Fees: \$135.00

**Employee Benefits Matters (Non-Restructuring):**

Total Hours: 13.7 Total Fees: \$7,740.50

**TOTALS:**

Hours: 99.0 Fees: \$50,612.00<sup>1</sup>

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<sup>1</sup> This total reflects a reduction of \$2,056.00, which accounts for the difference between the 2013 rates disclosed in Bryan Cave's employment application for certain Bryan Cave professionals and their applicable rates for 2012.

**EXHIBIT D**

**Time Records**



Bryan Cave LLP Atlanta | Boulder | Charlotte | Chicago | Colorado Springs | Dallas | Denver | Frankfurt | Hamburg | Hong Kong | Irvine  
Jefferson City | Kansas City | Los Angeles | New York | Paris | Phoenix | San Francisco | Shanghai | Singapore | St. Louis | Washington, D.C.

EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
12312 Olive Blvd., Suite 400  
St. Louis, MO 63141

January 28, 2013  
Invoice # 10164055  
Client # C067317  
Payment is due upon  
Receipt

STATEMENT OF ACCOUNT

CURRENT CHARGES FOR MATTER:

File # 0345891

Chapter 11 Restructuring

Subtotal Fees for Legal services	\$	44,792.50
Adjustment for rate differential		(2,056.00)
Total Fees for Legal Services		42,736.50
Expenses and Other Charges		1,102.45
<b>TOTAL CHARGES THIS INVOICE</b>	<b>\$</b>	<b>43,838.95</b>
<b>STATEMENT TOTAL</b>	<b>\$</b>	<b>43,838.95</b>

**PAYMENT INSTRUCTIONS**

Check Payment Instructions:

Bryan Cave LLP  
P.O. Box 503089  
St. Louis, MO 63150-3089

Please return Remittance Advice with  
payment in the enclosed envelope.

ACH Payment Instructions:

ACH to: Bank of America  
One Bank of America Plaza  
St. Louis, MO 63101  
Routing #081000032  
Account # 100101007976

Wire Instructions:

Wire to: Bank of America  
One Bank of America Plaza  
St. Louis, MO 63101  
ABA #0260-0959-3  
Account # 100101007976

Swift Codes:

BOFAUS3N (incoming US wires)  
BOFAUS6S (incoming Non-US wires)

Please include the Client, Matter, or Invoice Number with all payments.

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For Legal Services Rendered Through December 31, 2012

File # 0345891  
Chapter 11 Restructuring

Case Administration

11/27/12	L. A. Palans	4.20 hrs.	2,835.00	Receive and review venue decision for transfer to Eastern District of Missouri (1.0); telephone conference with J. Bean regarding update, retention and logistics (.4); telephone conference with M. Huebner, E. Moskowitz, B. Resnick, et al., regarding transfer of case to Eastern District of Missouri, logistics and timing, use of status conference, preparation of binders and meeting with U.S. Trustee (1.3); correspondence with Davis Polk team regarding update on logistics and timing (.3); review of docket for inclusion in binders (1.0); telephone conference with J. Bean regarding update (.2).
11/27/12	B. C. Walsh	0.40 hrs.	180.00	Telephone conference with P. Randolph regarding case transfer (0.1); multiple telephone conferences with L. A. Palans regarding administrative issues with venue transfer (0.3).
11/28/12	L. A. Palans	2.50 hrs.	1,687.50	Review of venue decision (.5); correspondence with M. Huebner, E. Moskowitz, B. Resnick, B. C. Walsh, et al., regarding talking points for consideration, timing issues, transfer of case and discussion with U.S. Trustee (1.0); telephone conference with P. Randolph, L. Long, B. C. Walsh

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and Davis Polk team regarding status and introduction (.8); telephone conference with J. Bean regarding update, status and timing (.2).

11/28/12	B. C. Walsh	1.10 hrs.	495.00	Telephone conference with L. A. Palans regarding case transfer and logistics (0.2); telephone conference with P. Randolph, L. Long, M. Huebner, B. Resnick, L. A. Palans regarding transfer of venue (0.7); telephone conference with L. A. Palans regarding same (0.2).
11/30/12	L. A. Palans	2.40 hrs.	1,620.00	Correspondence with J. Bean regarding venue issues (.2); correspondence with M. Huebner regarding venue issues (.2); correspondence with Davis Polk team regarding venue update and case assignment (.2); correspondence with B. C. Walsh regarding logistics, strategy considerations and case assignment (.4); correspondence with Davis Polk team and B. C. Walsh regarding binders (.2); telephone conference with J. Bean regarding update, timing and case assignment (.4); telephone conference with B. Resnick and B. C. Walsh regarding scheduling and strategy considerations (.5); follow-up conference with B. C. Walsh regarding pending motions and hearings before Judge Chapman (.3).
11/30/12	B. C. Walsh	1.70 hrs.	765.00	Multiple memoranda, telephone conferences with M. Huebner, B. Resnick, L. A. Palans regarding venue transfer and hearing dates (0.5); telephone conference with S. Kruse regarding same (0.2); telephone conference with L. A. Palans regarding venue transfer (0.5);

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telephone conference with B. Resnick, M. McGreal regarding general case administration issues (0.5).

12/03/12	L. A. Palans	0.60 hrs.	405.00	Conference with B. C. Walsh regarding update, timing and docketing issues (.3); telephone conference with J. Bean regarding update, timing, docketing and logistics for case transfer (.3).
12/03/12	L. A. Palans	0.80 hrs.	540.00	Telephone conference with E. Moskowitz regarding update, alternative strategic paths and timing (.4); telephone conference with potential expert for designation in adversary proceeding (.4).
12/03/12	L. A. Palans	0.30 hrs.	202.50	Telephone conference with G. D. Willard regarding Creditors' Committee representation, agenda letter and timing.
12/03/12	B. C. Walsh	0.60 hrs.	270.00	Telephone conference with S. Magnus regarding case intake (0.2); memorandum to M. Huebner regarding same (0.1); telephone conference with L. A. Palans regarding same (0.3).
12/04/12	L. A. Palans	1.70 hrs.	1,147.50	Telephone conference with J. Bean regarding status and update (.2); telephone conference with B. C. Walsh regarding pending matters before Judge Chapman (.3); conference with B. C. Walsh regarding status, update and strategy for proceeding (.5); telephone conference with B. Resnick regarding update on timing, scheduling and strategy for proceeding (.3); review of draft application for retention of Bryan Cave (.4).
12/06/12	L. A. Palans	0.30 hrs.	202.50	Telephone conference with J. Bean regarding update and strategy for proceeding.

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12/06/12	L. U. Hughes	0.70 hrs.	220.50	Confer with M. McGreal regarding request for Eighth Circuit case law on certain issue and case management order amendments and follow-up on same (.5); review draft declaration (.2).
12/10/12	L. A. Palans	0.50 hrs.	337.50	Telephone conference with M. Huebner and B. Resnick regarding calendar availability for hearings, timing and strategy considerations (.3); conference with B. C. Walsh regarding update and calendar dates for scheduling purposes (.2).
12/11/12	L. A. Palans	0.40 hrs.	270.00	Correspondence with M. Huebner regarding logistical issues (.2); review inquiry from M. McGreal regarding identification of analyst with U.S. Trustee for preparation and filing of monthly operating report (.2).
12/12/12	L. A. Palans	1.00 hrs.	675.00	Telephone conference with M. Huebner regarding case logistics (.2); conference with B. C. Walsh regarding meeting with Davis Polk to discuss timing, strategy and logistics (.3); correspondence with M. Huebner regarding case binders and meeting on strategy issues (.3); correspondence with J. Bean regarding update and Friday conference call (.2).
12/12/12	B. C. Walsh	0.40 hrs.	180.00	Telephone conference with B. Dorsey regarding monthly reporting (0.1); memorandum to M. McGreal regarding same (0.1); conference with L. U. Hughes regarding case transfer (0.2).
12/13/12	L. A. Palans	0.30 hrs.	202.50	Receive and review key dates from Davis Polk.
12/14/12	L. A. Palans	0.60 hrs.	405.00	Telephone conference with B. C. Walsh regarding update call,

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status, timing and strategy (.2);  
review of key dates in case  
received from Davis Polk (.4).

12/14/12	B. C. Walsh	0.60 hrs.	270.00	Participate in weekly update call with client and professionals.
12/17/12	L. A. Palans	0.60 hrs.	405.00	Telephone conference with J. Bean regarding update, status and strategy for proceeding (.3); telephone conference with B. Resnick regarding status and strategy for proceeding (.3).
12/18/12	L. A. Palans	1.10 hrs.	742.50	Conference with M. Huebner regarding status and strategy for proceeding (.3); review of standing orders from other Eastern District of Missouri Chapter 11 proceedings (.8).
12/19/12	L. U. Hughes	0.20 hrs.	63.00	Confer with K. Coco regarding preparation of documents for electronic filing.
12/20/12	B. C. Walsh	0.50 hrs.	225.00	Review issues regarding venue transfer (0.3); memorandum to M. Huebner regarding pro hac papers (0.1); conference with L. U. Hughes regarding monthly operating report (0.1).
12/21/12	L. A. Palans	2.00 hrs.	1,350.00	Participate in update call with Patriot team (.5); conference with B. C. Walsh regarding timing, hearing dates, status conference, omnibus hearing, pending issues and strategy for proceeding (.5); conference call with M. Huebner, B. Resnick, P. Randolph and L. Long regarding pending and upcoming issues, timing, monthly operating report, equity committee motion, case management order and local rules (1.0).
12/21/12	B. C. Walsh	0.40 hrs.	180.00	Conference with L. A. Palans regarding U.S. Trustee issues (0.3); memorandum to M. Huebner regarding omnibus hearings (0.1).

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12/21/12	L. U. Hughes	1.00 hrs.	315.00	Review and arrange for filing of monthly operating report, pro hac vice motion, and various certificates of service (0.5); perform research regarding electronic noticing of ECF docketing events and send email to A. Libby regarding same (0.4); respond to R. Nadick of GCG with status of filings (0.1).
12/26/12	B. C. Walsh	0.20 hrs.	90.00	Telephone conference with M. McGreal regarding hearing dates.
12/26/12	L. U. Hughes	1.80 hrs.	567.00	Review and respond to emails from A. Libby regarding filing declaration and pro hac vice motions, arrange for filing same on ECF, submit proposed orders and send confirmation emails to A. Libby (1.7); respond to GCG regarding submission of orders (0.1).
12/27/12	L. U. Hughes	0.20 hrs.	63.00	Confer with clerk regarding payment of fees for pro hac vice motions (0.1) and coordinate same with accounting staff (0.1).
12/28/12	L. U. Hughes	0.40 hrs.	126.00	Review and arrange for filing of certain certificates of service for GCG and forward same with comment to J. Demma and A. Libby (.3); review and revise letter to accompany check for pro hac vice motions (.1).
12/31/12	B. C. Walsh	0.40 hrs.	180.00	Multiple memoranda to M. McGreal regarding scheduling of pending motions (0.3); draft notice of hearing regarding settlement-procedures motion (0.1).
12/31/12	L. U. Hughes	0.30 hrs.	94.50	Review correspondence regarding filing motions and notices for January 14 hearing.

Total Case Administration

30.20 hrs.

\$ 17,311.50

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Meetings of & Communications with Creditors

11/30/12	L. A. Palans	0.30 hrs.	202.50	Telephone conference with G. D. Willard regarding creditor committee representation.
12/14/12	L. A. Palans	0.50 hrs.	337.50	Telephone conference with G. Willard regarding update on timing, docketing in St. Louis and omnibus hearing dates.

Total Meetings of & Communications with Creditors 0.80 hrs. \$ 540.00

Fee/Employment Applications

11/27/12	L. A. Palans	0.40 hrs.	270.00	Conference with B. C. Walsh regarding preparation of affidavit of disinterestedness, status conference and timing.
11/27/12	B. C. Walsh	0.60 hrs.	270.00	Diligence regarding connections.
11/28/12	L. A. Palans	0.50 hrs.	337.50	Conference with B. C. Walsh regarding affidavit of disinterestedness and issues with respect to scheduling.
11/28/12	B. C. Walsh	1.30 hrs.	585.00	Draft employment application (0.5); research regarding employment application (0.3); review Davis Polk and Curtis applications (0.5).
11/29/12	L. A. Palans	0.50 hrs.	337.50	Conference with B. C. Walsh regarding affidavit of disinterestedness, disclosure and timing.
11/29/12	B. C. Walsh	1.30 hrs.	585.00	Telephone conference with L. A. Palans regarding retention issues (0.2); draft employment application (0.6); diligence regarding connections (0.5).
11/30/12	B. C. Walsh	0.30 hrs.	135.00	Diligence regarding connections.
12/04/12	B. C. Walsh	1.00 hrs.	450.00	Draft employment application.
12/05/12	L. A. Palans	0.80 hrs.	540.00	Review Section 329 disclosure (.3); conference with B. C. Walsh regarding affidavit of

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				disinterestedness, Ninth Circuit ruling on bankruptcy court jurisdiction (.4); telephone conference with B. Resnick regarding staffing issues (.1).
12/06/12	L. A. Palans	1.00 hrs.	675.00	Revisions to declaration of disinterestedness (.5); conference with B. C. Walsh regarding revisions to declaration (.5).
12/06/12	B. C. Walsh	2.10 hrs.	945.00	Draft declaration in support of employment application (0.7); diligence regarding connections (1.4).
12/07/12	L. A. Palans	1.00 hrs.	675.00	Review and revisions to proposed engagement letter (.3); correspondence with B. C. Walsh and R. R. Wang with respect to additional disclosures for inclusion in engagement letter and terms of engagement (.4); correspondence with E. Moskowitz regarding potential engagement of outside counsel (.3).
12/07/12	B. C. Walsh	0.80 hrs.	360.00	Diligence regarding connections.
12/11/12	L. A. Palans	0.20 hrs.	135.00	Telephone conference with B. C. Walsh regarding revisions to affidavit of disinterestedness.
12/11/12	B. C. Walsh	4.80 hrs.	2,160.00	Extensive diligence regarding connections.
12/12/12	B. C. Walsh	4.40 hrs.	1,980.00	Draft employment application and supporting declaration, including extensive diligence regarding connections.
12/13/12	L. A. Palans	1.70 hrs.	1,147.50	Review and revisions to declaration of disinterestedness (.6); conference with B. C. Walsh reviewing and revising declaration (.5); telephone conference with B. C. Walsh regarding declaration of disinterestedness, disclosure issues and participation on update call (.3); correspondence with J. Bean regarding

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declaration of disinterestedness  
(.3).

12/13/12	B. C. Walsh	0.20 hrs.	90.00	Revise employment application.
12/14/12	L. A. Palans	0.30 hrs.	202.50	Review of draft employment papers.
12/14/12	B. C. Walsh	2.70 hrs.	1,215.00	Revise employment application and supporting papers, including extensive diligence regarding connections.
12/17/12	L. A. Palans	0.60 hrs.	405.00	Correspondence with B. C. Walsh regarding additional information needed for engagement and proposed disclosures (.2); correspondence with B. C. Walsh regarding employment revisions (.2); telephone conference with R. R. Wang regarding employment revisions (.2).
12/17/12	L. A. Palans	0.60 hrs.	405.00	Revisions to employment papers (.2); correspondence with J. Bean regarding update and revisions to employment papers (.4).
12/17/12	B. C. Walsh	1.60 hrs.	720.00	Diligence regarding connections.
12/18/12	L. A. Palans	0.80 hrs.	540.00	Conference with B. C. Walsh regarding finalization, revisions and review of disclosures for declaration of disinterestedness and application for retention.
12/18/12	B. C. Walsh	1.50 hrs.	675.00	Revise employment application (1.1); telephone conference with L. A. Palans regarding retention (0.4).
12/20/12	L. U. Hughes	1.50 hrs.	472.50	Conference with K. Coco regarding filing fee statements (0.2); review and revise November statements for Davis Polk, Jackson Kelly and Ernst & Young, and arrange for filing on ECF (1.3).
12/21/12	L. A. Palans	0.60 hrs.	405.00	Telephone conference with J. Bean regarding Bryan Cave retention application (.2); telephone conference with B. C.

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Walsh regarding additional descriptions in affidavit of disinterestedness and revisions to engagement letter (.4).

12/21/12	B. C. Walsh	0.90 hrs.	405.00	Telephone conference with J. Bean, L. A. Palans regarding retention issues (0.4); revise employment application (0.5).
12/26/12	B. C. Walsh	0.30 hrs.	135.00	Telephone conference with A. Starr regarding retention issues.
12/27/12	B. C. Walsh	0.30 hrs.	135.00	Multiple memoranda to L. A. Palans regarding employment application.
Total Fee/Employment Applications		34.60 hrs.	\$	17,392.50

Fee/Employment Objections

12/12/12	L. A. Palans	0.50 hrs.	337.50	Review of U.S. Trustee objections to first interim fee applications (.3); conference with B. C. Walsh regarding U.S. Trustee objections (.2).
Total Fee/Employment Objections		0.50 hrs.	\$	337.50

Assumption/Rejection of Leases and Contracts

11/28/12	B. C. Walsh	0.50 hrs.	225.00	Research regarding rejection standard.
12/07/12	B. C. Walsh	0.30 hrs.	135.00	Review analysis regarding Section 1113.
Total Assumption/Rejection of Leases and Contracts		0.80 hrs.	\$	360.00

Other Contested Matters(excl assumption/rejecti

12/12/12	B. C. Walsh	0.40 hrs.	180.00	Multiple telephone conferences with S. Ravi regarding document review and production (0.3); telephone conference with C. Papenberg regarding same (0.1).
12/12/12	C. A. Papenberg	1.80 hrs.	288.00	Meeting with Davis Polk attorneys regarding production of files.

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12/13/12	C. A. Papenberg	2.50 hrs.	400.00	Teleconferences with C. Reiser regarding instructions for copying of document review (1.2); teleconference with Copy Service to obtain bid to copy (.5); prepare document review slip sheet for use in retrieving, scanning and returning documents and forward to C. Reiser for approval (.8).
12/17/12	L. U. Hughes	2.50 hrs.	787.50	Respond to emails from M. McGreal regarding inclusion of Eighth Circuit case law in motion.

Total Other Contested Matters(excl assumption/reject) 7.20 hrs. \$ 1,655.50

Employee Benefits/Pensions

11/28/12	L. A. Palans	1.40 hrs.	945.00	Correspondence with Davis Polk team regarding Section 1113 and Section 1114 issues (.3); conference with B. C. Walsh regarding Section 1113 and Section 1114 and use of affidavits in trial (.3); correspondence with Davis Polk regarding procedure for use of affidavits (.3); follow-up conference with B. C. Walsh regarding disclosures, affidavit of disinterestedness and Section 1113 issues (.5).
11/29/12	L. A. Palans	2.40 hrs.	1,620.00	Telephone conference with J. Bean regarding update, strategic issues and timing (.3); review of rejection precedents (1.2); correspondence with Davis Polk team regarding case law under Section 1113 in Eastern District of Missouri (.5); telephone conference with B. Resnick regarding Section 1114 issues (.4).
12/19/12	L. A. Palans	0.30 hrs.	202.50	Telephone conference with E. Moskowitz regarding 1113/1114 issues, timing and strategy for

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proceeding.

12/19/12	L. A. Palans	0.30 hrs.	202.50	Review J. Bean comments to 1113/1114 papers.
12/20/12	L. A. Palans	3.40 hrs.	2,295.00	Review of local rules regarding mediation, selection of mediator and procedure (.3); review draft declarations with respect to 1113/1114 issues and potential pleadings (1.2); receive and review timeline (.2); review and outline of discussion points regarding 1113/1114 issues (1.5); review of agenda for update call (.2).
12/24/12	L. A. Palans	2.30 hrs.	1,552.50	Review and analysis of 1113/1114 issues and presentation of same (1.0); revisions to outline of presentation points (1.3).

Total Employee Benefits/Pensions	10.10 hrs.	\$	6,817.50
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Claims Administration and Objections

12/29/12	B. C. Walsh	0.20 hrs.	90.00	Memorandum to M. McGreal regarding motion to establish claim objection procedures.
12/31/12	B. C. Walsh	0.50 hrs.	225.00	Revise motion regarding claim objection procedures.
12/31/12	L. U. Hughes	0.20 hrs.	63.00	Review motion for claims objections procedures and confer with B. C. Walsh regarding comments and redline of same.

Total Claims Administration and Objections	0.90 hrs.	\$	378.00
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TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
L. A. Palans	39.70	675.00	26,797.50
B. C. Walsh	32.30	450.00	14,535.00
L. U. Hughes	8.80	315.00	2,772.00
C. A. Papenberg	4.30	160.00	688.00
TOTAL	85.10	526.35	44,792.50

Total Hours	85.10	
Subtotal Fees for Legal Services		\$ 44,792.50
Adjustment for rate differential		\$ (2,056.00)
Total Fees for Legal Services		\$ 42,736.50

EXPENSES AND OTHER CHARGES

12/28/12 Filing/Service Fee - Clerk, U.S. District Court File Pro Hac Vice for 9 attorneys	900.00
Long Distance Telephone Charge	4.45
Westlaw Computerized Research	198.00
Total Expenses and Other Charges	\$ 1,102.45

TOTAL CHARGES FOR THIS MATTER \$ 43,838.95



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
12312 Olive Blvd., Suite 400  
St. Louis, MO 63141

January 28, 2013  
Invoice # 10164055  
Client # C067317  
Matter # 0345891

REMITTANCE ADVICE

CURRENT CHARGES

Subtotal Fees for Legal services	\$	44,792.50
Adjustment for rate differential		(2,056.00)
Total Fees for Legal Services		42,736.50
Expenses and Other Charges		1,102.45
<b>TOTAL CHARGES THIS INVOICE</b>	<b>\$</b>	<b>43,838.95</b>

**PAYMENT INSTRUCTIONS**

Check Payment Instructions:

Bryan Cave LLP  
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St. Louis, MO 63150-3089

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ACH Payment Instructions:

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One Bank of America Plaza  
St. Louis, MO 63101  
Routing #081000032  
Account # 100101007976

Wire Instructions:

Wire to: Bank of America  
One Bank of America Plaza  
St. Louis, MO 63101  
ABA #0260-0959-3  
Account # 100101007976

Swift Codes:  
BOFAUS3N (incoming US wires)  
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Please include the Client, Matter, or Invoice Number with all payments.





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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
 12312 Olive Blvd., Suite 400  
 St. Louis, MO 63141

January 28, 2013  
 Invoice # 10168971  
 Client # C067317  
 Payment is due upon  
 Receipt

STATEMENT OF ACCOUNT

BALANCE FORWARD:

Balance per Statement Dated October 12, 2012	\$	1,905.00	
Payments and Other Credits		(1,905.00)	
BALANCE FORWARD		\$	0.00

CURRENT CHARGES FOR MATTER:

File # 0215595  
 Securities Law Matters

Fees for Legal Services	\$	135.00	
TOTAL CHARGES THIS INVOICE		\$	135.00
STATEMENT TOTAL		\$	135.00

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Patriot Coal Corporation

January 28, 2013  
Invoice # 10168971  
Client # C067317  
Page 2

For Legal Services Rendered Through December 31, 2012

File # 0215595  
Securities Law Matters

12/06/12 R. R. Wang 0.20 hrs. 135.00 Review and email to J. Tucker  
regarding Form 4 reporting.

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R. R. Wang	0.20	675.00	135.00
TOTAL	0.20	675.00	135.00
Total Hours		0.20	
Total Fees for Legal Services			\$ 135.00
TOTAL CHARGES FOR THIS MATTER			\$ 135.00



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
12312 Olive Blvd., Suite 400  
St. Louis, MO 63141

January 28, 2013  
Invoice # 10168971  
Client # C067317  
Matter # 0215595

REMITTANCE ADVICE

BALANCE FORWARD:

Balance per Statement Dated October 12, 2012	\$	1,905.00	
Payments and Other Credits		(1,905.00)	
BALANCE FORWARD	\$		0.00

CURRENT CHARGES

Fees for Legal Services	\$	135.00	
TOTAL CHARGES THIS INVOICE	\$		135.00
STATEMENT TOTAL	\$		135.00

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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
12312 Olive Blvd., Suite 400  
St. Louis, MO 63141

January 28, 2013  
Invoice # 10168970  
Client # C067317  
Payment is due upon  
Receipt

STATEMENT OF ACCOUNT

BALANCE FORWARD:

Balance per Statement Dated December 10, 2012	\$	37,290.00	
Payments and Other Credits		(37,290.00)	
BALANCE FORWARD			\$ 0.00

CURRENT CHARGES FOR MATTER:

File # 0227743  
Employee Benefits Matters

Fees for Legal Services	\$	7,740.50	
TOTAL CHARGES THIS INVOICE			\$ 7,740.50
STATEMENT TOTAL			\$ 7,740.50

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Patriot Coal Corporation

January 28, 2013  
 Invoice # 10168970  
 Client # C067317  
 Page 2

For Legal Services Rendered Through December 31, 2012

File # 0227743  
 Employee Benefits Matters

12/05/12	H. B. Morgan	0.70 hrs.	395.50	Analyze matters regarding cafeteria plan.
12/10/12	H. B. Morgan	0.20 hrs.	113.00	Telephone conference with L. Knight regarding acquisition of Brody Mine.
12/11/12	H. B. Morgan	0.50 hrs.	282.50	Telephone conference with O. Lozada and R. Wald on cafeteria plan issues.
12/13/12	H. B. Morgan	2.70 hrs.	1,525.50	Work on revisions to cafeteria plan (1.5); analyze question regarding payment of AD&D premiums under cafeteria plan (.4); analyze question regarding health care coverage of disabled employees at contract mine (.4); analyze 401(k) plan in acquisition of Brody Mining (.4).
12/14/12	H. B. Morgan	0.70 hrs.	395.50	Prepare e-mail to O. Lozada regarding health care coverage of certain Brody employees.
12/17/12	H. B. Morgan	0.20 hrs.	113.00	Revise cafeteria plan.
12/18/12	H. B. Morgan	0.20 hrs.	113.00	Draft board resolution to adopt cafeteria plan.
12/19/12	H. B. Morgan	0.50 hrs.	282.50	Telephone conference with B. Wald and O. Lozada regarding welfare and 401(k) plan issues.
12/21/12	H. B. Morgan	5.50 hrs.	3,107.50	Draft resolutions regarding Brody Mining 401(k) Plan (.6); analyze issues regarding wrap plans (.4); telephone conference with B. Wald on Brody 401(k) Plan and wrap plans (.6); draft memo regarding ERISA and qualification issues with respect

Patriot Coal Corporation

January 28, 2013  
 Invoice # 10168970  
 Client # C067317  
 Page 3

				to Brody 401(k) Plan (3.5).
12/26/12	H. B. Morgan	2.00 hrs.	1,130.00	Revise memo regarding issues with respect to Brody 401(k) Plan (1.0); analyze issues regarding wrap plans for welfare benefits (1.0).
12/27/12	H. B. Morgan	0.50 hrs.	282.50	Telephone conference with M. Luna regarding true up contributions to 401(k) Plan.

TIMEKEEPER SUMMARY OF FEES

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
H. B. Morgan	13.70	565.00	7,740.50
TOTAL	13.70	565.00	7,740.50
Total Hours		13.70	
Total Fees for Legal Services			\$ 7,740.50
TOTAL CHARGES FOR THIS MATTER			\$ 7,740.50



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EMPLOYER IDENTIFICATION NUMBER: 43-0602162

Patriot Coal Corporation  
12312 Olive Blvd., Suite 400  
St. Louis, MO 63141

January 28, 2013  
Invoice # 10168970  
Client # C067317  
Matter # 0227743

REMITTANCE ADVICE

BALANCE FORWARD:

Balance per Statement Dated December 10, 2012	\$	37,290.00	
Payments and Other Credits		(37,290.00)	
BALANCE FORWARD	\$		0.00

CURRENT CHARGES

Fees for Legal Services	\$	7,740.50	
TOTAL CHARGES THIS INVOICE	\$		7,740.50
STATEMENT TOTAL	\$		7,740.50

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