

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

**In re:**

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

**Debtors.**<sup>1</sup>

**Chapter 11**  
**Case No. 12-51502-659**  
**(Jointly Administered)**

**Re: ECF No. 1995**  
**Hearing: February 26, 2013**

**STIPULATION AND ORDER PURSUANT TO SECTIONS 105(a), 363(b)**  
**AND 365(a) OF THE BANKRUPTCY CODE AUTHORIZING AND**  
**APPROVING THE ASSUMPTION OF CERTAIN**  
**AGREEMENTS BY DEBTOR ROBIN LAND COMPANY, LLC**

WHEREAS, on July 9, 2012 (the “**Petition Date**”), each Debtor commenced with this Court a voluntary chapter 11 case under title 11 of the United States Code (the “**Bankruptcy Code**”) and the Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code;

WHEREAS, prior to the Petition Date, Debtor Robin Land Company, LLC (“**Robin Land**”) and Coal River Energy, LLC (“**CRE**”) entered into those certain agreements, as set forth on Schedule A hereto (collectively the “**Agreements**”);

WHEREAS, CRE submitted an informal objection (the “**Informal Objection**”) to the *Debtors’ Motion for Authorization to (i) Assume or (ii) Reject Unexpired Leases of Nonresidential Real Property* [ECF No. 1995] (the “**Motion**”);

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<sup>1</sup> 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.

WHEREAS, pursuant to the Motion and section 365(d)(4) of the Bankruptcy Code, CRE agreed to extend the Debtors' deadline to assume their unexpired leases of nonresidential real property with CRE until March 6, 2013;

WHEREAS, this Stipulation and Order will resolve the Informal Objection and avoid any need for the initiation of litigation among the parties regarding the Agreements;

WHEREAS, Robin Land seeks the entry of this Stipulation and Order pursuant to sections 105(a), 363 and 365(a) of the Bankruptcy Code and Rules 6004 and 6006 of the Federal Rules of Bankruptcy Procedure authorizing the assumption of the Agreements;

WHEREAS, Robin Land has determined in the exercise of its business judgment that entering into this Stipulation and Order is in the best interests of Robin Land, its estates and all creditors and parties in interest.

**NOW, THEREFORE, IT IS HEREBY STIPULATED, ORDERED, AND AGREED**, by and between the parties through their undersigned counsel, that:

1. The above recitals are incorporated herein as agreed and so-ordered.
2. CRE agrees to withdraw the Informal Objection, and agrees not to object to the Motion or any order authorizing the relief requested in the Motion, provided that Robin Land complies with the terms of this Stipulation and Order.
3. Subject to the reservations of rights set forth in this Order, Robin Land is authorized to assume the Agreements and the Agreements are deemed assumed, pursuant to section 365 of the Bankruptcy Code, effective as of the Effective Date.
4. The assumption of the Agreements is an exercise of Robin Land's sound business judgment and is in the best interests of Robin Land and its estate. There are no defaults under the Agreements that preclude their assumption, Robin Land has satisfied all of its

obligations under section 365(b)(1) of the Bankruptcy Code, and CRE shall not seek any cure payments or adequate assurance in respect of the assumption of the Agreements; *provided, however,* that CRE reserves all of its rights under the Agreements and applicable law, if any, to seek adequate assurance or other applicable remedies after Robin Land's assumption of the Agreements if Robin Land fails to comply with the terms of either the Agreements, this Stipulation and Order, or both, and parties in interest, including the Debtors, reserve their right to object, defend or otherwise respond to any such additional relief as may be sought.

5. It is hereby agreed between Robin Land and CRE that the cure amount (the "**Cure Amount**") in respect of the Agreements is \$0, and the assumption by Robin Land of the Agreements constitutes full and final satisfaction of any claims arising from or relating to the obligation of Robin Land to cure monetary defaults relating to the Agreements under section 365(b) of the Bankruptcy Code as of the date of this Stipulation and Order.

6. Upon entry of this Stipulation and Order, all of CRE's claims relating to the Agreements, whether or not evidenced by one or more proofs of claim filed by CRE, are hereby disallowed and expunged in their entirety without further need for any action by the Debtors or further Bankruptcy Court approval.

7. For the avoidance of doubt, Robin Land does not waive its statutory right to later reject any of the Agreements. If Robin Land later rejects any agreement previously assumed hereunder, the resulting damages shall be determined by applicable provisions of the Bankruptcy Code and any other applicable law.

8. The Debtors' right to assign any of the Agreements, pursuant to section 365(f) of the Bankruptcy Code is expressly preserved, and the Debtors may assign any Agreement in the future notwithstanding any provision of such Agreement that prohibits, restricts or conditions

the assignment of such Agreement, provided that the conditions of section 365(f)(2) of the Bankruptcy Code are satisfied.

9. Except as set forth in this Order, the assumption of any Agreement does not represent a waiver by any party in interest of any rights, claims or defenses in connection with or arising from any Agreement.

10. Robin Land is hereby authorized to execute all documentation reasonably necessary to assume the Agreements.

11. This Stipulation and Order shall govern renewals or modifications of the Agreements that are done in the ordinary course of Robin Land's business and consistent with its past practices.

12. Robin Land is hereby authorized to pay its obligations under the Agreements in accordance with the relevant terms of the Agreements, without further order of this Court.

13. This Stipulation and Order shall inure to the benefit of and shall be binding on CRE, Robin Land, and their respective successors in interest and assigns.

14. This Stipulation and Order shall only relate to the matters specifically referenced herein.


15. Notwithstanding the possible applicability of any Bankruptcy Rule, the terms and conditions of this Stipulation and Order shall be immediately effective and enforceable upon its entry.

16. This Stipulation and Order may be signed in counterparts and by facsimile, with each signed counterpart being deemed a part of the original document.

17. This Stipulation and Order may not be modified, altered or amended except by a writing signed by the parties hereto.

18. The Debtors, the Debtors' claims and noticing agent, GCG, Inc., and the Clerk of this Court are authorized to take all such actions as are necessary or appropriate to implement the terms of this Stipulation and Order.

SO ORDERED:

  
KATHY A. SURRATT-STATES  
Chief United States Bankruptcy Judge

DATED: March 1, 2013  
St. Louis, Missouri  
jjh

Dated: St. Louis Missouri  
February 25, 2013

By: /s/ Joseph G. Bunn  
Joseph G. Bunn

By: /s/ Michelle M. McGreal  
Marshall S. Huebner  
Damian S. Schaible  
Brian M. Resnick  
Michelle M. McGreal

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*Counsel to the Debtors  
and Debtors in Possession*

**Schedule A**

Debtors' Contract ID	Debtor Parties to the Contracts and Leases to be Assumed	Counterparties to the Contracts and Leases to be Assumed	Date of Contract or Lease	Location and Description of Real Property that is the Subject of a Lease to be Assumed	Assumption Effective Date	Cure Amount
LND 809	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	LINCOLN/BOONE AREA; 2335-000369-00 : COAL SUBLEASE	2/26/2013	\$0.00
LND 810	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	LINCOLN/BOONE AREA; 2335-000370-00 : COAL SUB-SUBLEASE	2/26/2013	\$0.00
LMS0555	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	MOHLER LUMBER PROPERTY; 2335-000005-01 : COAL SUBLEASE	2/26/2013	\$0.00
LMS0557	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	SOUTHERN APPALACHIAN PROPERTY; 2335-000143-02 : COAL SUBLEASE	2/26/2013	\$0.00
LND7098	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	2335-369; 2335-370 : MODIFICATION AGREEMENT	2/26/2013	\$0.00
LND7099	ROBIN LAND COMPANY, LLC	A.F. CASTANOLI SR. TRUST, PENN VIRGINIA OPERATING CO., LLC, COAL RIVER ENERGY LLC	10/30/2010	2335-370: CONSENT TO SUB- SUBLEASE	2/26/2013	\$0.00
LND7100	ROBIN LAND COMPANY, LLC	PENN VIRGINIA OPERATING CO., LLC, COAL RIVER ENERGY LLC	6/9/2010	2335-369; 2335-370: CONSENT TO SUBLEASE AND SUB- SUBLEASE	2/26/2013	\$0.00

**Schedule A—Assumed Leases**

Debtors' Contract ID	Debtor Parties to the Contracts and Leases to be Assumed	Counterparties to the Contracts and Leases to be Assumed	Date of Contract or Lease	Location and Description of Real Property that is the Subject of a Lease to be Assumed	Assumption Effective Date	Cure Amount
NCC 111	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	8/21/1989	PRIVATE CROSSING - NO. L10589; EASEMENT	2/26/2013	\$2,346.49
LND 3461	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	8/8/1995	WHARTON RESERVE AREA; 0866-000034-00 : LAND USE LICENSE; PRIVATE ROAD GRADE CROSSING AGREEMENT DATED 8/8/95 BETWEEN CSX TRANSPORTATION AND EACC. CSX023303; EASEMENT	2/26/2013	\$1,637.00
NCC 105	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	8/1/1982	REAL ESTATE LEASE - NO. L39455	2/26/2013	\$1,339.98
NCC 104	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	7/1/1977	REAL ESTATE LEASE - NO. L38367	2/26/2013	\$950.00
LND 3462	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	7/9/1996	WHARTON RESERVE AREA; 0866-000039-00 : EASEMENT; PRIVATE ROAD GRADE CROSSING AGREEMENT DATED 7/9/96 BETWEEN CSX TRANSPORTATION AND EACC.CSX 23107	2/26/2013	\$850.00
LMS0656	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	8/28/1978	LINCOLN/BOONE AREA; 2335-000216-00 : EASEMENT; PIPELINE CROSSING AGREEMENT	2/26/2013	\$325.00
LMS0646	PINE RIDGE COAL COMPANY, LLC	CSX TRANSPORTATION INC	2/28/1986	BIG MOUNTAIN LAND AREA; 0862-000007-00 : EASEMENT	2/26/2013	\$0.00
LMS0651	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	12/1/1995	LOGAN COUNTY AREA; 2340-000084-00 : EASEMENT; OVERHEAD PEDESTRIAN WALKWAY AT FANCO	2/26/2013	\$0.00
LMS0653	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	7/15/1987	WHARTON RESERVE AREA; 0866-000014-00 : EASEMENT; ROAD CROSSING AGREEMENT- CSX03691	2/26/2013	\$0.00
LMS0654	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	9/3/1985	WHARTON RESERVE AREA; 0866-000017-00 : LAND USE LICENSE; ROAD CROSSING AGREEMENT (COW CREEK)L40627; EASEMENT	2/26/2013	\$0.00
LMS0655	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	5/25/1977	LINCOLN/BOONE AREA; 2335-000215-00 : EASEMENT; WIRELINE CROSSING	2/26/2013	\$0.00
LMS0658	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	5/6/1996	CABIN CREEK AREA; 2350-000010-00 : EASEMENT; WIRELINE CROSSING	2/26/2013	\$0.00
LND 032	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	1/30/2001	WHARTON RESERVE AREA; 0866-000044-00 : RAILROAD LEASE; CONVEYOR CROSSING LICENSE AGREEMENT- 1/30/01-CSX 40826; EASEMENT	2/26/2013	\$0.00
LND 3031	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	2/26/1997	LINCOLN/BOONE AREA; 2335-000149-00 : EASEMENT; PIPELINE CROSSING AGREEMENT, AS AMENDED	2/26/2013	\$0.00
LND 3052	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	1/2/1948	LOGAN COUNTY AREA; 2340-000167-00 : EASEMENT AGREEMENT - PIPE LINE CROSSING, AS AMENDED	2/26/2013	\$0.00
LND 3053	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	11/26/1958	LOGAN COUNTY AREA; 2340-000168-00 : EASEMENT AGREEMENT - PIPE LINE CROSSING, AS AMENDED	2/26/2013	\$0.00
LND 3054	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	2/1/1957	LOGAN COUNTY AREA; 2340-000169-00 : EASEMENT AGREEMENT - PIPE LINE CROSSING, AS AMENDED	2/26/2013	\$0.00
LND 3055	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	10/31/1940	LOGAN COUNTY AREA; 2340-000170-00 : EASEMENT AGREEMENT - WIRE OR CABLE LINE CROSSINGS, AS AMENDED	2/26/2013	\$0.00
LND 3064	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	1/19/1944	LOGAN COUNTY AREA; 2340-000180-00 : EASEMENT AGREEMENT - WIRE LINE CROSSING, AS AMENDED	2/26/2013	\$0.00



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LND 3068	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	4/11/1944	LOGAN COUNTY AREA; 2340-000187-00 : EASEMENT AGREEMENT - WIRE OR CABLE LINE CROSSINGS, AS AMENDED	2/26/2013	\$0.00
LND 3069	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	9/20/1946	LOGAN COUNTY AREA; 2340-000188-00 : EASEMENT AGREEMENT - WIRE OR CABLE LINE CROSSINGS, AS AMENDED	2/26/2013	\$0.00
LND 3070	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	2/25/1942	LOGAN COUNTY AREA; 2340-000189-00 : EASEMENT AGREEMENT - WIRE OR CABLE LINE CROSSINGS, AS AMENDED	2/26/2013	\$0.00
LND 3151	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	8/4/1992	LOGAN COUNTY AREA; 2340-000291-00 : EASEMENT; OVERHEAD BRIDGE - FANCO	2/26/2013	\$0.00
LND 3156	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	8/25/1952	LOGAN COUNTY AREA; 2340-000300-00 : EASEMENT; WIRE OR CABLE LINE CROSSING	2/26/2013	\$0.00
LND 3305	RIVERS EDGE MINING, INC.	CSX TRANSPORTATION INC	9/9/2002	RIVERS EDGE; 0793-000007-00 : EASEMENT; ROAD CROSSING AGREEMENT-CSX41349	2/26/2013	\$0.00
LND 3306	RIVERS EDGE MINING, INC.	CSX TRANSPORTATION INC	4/9/2003	RIVERS EDGE; 0793-000009-00 : EASEMENT; WIRELINE CROSSING AGREEMENT-CSX45225	2/26/2013	\$0.00
LND 3309	BLACK STALLION COAL COMPANY, LLC	CSX TRANSPORTATION INC	6/17/2005	BLACK STALLION MINE; 0794-000005-00 : LAND USE LICENSE; CONVEYOR CROSSING LICENSE AGREEMENT-CSX48693; EASEMENT	2/26/2013	\$0.00
LND 3459	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	5/16/1986	WHARTON RESERVE AREA; 0866-000005-00 : EASEMENT; AGREEMENT DATED 5/16/86 BETWEEN CHESAPEAKE AND OHIO RAILWAY AND EACC FOR THE USE OF TRACK FACILITIES.	2/26/2013	\$0.00
LND 3637	BLACK WALNUT COAL COMPANY	CSX TRANSPORTATION INC	5/23/2006	BLACK WALNUT LAND AREA; 0884-000005-00 : AGREEMENT; EASEMENT - LETTER CONTAINING CONVEYOR CROSSING LICENSE AGREEMENT DOT926217X	2/26/2013	\$0.00
LND 3681	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	8/1/1981	LINCOLN/BOONE AREA; 2335-000217-00 : EASEMENT; AGREEMENT - SIDETRACK AGREEMENT DATED 4/3/95 BETWEEN THE CHESAPEAKE AND OHIO RAILWAY COMPANY AND HOBET MINING INC.	2/26/2013	\$0.00
LND 3682	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	4/3/1995	LINCOLN/BOONE AREA; 2335-000218-00 : EASEMENT; AGREEMENT - AGREEMENT DATED 7/1/80 BETWEEN THE CHESAPEAKE AND OHIO RAILWAY COMPANY AND HOBET MINING AND CONSTRUCTION COMPANY, INC.	2/26/2013	\$0.00
LND 3683	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	1/14/1974	LINCOLN/BOONE AREA; 2335-000219-00 : EASEMENT - AGREEMENT FOR ELECTRIC LIGHT, POWER AND OTHER WIRE CROSSINGS DATED 1/11/74 BETWEEN THE CHESAPEAKE AND OHIO RAILWAY COMPANY AND SOUTHERN APPALACHIAN COAL COMPANY (LICENSEE) REGARDING CONSTRUCTION OF ELECTRIC	2/26/2013	\$0.00

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LND 3684	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	11/15/1979	LINCOLN/BOONE AREA; 2335-000220-00 : EASEMENT - AMERICAN ELECTRIC POWER COMPANY, INC. AGREEMENT FOR ELECTRIC LIGHT, POWER AND OTHER WIRE CROSSINGS DATED 11/15/79 BETWEEN THE CHESAPEAKE AND OHIO RAILWAY COMPANY AND SOUTHERN APPALACHIAN COAL COMPANY (LICENSEE) REGARD	2/26/2013	\$0.00
LND 824	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	1/1/1929	LOGAN COUNTY AREA; 2340-000113-00 : SURFACE LEASE	2/26/2013	\$0.00
LND 825	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	9/6/1985	LOGAN COUNTY AREA; 2340-000166-00 : SURFACE LEASE	2/26/2013	\$0.00
LND 832	ROBIN LAND COMPANY, LLC	CSX TRANSPORTATION INC	6/15/1995	LOGAN COUNTY AREA; 2340-000220-00 : MINETRACK AGREEMENT, AS AMENDED; MINETRACK AGREEMENT, AS AMENDED - FANCO; EASEMENT	2/26/2013	\$0.00
NCC 103	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	6/21/1929	PIPELINE EASEMENT - NO. L06434	2/26/2013	\$0.00
NCC 106	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	6/14/1985	POWERLINE EASEMENT - NO. L40590	2/26/2013	\$0.00
NCC 108	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	4/1/1986	REAL ESTATE LEASE - NO. L45385	2/26/2013	\$0.00
NCC 112	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	12/1/1992	REAL ESTATE LEASE - NO. L17196	2/26/2013	\$0.00
NCC 113	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	6/5/1948	PIPELINE EASEMENT - NO. L20841	2/26/2013	\$0.00
NCC 114	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	10/30/1948	POWERLINE EASEMENT - NO. L21126	2/26/2013	\$0.00
NCC 115	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	8/30/1948	POWERLINE EASEMENT - NO. L21176	2/26/2013	\$0.00
NCC 116	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	1/25/1949	POWERLINE EASEMENT - NO. L21313	2/26/2013	\$0.00
NCC 118	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	6/13/1951	POWERLINE EASEMENT - NO. L23199	2/26/2013	\$0.00
NCC 120	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	1/15/1973	PRIVATE CROSSING - NO. L35934 DOT 226471S; EASEMENT	2/26/2013	\$0.00
NCC 121	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	11/3/1975	PRIVATE CROSSING - NO. L37011; EASEMENT	2/26/2013	\$0.00
NCC 122	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	9/29/1976	POWERLINE EASEMENT - NO. L37227	2/26/2013	\$0.00
NCC 123	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	1/6/1977	PIPELINE EASEMENT - NO. L37292	2/26/2013	\$0.00
NCC 124	EASTERN ASSOCIATED COAL, LLC	CSX TRANSPORTATION INC	1/24/1977	POWERLINE EASEMENT - NO. L37293	2/26/2013	\$0.00

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LND 810	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	LINCOLN/BOONE AREA; 2335-000370-00 : COAL SUB-SUBLEASE	2/26/2013	\$0.00
LMS0555	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	MOHLER LUMBER PROPERTY; 2335-000005-01 : COAL SUBLEASE	2/26/2013	\$0.00
LMS0557	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	SOUTHERN APPALACHIAN PROPERTY; 2335-000143-02 : COAL SUBLEASE	2/26/2013	\$0.00
LND7098	ROBIN LAND COMPANY, LLC	COAL RIVER ENERGY LLC	6/9/2010	2335-369; 2335-370 : MODIFICATION AGREEMENT	2/26/2013	\$0.00
LND7099	ROBIN LAND COMPANY, LLC	A.F. CASTANOLI SR. TRUST, PENN VIRGINIA OPERATING CO., LLC, COAL RIVER ENERGY LLC	10/30/2010	2335-370: CONSENT TO SUB- SUBLEASE	2/26/2013	\$0.00
LND7100	ROBIN LAND COMPANY, LLC	PENN VIRGINIA OPERATING CO., LLC, COAL RIVER ENERGY LLC	6/9/2010	2335-369; 2335-370: CONSENT TO SUBLEASE AND SUB- SUBLEASE	2/26/2013	\$0.00