

**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)**

Re: ECF No. 1919

**FIRST MONTHLY APPLICATION OF STAHL COWEN CROWLEY
ADDIS LLC, COUNSEL TO THE OFFICIAL SALARIED RETIREE
COMMITTEE OF PATRIOT COAL CORPORATION AND ITS DEBTOR
AFFILIATES FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM
JANUARY 1, 2013 THROUGH JANUARY 31, 2013.**

Name of Applicant: Stahl Cowen Crowley Addis, LLC

Authorized to Provide Professional Services to: The Official Salaried Retiree Committee of Patriot Coal

Date of Retention: January 4, 2013

Period for which Compensation And Reimbursement is Sought: January 4, 2013 through January 31, 2013

Amount of Compensation sought as Actual, Reasonable and Necessary: \$12,051.20 representing 80% of \$15,064.00 in fees incurred this period

Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: \$0

This is a: Monthly Interim Final Application

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF
PROFESSIONALS RENDERING SERVICES FROM
JANUARY 1, 2013 THROUGH JANUARY 31, 2013**

Name of Professional	Hourly Billing Rate	Total Billed Hours	Total Compensation
Jon D. Cohen	560	29.60	15,064.00

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF
PARAPROFESSIONALS RENDERING SERVICES FROM JANUARY 1, 2013
THROUGH JANUARY 31, 2013**

Name of Professional	Position of Applicant	Hourly Billing Rate	Total Billed Hours	Total Compensation
n/a		0		
		0		
Blended Rate for All Work Performed by All				560

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**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF
COMPENSATION BY PROJECT CATEGORY FROM JANUARY 1, 2013
THROUGH JANUARY 31, 2013**

PROJECT CATEGORY	TOTAL HOURS	TOTAL FEES
Case Administration	2.90	1,624.00
Communications with Committee	.25	140.00
Communications with Retirees		
Research	3.50	1,960
Drafting/Strategy/Court	18.75	10,500
Discovery		
Benefit Plan Investigation/Review/Analysis	1.0	560
Negotiations/Communications with Debtors	.50	280
Retention/Fee Applications		
Expenses/Travel		
TOTALS		15,064.00

[INTENTIONALLY LEFT BLANK]

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF EXPENSES BY
CATEGORY FROM JANUARY 1, 2013 THROUGH JANUARY 31, 2013**

TYPE OF EXPENSE	AMOUNT
TRAVEL	0
LODGING	0
MEALS	0
MEETING FACILITIES	0
RESEARCH	0
POSTAGE	0
MILEAGE	0
Photocopying (outsource)	0
TOTAL	0

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PATRIOT COAL CORPORATION, et al.,

Debtors.

**Chapter 11
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Re: ECF No. 1919

**FIRST MONTHLY APPLICATION OF STAHL COWEN CROWLEY ADDIS
LLC, COUNSEL TO THE OFFICIAL SALARIED RETIREE COMMITTEE OF
PATRIOT COAL CORPORATION FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JANUARY 1, 2013 THROUGH JANUARY 31, 2013**

The official Salaried Retiree Committee (the “Retiree Committee”) of Debtors,
Patriot Coal, and certain affiliates (collectively, the “Debtors”)¹ hereby hereby submits

¹ 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; New Trout Coal Holdings II, LLC; Newtown Energy, Inc.; North Page Coal Corp.; Ohio

this First Monthly Application for Allowance of Compensation and Reimbursement of Expenses for the Period from January 4, 2013 through January 31, 2013 (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Bankruptcy Code as amended (the “Bankruptcy Code”); Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Professionals dated August 2, 2012 (“Interim Compensation Order”).

1. By this Application, SCCA seeks interim allowance and payment of fees for legal services rendered in the amount of \$12,051.20 (representing 80% of total fees in the amount of \$15,064.00 earned during the relevant period) for the period from January 4, 2013 through January 31, 2013 (the “Compensation Period”). SCCA reserves the right to submit expenses incurred during the Compensation Period that were not processed prior to the filing of this Application and may be included in further monthly or interim fee applications. In support thereof, SCCA respectfully represents the following:

Jurisdiction

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

County Coal Company, LLC; Panther LLC; Patriot Beaver Dam Holdings, LLC; Patriot Coal Company, L.P.; Patriot Coal Corporation; Patriot Coal Sales LLC; Patriot Coal Services LLC; Patriot Leasing Company LLC; Patriot Midwest Holdings, LLC; Patriot Reserve Holdings, LLC; Patriot Trading 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; Rivers Edge Mining, Inc.; Robin Land Company, LLC; Sentry Mining, LLC; Snowberry Land Company; Speed Mining LLC; Sterling Smokeless Coal Company, LLC; TC Sales Company, LLC; The Presidents Energy Company LLC; Thunderhill Coal LLC; Trout Coal Holdings, LLC; Union County Coal Co., LLC; Viper LLC; Weatherby Processing LLC; Wildcat Energy LLC; Wildcat, LLC; Will Scarlet Properties LLC; Winchester LLC; Winifrede Dock Limited Liability Company; Yankeetown Dock, LLC.

Background

3. On July 9, 2012, Patriot Coal and substantially all of its wholly owned subsidiaries filed voluntary petitions for reorganization under Chapter 11 of the United States Bankruptcy Code in the Bankruptcy Court for the Southern District of New York. On November 27, 2012, an Order was entered transferring the Chapter 11 proceedings to this Court. .

4. On or about December 17, 2012, Debtors sent a mass mailing to approximately nine hundred salaried (i.e. non-union) retiree households informing said retirees that Debtors would be seeking to unilaterally terminate their retiree benefits.

5. On January 8, 2013, SCCA caused a Motion To Appoint Official Retiree Committee Pursuant to 11 U.S.C. §1114(d) to be filed on behalf of salaried retiree Harold R. Race and all other similarly situated Non-Union retirees. (Motion to Appoint Retiree Committee)² [Docket No. 1919]. Shortly after filing the a motion to appoint a retiree committee, Debtors counsel began negotiations with SCCA with respect to formation of a retiree committee. By agreement, an Agreed Order requesting formation of an official Retiree Committee was presented to this Court on February 26, 2013 [Docket No. 2818]. This Court entered the Agreed Order on February 27, 2013. [Docket No. 3004]. By and through the office of the U.S. Trustee, seven (7) retirees were selected to serve on the official Retiree Committee. [Docket No. 3007].

6. SCCA was retained by the Retiree Committee, *nunc pro tunc* to January 4, 2013. SCCA submitted an Application of the Official Salaried Retiree Committee of Patriot Coal Corporation and its Debtor Affiliates for Order Authorizing and Approving the Retention of Stahl Cowen Crowley Addis LLC as Counsel [Docket Nos. 3359 and

² Stahl Cowen was initially retained on January 4, 2013.

3364] on March 22, 2013. Said Application is pending and is set to be heard on April 23, 2013. No objections to the Application have been received or filed.

7. SCCA has received no payment nor promises for payment from any source for services rendered during the Compensation Period. No agreement or understanding exists between SCCA and any other person for the sharing of any compensation to be received for services rendered by SCCA in these cases.

8. All services for which compensation is requested by SCCA pursuant to this Application were performed for or on behalf of the Retiree Committee in this case. This is SCCA's first monthly application.

Services Rendered

9. SCCA billed a total of \$15,064.00 in fees in connection with its efforts on behalf of the Retiree Committee during the Compensation Period. SCCA incurred no expenses. By this Application, SCCA seeks: payment of compensation in the amount of \$12,051.20 representing 80% of the compensation earned by SCCA during the Compensation Period. SCCA's blended rate for services was \$560.00.

10. SCCA has maintained detailed time records of the time spend in the rendition of professional services to the Retiree Committee during the Compensation Period. Attached hereto as EXHIBIT A and incorporated by reference herein is a true and correct copy of the relevant monthly billing statement prepared for the services rendered in these cases by SCCA (the "Billing Statement"). The Billing Statement is the same form regularly used by SCCA to bill its clients for services rendered and includes the date that the services were rendered, a detailed contemporaneous narrative description of the services provided, the amount of time spent for each service and the designation of

the professional who performed the service. The Billing Statement is further broken down into discrete billing categories, which SCCA does in all matters when representing Retiree Committees in a bankruptcy proceeding. These billing categories are reflected in separate invoices with the corresponding category numbers:

1	Case Administration
2	Communications with Committee
3	Communications with Retirees
4	Research
5	Drafting/Strategy/Court
6	Discovery
7	Benefit Plan Investigation/Review/Analysis
8	Negotiations/Communications with Debtors
9	Retention/Fee Applications
10	Expenses/Travel

11. Although every effort was made to include all fees and expenses from the Compensation Period in this Application, some fees and expenses from the Compensation Period may not be included in this Application due to delays in processing time and receipt of invoices for expenses or for preparation of this Application subsequent to the Compensation Period. Accordingly, SCCA reserves the right to make further applications to the Bankruptcy Court for allowance of fees and expenses not included herein but that relate to the Compensation Period.

Prior Payments for Services

12. SCCA has contemporaneously filed for other monthly requests for compensation in this case, but has not yet received any requested compensation or reimbursement of expenses.

Notice

13. Consistent with the procedures described in the Interim Compensation Order, SCCA 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, Esq., (ii) attorneys for the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq. and Brian M. Resnick, Esq., (iii) the Office of the United States Trustee for the Eastern District of Missouri, Thomas F. Eagleton U.S. Courthouse, 111 S. 10th Street, Room 6353, St. Louis, Missouri 63102, Attn: Leonora S. Long, Esq. (iv) attorneys for the administrative agent for the Debtors' postpetition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Marcia Goldstein, Esq. and Joseph Smolinsky, Esq., and (b) Wilkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Margot B. Schonholtz, Esq. and Ana Alfonso, Esq., and (v) 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.

WHEREFORE, SCCA respectfully requests interim allowance and payment of \$12,051.20 (representing 80% of the Compensation earned by SCCA during the Compensation Period), \$15,064 (representing 100% of the expenses incurred by SCCA

arising out of its representation in this case) and such other and further relief as may be appropriate under the circumstances of these cases.

DATED: April 11, 2013

Official Salaried Retiree Committee of
Patriot Coal Corporation and its Debtor
Affiliates

_____/s/ Jon D. Cohen_____
By Jon D. Cohen, Esq.

Jon D. Cohen (admitted *Pro Hac Vice*)
Stahl Cowen Crowley Addis, LLC
55 W. Monroe St., Suite 1200
Chicago, Illinois 60603
(312) 641-0060
(312) 641-6959 (fax)

**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)**

Re: ECF No. 1919

**FIRST MONTHLY APPLICATION
OF STAHL COWEN CROWLEY
ADDIS LLC, COUNSEL**

EXHIBIT A

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-001M
 STATEMENT NO: 699316

Case Administration

FEES

			HOURS	
01/06/2013	JDC	Engaged in additional efforts to obtain qualified retirees for committee.	1.00	560.00
01/08/2013	JDC	Continued with efforts to obtain local counsel (1.10); engaged in efforts for conflict check required by bankruptcy rules (.30); follow up conf. with new local counsel (.30).	1.70	952.00
01/09/2013	JDC	Email communications with local counsel regarding UST involvement.	0.20	112.00
			<u>2.90</u>	<u>1,624.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	2.90	\$560.00	\$1,624.00

TOTAL FEES & COSTS 1,624.00

PLEASE REMIT \$1,624.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

12th Floor
55 West Monroe Street
Chicago, IL 60603

312.641.0060
312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-002M
STATEMENT NO: 699317

Communication Committee

FEES

01/15/2013	JDC	Tel. conf. with H. Racer regarding Motion Status (.25);	HOURS	
			0.25	140.00
			0.25	140.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	0.25	\$560.00	\$140.00

TOTAL FEES & COSTS 140.00

PLEASE REMIT \$140.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC

ATTORNEYS

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 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-004M
 STATEMENT NO: 699318

Research

FEES

			HOURS	
01/04/2013	JDC	Followed up with preliminary research on Patriot Coal, venue issues and published information about case.	1.00	560.00
01/05/2013	JDC	Research into various docketed pleadings for case background.	1.40	784.00
01/07/2013	JDC	Additional research regarding 1114.	1.10	616.00
			3.50	1,960.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	3.50	\$560.00	\$1,960.00

TOTAL FEES & COSTS 1,960.00

PLEASE REMIT \$1,960.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLP
ATTORNEYS

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-005M
 STATEMENT NO: 699319

Drafting Pleadings/Litigation/Strategy

FEES

			HOURS	
01/05/2013	JDC	Started draft of Motion to Appoint Retiree Committee.	5.30	2,968.00
01/06/2013	JDC	Continued draft of Motion to Create Retiree Committee.	1.30	728.00
01/07/2013	JDC	Continued drafting of Motion to Appoint.	3.50	1,960.00
01/08/2013	JDC	Drafted Motion Pro Hac Vice for S. Schrieber (.40); completed Motion to Appoint Committee and review of suggested changes by J. Kreger (1.50).	1.90	1,064.00
01/09/2013	JDC	Continued review of prior docket filings relating to financial condition of company and potential 1114 arguments.	1.10	616.00
01/15/2013	JDC	Prepared Motion Pro Hac Vice (.25).	0.25	140.00
01/25/2013	JDC	Research regarding local (Missouri) law regarding Section 1114.	1.00	560.00
	JDC	Legal research in response to Debtor's preliminary intent to seek termination through Section 362.	3.40	1,904.00
01/28/2013	JDC	Research regarding local (Missouri) law regarding Section 1114.	1.00	560.00
			<u>18.75</u>	<u>10,500.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	18.75	\$560.00	\$10,500.00

TOTAL FEES & COSTS 10,500.00

PLEASE REMIT \$10,500.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-007M
 STATEMENT NO: 699320

Benefit Plan Investigations

FEES

			HOURS	
01/04/2013	JDC	Tel. conf. with Retiree regarding background of benefits and potential need for retiree committee (.60).	0.60	336.00
01/22/2013	JDC	Tel. conf. with H. Racer regarding historical documents; followed up with letter to same.	0.40	224.00
			1.00	560.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	1.00	\$560.00	\$560.00

TOTAL FEES & COSTS 560.00

PLEASE REMIT \$560.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

12th Floor
55 West Monroe Street
Chicago, IL 60603

312.641.0060
312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-008M
STATEMENT NO: 699321

Negotiations

FEES

			HOURS	
01/10/2013	JDC	Tel. conf. with El. Moskowitz regarding motion in general, new proposed hearing, brief schedule and big picture items.	0.30	168.00
01/30/2013	JDC	Tel. conf. with Karmer Levin regarding Unsecured Committee's inquiry regarding briefing schedule and related matters.	0.20	112.00
			<u>0.50</u>	<u>280.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	0.50	\$560.00	\$280.00

TOTAL FEES & COSTS 280.00

PLEASE REMIT \$280.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.