

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. 3660


**ORDER GRANTING IN PART DAVIS POLK & WARDWELL LLP'S
APPLICATION FOR ALLOWANCE OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the Second Interim Application of Davis Polk & Wardwell LLP (“**Davis Polk**”) for Allowance of Compensation and Reimbursement of Expenses [ECF No. 3660] (the “**Application**”) for professional services rendered and expenses incurred during the period commencing October 1, 2012 through and including January 31, 2013; and a hearing having been held before this Court to consider the Application on May 21, 2013; and notice have been given in accordance with the Order Establishing Certain Notice, Case Management and Administrative Procedures entered on March 22, 2013 [ECF No. 3361] and the Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals entered on August 2, 2012 [ECF No. 262]; and sufficient cause having been shown therefor; it is hereby

ORDERED as follows:

1. The Application set forth in Schedule A is GRANTED IN PART, with the modifications reflected in Schedule A (which reflects a reduction in Davis Polk's expenses by \$4,409.94, and that, after discussions with the United States Trustee, Davis Polk has voluntarily agreed to reduce its fees by \$140,000.00).

2. The Debtors are authorized to pay the amounts set forth in Schedule A to the extent that such amounts have not been paid previously.


KATHY A. SURRATT-STATES
Chief United States Bankruptcy Judge

DATED: July 11, 2013
St. Louis, Missouri
jjh

Order prepared by:

Order prepared by:
Marshall S. Huebner
Damian S. Schaible
Brian M. Resnick
Michelle M. McGreal
DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017

SCHEDULE A

COMPENSATION PERIOD: October 1, 2012 through January 31, 2013									
Applicant	Date/Document Number of Application	Interim Fees Requested	Interim Fees Allowed	Fees to Be Paid for Current Fee Period	Fees to Be Paid for Prior Fee Period (if any)	Total Fees to Be Paid	Interim Expenses Requested	Expenses Allowed to Be Paid for Current Fee Period	
Davis Polk	April 15, 2013 ECF No. 3660	\$8,935,027.00	\$8,795,027.00	\$8,790,617.06 ¹	N/A	\$8,795,027.00	\$220,793.09	\$216,383.15	

¹ Total Fees to be Paid has been reduced by \$4,409.94, which is the amount the Expenses were overpaid for the Current Fee Period.

In re:
Patriot Coal Corporation
Debtor

Case No. 12-51502-kss
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0865-4

User: klom
Form ID: pdfol

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Total Noticed: 1

Date Rcvd: Jul 11, 2013

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 13, 2013.

aty +Marshall Scott Huebner, Davis Polk & Wardwell LLP, 450 Lexington Avenue,
New York, NY 10017-3982

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

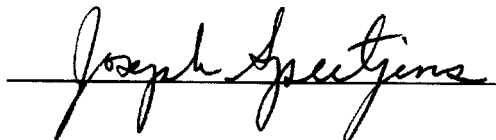
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jul 13, 2013

Signature:



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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 11, 2013 at the address(es) listed below:

Alan D. Strasser on behalf of Creditor Aurelius Capital Management, LP
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Alan D. Strasser on behalf of Creditor Knighthead Capital Management, LLC
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Angela Ferrante on behalf of Other Professional The Garden City Group, Inc.
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pacerteam@gcginc.com;elizabeth.vrato@gcginc.com;kevin.grover@gcginc.com;alison.moodie@gcginc.com;
jeffrey.demma@gcginc.com;ryan.nadick@gcginc.com
Angela Ferrante on behalf of Other Professional GCG, Inc. angela.ferrante@gcginc.com,
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jeffrey.demma@gcginc.com;ryan.nadick@gcginc.com
Angela Ferrante on behalf of Other Professional Gcg, Inc. A/K/A The Garden City Group, Inc.
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jeffrey.demma@gcginc.com;ryan.nadick@gcginc.com
Angela L Schisler on behalf of Creditor Committee Official Committee of Unsecured Creditors
als@carmodymacdonald.com,
tmayer@kramerlevin.com;arogoff@kramerlevin.com;boneill@kramerlevin.com;gplotko@kramerlevin.com;sb
lank@kramerlevin.com;abyowitz@kramerlevin.com
Angela L Schisler on behalf of Creditor Committee The Official Committee of Unsecured
Creditors als@carmodymacdonald.com,
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lank@kramerlevin.com;abyowitz@kramerlevin.com
Anna M. Alfonso on behalf of Creditor Bank of America, N.A. aalfonso@willkie.com,
mao@willkie.com
Arthur Traynor on behalf of Creditor United Mine Workers of America atraynor@umwa.org
Arthur E. Rosenberg on behalf of Interested Party Drummond Coal Sales, Inc.
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Ashley B. Osborn on behalf of Creditor Industrial Supply Solutions, Inc.
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Ashley B. Osborn on behalf of Creditor Conveying Solutions, LLC moedbknoces@southlaw.com
Barbara J. Grabowski on behalf of Interested Party Commonwealth of Pennsylvania, Department
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Bonnie L. Clair on behalf of Creditor Ohio Valley Transloading Company
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Bonnie L. Clair on behalf of Creditor The Ohio Valley Coal Company
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Bonnie L. Clair on behalf of Creditor Ohio Valley Coal Company
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Bradley P Schneider on behalf of Stockholder Andy Gregor schneider@stlouislaw.com
Bradley P Schneider on behalf of Creditor Eric Wagoner schneider@stlouislaw.com
Bradley P Schneider on behalf of Stockholder Reserve Capital, Inc. schneider@stlouislaw.com
Bradley P Schneider on behalf of Stockholder Ron Bew schneider@stlouislaw.com
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Bryan David Lemoine on behalf of Interested Party Oak Grove Resources, LLC
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Carl E. Black on behalf of Defendant Peabody Energy Corporation ceblack@jonesday.com
Carl E. Black on behalf of Interested Party Peabody Energy Corporation ceblack@jonesday.com
Casey M Cantrell Swartz on behalf of Creditor J.H. Fletcher & Co. cswartz@taftlaw.com
Catherine C Whittaker on behalf of Defendant STB Ventures, Inc. cwhittaker@shb.com
Catherine C Whittaker on behalf of Creditor First Surety Corporation cwhittaker@shb.com
Catherine C Whittaker on behalf of Interested Party STB Ventures, Inc. cwhittaker@shb.com
Catherine C Whittaker on behalf of Creditor Blue Eagle Land, LLC cwhittaker@shb.com
Charles I Jones, Jr. on behalf of Interested Party Service Pump & Supply Co., Inc.
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Charles I Jones, Jr. on behalf of Interested Party Little Coal Land Company
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Charles I Jones, Jr. on behalf of Interested Party Cole & Crane Real Estate Trust
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Charles I Jones, Jr. on behalf of Interested Party Kay Ford James Heirs/The Kay Company
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Charles J. Swartwout on behalf of Interested Party Pocahontas Land Corporation
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Chrisandrea L. Turner on behalf of Creditor R.J. Corman Railroad Construction Company
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Chrisandrea L. Turner on behalf of Creditor Bridgestone Americas Tire Operations, LLC
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Christopher N. Grant on behalf of Interpleader National Coordinating Committee for
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And New River Energy Corp. dasattymo@summerscomptonwells.com
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melissarose03@gmail.com
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melissarose03@gmail.com
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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David R. Barney, Jr. on behalf of Creditor Paul Marcum drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Sarah L. Cook drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Dorothy Wykle drbarneywv@gmail.com,
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melissarose03@gmail.com
David R. Barney, Jr. on behalf of Creditor Dennis L. Cook drbarneywv@gmail.com,
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melissarose03@gmail.com
David R. Barney, Jr. on behalf of Creditor William D. Lafferty drbarneywv@gmail.com,
melissarose03@gmail.com
David R. Barney, Jr. on behalf of Creditor Alexis J. Cook drbarneywv@gmail.com,
melissarose03@gmail.com
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David R. Barney, Jr. on behalf of Creditor Taylor Stepp drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Avary H. Bailey drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Algie D. Cook drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Michael E. Marcum drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Olivia Bailey drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Everette Smith drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Joshua M. Lafferty drbarneywv@gmail.com,
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David R. Barney, Jr. on behalf of Creditor Algie R. Cook drbarneywv@gmail.com,
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Earl L. Martin, III on behalf of Creditor Boehl Stopher & Graves, LLP emartin@bsg-law.com
Edward Ambrose Smith on behalf of Interested Party Morgan Stanley easmith@venable.com,
osalcedo@venable.com;rk Kapoor@venable.com
Edward L. Dowd, Jr. on behalf of Creditor United Mine Workers of America 1974 Pension Trust
edowd@dowdbennett.com
Edward L. Dowd, Jr. on behalf of Creditor United Mine Workers of America Combined Benefit
Fund edowd@dowdbennett.com
Edward L. Dowd, Jr. on behalf of Creditor United Mine Workers of America 1992 Benefit Plan
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Edward L. Dowd, Jr. on behalf of Creditor United Mine Workers of America 1993 Benefit Plan
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Edward L. Dowd, Jr. on behalf of Creditor The United Mine Workers of America 2012 Retiree
Bonus Account Trust edowd@dowdbennett.com
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Emily L. Pagorski on behalf of Creditor Kentucky Utilities Company emily.pagorski@skofirm.com
Eric Lopez Schnabel on behalf of Interested Party U.S. Bank National Association
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Eric Michael Wilson on behalf of Creditor State of West Virginia, Dept of Tax & Revenue
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Eric Michael Wilson on behalf of Creditor West Virginia State Tax Department
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James E. Crowe, III on behalf of Creditor United Mine Workers of America Combined Benefit
Fund jcrowe@dowdbennett.com, tcampbell@dowdbennett.com
James E. Crowe, III on behalf of Creditor United Mine Workers of America 1993 Benefit Plan
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Jason P. Alter on behalf of Creditor The Trust with A.M. Prichard III jalter@mcguirewoods.com
Jason P. Alter on behalf of Creditor H.A. Robson Trust jalter@mcguirewoods.com
Jason P. Alter on behalf of Creditor LaFollette Holdings, Ltd. jalter@mcguirewoods.com
Jason P. Alter on behalf of Creditor Robert B. LaFollette Trust for Alice A. Wright
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Jason P. Alter on behalf of Creditor Robert B. LaFollette Trust for Marjorie J. Wright
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Jason P. Alter on behalf of Creditor Sarah Ann Prichard jalter@mcguirewoods.com
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Jason P. Alter on behalf of Creditor Riverside Park, Inc. jalter@mcguirewoods.com
Jason P. Alter on behalf of Creditor Latelle M. LaFollette Trust for Marjorie J. Wright
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Jason P. Alter on behalf of Creditor Lafollette Holdings, Ltd. jalter@mcguirewoods.com
Jason P. Alter on behalf of Creditor Broun Properties, LLC jalter@mcguirewoods.com
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Michael J. Roesenthaler on behalf of Creditor LML Properties, LLC
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Michael J. Roesenthaler on behalf of Creditor Alice Ann Wright, Wright Holdings, LLC
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Michael J. Roesenthaler on behalf of Creditor Branch Banking and Trust Company, N.A.
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Michael J. Roesenthaler on behalf of Creditor H.A. Robson Trust
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Michael J. Roesenthaler on behalf of Creditor The Board of Trustees of Prichard School
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Michael J. Roesenthaler on behalf of Creditor Lafollette Holdings, Ltd.
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Michael J. Roesenthaler on behalf of Creditor Wright Holdings, L.L.C.
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Michael J. Roeschenthaler on behalf of Creditor Lewis Prichard mroeschenthaler@mcguirewoods.com

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Norah J. Ryan on behalf of Creditor West Penn Power Company norah.ryan@att.net

Norah J. Ryan on behalf of Creditor Hope Gas, Inc. norah.ryan@att.net

Norah J. Ryan on behalf of Creditor American Electric Power norah.ryan@att.net

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Paul A. Green on behalf of Creditor United Mine Workers of America 1993 Benefit Plan
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Total Noticed: 1

Date Rcvd: Jul 11, 2013

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Theresa Betro Anderson on behalf of Interested Party Pension Benefit Guaranty Corporation
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Thomas H. Riske on behalf of Interested Party Official Committee of Salaried Retirees
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W. Timothy Miller on behalf of Creditor J.H. Fletcher & Co. miller@taftlaw.com
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TOTAL: 470