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UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI

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In the Matters of:

PATRIOT COAL CORPORATION, et al., Case No. 12-51502

Debtors.

- - - - -x

BRODY MINING, LLC, Case No. 13-48727

Debtors.

- - - - -x

PATRIOT VENTURES LLC, Case No. 13-48728

Debtors.

- - - - -x

PATRIOT COAL CORPORATION,  
Plaintiff, Adv. No. 13-04204

- against -

PEABODY HOLDING COMPANY, LLC,  
Defendant.

- - - - -x

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United States Bankruptcy Court  
111 South 10th Street  
4th Floor  
St. Louis, Missouri

September 26, 2013  
2:08 PM

**B E F O R E:**  
**HON. KATHY A. SURRETT-STATES**  
**CHIEF U.S. BANKRUPTCY JUDGE**

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Motion to Expedite Hearing by Debtor (4690)

Motion for Joint Administration (of Brody Mining, LLC, Case 13-48727 and Patriot Ventures LLC, Case 13-38728, with Lead Case 12-51502) by Debtor (4687)

Motion to Establish Deadline for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof as to Brody Mining, LLC and Patriot Ventures LLC Filed by Debtor (4688)

Patriot Coal Corporation VS Peabody Holding Company, LLC

Motion for Preliminary Injunction by Plaintiff (3)

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P R O C E E D I N G S

THE CLERK: The United States Bankruptcy Court for the Eastern District of Missouri is now in session. The Honorable Kathy A. Surratt-States presiding.

THE COURT: Good afternoon. Please be seated.

Good afternoon. All right. So we are here in the Patriot Coal matter and the two new cases that have been filed, Brody Mining and Patriot Ventures LLC.

Let me get appearances in the courtroom first.

MR. WALSH: Good afternoon, Your Honor. Brian Walsh and Laura Hughes for the debtors.

THE COURT: Good afternoon.

MR. WILLARD: Good afternoon, Your Honor. May it please the Court, Greg Willard on behalf of the official unsecured creditors' committee.

THE COURT: Good afternoon.

MS. LONG: Leonora Long on behalf of the United States Trustee. Good afternoon, Your Honor.

THE COURT: Good afternoon.

MR. GARTNER: Good afternoon, Your Honor. Matthew Gartner from Husch Blackwell on behalf of Citibank, the first out DIP agent; co-counsel Andrea Saavedra of Weil, Gotshal & Manges is also on the phone.

THE COURT: All right. Good afternoon.

MR. LEPPERT: Good afternoon, Your Honor. Matthew

1 Leppert, Schuchat Cook & Werner, for United Mine Workers of  
2 America.

3 THE COURT: Good afternoon.

4 MR. DOYLE: Good afternoon, Your Honor. Dan Doyle on  
5 behalf of Caterpillar Financial Services Corporation and  
6 Caterpillar Global Mining.

7 THE COURT: Good afternoon.

8 MS. EHLERS: Good afternoon, Your Honor. Susan Ehlers  
9 on behalf of Peabody.

10 THE COURT: Good afternoon.

11 All right, and then on the phone, we have Ms. McGreal,  
12 Mr. Resnick, and Mr. Russano on behalf of the debtors?

13 MS. MCGREAL: Yes, good afternoon, Your Honor.

14 MR. RESNICK: Good afternoon.

15 MR. RUSSANO: Good afternoon, Your Honor.

16 THE COURT: Good afternoon.

17 And then we have Mr. Blank on the line on behalf of  
18 the creditors' committee.

19 MR. BLANK: Good afternoon, Your Honor.

20 THE COURT: Good afternoon.

21 And Ms. Jensen on behalf of Bank of America.

22 MS. JENSEN: Good afternoon, Your Honor.

23 THE COURT: Good afternoon.

24 Ms. Saavedra on behalf of Citibank.

25 MS. SAAVEDRA: Good afternoon, Your Honor.

1 THE COURT: Good afternoon.

2 And Ms. Turner on behalf of Argonaut Insurance.

3 MS. TURNER: Yes, good afternoon, Your Honor.

4 THE COURT: Good afternoon.

5 All right, then, Mr. Walsh or Ms. Hughes, let's see,  
6 what do we want to take up first?

7 MR. WALSH: Well, Your Honor, there is a motion to  
8 expedite the hearing, which I don't have any prepared remarks  
9 about, but this is a first-day hearing, and I believe typical  
10 timing for such a hearing. And we thank you for giving us this  
11 hearing date, and would request that that motion be granted.  
12 And then we can talk about the substantive ones.

13 THE COURT: All right. Then I'll grant the motion,  
14 then, to expedite the hearing.

15 MR. WALSH: Thank you, Your Honor.

16 Perhaps a little overview of why we are here might be  
17 helpful before we get into those motions?

18 THE COURT: All right.

19 MR. WALSH: Your Honor, we're here following the  
20 filings of Brody Mining, LLC and Patriot Ventures LLC, two  
21 affiliates of Patriot Coal Corporation and the other ninety-  
22 eight debtors that filed last July.

23 Your Honor, Brody Mining, LCC is an indirect  
24 subsidiary of Patriot Coal. When the other debtors commenced  
25 their cases last July, Brody was owned by a third party called

1 the Brody Trust. And Brody was a party to an agreement with  
2 one of the debtors called Black Stallion Coal Company, to  
3 provide contract labor at one of the debtors' mines, at a  
4 complex known as the Wells Complex in West Virginia.

5 Under that agreement, Black Stallion, the debtor, had  
6 the right to acquire ownership of Brody for 500,000 dollars,  
7 and the debtors elected to exercise that option and acquire the  
8 membership interest of Brody, effective December 31st, 2012, so  
9 that they could secure their labor resources and also avoid  
10 paying the profit element under that contract to the Brody  
11 Trust.

12 The debtors considered that transaction to be in the  
13 ordinary course of business, in light of the amount of money  
14 which was not material, in light of the size and scope of the  
15 debtors' business. It was also simply the exercise of an  
16 existing option under an existing contract. And Your Honor,  
17 the DIP credit agreement expressly contemplated that the  
18 debtors could make investments of up to twenty million dollars,  
19 provided that new acquired subsidiaries would become obligated  
20 on the DIP facility, and Brody did so after it was acquired.

21 Brody's employees are not represented by a union, so  
22 the various proceedings that have taken place so far in the  
23 other cases relating to collective bargaining agreements are  
24 not relevant to Brody.

25 Brody and its approximately 275 employees continue to

1 provide the labor at the Wells Complex mine, as they did before  
2 the acquisition. The company has an hourly payroll that varies  
3 in amount but is somewhere 650- to 700,000 dollars that's paid  
4 biweekly to hourly employees. That was last paid on September  
5 18th. And there is a salary payroll of approximately 275,000  
6 dollars that's paid on the 15th and the 30th of each month. So  
7 that salary payroll is next payable this coming Monday, Your  
8 Honor.

9           The other new debtor, Patriot Ventures, has been owned  
10 by the other debtors at all relevant times. Historically, this  
11 company was the one that held joint venture interests. It was  
12 a party to most of the joint ventures that the larger corporate  
13 family participated in. And it is obligated on the 250-  
14 million-dollar issuance of senior unsecured notes, for which  
15 Wilmington Trust Company serves as indenture trustee.

16           Your Honor, Patriot's management and advisors decided  
17 that it was not prudent for Patriot Ventures to file last  
18 summer along with its affiliates, because of the risk that  
19 Patriot Ventures would be disadvantaged in dealing with its  
20 joint venture partners, perhaps financially, perhaps because it  
21 would be frozen out of management rights under those agreements  
22 or other implications of a bankruptcy filing by one but not all  
23 members of the joint venture.

24           Your Honor, Patriot Ventures no longer owns those  
25 joint venture interests directly, so that risk has been

1 mitigated now. One of those joint venture interests was sold  
2 to the counterparty and Patriot is no longer involved in that  
3 venture. Others have been contributed to some other nondebtor  
4 subsidiaries. And so Patriot Ventures itself is not directly a  
5 party to those joint venture agreements anymore.

6 Patriot Ventures has no employees and is now a holding  
7 company. And it is obligated on the debtor-in-possession  
8 financing as well.

9 In short, Your Honor, these two companies didn't file  
10 last July because Patriot didn't own one of them and didn't  
11 think that filing the other was a sound decision at the time.  
12 They have filed now in the interests of executing a  
13 comprehensive restructuring financially and operationally of  
14 the larger Patriot corporate family.

15 Your Honor, if you have any questions about that  
16 recitation, I'll be glad to see if I can answer them. We also  
17 will have a proffer that's -- that was reflected in the  
18 declaration that we filed in connection with the substantive  
19 motions.

20 THE COURT: All right. No, I have no questions.  
21 Thank you. That seemed to be a very good summary. Thank you.

22 MR. WALSH: You're very welcome, Your Honor.

23 THE COURT: All right. So when we get to -- we've got  
24 motions to establish proof of claim deadline. Maybe we should  
25 take that up before we get to joint administration.

1 MR. WALSH: We could certainly do that, Your Honor.  
2 And I don't know that the proffer is specifically relevant to  
3 that one, so we could probably tackle that one without the  
4 proffer. On the other hand, we can submit the proffer at any  
5 time if you would like, Your Honor.

6 THE COURT: All right.

7 MR. WALSH: The bar date motion, Your Honor, the  
8 debtors would have the goal of pursuing confirmation of a joint  
9 plan that includes Brody and Patriot Ventures and the other  
10 ninety-nine debtors that have already filed. To make that  
11 work, the debtors need to identify creditors and determine who  
12 has the right to vote on the plan before the solicitation  
13 process would begin.

14 As Your Honor is aware, the disclosure statement  
15 hearing is currently scheduled for November 6th. And so we are  
16 proposing to have a bar date of -- a general bar date of  
17 October 24th. That would be for all creditors other than  
18 governmental units. They would get until March 24th, as their  
19 time under the statute.

20 Our proposal, Your Honor, is to serve notice on all  
21 known creditors and publish in a number of newspapers that are  
22 identified in our motion, both locally and in virtually every  
23 other area in which the larger family of debtors operates.

24 The proposed bar date, Your Honor, is twenty-eight  
25 days from today. Rule 2002(a)(7) requires only twenty-one

1 days' notice. This is perhaps a little bit shorter than usual,  
2 but under the circumstances, we would -- and the limited number  
3 of creditors that there are at these entities -- we would  
4 suggest it's a happy medium between giving as much time as  
5 possible and getting the claims on file before those creditors  
6 would need to be solicited and their votes counted on  
7 confirmation of a plan.

8           Your Honor, the schedules have been filed already. So  
9 there should be no questions about creditors' ability to look  
10 and see if their claims are contingent, unliquidated, or  
11 disputed. And in fact, the proof of claim form that will be  
12 sent to known creditors who are listed on the schedules will  
13 iden -- it will be pre-filled-in, so that they will understand  
14 by looking at the proof of claim form. If their claim is  
15 disputed, for example, they will know that they cannot rely on  
16 the schedules, but they need to take the affirmative step of  
17 filing a claim, as the rules provide.

18           Your Honor, the motion and the proposed order have  
19 exceptions for certain categories of creditors. Some, of  
20 course, the law says that they don't need to file, for example,  
21 undisputed non-contingent claims that are on the schedules, or  
22 else it doesn't make sense to require the effort for, for  
23 example, current employees to file proofs of claim.  
24 Particularly if their accrued wages are paid under the first-  
25 day order, there would be no reason for them to be required to



1 file a proof of claim for what's already been paid, for  
2 example.

3 Your Honor, we have coordinated with the Clerk's  
4 Office, and with Garden City, the noticing agent, and believe  
5 that it will be possible for the notice of the bar date to go  
6 out in the same mailing with the 341 notice, and that would  
7 conserve expenses of the estate, if we can accomplish that,  
8 which we believe we can.

9 We believe the motion and the proposed order are  
10 reasonable and appropriate under the circumstances of this  
11 case, and we would request that Your Honor grant the motion.

12 THE COURT: All right, thank you. Are there any  
13 parties in the courtroom that wish to be heard on this motion?

14 All right. Are there any parties on the telephone  
15 that wish to be heard on this motion?

16 All right. Then, hearing none -- and Mr. Walsh, you  
17 answered my question, which I assumed was so, why we needed to  
18 set the claims bar date rather quickly, so that we could have  
19 the creditors in the for the remaining parts of the other  
20 cases.

21 All right, then I will grant the order and establish  
22 the proof of claims bar date in the Brody Mining case and in  
23 the Patriot Ventures case.

24 MR. WALSH: Thank you, Your Honor.

25 THE COURT: Thank you. Then that brings us to the

1 motion -- where is this? Is this motion not on today? The  
2 motion about making the orders --

3 MR. WALSH: Right, Your Honor. We filed it as a  
4 single motion as part of the motion for joint administration.

5 THE COURT: Right.

6 MR. WALSH: We have prepared two proposed orders that  
7 deal with the two aspects of that motion --

8 THE COURT: Oh, all right.

9 MR. WALSH: -- separately. So the first part of the  
10 motion is a rather straightforward request for joint  
11 administration under Rule 1015(b). And the second portion  
12 requests that certain of the first-day orders entered last July  
13 and some procedural orders that have already been entered in  
14 the other ninety-nine cases, apply to these debtors as well,  
15 with obvious modifications, such as dates and the change in  
16 U.S. Trustee's Office, for example, when the case was  
17 transferred.

18 Your Honor, for factual support, we have filed the  
19 declaration of John E. Lushefski, at number 4689 in the main  
20 case, and it's number 6 in each of the new cases. Your Honor,  
21 we considered whether we ought to cut, paste, modify and  
22 otherwise rewrite the first-day affidavits that were filed last  
23 year, but we concluded that the professional fees required in  
24 that would probably not be justified as expenses of the estate.  
25 So we thought it make sense for Mr. Lushefski simply to

1 incorporate by reference the relevant factual assertions in the  
2 declarations of Mr. Schroeder and Mr. Huffard, that were filed  
3 last year and submitted in support of the first-day relief.

4 There's one additional twist, Your Honor. Mr.  
5 Lushefski is not able to be here today. Anticipating that that  
6 might be the case, we had Rob Mead, the vice president and  
7 treasurer of Patriot Coal who is here today, review the  
8 declaration as it was being prepared, and confirm that he as  
9 well agreed with what was stated there.

10 And he is here today, as I mentioned, and I would  
11 proffer, Your Honor, if Mr. Mead were called to testify, he  
12 would testify to the facts stated in Mr. Lushefski's  
13 declaration in support of this motion today.

14 THE COURT: All right. Are there any parties in the  
15 courtroom that have any objections to accepting the offer of  
16 proof as opposed to live testimony today?

17 All right, and anyone on the phone that has any  
18 objection to accepting the offer of proof?

19 All right, then hearing none, then Mr. Walsh, I will  
20 accept the offer of proof, then, from the declaration.  
21 (Declaration of Mr. Lushefski was hereby received into evidence  
22 as Debtors' Exhibit, as of this date.)

23 MR. WALSH: Thank you, Your Honor. Your Honor, as I  
24 mentioned, I would suggest to the Court that the pure joint  
25 administration aspect of this motion is rather straightforward.

1 These 2 new debtors are affiliates of the other 99, and it  
2 makes a lot of sense for the procedural aspects of all 101  
3 cases to be addressed jointly.

4 Your Honor, the application of the existing orders is  
5 functionally a little more complex, but I think substantively,  
6 is also rather straightforward in terms of what we're talking  
7 about here. First of all, Your Honor, we're requesting interim  
8 relief, with the right of parties to object to the final  
9 application of these orders to these two cases and to have a  
10 hearing if it should be necessary, perhaps, on the October  
11 22nd, omnibus calendar, when we are here, Your Honor.

12 There are two general groups of orders that are  
13 involved here with this motion. There are traditional first-  
14 day orders such as the authority to pay employees' wages, DIP  
15 financing, payment of insurance, taxes, retention of ordinary-  
16 course professionals, and similar matters. And then there are  
17 the orders of a procedural nature that govern such things as  
18 rejection of contracts, and who gets notice, and how much time  
19 they have to object; the compromise of claims and litigation;  
20 and the case management order that Your Honor entered earlier  
21 this year.

22 As with the declaration, Your Honor, we contemplated  
23 whether we ought to prepare full new sets of motions and  
24 comprehensive first-day orders, but we concluded that, again,  
25 that probably was not the wisest use of the resources of the

1 estates. In addition to the fees that we would have expended  
2 preparing them, we would then have had reviews by the  
3 creditors' committee, both groups of DIP lenders, and the  
4 expense would have been considerable, Your Honor.

5 Your Honor, I would suggest that the relief -- the  
6 substantive relief granted in these orders is not unusual. Had  
7 these two debtors been in a position to file along with their  
8 affiliates last July, they would have the benefit of these  
9 orders already. And these orders are not of the sort that are  
10 intended to gore anyone's ox, if you will, Your Honor. Many of  
11 them are for the benefit of the smooth operation of the  
12 debtors, for such matters as paying payroll, continuing the  
13 cash management system, and that sort of thing.

14 But in any event, Your Honor, the interim nature of  
15 the relief that we're requesting means that anybody who has an  
16 objection will have an opportunity to be heard. And if there  
17 are particular items that someone has a problem with, we can  
18 deal with them as they are identified.

19 For these reasons, Your Honor, we believe that it  
20 would be fair and appropriate to have the orders that are  
21 identified in this motion applied to the new debtors' cases  
22 with the minor modifications that are outlined in the motion.  
23 And thus, we would request that Your Honor grant this motion.

24 THE COURT: All right. Are there any parties that  
25 wish to be heard on this motion in the courtroom?

1 All right, are any parties on the phone that wish to  
2 be heard on this motion?

3 All right, Mr. Walsh, the only question that I had,  
4 and maybe it's kind of answered by your overview, was about the  
5 order on adequate assurance of deposits. And of course, that  
6 would have a new deadline. But it sounds like only one of the  
7 two new debtors might have utilities that would be an issue  
8 anyway. So I assume that that's --

9 MR. WALSH: It will be -- if anything, it will be a  
10 relatively small issue. There may, in fact, not be any  
11 utilities at all, because it's really an employee company; it's  
12 a labor --

13 THE COURT: Okay.

14 MR. WALSH: -- company. And so there may not be any  
15 utilities to which that order would apply.

16 THE COURT: All right.

17 MR. WALSH: But if we do identify any late, we will be  
18 sure to get notice out to them. And that order has a process  
19 built into it. If the debtors identify a utility later, they  
20 get additional time --

21 THE COURT: Oh, all right.

22 MR. WALSH: -- built in to respond. So I think that  
23 will take care of itself, Your Honor.

24 THE COURT: All right, then. That was my only  
25 question on that. Then I will grant that motion for joint

1 administration and enter the separate interim order, and thank  
2 you. I do like the interim nature of that, so that we make  
3 sure everyone gets noticed, just in case there are any  
4 creditors that might have any concerns or questions regarding  
5 that. So I think that will work well in getting us all to  
6 where we want to be, as far as those orders are.

7 So I will grant the motion for joint administration  
8 and interim order for certain orders and pleadings to be  
9 applicable. And if there are no objections after that's sent  
10 out, then we'll enter that order on a final basis.

11 MR. WALSH: Thank you, Your Honor.

12 THE COURT: Thank you.

13 MR. WALSH: And we did receive some late comments from  
14 some of the other parties in the nature of wording changes.  
15 And so we will resubmit those orders --

16 THE COURT: All right.

17 MR. WALSH: -- to the e-mail box as soon as we get  
18 back to the office, essentially, Your Honor.

19 THE COURT: All right.

20 MR. WALSH: As a housekeeping matter, as I mentioned,  
21 there is a payroll on Monday that requires some lead time, and  
22 so if there is any way to get that order entered today or  
23 tomorrow morning, that would be wonderful. I know there are a  
24 lot of logistics that go on that we don't see. But whatever --

25 THE COURT: We'll make --

1 MR. WALSH: -- can be done would be appreciated.

2 THE COURT: -- we will make it happen at the latest by  
3 tomorrow morning.

4 MR. WALSH: That is great. Thank you, Your Honor.

5 THE COURT: All right.

6 MR. WALSH: One other housekeeping issue, Your Honor.  
7 We have been in discussions with Ms. Long about -- I should  
8 back up. One of the orders that will apply is the retention of  
9 ordinary-course professionals. But of course, that doesn't  
10 cover the 327 professionals. So we've been in discussion with  
11 Ms. Long about how to broaden everyone's retention so that it  
12 includes these two new debtors, but again, do that without an  
13 extraordinary expenditure of professional fees.

14 We think we have a process that will work for that.  
15 We're going to be in contact with those professionals and get  
16 supplemental disclosures as appropriate from everybody, kind of  
17 wrap them up and package them and bring them before the Court.

18 THE COURT: All right.

19 MR. WALSH: And we think we have a process that will  
20 work for everybody that will get that done and will keep those  
21 fees down as well, Your Honor.

22 THE COURT: All right. Thank you. All right, then,  
23 Mr. Walsh, are there any other requests, then, this afternoon,  
24 on behalf of Patriot Coal and the affiliate debtors?

25 MR. WALSH: No, thank you, Your Honor.



1 THE COURT: All right. Thank you.

2 Are there any other requests by any of the other  
3 parties in the courtroom?

4 MR. WILLARD: Your Honor, just to supplement Mr.  
5 Walsh's comment on the declaration. Obviously there are  
6 committee professionals that had disinterestedness declarations  
7 previously filed and so we've worked with Mr. Walsh and Ms.  
8 Long.

9 We have already circulated the form that Mr. Walsh  
10 referenced, and I have suggested a twenty-one-day window within  
11 which the committee professionals will do the requisite  
12 conflict checks, disinterestedness checks, and then submit to  
13 Your Honor our supplemental declarations.

14 THE COURT: All right.

15 MR. WILLARD: But I concur that I think the process  
16 will be a very good one, and we're going to try to expedite it  
17 within a twenty-one-day window.

18 THE COURT: All right. Thank you, Mr. Willard.

19 All right, anything else by any of the other parties  
20 in the courtroom this afternoon?

21 All right. Anything else from any of the parties on  
22 the phone?

23 All right, then hearing none. We'll be in recess.  
24 Thank you.

25 (Whereupon these proceedings were concluded at 2:29 PM)

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C E R T I F I C A T I O N

I, Penina Wolicki, certify that the foregoing transcript is a true and accurate record of the proceedings.

*Penina Wolicki*

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PENINA WOLICKI  
AAERT Certified Electronic Transcriber CET\*\*D-569  
eScribers  
700 West 192nd Street, Suite #607  
New York, NY 10040

Date: September 27, 2013

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UNITED STATES BANKRUPTCY COURT  
Eastern District of Missouri  
Thomas F. Eagleton U.S. Courthouse  
111 South Tenth Street, Fourth Floor  
St. Louis, MO 63102

In re: Debtor(s):  
Patriot Coal Corporation

Case No.: 12-51502 -A659

CHAPTER 11

**Notice of Filing of Transcript and of Deadlines Related to Restriction and Redaction**

To: All Persons of Record at Hearing

A transcript of the proceeding held on September 26, 2013 was filed on October 2, 2013.

The following deadlines apply:

If you wish to have personal data identifiers redacted from the transcript, a *Request for Transcript Redaction* must be filed within 7 days of the date of this notice: October 9, 2013. Personal data identifiers **include: social security numbers, financial account numbers, names of minor children, and dates of birth**. If no such request is filed within the allotted time, the Court will presume redaction of personal data identifiers is not necessary.

Any party seeking redaction shall file a *Statement of Transcript Redactions* identifying the location of the personal data identifiers sought to be redacted within 21 days of the date of this notice: October 23, 2013. The party filing the statement shall serve it by regular mail upon all parties at the hearing and shall include a Certificate of Service listing the date and parties served. The *Statement of Transcript Redactions* event will be restricted from public view and cannot be served electronically through the CM/ECF system. If no Statement of Transcript Redactions is filed within the allotted time, the Court will presume redaction of personal identifiers is not necessary.

Any party may file a response in opposition to the Statement within 7 days of the date the Statement is filed using the *Response to Statement of Transcript Redactions* event. If a response in opposition to the Statement is filed, the Court will rule on the matter. If a hearing is needed, the Court will send notice of hearing.

If a request for redaction is filed, the redacted transcript is due within 31 days of the date of this notice: November 4, 2013.

The transcript may be made available for remote electronic access upon expiration of the restriction period, which is 90 days from the date of filing of the transcript: December 31, 2013, unless extended by court order. However, during this 90-day period the transcript is available for viewing only during normal business hours at the Clerk's office.

Any questions regarding the transcript process should be directed to Matt Parker, Director of Courtroom Services, at (314) 244-4801.

FOR THE COURT:

/s/Dana C. McWay  
Clerk of Court

Dated: 10/2/13

**Copies Mailed To:**

Brian Walsh, 211 N. Broadway, Ste. 3600, St. Louis, MO 63102  
Rev. 12/10