

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION**

**In re:**

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

**Debtors.**

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

**APPLICATION FOR EXPANSION OF EMPLOYMENT OF  
JACKSON KELLY PLLC TO INCLUDE NEW DEBTORS;  
DISCLOSURE OF COMPENSATION OF ATTORNEYS FOR THE DEBTORS;  
FIRST SUPPLEMENTAL DECLARATION OF MICHAEL T. CIMINO  
IN SUPPORT OF APPLICATION TO EMPLOY JACKSON KELLY PLLC AS  
SPECIAL COUNSEL FOR THE DEBTORS**

I, Michael T. Cimino, hereby state and declare as follows:

1. I am an attorney and partner in the law firm of Jackson Kelly PLLC (“Jackson Kelly”). Jackson Kelly maintains offices for the practice of law in Charleston, West Virginia; Clarksburg, West Virginia; Martinsburg, West Virginia; Morgantown, West Virginia; Wheeling, West Virginia; Denver, Colorado; Evansville, Indiana; Indianapolis, Indiana; Lexington, Kentucky; Canton, Ohio; Pittsburgh, Pennsylvania; and Washington, DC. I am familiar with the matters set forth herein.

2. I submit this First Supplemental Declaration pursuant to Section 329(a) of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 2014(a) and 2016(b) in further support of the Application for Authority to Employ and Retain Jackson Kelly PLLC as Special Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date (the “Application”) and to supplement the prior Declaration of Michael T. Cimino and Disclosure Statement of Jackson Kelly PLLC in Support of

the Application (the “Prior Declaration”), both of which were filed on August 28, 2012 [Dkt. No. 448]. Capitalized terms not defined in this First Supplemental Declaration have the meanings given thereto in the Application.

3. Since the filing of the Prior Declaration, Jackson Kelly has been engaged by Brody Mining, LLC and Patriot Ventures LLC (the “New Debtors”), which commenced Chapter 11 cases on September 23, 2013 (the “New Debtors’ Petition Date”). In connection with that engagement, I have caused to be conducted a search of Jackson Kelly’s conflict-check system in respect of a list provided to me by the Debtors of the principal parties in interest in the New Debtors’ Chapter 11 cases, which are listed on Exhibit A hereto. Jackson Kelly’s conflict-check system is described in further detail in my declaration that was attached to the Application.

4. The search described above revealed the following connections:

(a) Jackson Kelly currently represents two of the New Debtors’ Former Venture Parties (Rhino Eastern, LLC and WWMV, LLC), one of the New Debtors’ Unsecured Creditors (United Bank, Inc.), and one individual listed as a Former Officer or Director (Clayton Cline). None of these entities accounted for more than 1% of Jackson Kelly’s revenues during the 12 months ended June 2012 or the 12 months ended June 2013 (the “1% Clients”). Jackson Kelly has considered the position of each of the 1% Clients in the New Debtors’ cases and concludes that Jackson Kelly’s representation of the New Debtors does not create any conflict of interest with the 1% Clients.

(b) Jackson Kelly is currently adverse to United Bank, Inc. in four open matters, and represents Patriot Mining Company and RMWV, LLC in a matter adverse to three of the Former Joint-Venture Parties (James K. T. Payne, Andrew A. Payne and Shawn P. George.) Jackson Kelly has considered these matters and believes that its adverse connection to these

parties in interest creates no conflict of interest with respect to Jackson Kelly's continued representation of the Debtors and New Debtors.

5. To the best of my knowledge, information, and belief, neither I, Jackson Kelly, nor any attorney associated with Jackson Kelly:

(a) is a creditor, an equity security holder, or an insider of the New Debtors;

(b) is or has been, within two years before the New Debtors' Petition Date, a director, officer, or employee of the New Debtors; or

(c) has an interest materially adverse to the interests of the New Debtors' estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the New Debtors, or for any other reason.

6. Jackson Kelly did not receive any compensation within one year before the filing of the New Debtors' cases that was specifically related to services rendered or to be rendered in contemplation of or in connection with the New Debtors' cases. However, certain payments received by Jackson Kelly from the other Debtors in accordance with the regular compensation procedures established in the Debtors' cases may have related generally to services rendered in connection with the preparation of papers in advance of the commencement of the New Debtors' cases. To the extent that Jackson Kelly had accrued fees and expenses relating to such services as of the New Debtors' Petition Date, Jackson Kelly considers them to be obligations of the other Debtors, which, in their capacity as owners and affiliates of the New Debtors, requested Jackson Kelly to provide such services.

7. There is no agreement of any nature as to the sharing of any compensation to be paid to Jackson Kelly, other than sharing among the partners and regular associates of Jackson Kelly. No promises have been received by Jackson Kelly nor any partner or regular associate thereof as to

compensation in connection with these cases, other than in accordance with the provisions of the Bankruptcy Code.

8. I am not related to, and to the best of my knowledge no other attorney associated with Jackson Kelly is a relative of, any Bankruptcy Judge in this District, the United States Trustee, or any person employed by the Office of the United States Trustee.

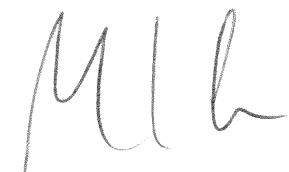
9. Except as disclosed above, I do not believe that there is any other connection (as such term is used in Federal Rule of Bankruptcy Procedure 2014(a)) between Jackson Kelly and the New Debtors, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed by the Office of the United States Trustee.

10. On behalf of Jackson Kelly, I request that the Court's Order Authorizing Employment of Jackson Kelly as Special Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date [Dkt. No. 540] be modified to include Jackson Kelly's representation of the New Debtors.

11. The facts in this Declaration are stated to the best of my knowledge, information, and belief, my personal knowledge of Jackson Kelly's practices and representation of the Debtors, information learned from my review of relevant documents and/or information supplied to me by other members and employees of Jackson Kelly and the results of searches of Jackson Kelly's conflict-check database, which system is described in greater detail in the Prior Declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 22, 2013.



Michael T. Cimino

**EXHIBIT A**

Principal Parties in Interest

New Debtors

Brody Mining, LLC  
Patriot Ventures LLC

Officers and Directors

Charles A. Ebetino, Jr.  
Jacquelyn A. Jones  
Robert L. Mead

Subsidiaries

Rhino Eastern JV Holding Company LLC  
WWMV JV Holding Company LLC

Former Officers, Directors, and Affiliates

Joseph W. Bean  
The Brody Trust  
Anthony Cline  
Clayton Cline  
John E. Lusheski  
Danny Robinette  
Brian Rowe  
Mark N. Schroeder

Secured Creditors

Bank of America, N.A.  
Citibank, N.A.

Largest Unsecured Creditors

Analabs, Inc.  
Industrial Design Products, Inc.  
Mine Safety & Health Administration  
United Bank, Inc.  
Wilmington Trust Company

Former Joint-Venture Parties

American Patriot Mining, LLC  
Ralph L. Ballard, III  
Shawn P. George  
Andrew A. Payne, III  
James K.T. Payne  
Rhino Eastern LLC  
Rhino Energy WV LLC  
RWMV, LLC  
White Stallion Coal LLC  
WWMV, LLC

Significant Taxing Authorities

Internal Revenue Service  
State of West Virginia