

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re: PATRIOT COAL CORPORATION, et al., Debtors.¹	Chapter 11 Case No. 12-51502-659 #4687 (Jointly Administered)
In re: BRODY MINING, LLC, Debtor.	Case No. 13-48727-659 #4
In re: PATRIOT VENTURES LLC, Debtor.	Case No. 13-48728-659 #4

**FINAL ORDER MAKING CERTAIN ORDERS AND OTHER
PLEADINGS ENTERED OR FILED IN CHAPTER 11 CASES
APPLICABLE TO NEW DEBTORS**

Upon the motion (the “**Motion**”)² of Patriot Coal Corporation and its subsidiaries that are Debtors and Debtors in Possession in these cases (collectively, the “**Debtors**”),

¹ The Debtors are the entities listed on Schedule 1 attached hereto. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ Chapter 11 petitions.

² Each capitalized term used herein but not otherwise defined herein shall have the meaning ascribed to it in the Motion.

including Brody Mining, LLC and Patriot Ventures LLC (together, the “**New Debtors**”) for an order, pursuant to Bankruptcy Rule 1015(b), making certain orders and other pleadings entered or filed in the Initial Debtors’ Chapter 11 cases applicable to the New Debtors; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Motion having been given; and it appearing that no other or further notice need be provided; and there being no objections to the Motion; and the Court having reviewed the Motion and having held a hearing with appearances of parties in interest noted in the transcript thereof (the “**Hearing**”); and the relief requested in the Motion being in the best interests of the New Debtors, their creditors, their estates and all other parties in interest in these cases; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and the Court having ordered interim relief on the Motion on September 27, 2013 [ECF Nos. 15 in the New Debtors’ cases] (the “Interim Order”); and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED as follows:

1. The Motion is GRANTED.
2. Each of the Initial Debtors’ Orders, listed below, shall apply to the New Debtors’ Chapter 11 cases to the same extent as if the New Debtors were “Debtors” as defined therein, with the following modifications:

(a) References to the “Petition Date” in each of the Orders shall be deemed to refer to the New Debtors’ Petition Date, and deadlines and obligations running from the Petition Date shall be calculated accordingly.

(b) Papers required to be served on the United States Trustee shall be sent to Paul A. Randolph and Leonora S. Long, 110 South Tenth Street, Suite 6.353, St. Louis, Missouri 63102. No courtesy copies of papers need be sent to Chambers.

	Order	ECF No.
1	Order Authorizing Retention and Appointment of GCG, Inc. as Claims and Noticing Agent for the Debtors Nunc Pro Tunc to the Petition Date	45
2	Order (i) Extending the Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, and Statements of Financial Affairs and (ii) Waiving the Requirements to File Equity Lists and Provide Notice to Equity Security Holders	53
3	Order (i) Granting Administrative Expense Status to Debtors' Undisputed Obligations to Vendors Arising from the Postpetition Delivery of Goods Ordered Prepetition, (ii) Authorizing Debtors to Pay those Obligations in the Ordinary Course of Business and (iii) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers	54
4	Order (i) Prohibiting Utilities From Altering, Refusing or Discontinuing Service, (ii) Deeming Utility Companies Adequately Assured of Future Performance and (iii) Establishing Procedures for Determining Requests for Additional Adequate Assurance	189
5	Final Order Authorizing (i) Debtors to Continue to Use Existing Cash Management System and Maintain Existing Bank Accounts and Business Forms and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	252

6	Final Order Authorizing (i) Debtors to (a) Pay Prepetition Wages, Salaries, Employee Benefits and Other Compensation and (b) Maintain Employee Benefits Programs and Pay Related Administrative Obligations, (ii) Employees and Retirees to Proceed with Outstanding Workers' Compensation Claims and (iii) Financial Institutions to Honor and Process Related Checks and Transfers	253
7	Final Order Authorizing (i) the Debtors to Honor Prepetition Obligations to Customers in the Ordinary Course of Business and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	254
8	Final Order Authorizing (i) Payment of Certain Prepetition Claims of Shippers, Warehousemen and Service Providers and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	255
9	Final Order Authorizing (i) Debtors to Pay Prepetition Obligations Owed to Foreign Creditors and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	256
10	Final Order Authorizing (i) Payment of Certain Prepetition Claims of Critical Vendors and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	257
11	Final Order Authorizing (i) Debtors to Continue and Renew their Liability, Property, Casualty and Other Insurance Programs and Honor All Obligations in Respect thereof and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	258
12	Final Order Authorizing the Debtors to Continue and Renew Surety Bond Program	259
13	Final Order Authorizing (i) Debtors to Pay Certain Prepetition Taxes, Governmental Assessments and Fees and (ii) Financial Institutions to Honor and Process Related Checks and Transfers	260
14	Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals	262
15	Order Authorizing the Debtors to Employ Ordinary Course Professionals, <i>Nunc Pro Tunc</i> to the Petition Date	263
16	Final Order (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105,	275, 4498

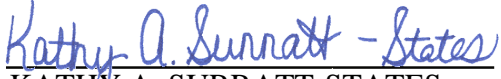
	361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(c)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364, Final Order (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(c)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364, as amended pursuant to the Supplemental DIP Financing Order Authorizing, Pursuant to 11 U.S.C. §§ 363 and 364, (i) Amendment to the DIP Financing, (ii) Engagement of the First Out DIP Agent in Connection Therewith, (iii) Payment of Fees Related Thereto, and (iv) Waiver of Bankruptcy Rule 6004(h) Stay, entered by the Bankruptcy Court on August 21, 2013, and as each of the foregoing has been or is hereafter modified, amended, supplemented or extended from time to time during the chapter 11 cases (the “ Final DIP Order ”)	
17	Final Order Authorizing Debtors to (i) Enter into, Perform under, Roll Over, Adjust, Modify, Settle, Terminate and Engage in Certain Derivative Contracts and (ii) Pledge Collateral under Derivative Contracts	365
18	Final Order Authorizing the Debtors to (i) Enter into and Perform under Coal Sale Contracts in the Ordinary Course of Business and (ii) Establish Certain Procedures with Respect Thereto, as amended by the Amended Final Order Authorizing the Debtors to (i) Enter into and Perform under Coal Sale Contracts in the Ordinary Course of Business and (ii) Establish Certain Procedures with Respect Thereto	369, 3024
19	Order Establishing Procedures for the Rejection of Executory Contracts and Unexpired Leases and for the Abandonment of Personal Property	370
20	Order Approving Expedited Procedures For (i) The Sale of Certain Assets Free and Clear of Liens, and (ii) The Abandonment of Certain of the Debtors’ Property	372
21	Final Trading Order Establishing Notification Procedures and Approving Restrictions on Certain	530

	Transfers of Claims against and Interests in the Debtors' Estates	
22	Order Authorizing and Approving Procedures for Compromise of Certain Claims, Litigations and Causes of Action	2821
23	Order Establishing Procedures for Claims Objections	3021
24	Order Establishing Certain Notice, Case Management and Administrative Procedures	3361
25	Order Authorizing and Approving the Payment of Fees and Reimbursement of Expenses of Potential Rights Offering Backstop Parties	4385

3. The Order (i) Prohibiting Utilities From Altering, Refusing or Discontinuing Service, (ii) Deeming Utility Companies Adequately Assured of Future Performance and (iii) Establishing Procedures for Determining Requests for Additional Adequate Assurance [ECF No. 189], is hereby modified so that the Adequate Assurance Deposit Request Deadline as to the New Debtors shall be 21 days from the date of the Interim Order, and subsequent deadlines shall be calculated accordingly.

4. For the avoidance of doubt, (i) all limitations on payments of prepetition obligations authorized pursuant to the Initial Debtors' Orders (inclusive of any limitations on permissible amounts payable by the Debtors and their estates) shall apply to the New Debtors and their Chapter 11 estates, (ii) the New Debtors' obligations under the DIP Facility shall constitute "DIP Obligations" (as such term is defined in the Final DIP Order), and (iii) the "Challenge Deadline" set forth in the Final DIP Order shall apply with respect to the New Debtors and shall be binding on all parties in interest with respect to the New Debtors.

5. To the extent that the 14-day stay imposed by Bankruptcy Rule 6004(h) is applicable to the subject matter of this Order, such stay is hereby waived.


KATHY A. SURRATT-STATES
Chief United States Bankruptcy Judge

DATED: October 22, 2013
St. Louis, Missouri
jjh

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