

**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)**

**Hearing date: March 25, 2014
Hearing time: 10:00 (CDT)**

**Objection Deadline:
February 17, 2014 at 4:00 p.m.
(CDT)**

**Location: Courtroom 7 North,
St. Louis**

**SUMMARY SHEET PURSUANT TO UNITED STATES
TRUSTEE GUIDELINES FOR REVIEWING APPLICATIONS
FOR COMPENSATION FILED UNDER 11 U.S.C. §§ 330 AND 331**

FINAL FEE APPLICATION

Name of Applicant:	Stahl Cowen Crowley Addis, LLC
Authorized Counsel:	Official Salaried Retiree Committee
Date of Retention:	January 4, 2013
Period for which Compensation And Reimbursement is Sought:	January 4, 2013 through July 31, 2013
Amount of Compensation sought:	\$297,580.75
Amount paid to-date:	\$297,580.75
Expense Reimbursement Sought	\$3,220.60
Expense Reimbursement Paid	\$3,220.60

This is a: Monthly Interim Final Application

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF
PROFESSIONALS RENDERING SERVICES FROM
JANUARY 4, 2013 THROUGH JULY 31, 2013**

Name of Professional	Hourly Billing Rate	Total Billed Hours	Total Compensation
Jon D. Cohen	560	316.35	\$164,868.00
Gregg Norrod	500	61.80	\$28,050.00
Schreiber, Scott N	495	0.45	\$222.70
Shelly A. DeRousse	420	30.20	\$12,684.00
John K. Burnett, III	415	136.70	\$56,730.50
Jeremy P. Kreger	355	57.05	\$20,174.00
Mellissa J. Lettiere	305	15.00	\$4,575.00
TOTALS	617.55	617.55	\$287,304.20

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF PARAPROFESSIONALS
RENDERING SERVICES**

Name of Professional	Position of Applicant	Hourly Billing Rate	Total Billed Hours	Total Compensation
Pamela J. Leichtling	Paralegal	\$100.00	101.4	\$10,140.00
Blended Rate for All Work Performed by All Professionals and Paraprofessionals				\$413.72

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**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF
COMPENSATION BY PROJECT CATEGORY FROM JANUARY 4, 2013 THROUGH
JULY 31, 2013**

PROJECT CATEGORY	TOTAL HOURS	TOTAL FEES
Case Administration	16.65	8,425.00 ¹
Communications with Committee	43.35	24,046.00
Communications with Retirees	27.20	14,932.50
Research	45.75	19,440.75
Drafting/Strategy/Court	138.45	70,237.00
Discovery	27.45	14,000.00
Benefit Plan Investigation/Review/Analysis	331.05	112,060.25
Negotiations/Communications with Debtors	17.10	9,576.00
Retention/Fee Applications	8.70	4,872.28
Travel (billed at 50% rate)	32.00	8,960.00
VEBA Set Up	28.20	11,176.00 ²
TOTALS	715.9	\$297,626.78³

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¹ A \$25.00 expense was inadvertently charged to the Case Administration billing category but the cost was assigned to the professional fees for that category. Accordingly, for April of 2013, SCCA charged \$137.00 for Case Administration professional fees instead of the correct figure of \$112.00.

² When first billed in April Fee Petition (Forth Fee Petition), Debtors were billed \$1,076.00 vs. \$1,176 of services performed. The correct amount was reflected in the Fee Statement but misstated in the Fee Petition.

³ Taking into account the \$25.00 expense that should not have been charged as a professional fee in Supra 2 herein, there remains a \$14.00 discrepancy between these numbers and the invoices previously submitted by SCCA. After diligent inquiry, the origin of the \$14.00 discrepancy could not be determined.

**STAHL COWEN CROWLEY ADDIS LLC SUMMARY OF EXPENSES BY
CATEGORY FROM JANUARY 4, 2013 THROUGH JULY 31, 2013**

TYPE OF EXPENSE	AMOUNT
TRAVEL (Air & Lodging)	\$2,381.10 ⁴
TAXI	\$476.00
MEALS	\$137.55
MEETING FACILITIES	\$8.99
RESEARCH	\$159.00
POSTAGE	0
MILEAGE	0
PARKING	\$58.00
Photocopying (outsource)	0
TOTAL	\$3,220.64

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⁴ When possible, SCCA utilized a website providing for discount hotel and airfare when booked together. In the March Fee Petition it was possible to break down the lodging and airfare separately, but not for the March or April Fee Petitions due to use of the bundled discount purchase. The travel at issue was coach fare and the same modest hotel being utilized by Debtors' counsel.

**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

**FINAL 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 4, 2013 THROUGH JULY 31, 2013**

The official Salaried Retiree Committee (the “Retiree Committee”) of Debtors, Patriot Coal, and certain affiliates (collectively, the “Debtors”)⁵ hereby submits this Final Application

⁵ 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 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

for Allowance of Compensation and Reimbursement of Expenses for the Period from January 4, 2013 through July 31, 2013 (the “Final 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”); the Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Professionals dated August 2, 2012 (“Interim Compensation Order”); the Order dated January 7, 2014 regarding the filing of Final Fee Petitions, and the accompanying Procedures Manual for the United States Bankruptcy Court for the Eastern District of Missouri (the “EDMO”).

Jurisdiction

1. 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).

Background

2. 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.

3. 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.

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.

Race and all other similarly situated Non-Union retirees. (Motion to Appoint Retiree Committee)⁶ [Docket No. 1919]. Shortly after filing the Motion to Appoint Retiree Committee, Debtors' entered into negotiations with SCCA with respect to the 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].

4. 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 3364] on March 22, 2013. Said Application was granted by this Court on April 22, 2013 [Docket No. 3783].

5. Pursuant to the Agreed Order entered on February 27, 2013, there was an agreed attorney fees and expenses limit for all of Retiree Committee's legal counsel in the amount of \$250,000.00. [Docket No. 3004]. That fee and expense limit was later increased to \$300,000.00 pursuant to an Order entered by this Court on April 26, 2013. [Docket No. 3859].⁷ By the same order, the Retiree Committee was also granted up to an additional \$10,000.00 with respect to set up costs for the creation of a VEBA Trust.

6. Previously, through the Interim Compensation Order, SCCA filed five (5) monthly fee statements for its fees and expenses incurred in January, February, March, April and

⁶ Stahl Cowen was initially retained on January 4, 2013.

⁷ These legal fees caps were intended to apply to SCCA and any local counsel as well, thus including amounts petitioned by and paid to the Missouri law firm of Desai Eggmann Mason LLC.⁵

July of 2013. On 9/5/13, SCCA filed its First Interim Fee Petition which was granted by this Court on November 8, 2013 [Docket 4973].

7. SCCA has received no payment nor promises for payment from any source for the services paid by Debtors to SCCA during any compensation period.⁸ 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 Final Application were performed for or on behalf of the Retiree Committee in this case.

Services Rendered

9. Since being retained in this case, SCCA has billed a total of \$297,580.75 in fees in connection with its efforts on behalf of the Retiree Committee from January 4, 2013 through July 31, 2013 (the First and Only Interim Compensation Period). SCCA incurred expenses on behalf and by the Retiree Committee in the amount of \$3,220.60. Through this Final Application, SCCA seeks retention of its: (a) payment of compensation in the amount of \$297,580.75, earned by SCCA during the First Interim Compensation Period; (b) and retention of the payment of the 20% holdback during Monthly Fee Applications per the Interim Compensation Order. SCCA's blended rate for services during through the Final Fee Application period was \$415.73.

10. SCCA has maintained detailed time records of the time spend in the rendition of professional services to the Retiree Committee during the whole period of its retention. Attached as GROUP EXHIBIT A and incorporated by reference herein are true and correct copies of the relevant monthly billing statements prepared for the services rendered in these cases by SCCA

⁸ After July 31, 2013, SCCA was subsequently retained by the Patriot Coal VEBA Trust Board for non-bankruptcy related matters regarding creation of a new health reimbursement plan and related efforts outside of this bankruptcy matter.

(the “Billing Statement”). The Billing Statements are in 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 Statements are further broken down into discrete billing categories, which SCCA does in all matters when representing Retiree Committees bankruptcy proceedings. 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	VEBA Set Up

SCCA Services

11. The professional services performed by SCCA were appropriate and necessary and were in the best interests of the Retiree Committee. The compensation requested is

commensurate with the importance and nature of the services provided. The services were performed in an appropriately expeditious and efficient manner.

12. The professional services performed by SCCA required an aggregate expenditure of 617.55 recorded hours by SCCA members and associates. In addition, 101.40 hours of paralegal time was expended.

13. During period of SCCA's engagement in this case, its hourly billing rates for attorneys ranged from \$305.00 to \$560.00 per hour. These fees and rates are reasonable based on the customary compensation charged by comparably skilled practitioners in bankruptcy cases in this District.

A. Case Administration (Billing Code 001, Fees \$8,425.00, Hours 16.65)

The category of Case Administration reflects SCCA's attorneys and paralegal professional time and effort with respect to matters, generally associated the general administration of these Chapter 11 Cases as it related to issues that SCCA was tasked with addressing. This category also included administration associated with the Retiree Committee itself, efforts to retain local counsel, setting up of conferences with the Retiree Committee, creation of a specialized database to capture Debtors' document production, cataloguing of certain documents, drafting of confidentiality agreements, efforts to obtain electronic copies of document productions, and mailing activities with regard to many affected retirees.

B. Communications With Committee (Code 002, Fees \$24,046.00, Hours 43.35)

This category of Communications with Committee reflects a multitude of activities engaged in by SCCA counsel and paralegals associated with written, electronic, in-person and/or telephonic communications by and between SCCA and the Retiree Committee.

The Retiree Committee consisted of retirees selected by the Office of the U.S. Trustee. The Retiree Committee members, as individual retirees, did not have access to company employees or any existing organizational structure for communications to occur through. An early goal of SCCA was to create mechanisms for the Retiree Committee to communicate by and between, to create a structure for regular meetings and conferences, to create a written records of concerns, issues, motions, minutes and requests. The Retiree Committee consisted of volunteers coming from various employment experiences, but none having any substantive bankruptcy experience. Accordingly, much of the activities in this billing category consisted of measures to ensure that the Retiree Committee was educated as to the applicable sections of the bankruptcy code relevant to their responsibilities, communications and education as to prevailing case law relating to legal issues to be addressed by the Committee, education on welfare benefit plans in general, and a host of other related background matters required by the Retiree Committee to steer its legal professionals and to eventually negotiate with and/or litigate against Debtors.

This category further consists of all communications by and between SCCA and the Retiree Committee with respect to status reports provided, memoranda provided to the Retiree Committee, conferences concerning negotiations, reviews reflecting SCCA's request for production and assistance of Retiree Committee to draft same; reports and analysis given by SCCA to the Retiree Committee as to discovery production, relaying communications from affected retirees, updates and directions on negotiations with Debtors, and all other efforts directed as providing information to the Retiree Committee and/or receiving information from the Retiree Committee.

C. Communications With Retirees (Code 003, Fees \$14,932.50, Hours 27.20)

There were approximately 1,300 retiree families impacted by Debtors' efforts to terminate the salaried retiree benefits at issue. Once retained, the Retiree Committee directed SCCA to send written communications to the affected retiree constituents that they represented. These written communications served to introduce the Retiree Committee, to provide a description of the relevant orders that were entered in this case, to request that the affected retirees send in welfare plan information to the Retiree Committee and to otherwise explain the overall bankruptcy process as it related to salaried retirees. This category also includes phone conversations between SCCA and affected retirees regarding welfare plan history and/or in response to retirees who contacted SCCA based upon filings and/or referred to SCCA by the Debtors.

As a cost savings measure too, a website was created and maintained as a mechanism to serve as a clearing house of information to the affected retirees, to provide electronic copies of written materials sent out to the affected retirees, to request that affected retirees send historical welfare documents to the Retiree Committee and to locate affected retirees with knowledge and information expected to be required for factual witnesses. This means of communication saved substantial postage costs and further allowed retirees the ability to receive notices at secondary addresses and for such affected retirees to centrally request information.

This category also include time spent communicating with retirees about welfare plan documents that were sent in for purposes of obtaining additional information, for foundational purposes, and/or to obtain fact witnesses for the hearing expected in this case regarding whether the welfare benefits at issue were vested or terminable.

D. Research (Billing Code 003, Fees \$19,440.50, Hours 45.75)

This category of Research reflects time spent by SCCA counsel with respect to legal research conducted in these cases. There were many separate areas of research required to adequately represent the Retiree Committee, including but not limited to extensive issues associated with Section 363 and Sections 1114 of the Bankruptcy Code. In particular, there are significant differences in the application of Section 1114 among many Circuit Courts, with many of said issues not having been fully addressed in this Circuit. In conjunction with same, there were choice of law issues that needed to be reviewed carefully by SCCA to provide legal advice to the Retiree Committee.

In particular too, Debtors had asserted in this case that all of its salaried retiree welfare benefit plans were terminable. By and through discovery, approximately one dozen contemporary welfare plans and all historical prior versions of same were produced by Debtors and other third parties. Interpretation of said plans as to whether they were vested or terminable required significant research. That research led to and was further utilized in legal memorandum filed on behalf of the Retiree Committee to argue that a majority of the welfare benefit plans had language that could be interpreted as promising vested benefits. This research was invaluable in that it provided a legal framework that was utilized by the Retiree Committee to file its Response/Objections to the Debtors Motion to Terminate Salaried Retiree Benefits and the ability to negotiate the settlement later obtained in this case.

E. Drafting Pleadings/Litigation/Strategy (Billing Code 005, Fees \$70,237.00, Hours 138.45)

This category of billing included all professional efforts (other than research) in the drafting of pleadings used in this case, development of strategies, and preparation for litigation. Early efforts in this billing category included legal efforts to have the Retiree Committee recognized in the first place. In this respect, SCCA drafted the pleadings submitted to this Court

requesting that a Retiree Committee be appointed because Debtors were seeking to terminate the salaried retiree welfare plans under Section 363 of the Bankruptcy code—without resort to the Section 1114 process. As a direct result of the pleading drafted by SCCA, an agreement was reached with Debtors to seek to have a Retiree Committee formed.

A majority of efforts in this category subsequently related to the drafting of a Response and Objection to Debtors' Section 363 Motion, that sought to terminate the salaried retiree healthcare benefits and a material portion of life insurance benefits of over 1,300 families. Debtors, moreover, were not only seeking to eliminate said benefits, but sought to do so without any resulting unsecured claim. The Debtors' 363 Motion was largely predicated upon reservation of rights language pulled from approximately eighty (80) ERISA plan documents spanning several decades of time. In drafting responsive pleadings, SCCA had to extensively describe ten (10) different ERISA plans at issue, to demonstrate the interplay of various parts of said plans to demonstrate inconsistencies and ambiguities, review and describe the interplay between many of the 80 ERISA plan documents cited by Debtors, and to cite to other plan materials that was not cited by Debtors. The complexity of the arguments raised by the Retiree Committee required permission and granting of this Court to file a twenty-seven (27) page legal brief in late April 2013, with extensive exhibits thereto.

F. Discovery (Billing Code 006, Fees \$14,000.00, Hours 27.45)

This category includes efforts by SCCA to obtain discovery and to respond to discovery requests submitted by Debtors. The Debtors' Section 363 Motion to terminate salaried healthcare benefits was predicated upon approximately one dozen selected ERISA plans, some of which had historical documents going back nearly fifty (50) years. In Debtors' Motion, over eighty (80) different ERISA plan documents were cited. The crux of Debtors' argument was that

language in the plan documents themselves gave Debtors the right to unilaterally terminate same. In order to litigate this issue, the Retiree Committee needed to obtain from Debtors and other third parties copies of all historical plan documents, correspondence and other materials given out to employees over a fifty (50) year time span. As it was not expected that Debtors retained everything over this timeframe, SCCA sought discovery through Section 2004 requests upon a prior parent company as well. After significant time was spent to ensure each request was complete and focused, the Debtors and other 2004 parties thereafter engaged SCCA in substantive efforts to inquire about the discovery requests and/or engage in efforts to narrow same.

In addition to the above noted efforts, the Debtors produced a discovery request upon the Retiree Committee toward the ends of obtaining copies of materials that the Retiree Committee received from third parties. In this respect, in addition to the Section 2004 discovery, the Retiree Committee sought and obtained historical welfare plan materials from hundreds of affected retirees. The Debtors, in this respect, sought to obtain copies of any materials received by the Retiree Committee that could be used to either buttress Debtors' case and/or materials that would be relied upon by the Retiree Committee to argue against unilateral termination. Accordingly, efforts this this billing citatory also reflect efforts to achieve these production requirements.

G. Benefit Plan Investigation/Review/Analysis (Billing Code 007, Fees \$112,060.25, Hours 331.05)

This category includes efforts by SCCA associated with efforts to review all welfare benefit plans (both current and historical) obtained from Debtors, through 2004 discovery and from the hundreds of affected retirees who provided same.

At the core of Debtors' 363 Motion to terminate salaried retiree benefits were charts analyzing containing language found by Debtors in nearly eighty (80) welfare plan documents.

In this respect, Debtor's Motion (and the Response filed by the Retiree Committee thereto), reflect that Section 1114 cases addressing whether given plans are "vested" or "terminable" are factually dependent upon the particular plan documents at issue, not documents that may have been analyzed in other cases. Courts addressing the issue of vesting will not only take into consideration entire current welfare plan documents and current summary plan documents, but any and all other contemporaneous written and/or oral communications provided by an employer, such as benefit summaries. Likewise, presentment of vesting arguments under Section 1114 also requires equal if not more attention paid to historical welfare plan documents...extending back for a period of fifty years or more (in this case). Adding the the difficulty and required efforts in this case, there was not merely one (1) welfare plan here to address, but nearly one dozen. Moreover, these plans were often revised, modified and/or amended every few years. Each change of each historical plan had to be evaluated to determine if it had any bearing on the vesting or terminable nature of the plans at issue.

As a result of the extensive review conducted by SCCA (and reflected in SCCA's Response brief), SCCA was able to locate language in every welfare plan to provide legal arguments toward the vested nature of the welfare claims at issue. In turn, those factual arguments provided SCCA with the leverage necessary to obtain the settlement terms negotiated with the Debtors.

H. Negotiations/Communications with Debtors (Billing Code 008, Fees \$9,576.00, Hours 17.10).

This category of billing reflects all efforts engaged in by SCCA with respect to negotiations with Debtors. While all negotiations with Debtors are reflected in this category, there were two primary matters negotiated: (a) the order wherein the Debtors agreed to the

creation of a Section 1114 Retiree Committee and later, (b) the negotiated resolution of Debtors' 363 Motion to terminate all salaried healthcare benefits. In each instance too, other core parties and the Office of the U.S. Trustee were involved in negotiations toward finding language acceptable and clear to all.

These efforts included significant telephone conferences between counsel to negotiate broad terms, follow up emails to encapsulate agreed upon terms, and drafting of complex orders to accomplish each party's needs. As a result of the above negotiations too, the Debtors' Estate likely saved significant monies that otherwise would have been spent on litigation efforts.

I. Retention/Fee Applications (Billing Code 009, Fees \$4,872.28, Hours 8.70)

This category of billing reflects all efforts engaged in by SCCA with respect to the application of SCCA to serve as legal counsel (retention application), to assist local counsel with respect to same, and the drafting of four (4) required monthly fee applications. SCCA does not expect to receive any remuneration with respect to the filing of its Fifth Fee Application or its First Interim Fee Application as the professional fee limit imposed by this Court's April 22, 2013 of \$300,000.00 has been reached by SCCA and its local counsel. Roughly, 1.6% of SCCA's professional time was spent engaged in retention and/or fee applications.

J. Travel Time (Billing Code 010, Fees \$8,960.00, 32 hours)

This category reflects 50% of the time incurred by SCCA professionals when traveling to and/or from Retiree Committee meetings and/or to or from Court hearings, when not billing on other matters (in this case or outside of this case.) The 50% billing discount was consistently reflected in each applicable fee application.

K. VEBA Set Up (Billing Code 11, Fees \$11,176.00, 28.20 Hours)

The Order entered by this Court on April 26, 2013 [Docket No. 3859], expressly contemplated that monies provided by Debtors to the Retiree Committee would be paid into a Voluntary Employee Beneficiary Association Trust (VEBA Trust) and for said entity to administer welfare benefits thereafter. Starting in April of 2013 and during July of 2013, SCCA engaged in professional efforts towards the set up of the VEBA Trust. Towards the setting up of the VEBA Trust, SCCA drafted a VEBA Trust document, filled out IRS application documents so that the VEBA Trust can be recognized as a not-for-profit entity, and engaged in efforts to assist the Retiree Committee to draft a welfare plan for the VEBA Trust to effectuate the trust. SCCA has also assisted in the long term planning of the VEBA Trust, creation of benefit projections based upon participant data provided by Debtors, and work with the Debtors to fully and completely identify those affected retirees that need to be contacted to enroll in the VEBA Trust. In July of 2013, SCCA also drafted a Motion to Approve VEBA Trust and to Take Possession of Funds [Docket No. 4409] that was granted by this Court on August 20, 2013.

L. Expenses (Total Costs \$3,220.60)

This category includes actual expenses incurred by SCCA into various categories. This First Interim Fee Application sets forth cumulative total for each expenses category incurred by SCCA during the First Interim Compensation Period, for which reimbursement is sought in connection with its representation of the Retiree Committee. Itemized descriptions of every expense is further reflected in Group Exhibit A respectively. Other expenses for which SCCA seeks reimbursement were passed through to the Debtors' estate at SCCA's actual cost. All travel was coach travel and hotel/air packages were purchased when available to save additional costs.

Prior Payments for Services

14. Since the commencement of these Chapter 11 Cases, SCCA has provided the appropriate Notice Parties with Monthly Fee Statements and Interim Application for each month for which compensation was sought pursuant to the Interim Compensation Order. In the First (and only) Interim Compensation Period, SCCA provided the following monthly fee statements:

- a. For January 4, 2013 through January 31, 2013, fees of \$15,064.00 and expenses of \$0 (the “**January Fee Statement**”) [Docket No. 3591];
- b. For February 1, 2013 through February 28, 2013, fees of \$33,636.50 and expenses of \$910.07 (the “**February Fee Statement**”) [Docket No. 3592];
- c. For March 1, 2013 through March 31, 2013, fees of \$136,896.75 and expenses of \$1,557.53 (the “**March Fee Statement**”) [Docket No. 3594];
- d. For April 1, 2013 through April 30, 2013, fees of \$101,983.50 and expenses of \$753.00 (the “**April Fee Statement**”) [Docket No. 3575];
- e. For July 1, 2013 through July 31, 2013, fees of \$10,000 and expenses of zero (the July Fee Statement [Docket No. 4585] SCCA did not submit any invoices with respect to the months of May or June of 2013.

In accordance with the Interim Compensation Order, SCCA sought and received payment for 100% of its fees and 100% of its expenses incurred. SCCA requests that the Court enter an order allowing SCCA, on a Final basis, to retain the fees received in an aggregate amount of \$297,580.75 and retain the reimbursement received of its actual and necessary expenses of \$3,220.60 incurred during the First Interim and Final Fee Period.

ACTUAL AND NECESSARY EXPENSES OF SCCA

17. As set forth in **Exhibit A** hereto, SCCA disbursed \$3,220.60 for expenses during the First and Final Interim Fee Period. The actual expenses incurred were necessary, reasonable, and justified under the circumstances.

INFORMATION REQUIRED BY LOCAL RULES

18. Local Bankruptcy Rule 2016-1(b) requires that all professional fee applications analyze the twelve factors (the "Johnson Factors") for allowance of compensation set forth in *Johnson v. Georgia highway Express*, 388 F.2d 714 (5th Cir. 1974).

19. The Johnson Factors are as follows:

- a. *The time and labor required.* SCCA has described in detail the time spent and has included a description of the tasks performed.
- b. *The novelty and difficulty of the questions.* These cases involve novel and/or difficult issues of law and fact arising from, among other things, the interplay of various bankruptcy laws, factual investigation into decades of welfare benefit plan documents, understanding nearly one dozen different health care plans, labor matters (including the current proceedings pursuant to 11 U.S.C. §§ 1113 and 1114), and possible third party obligations to the affected retirees at issue.
- c. *The skill required to perform legal services properly.* SCCA believes that it demonstrated the skill levels necessary for the vigorous representation of the Retiree Committee's interest in this case.
- d. *The preclusion of employment due to acceptance of the case.* Engagement in this matter had a preclusive effect on other opportunities.

- e. The customary fee. The rates charged by SCCA in this case are commensurate with the rates it charges similar clients in similar matters.
- f. Whether the fee is fixed or contingent. The fees requested herein are not based on a fixed fee or contingent fee basis.
- g. Time limitations imposed by the client or the circumstances. These cases pose the normal time pressures inherent in any large and complex chapter 11 case.
- h. The amount involved and the results obtained. SCCA asserts that that the fees requested are appropriate for the nature of the services provided, the size and complexity of these cases, and the scope of advice and professionals services required to assist the Retiree Committee in the performance of its duties.
- i. The experience, reputation and ability of the attorneys. SCCA is an experienced and nationally known firm with respect to its representation of retiree committees an Chapter 11 bankruptcy cases. SCCA is also known for its ability to retiree committees in creating replacement welfare benefit plans to address the loss of same by the affected retirees.
- j. The undesirability of the case. This factor does not apply here.
- k. The nature and length of the professional relationship with the client. The Retiree Committee selected Stahl Cowen on January 4, 2013.
- l. Awards in similar cases. The fees requested in this case are in line with awards made in other comparable chapter 11 cases.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

20. Section 331 of the Bankruptcy Code provides for compensation on of professionals and incorporates the substantive standards of 11 U.S.C. § 330 to govern the Court's

award of such compensation. See 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under 11 U.S.C § 328 "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." See 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . , the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including —

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

21. Here, SCCA respectfully submits that the services for which it seeks compensation in this Final Application were, at the time rendered, believed to be necessary for, beneficial to, and in the best interests of, the Retiree Committee. During the First and Final Interim Fee Period, SCCA petitioned to have a Retiree Committee recognized by the Court, SCCA negotiated an agreement with Debtors for a Retiree Committee to be formed, SCCA

assisted in the education of the Retiree Committee about the applicable bankruptcy laws at issue, SCCA engaged in substantial discovery with debtors and third parties to obtain and review welfare plan documents covering dozens of welfare plans and historical documents over a 50 year timespan, SCCA engaged in negotiations with Debtors to retain benefits while actively preparing for litigation under Section 1114 of the Bankruptcy Code, SCCA negotiated a resolution that provided a substantial recovery to provide continuing health care welfare benefits, and SCCA has assisted in the creation of a VEBA trust to effectuate same. The services rendered by SCCA were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved.

22. There is no agreement of any nature as to the sharing of any compensation to be paid to SCCA, other than sharing among the partners and regular associates of SCCA. Compensation previously paid to SCCA has not been shared with any person other than the partners and regular associates of SCCA.

NOTICE

23. Notice of this Application has been provided in accordance with the Interim Compensation Order. Because of the nature of the relief requested, the Retiree Committee submits that such notice is sufficient and that no further notice of the relief requested in the Application need be given to any party.

CONCLUSION

WHEREFORE, Stahl Cowen Crowley Addis LLC respectfully requests that the Court enter an order (i) awarding SCCA the Final allowance of (a) fees in the aggregate amount of \$297,580.75 and (b) the reimbursement for actual and necessary expenses incurred by SCCA in the amount of \$3,220.60; and (ii) granting such other relief as is just and proper.

DATED: January 31, 2014

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

/s/ Thomas H. Riske
By Thomas H. Riske, Esq.

Robert E. Eggman, Bar #37374
Thomas H. Riske, Bar #61838
DESAI EGGMAN MASON LLC
7733 Forsyth Boulevard, Suite 2075
St. Louis, MO 63105
(314) 881-0800 (phone)
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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

**EXHIBIT A(1)
FINAL APPLICATION OF STAHL COWEN CROWLEY ADDIS LLC**

**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

STAHL GOWEN GROWLEY 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: 34165-001M
 STATEMENT NO: 699316

Case Administration

FEEES

			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
			2.90	1,624.00

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.

ATTORNEYS

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55 West Monroe Street
Chicago, IL 60603

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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			<u>\$140.00</u>

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

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 Chicago, IL 60603

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 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.

12th Floor
 55 West Monroe Street
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 312.641.6959 Fax

Patriot Coal Retiree Committee

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

Drafting Pleadings/Litigation/Strategy

FEEES

			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
			18.75	10,500.00

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.

STAHL GOWEN CROWLEY ADDIS LLC
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: 34165-007M
 STATEMENT NO: 699320

Benefit Plan Investigations

FEEES

			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
			<u>1.00</u>	<u>560.00</u>

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

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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 Karmar Levin regarding Unsecured Committee's inquiry regarding briefing schedule and related matters.	0.20	112.00
			0.50	<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.

**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

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

EXHIBIT A

ATTORNEYS

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 55 West Monroe Street
 Chicago, IL 60603

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 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-001M
 STATEMENT NO: 699322

Case Administration

FEES

			HOURS	
02/06/2013	JDC	Telephone conference with R. Hampton regarding Retiree Committee formation.	0.70	392.00
02/08/2013	JDC	Follow up tel. conf. with office of U.S. Trustee regarding proposed Agreed Order.	0.50	280.00
02/12/2013	JDC	Drafted letter to U.S. Trustee regarding Retiree Committee (1.40); modified and updated Candidate List for U.S. Trustee (.50).	1.90	1,064.00
02/25/2013	PL	Conference with J. Cohen re: nonunion retirees committee, cataloguing documents, overall legal organization of committee and members; preparation of excel spreadsheet re: nonunion employees and documentation.	1.30	266.50
	JDC	Meeting with P. Leichtling regarding establishment of database to maintain retiree provided plan information (.40); communication to U.S. Trustee with updated candidate information (.10); email response re: inquiry from U.S. Trustee regarding Committee formation inquiry (.20); tel. conf. with L. Leonora (.10).	0.80	448.00
			<u>5.20</u>	<u>2,450.50</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	3.90	\$560.00	\$2,184.00
PAMELA LEICHTLING	1.30	205.00	266.50

TOTAL FEES & COSTS	2,450.50
PREVIOUS UNPAID BALANCE	\$1,624.00
PLEASE REMIT	<u>\$4,074.50</u>

Patriot Coal Retiree Committee

Case Administration

PAGE: 2
04/04/2013
CLIENT NO: 34165-001M
STATEMENT NO: 699322

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
1,624.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

A(1) Pg 12 of 22
STAHL COWEN CROWLEY ADDIS LLC
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Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-002M
 STATEMENT NO: 699323

Communication Committee

FEES

02/07/2013	JDC Emails with Patriot Debtors regarding modifications to draft Order.	HOURS	
		0.40	224.00
		<u>0.40</u>	<u>224.00</u>

<u>ATTORNEY</u>	<u>RECAPITULATION</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN		0.40	\$560.00	\$224.00

TOTAL FEES & COSTS	224.00
PREVIOUS UNPAID BALANCE	\$140.00
PLEASE REMIT	<u>\$364.00</u>

<u>PAST DUE AMOUNTS</u>					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
140.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC
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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-003M
STATEMENT NO: 699324

Communications/Retirees

FEES

			HOURS	
02/04/2013	JDC	Tel. conf. with two retirees inquiring about 1114 process.	0.60	336.00
02/05/2013	JDC	Tel. conf. with R. Daniel (.50); tel. conf. with R. Grant regarding Committee formation and factual background matters (.60); tel. conf. with T. Bailey regarding Committee formation (.10); follow up conf. with updated Retiree website (0.90).	2.10	1,176.00
02/06/2013	JDC	Drafted letter to retirees that contacted Stahl Cowen regarding historical information/records.	1.50	840.00
02/07/2013	JDC	Drafted letter to Patriot retirees describing historical documents needed for anticipated legal arguments (1.20); tel. conf. with four (4) retirees inquiring about retiree committee and discussing benefit history at company (1.60).	2.80	1,568.00
02/08/2013	JDC	Telephone conference with retirees inquiring about retiree committee and discussing benefit history at company.	0.60	336.00
02/11/2013	JDC	Drafted update for affected retirees regarding progress with respect to negotiations with the Debtors (.50); tel. conf. with various Patriot retirees inquiring about Retiree Committee Formation and collection of historical benefit information from same (4.50); tel. conf. with L. Wills (.50); email to retiree seeking historical plan information (.10); email to retiree regarding Peabody Inquiry (.10).	5.50	3,080.00
02/12/2013	JDC	Telephone conference with 11 different retirees inquiring about Retiree Committee and obtaining factual background of individual circumstances for factual defense purposes (4.30).	4.30	2,408.00
02/13/2013	JDC	Tel. conf. with retiree concerning historical benefits (.50); updated retiree website to reflect agreed motion with Debtors and related matters (.70); tel. conf. with P. Quinn.	1.20	672.00
02/25/2013	JDC	Email response to retiree inquiry.	0.10	56.00
			<u>18.70</u>	<u>10,472.00</u>

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-004M
STATEMENT NO: 699325

Research

FEES

			HOURS	
02/19/2013	JDC	Research relating to deal terms of Patriot spin-off from Peabody.	3.10	1,736.00
02/28/2013	GN	Review and analyze order creating committee of retired employees (.2); review motion for creation of committee and documentation attached as exhibits to determine key issues (.3); review and analyze key statutory provisions governing dispute (.3).	0.80	400.00
	JDC	Review and analyze key statutory provisions governing dispute.	0.30	168.00
			<u>4.20</u>	<u>2,304.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	3.40	\$560.00	\$1,904.00
GREG NORROD	0.80	500.00	400.00

TOTAL FEES & COSTS 2,304.00

PREVIOUS UNPAID BALANCE \$1,960.00

PLEASE REMIT \$4,264.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
1,960.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL, COWEN, CROWLEY & ADDIS LLC
ATTORNEYS

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Chicago, IL 60603

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-005M
STATEMENT NO: 699326

Drafting Pleadings/Litigation/Strategy

FEES

			HOURS	
02/01/2013	JDC	Research regarding legal issues raised during conference with Debtors' counsel.	3.30	1,848.00
02/08/2013	JDC	Reviewed union lawsuit to determine if any applicable arguments relevant to non-union retirees.	0.60	336.00
02/22/2013	JDC	Email with local counsel in St. Louis regarding upcoming hearing.	0.10	56.00
02/25/2013	JDC	Telephone conference with local counsel regarding coordination for hearing and longer term strategy issues.	0.30	168.00
02/26/2013	JDC	Attended hearing on Agreed Order to form Retiree Committee and prior meetings in morning with U.S. Trustee.	1.50	840.00
02/28/2013	JDC	Telephone conference with G. Norad regarding case history, legal theories and Committee Scope matters (.60); review motion for creation of committee and documentation attached answer exhibits to determine key issues (.30).	0.90	504.00
			6.70	3,752.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	6.70	\$560.00	\$3,752.00

TOTAL FEES & COSTS 3,752.00

PREVIOUS UNPAID BALANCE \$10,500.00

PLEASE REMIT \$14,252.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
10,500.00	0.00	0.00	0.00	0.00	0.00

Patriot Coal Retiree Committee

Drafting Pleadings/Litigation/Strategy

PAGE: 2

04/04/2013

CLIENT NO: 34165-005M

STATEMENT NO: 699326

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-007M
STATEMENT NO: 699327

Benefit Plan Investigations

FEES

			<u>HOURS</u>	
02/08/2013	GN	Review, analyze, and draft summaries of plan materials provided by Dennis Jarrell.	3.00	1,500.00
02/14/2013	JDC	Started review of historical plan documents sent in by retirees (.50); interviews with 5 retirees (1.70); email to retiree (.10); drafted letter to retirees who have contacted me to obtain historical documents (1.20).	3.50	1,960.00
02/15/2013	JDC	Interviewed additional effected retirees and caused additional letters to be sent out to collect historical information (.80); started review of historical documents sent in by retirees (1.20).	2.00	1,120.00
02/21/2013	JDC	Tel. conf. with retiree regarding historical retiree benefits (.90); email to local counsel (.10); updating retiree database and caused letters to be sent to 8 additional retirees (.20).	1.20	672.00
02/25/2013	JDC	Conference with J. Cohen re: nonunion retirees committee, cataloguing documents, overall legal organization of committee and members; preparation of excel spreadsheet re: nonunion employees and documentation (1.30); Telephone conference with J. Browning regarding hybrid disability/retiree issue (.20).	1.50	840.00
02/28/2013	GN	Confer with J. Cohen regarding background of dispute, history of patriot, retiree positions and key issues.	0.40	200.00
	GN	Review materials regarding spinoff and acquisition in formation of patriot, effect on benefits to retirees of same.	1.50	750.00
	JDC	Telephone conference with retiree regarding historical plan issues events in 1984.	0.30	168.00
			<u>13.40</u>	<u>7,210.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	8.50	\$560.00	\$4,760.00
GREG NORROD	4.90	500.00	2,450.00

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 899327

Benefit Plan Investigations

TOTAL FEES & COSTS 7,210.00

PREVIOUS UNPAID BALANCE \$560.00

PLEASE REMIT \$7,770.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
560.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

~~STANLEY TOWEN CROWLEY ADDIS LLP~~
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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-008M
STATEMENT NO: 699328

Negotiations

FEES

			HOURS	
02/01/2013	JDC	Telephone conference with Debtor's counsel regarding request to move hearing and related requests for extensions.	0.30	168.00
	JDC	Telephone conference with Debtors' counsel regarding draft Agreed Order.	0.20	112.00
02/06/2013	JDC	Telephone conference with Debtors' counsel regarding draft Agreed Order (.20); drafted outline of draft Agreed Order and explanatory email and forwarded to Debtors' counsel (2.10); follow up tel. conf. with Debtors' counsel (.40); third conference with Debtors counsel regarding additional suggested changes to draft order (.30); reviewed information provided by local counsel regarding retirees seeking to serve on retiree Committee (.30).	3.30	1,848.00
02/07/2013	JDC	Telephone conference with L. Long regarding preliminary 1114 Committee matters.	0.50	280.00
02/08/2013	JDC	Reviewed proposed modifications to draft order, made modifications and email to Debtors' counsel with explanation of issues addressed.	0.90	504.00
	JDC	Telephone conference with retirees inquiring about retiree committee and discussing benefit history at company.	0.60	336.00
02/12/2013	JDC	Reviewed suggested changes to draft Agreed Order and responded approval via email.	0.10	56.00
02/20/2013	JDC	Reviewed substantive suggested changes to draft Agreed Order suggested by DIP lender and provided through Debtors' counsel; email response to same (.20); followed up with tel. conf. with E. Moskowitz toward resolving language issues (.30)	0.50	280.00
02/22/2013	JDC	Reviewed suggested modification of draft Agreed Order sent by E. Moskowitz and response to email regarding same (.10); email with local counsel in St. Louis regarding upcoming hearing.	0.10	56.00
02/25/2013	JDC	Preparation for Presentment of Agreed Order.	0.30	168.00

Patriot Coal Retiree Committee

Negotiations

PAGE: 2
04/04/2013
CLIENT NO: 34165-008M
STATEMENT NO: 699328

02/28/2013	JDC	Review and analyze order creating committee of retired employees.	HOURS	
			0.20	112.00
			7.00	<u>3,920.00</u>

	<u>RECAPITULATION</u>			
<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>	
JON D. COHEN	7.00	\$560.00	\$3,920.00	

TOTAL FEES & COSTS 3,920.00

PREVIOUS UNPAID BALANCE \$280.00

PLEASE REMIT \$4,200.00

<u>PAST DUE AMOUNTS</u>					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
280.00	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-009M
STATEMENT NO: 699329

Retention/Fee Applications

FEES

02/08/2013	JDC	Additional work on identifying potential conflicts for Committee work.	HOURS	
			0.40	224.00
			0.40	224.00

		<u>RECAPITULATION</u>		
<u>ATTORNEY</u>		<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN		0.40	\$560.00	\$224.00
TOTAL FEES & COSTS				224.00
PLEASE REMIT				<u>\$224.00</u>

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Patriot Coal Retirees Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-010M
 STATEMENT NO: 699330

Expenses

FEES

			HOURS	
02/25/2013	JDC	Travel from Chicago to St. Louis for hearing.	5.00	1,400.00
02/26/2013	JDC	Followed up with travel back to Chicago - weather delays.	6.00	1,680.00
			<u>11.00</u>	<u>3,080.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	11.00	\$280.00	\$3,080.00

COSTS

02/19/2013	Research Database	67.00	<i>R</i>
02/25/2013	Airfare Chicago/St. Louis, JDC (includes Hotel too)	381.95	<i>T</i>
02/25/2013	WIFI at Hotel, JDC	9.95	
02/25/2013	Lodging for JDC, St. Louis,MO Hearing on 1114 Order	225.39	<i>L</i>
02/25/2013	Meals: Dinner JDC	20.27	<i>A</i>
02/25/2013	Taxi, Airport St. Louis to Hotel	50.00	<i>T</i>
02/25/2013	Taxi, Chicago to ORD	45.00	<i>T</i>
02/26/2013	Meal, JDC Airport	33.00	<i>M</i>
02/27/2013	Taxi, JDC Airport/Hotel	75.00	<i>T</i>
02/27/2013	Meals, JDC	2.51	<i>A</i>
		<u>910.07</u>	
	TOTAL FEES & COSTS		3,990.07

PLEASE REMIT \$3,990.07

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

**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

**EXHIBIT A(2)
FINAL APPLICATION OF STAHL COWEN CROWLEY ADDIS LLC**

**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

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

EXHIBIT A

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-001M
STATEMENT NO: 699347

Case Administration

FEES

			HOURS	
03/04/2013	JDC	Email to to core team members to address case history, major docket items, division of benefit analysis (.10); email to P. Leichtling regarding volunteer committee members and mailing (.10)	0.10	56.00
03/05/2013	JDC	Communications with U.S. Trustee office regarding volunteer retirees (.20); email to E. Moskowitz requesting list of possible parties for expanded conflict check for disinterested party status (.10)	0.30	168.00
03/06/2013	JPK	Review documents regarding appointment of committee; conference regarding same.	1.75	542.50
	JDC	Started to make arrangements for Retiree conference in West Virginia (.40);	0.40	224.00
03/07/2013	JDC	Continued investigation of conflict check required to establish disinterest status (1.10); started draft of Confidentiality Agreement for use with Debtors in conjunction with required discovery and HIPAA issues (.20); efforts to obtain facilities for first Committee meeting (.50)	1.80	1,008.00
03/14/2013	JDC	Meeting with P. Leichtling regarding modifications to database system to capture benefit information (.20); meetings with R. DeRousse and J. Kreger regarding implementation of same (.50)	0.70	392.00
03/18/2013	JDC	Efforts to correct failure of system to deliver docket pleadings to email.	0.10	56.00
03/19/2013	JDC	Meeting with P. Leichtling to ensure mechanism in place to capture potential witness information in benefits database (.20); reviewed benefits analysis done by G. Norrod (.30); communication with G. Norrod to narrow scope of benefit review (.10)	0.20	112.00
03/24/2013	JDC	Substantive review of benefits analysis for preliminary preparation of drafting pleadings.	2.10	1,176.00
03/26/2013	JDC	Reviewed proposed terms of understanding as to open discovery matters forwarded by E. Moskowitz and email response to same.	0.10	56.00
03/27/2013	JDC	Obtained Data Room Privileges (0.10); reviewed sample of materials and		

Patriot Coal Retiree Committee

Case Administration

PAGE: 2
 04/04/2013
 CLIENT NO: 34165-001M
 STATEMENT NO: 699347

		HOURS	
	email to Debtors to object to Confidentiality marks on all materials (.30); meeting with P. Leichtling regarding confidentiality agreement (.10); meeting with P. Leichtling regarding new Data Room and methodology to move documents into database for review (.20)	0.70	392.00
03/28/2013	JDC Email to Patriot regarding obtaining additional access to Data Room for additional attorney.	0.10	56.00
		8.35	4,238.50

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	6.80	\$560.00	\$3,696.00
JEREMY P. KREGER	1.75	310.00	542.50

TOTAL FEES & COSTS 4,238.50

PREVIOUS UNPAID BALANCE \$4,074.50

PLEASE REMIT \$8,313.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
4,074.50	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-002M
STATEMENT NO: 689332

Communication Committee

FEES

			HOURS	
03/04/2013	JDC	Tel. conf. with E. Wills regarding scope of affected retirees (.30); tel. conf. with E. Wills regarding committee formation (.20); tel. conf. with D. Spratt regarding Committee formation (.40); followed up with email to D. Spratt regarding same (.10); email to E. Wills regarding Committee duties (.10);	0.50	280.00
03/05/2013	JDC	Email communication with L. Wills regarding committee organization (.30) tel. conf. with R. Hampton (.40); followed up with email to R. Hampton regarding Committee duties (.10); tel. conf. with H. Green regarding Committee service (.50); email to D. Spratt (.10)	1.40	784.00
03/06/2013	JDC	Tel. conf. with Members of Retiree Committee regarding 1114 (1.50); tel. conf. with Committee Member H. Green regarding benefits at issue (.40); email to Committee member regarding committee duties (.10); email inquiry and response from Committee Member about service on committee (.10)	2.10	1,176.00
03/08/2013	JDC	Engaged in additional efforts to arrange impromptu meeting with Retiree Committee (.20); revised highlighted draft of Section 1114 for review by Committee (.20); continued to draft and revise presentation materials describing bankruptcy process, applicable law, possible strategies and related matters (3.0)	3.40	1,904.00
03/09/2013	JDC	Modified database provided by Debtors (.20); Communication to Committee with notice of confidentiality agreement expected and drafted outline of certain materials to be addressed at initial meeting. (1.0); email to Committee regarding other materials received (.10)	1.20	672.00
03/10/2013	JDC	Continued to draft presentation materials for presentation to Retiree Committee (3.20).	3.20	1,792.00
03/11/2013	PL	Analyzing responses to inquiry and preparing list of Retirees who volunteered to sit on Retirees Committee	0.50	50.00
	JDC	Completed presentation materials for Retiree Committee (1.0); participated in Retiree Committee meeting in Charleston West Virginia (6.0); follow up meeting with L. Wills regarding discovery requests (.50);	7.00	3,920.00

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-002M

Communication Committee

STATEMENT NO: 699332

			HOURS	
03/12/2013	JDC	Tel. conf. with L. Wills regarding case status and discovery issues (.30)	0.30	168.00
03/13/2013	JDC	Drafted email to Committee chair with information requested (.50); reviewed fax from L. Wills (.10)	0.60	336.00
03/15/2013	JDC	Reviewed and responded to inquiry from L. Wills and amended draft letter (.50); email communication with Retiree Committee regarding Debtors' 1114 filings (.30)	0.80	448.00
03/18/2013	JDC	Communication with Committee Member member regarding historical company information.	0.10	56.00
	JDC	Email from and response to inquiry from Retiree Committee Chairperson (.10)	0.10	56.00
03/20/2013	JDC	Tel. conf. with L. Wills about case status and discovery matters (.30)	0.30	168.00
03/21/2013	JDC	Email in response to inquiry from Board Member and regarding agenda items for upcoming conference (.30)	0.30	168.00
03/24/2013	JDC	Preparation for Committee Call and email to Committee regarding work product.	0.20	112.00
03/25/2013	JDC	Telephone conference with Retiree Committee.	2.50	1,400.00
			24.50	13,490.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	24.00	\$560.00	\$13,440.00
PAMELA LEICHTLING	0.50	100.00	50.00

TOTAL FEES & COSTS 13,490.00

PREVIOUS UNPAID BALANCE \$364.00

PLEASE REMIT \$13,854.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
364.00	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-003M
 STATEMENT NO: 699333

Communications/Retirees

FEES

			HOURS	
03/08/2013	JDC	Started draft of initial letter from Retiree Committee to affected retirees.	1.80	1,008.00
03/09/2013	PL	Correspondence to Retirees re: acknowledged receipt of documents sent by retirees to Stahl Cowen Crowley Addis, LLC	0.40	40.00
	JDC	Completed draft letter from Committee to Retirees and continued preparation of related materials for initial meeting with Committee (2.0).	2.00	1,120.00
03/12/2013	JDC	Revised first letter from Committee to Retirees and revised insert (.20); reviewed suggested changes from J. Kreger (.10); efforts to work with Debtors agent (Garden City) to have mailing sent to retiree (.30); follow up communications with agent concerning postal issues and efforts to resolve same with Debtors (.50); emails to Debtors' counsel regarding efforts to resolve pre-postage issue (.10); revision to retiree letters (.20)	1.40	784.00
	JPK	Revise committee introductory letter and insert.	0.50	177.50
03/13/2013	JDC	Communications with Garden City representative regarding mailing to Affected Retirees and modification to Retiree Letter in response to same (.20)	0.20	112.00
03/14/2013	JDC	Review and response to email inquiry from effected retiree regarding MPR issues.	0.10	56.00
03/15/2013	JDC	Response to inquiry from Retiree T. Hall (.10)	0.10	56.00
03/18/2013	SNS	Conference with JDC regarding discovery and Rule 2004.	0.20	99.00
	JDC	Reviewed inquiries from four affected retirees in response to Committee website (.10); tel. conf. with D. Jerrell (.20)	0.30	168.00
03/21/2013	JDC	Email review and response to Affected Retiree	0.10	56.00
03/26/2013	JDC	Email inquiry from affected retiree and forwarded same to P. Leichtling for follow up (.10); reviewed email from T. Ball (.10).	0.20	112.00
			<u>7.30</u>	<u>3,788.50</u>

Patriot Coal Retiree Committee

Communications/Retirees

PAGE: 2
 04/04/2013
 CLIENT NO: 34165-003M
 STATEMENT NO: 699333

<u>RECAPITULATION</u>			
<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	6.20	\$560.00	\$3,472.00
SCOTT N. SCHREIBER	0.20	495.00	99.00
JEREMY P. KREGER	0.50	355.00	177.50
PAMELA LEICHTLING	0.40	100.00	40.00

TOTAL FEES & COSTS 3,788.50

PREVIOUS UNPAID BALANCE \$10,472.00

PLEASE REMIT \$14,260.50

<u>PAST DUE AMOUNTS</u>					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
10,472.00	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-004M
STATEMENT NO: 699334

Research

FEES

			HOURS	
03/04/2013	JPK	Review 1114 Memorandum.	1.50	532.50
03/07/2013	JDC	Research regarding treatment of 2nd District ERISA benefit cases in 8th District.	2.10	1,176.00
03/08/2013	JDC	Continued online research regarding unilateral termination issue (1.50); meeting with J. Kreger to discuss circuit split issues (.20)	1.70	952.00
03/09/2013	JPK	Legal research regarding state law concerning interpretation of plan documents.	1.50	532.50
03/11/2013	JPK	Legal research regarding likely law to be applied per choice of law principles.	2.75	976.25
03/12/2013	JPK	Legal review regarding choice of law issues.	1.75	621.25
03/14/2013	MJL	Conf. w/ J. Cohen regarding research assignment regarding circumstances under which retiree benefits can be terminated.	0.20	61.00
	JDC	Meeting with M. Lettiere regarding 8th Circuit research project (.40).	0.40	224.00
03/18/2013	JPK	Case review related to choice of law and interpretation of retiree benefits.	3.50	1,242.50
	JDC	Follow up meeting with M. Lettiere regarding preliminary results of 8th Circuit research project and change of assignment (.60)	0.60	336.00
	JDC	Meeting with M. Lettiere regarding 8th circuit research issue.	0.10	56.00
03/19/2013	MJL	Conducted research regarding 8th Circuit appellate and district court opinions regarding employee benefits and analysis regarding when employees/retirees health benefits vest under plan; conf. w/ J. Cohen regarding status of research.	4.70	1,433.50
	JPK	Conference with J. Cohen regarding choice of law research results.	0.25	88.75
03/23/2013	MJL	Cont'd research/analysis of 8th Circuit and E.D. Missouri employee benefits		

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-004M

STATEMENT NO: 699334

Research

			HOURS	
		cases regarding standard for determining whether employees/retirees were vested in health benefits; conf. w/ J. Kreger regarding status of case and research regarding same (.25).	6.10	1,860.50
03/25/2013	MJL	Cont'd research and review of 8th Circuit cases regarding legal standard for determining when retiree benefits vest; Summarize 8th Circuit and E.D. Missouri cases in spreadsheet identifying legal propositions and factual findings regarding cases on vesting of retiree benefits.	4.00	1,220.00
	JDC	Researched legal issue inquired by L. Wills.	0.70	392.00
03/26/2013	JDC	Substantive review of case law analysis and case review of materials prepared by M. Lettiere.	2.70	1,512.00
03/27/2013	JDC	Research in support of draft (.5).	0.50	280.00
			<u>35.05</u>	<u>13,496.75</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	8.80	\$560.00	\$4,928.00
MELISSA LETTIERE-PANUSH	15.00	305.00	4,575.00
JEREMY P. KREGER	11.25	355.00	3,993.75

COSTS

03/18/2013	Westlaw Information Charges	60.00
03/19/2013	Westlaw Information Charges	60.00
03/23/2013	Westlaw Information Charges	60.00
03/25/2013	Westlaw Information Charges	60.00
		<u>240.00</u>

TOTAL FEES & COSTS 13,736.75

PREVIOUS UNPAID BALANCE \$4,264.00

PLEASE REMIT \$18,000.75

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
4,264.00	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-005M
 STATEMENT NO: 899335

Drafting Pleadings/Litigation/Strategy

FEES

			HOURS	
03/05/2013	JDC	Reviewed inquiries from affected retirees and forwarded to P. Leichtling (.10)	0.10	56.00
03/07/2013	JDC	Prepared materials for meeting with core litigation group (.50); meeting with G. Norrod, J. Kreger, P. Leichtling and S. DeRouse for initial strategy session and review of applicable legal issues to address (1.50)	2.00	1,120.00
03/10/2013	JDC	Choice of law research for initial presentation for Retiree Committee.	2.00	1,120.00
03/12/2013	GN	Confer with P. Leichtling and J. Cohen regarding choice of law issues.	0.30	150.00
	JDC	Meeting with G. Norrod and P. Leichtling regarding choice of law issues (.30); reviewed pleadings in recent 363 cases (.80); researched applicability of 2004 process in Section 1114 actions (1.10)	2.20	1,232.00
03/13/2013	JDC	Meeting with G. Norrod and P. Leichtling regarding research issue (.30).	0.30	168.00
03/15/2013	JDC	Pulled and reviewed Debtors 1114 filings and supporting memos and declarations (2.90); pulled and reviewed Debtors adversary action against Peabody regarding retiree benefits (.30)	3.20	1,792.00
03/16/2013	JDC	Continued review of Debtors 1113/1114 Union Motion (.50)	0.50	280.00
03/21/2013	JDC	Meeting with J. Burnett regarding hearing date issues (.20)	0.20	112.00
03/27/2013	JDC	Started draft of expected Response/Objection to 363 Motion (3.5).	3.50	1,960.00
03/28/2013	JDC	Email to S. Cousins regarding 2004 request.	0.20	112.00
03/29/2013	JDC	Continue to draft brief (1.2).	1.20	672.00
			15.70	8,774.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	15.40	\$560.00	\$8,624.00
GREG NORROD	0.30	500.00	150.00

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-005M

STATEMENT NO: 699335

Drafting Pleadings/Litigation/Strategy

TOTAL FEES & COSTS 8,774.00

PREVIOUS UNPAID BALANCE \$14,252.00

PLEASE REMIT \$23,026.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
14,252.00	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
 04/04/2013
 CLIENT NO: 34165-006M
 STATEMENT NO: 699336

Discovery

FEES

			HOURS	
03/10/2013	JDC	Continued to draft modified discovery requests with respect to Debtors and requests from Retirees (1.0)	1.00	560.00
03/12/2013	SAD	Telephone conference with J. Cohen regarding 2004 motion (.3); call local counsel regarding 2004 local rules (.1); research local procedure and rules for discovery to draft 2004 motion (.8)	1.20	504.00
	JDC	Continued to draft and revise first request for documents (.50); meeting with S. Schreiber regarding discovery on third parties (.20); conf. with S. Derousse regarding 2004 discovery required (.30);	1.00	560.00
03/13/2013	SAD	Call to T. Riske and R. Egman regarding 2004 motion (.2); telephone conference with T. Riske regarding local rules and procedure for discovery (.3); various office conferences with J. Cohen regarding discovery requests (1.0); email to R. Egman (.2); review and revise document requests (.8); email to T. Riske with document requests re local rules (.2)	2.70	1,134.00
	JDC	Meeting with S. DeRousse regarding 2004 requests to Peabody (.20); follow up meeting with s. DeRousse for joint review of publicly available documents reflecting Patriot spin-off toward means of seeking appropriate discovery (.60); followed up with drafting of 2004 request for documents (.70); meeting with S. DeRousse regarding same (.10); continued and finalized first request for documents and information to Debtors (1.0); email to Debtors' counsel regarding same (.10)	2.70	1,512.00
03/14/2013	SAD	Various emails to/from T. Riske and R. Egman regarding Peabody requests (.2); office conference with J. Cohen regarding discovery (.2); office conference with PJL regarding discovery log (.2); telephone conference with R. Egman regarding discovery review.	0.90	378.00
03/15/2013	SAD	Various emails to/from local counsel regarding Peabody discovery.	0.40	168.00
03/18/2013	JDC	Reviewed consent motion (.10); meeting with S. DeRousse regarding Section 2004 Motion regarding Peabody (.30)	0.40	224.00
	SAD	Various emails to/from T. Riske regarding call with Peabody (.2); drat 2004		

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-006M

STATEMENT NO: 699336

Discovery

			HOURS	
		motion (2.9); draft order (.9); review local rules (.5)	4.60	1,932.00
03/19/2013	JDC	Reviewed Objection of Peabody Energy to Rule 2004 Request (.20); communications with local counsel regarding 2004 discovery issues (.20)	0.40	224.00
03/20/2013	JDC	Prepared for 2004 conference with Peabody legal counsel (.20); followed up with tel. conf. with Peabody legal counsel and local counsel to address pending 2004 Motion, review of each 2004 request and efforts to narrow discovery to provide for expedited production (1.20)	1.40	784.00
03/21/2013	JDC	Reviewed proposed Confidentiality Agreement tendered by Debtors and response thereto (.10); tel. conf. with Debtors' counsel(s) regarding outstanding discovery and related issues (1.0);	1.10	616.00
03/22/2013	JDC	Telephone conference with counsel for Peabody (.10); followed up with efforts to place files on CD, drafted cover letter and forwarded same to Peabody (.20).	0.30	168.00
			18.10	8,764.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	8.30	\$560.00	\$4,648.00
SHELLY DEROUSSE	9.80	420.00	4,116.00

TOTAL FEES & COSTS 8,764.00

PLEASE REMIT \$8,764.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

~~STAHL COWEN CROWLEY ADDIS, LLC~~
ATTORNEYS

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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-007M
STATEMENT NO: 699348

Benefit Plan Investigations

FEES

			HOURS	
03/01/2013	PL	Review and cataloguing of Retirees' documents.	2.00	200.00
	PL	Review and cataloguing of Retirees' documents.	2.00	200.00
	JDC	Reviewed historical benefit materials forwarded by affected retiree (.30)	0.30	168.00
03/04/2013	JDC	Reviewed materials forwarded by Affected Retiree and email acknowledgment of same (.20);	0.20	112.00
03/06/2013	PL	Review of memorandum of law re: vested rights, unilateral termination by employer.	1.00	100.00
	JDC	Tel. conf. with R. Vance regarding historical documents (.20)	0.20	112.00
	JDC	Worked on historical benefits database (.50); email to P. Leichtling regarding same (.10);	0.60	336.00
03/07/2013	PL	Meeting with J. Cohen re: Benefit plan investigation, review and analysis of claims.	1.50	150.00
	PL	Cataloguing information and documents from retirees re: Summary Plan descriptions, and company newsletters, pamphlets, fact sheets re: benefits	3.00	300.00
	GN	Participate in team meeting regarding factual background of dispute, key issues, governing statutes and cases, plans and preparations for information gathering and analysis and trial preparation.	1.00	500.00
	JPK	Attend team meeting regarding nature of dispute, governing law and fact gathering and discovery process.	1.50	532.50
03/08/2013	JDC	Meeting with G. Norrod regarding benefits database (.10); efforts to open password protected information provided by Debtors (.20); started overview of plan documents provided (.40); reviewed initial analysis from G. Norrod for substance of initial retiree obtained information (.10); emails with Debtors counsel regarding confidentiality and followed up with search for potential document for use (.10)	0.90	504.00

Patriot Coal Retiree Committee

PAGE: 2

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

HOURS

			HOURS	
	GN	Meet with J. Cohen re benefits materials summary data storage and sorting.	0.10	50.00
	JPK	Legal research regarding interpretation of Section 1114 in multiple jurisdictions.	2.50	887.50
03/09/2013	PL	Cataloguing, and analyzing documents from retirees regarding health care benefits and summary plan descriptions;	2.00	200.00
	JPK	Detail contents of retiree plan documents following review.	1.00	355.00
03/11/2013	PL	Cataloguing, and analyzing documents from retirees regarding health care benefits and summary plan descriptions;	4.50	450.00
03/12/2013	GN	Meeting with P. Leichtling regarding structure and organization of data for use in extracting and using evidence (.50); follow up meeting with J. Cohen and P. Leichtling regarding documents reviewed to-date, database modification to accommodate multiple sources of discovery (.50); review benefits and documentation supplied by Retiree Daniel (3.6).	4.60	2,300.00
	PL	Conference with J.Cohen, G.Norrod re: choice of law issues, and analyzing material submitted by retirees; (.07hr); benefit plan investigation/ review and analysis of documents of retirees(1.6hr)	2.30	230.00
	JDC	Meeting with P. Leichtling regarding database status (.10); follow up meeting with G. Norrod and P. Leichtling regarding documents reviewed to-date, database modification to accommodate multiple sources of discovery (.50); reviewed waiver database update provided by Debtors (.10)	0.70	392.00
	SAD	Review retiree documents.	1.00	420.00
03/13/2013	GN	Review, analyze, and summarize benefits materials supplied by Robert Daniel.	3.70	1,850.00
	JDC	Meeting with G. Norrod regarding status of benefits database (.10); continued review of plan documents reviewed (.90); meeting with P. Leichtling regarding database status (.10); meeting with G. Norrod and P. Leichtling regarding documents reviewed to-date, database modification to accommodate multiple sources of discovery (.50)	1.60	896.00
	GN	Meeting with J. Cohen regarding status of benefits database (.10); meeting with J. Cohen and P. Leichtling regarding documents reviewed to-date, database modification to accommodate multiple sources of discovery (.50)	0.60	300.00

Patriot Coal Retiree Committee

PAGE: 3

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

		HOURS	
	JPK	Review transfer memorandum; legal research regarding impact of memorandum on choice of law.	2.75 976.25
03/14/2013	PL	Benefit plan investigation, review and analysis of two retirees.	1.90 190.00
	JPK	Legal research regarding choice of law and likely jurisdiction to be followed.	3.25 1,153.75
	SAD	Review retiree benefits.	1.10 462.00
03/15/2013	JKB	Meeting with JDC and discuss key ERISA issues, legal standards, key issues, and discovery issued and being received relating to plan.	1.10 456.50
	JDC	Meeting with J. Burnett to review benefit document methodology and status of materials reviewed to-date (1.10)	1.10 616.00
	SAD	Review retiree plan documents and input into chart (2.5); email to PJL regarding documents (.1)	2.60 1,092.00
03/16/2013	SAD	Review benefits plans and correspondence and input into chart.	4.00 1,680.00
03/17/2013	GN	Review, analyze, and summarize documents from R. Daniel.	1.00 500.00
	PL	Benefit plan investigation, review and analysis of materials submitted by retirees.	2.40 240.00
	JDC	Email to all team members regarding benefits analysis (.10); input retiree benefit materials into database template (.80).	0.90 504.00
	SAD	Review benefits plans and correspondence and input into chart.	4.00 1,680.00
03/18/2013	JPK	Meeting with G. Norrod, J. Burnett, S. DeRousse and P. Leichtling to address status of benefit database, efforts to ensure no duplicative entries, methods of coding and formatting of database entries for materials received by affected retirees.	1.00 355.00
	JPK	Review benefits materials provided by multiple retirees.	2.75 976.25
	JKB	Discuss documents and issues w/ list and review w/ PL and JDC (.40); review, note and analyze documents packets from 3 retirees re: PLAN, analyze and summarize key parts of SPDs and communications (4.00); Meeting with G. Norrod, J. Burnett, J. Kreger, Shelly DeRousse and P. Leichtling to address status of benefit database, efforts to ensure no	

Patriot Coal Retiree Committee

PAGE: 4

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

HOURS

		duplicative entries, methods of coding and formatting of database entries for materials received by affected retirees. (1.0).	5.40	2,241.00
	JDC	Followed up with substantive review of legal analysis put into system and notes regarding same for later inclusion in expected legal pleadings (1.40); meeting with J. Burnett relating to benefit language located in material sent in by retiree (.30)	1.70	952.00
	PL	Email correspondence from VEBA Board Members approving spousal eligibility for T. Conrad, email correspondence to Comprehensive Benefits re: approval of spouse eligibility	0.30	30.00
	PL	Meeting with G. Norrod, J. Burnett, J. Kreger, Shelly DeRousse and J. Cohen to address status of benefit database, efforts to ensure no duplicative entries, methods of coding and formatting of database entries for materials received by affected retirees. (1.0); analysis of 6 retiree's materials from company re: benefits.(4.2)	5.20	520.00
	GN	Meeting with P. Leichtling, J. Burnett, J. Kreger, Shelly DeRousse and J. Cohen to address status of benefit database, efforts to ensure no duplicative entries, methods of coding and formatting of database entries for materials received by affected retirees. (1.0);	1.00	500.00
	GN	Reviewing, analyzing and summarizing documents supplied by debtor.	3.70	1,850.00
	SAD	Email to PJJ regarding updated investigation (.1); meeting regarding joint review and status of investigation with JDC, GN, PJJ, JPK, JKB (1.0)	1.10	462.00
03/19/2013	JKB	Review, note, summarize and analyze documents from 3 retirees and initial production from debtor including various benefit statements and summaries (5.9); discuss SPDs and issues related to analysis of documents (.20).	6.10	2,531.50
	PL	Analysis of retiree's materials regarding benefits; documents produced by debtor.	1.60	160.00
	JPK	Review materials provided by retirees.	1.00	355.00
	SAD	Review retirement documents from retirees.	2.00	840.00
03/20/2013	JKB	Review and analyze documents from retirees and initial production from debtor (1.80); discuss documents analysis and related summaries and content w/ JDC and PL (.50).	2.30	954.50

Patriot Coal Retiree Committee

PAGE: 5

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

		HOURS	
	JDC Meeting with P. Leichtling to review status of benefits analysis (.20); meeting with J. Kreger regarding status of benefits analysis (.20)	0.40	224.00
	PL Review and analysis of health care plans produced by debtor.	7.30	730.00
	JPK Review documents provided by retiree.	1.75	621.25
	GN Review, analyze, and summarize documents supplied by former Peabody/Patriot employees to determine effect on ability to terminate plans (3.7); review analysis to-date to ensure analysis of team consistently documented and format of data is repeatable and usable (.8).	4.50	2,250.00
03/21/2013	JDC Meeting with P. Leichtling to review status of benefits analysis (.20);	0.20	112.00
	PL Review and analysis of health care plans produced by debtor and two retirees	3.80	380.00
	JPK Review documents provided by multiple retirees.	2.75	976.25
	JKB Discuss ongoing issues and document analysis w/ JDC (.30); review and analyze documents for retirees and debtor production (6.00).	6.30	2,614.50
	GN Review, analyze and summarize documents provided by retirees to determine effect on debtor's ability to terminate plans.	6.20	3,100.00
03/22/2013	JKB Review, note and analyze retiree documents and debtor first production, pull key language from SPD (4.0); correspondence w/ JDC and JPK re: documents / production (.20).	4.20	1,743.00
	JPK Review retiree plan documents and input data into chart (.5).	0.50	177.50
03/23/2013	JKB Review, note, analyze and catalogue documents from debtor and retirees, including various plans and summaries (3.3).	3.30	1,369.50
	JDC Reviewed nine sets of materials sent in by retirees and input work product into database (1.3).	1.30	728.00
03/24/2013	JKB Review, note, analyze and catalogue documents produced by debtor, including various plans and summaries.	5.20	2,158.00
	JDC Reviewed seven sets of materials sent in by retirees and input work product into database.	1.60	896.00

Patriot Coal Retiree Committee

PAGE: 6

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

			HOURS	
03/25/2013	JKB	Correspondence and work with PJL and JDC re: production review and analysis (.60); Review, note, analyze and catalogue documents produced by retirees and debtor, including various plans, memos and summaries (6.70).	7.30	3,029.50
	JDC	Telephone conference with J. Burnett regarding benefit document review (.20); reviewed Debtor's supplemental production of actuarial reports (1.00).	1.20	672.00
	PL	Review and analysis of materials sent by 10 Retirees re: health and life benefits.	7.30	730.00
	JPK	Review retiree plan documents and analyze same.	1.75	621.25
03/26/2013	JKB	Review, analyze and catalogue documents from debtor and 3 retirees, including various plans and summaries, and update key documents reviewed re: SPD/Plans (5.2).	5.20	2,158.00
	PL	Review and analysis of materials sent by 8 Retirees re: health and life benefits (5.4).	5.40	540.00
	JPK	Review documents provided by multiple retirees (1.5).	1.50	532.50
03/27/2013	GN	Review, analyze and summarize documents from debtor to determine effect on ability to terminate plans (2.6).	2.60	1,300.00
	JKB	Review, note, and analyze documents from debtor and 4 retirees, including various plans, letters, and summaries (5.5).	5.50	2,282.50
	JDC	Meeting with P. Leichtling regarding benefits analysis (.10); review of email from J. Burnett and follow up meeting regarding life insurance language (.20).	0.30	168.00
	JDC	Continued review of Plan Analysis database with markups of particular plans of interest (3.0).	3.00	1,680.00
	PL	Review and analysis of materials sent by 8 Retirees re: health and life benefits	6.80	680.00
	JPK	Review documents provided by retirees.	2.50	887.50
03/28/2013	JKB	Discuss Plan issues/analysis and retiree docs w/ PJL and JDC (.30); Review, note, analyze and summarize key provisions of documents, including various plans, statements and summaries (6.0).	6.30	2,614.50

Patriot Coal Retiree Committee

PAGE: 7

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

		HOURS	
	PL	Review and analysis of materials sent by 5 Retirees re: health and life benefits; organizing and assembling documents produced by debtor on INLINKS.com	5.10 510.00
03/29/2013	GN	Review, analyze and summarize documents from debtor to determine effect on ability to terminate plans.	2.40 1,200.00
	PL	Review and analysis of materials sent by 3 Retirees re: health and life benefits; updating data to master summary of Retiree's materials and health coverage plans.	2.80 280.00
	JPK	Review documents provided by two retirees.	1.80 639.00
	JKB	Review, note, analyze and summarize/catalogue documents and key provisions from 3 retirees, including various plans, communications and summaries.	3.10 1,286.50
03/30/2013	GN	Review additional debtor documents (.8); cross-referencing documents reviewed against set in possession to avoid duplication and provide team clear listing of already-reviewed materials (.4).	1.20 600.00
	JKB	Review, note, analyze and summarize/catalogue documents from retirees, including various plans, communications, booklets, memos and summaries.	3.60 1,494.00
	PL	Review and analysis of materials sent by 3 Retirees re: health and life benefits;	2.00 200.00
03/31/2013	GN	Review, analyze and summarize plan materials provided by retirees to determine effect on ability of debtor to terminate plans.	1.40 700.00
	JKB	Review, note, and analyze documents from retirees, including various plans, communications, statements and summaries.	1.40 581.00
		<u>230.80</u>	<u>77,289.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	16.20	\$560.00	\$9,072.00
GREG NORROD	34.00	500.00	17,000.00
JEREMY P. KREGER	28.30	355.00	10,046.50
SHELLY DEROUSSE	15.80	420.00	6,636.00
PAMELA LEICHTLING	70.20	100.00	7,020.00
JOHN K. BURNETT, III	66.30	415.00	27,514.50

Patriot Coal Retiree Committee

PAGE: 8

04/04/2013

CLIENT NO: 34165-007M

STATEMENT NO: 699348

Benefit Plan Investigations

TOTAL FEES & COSTS 77,289.00

PREVIOUS UNPAID BALANCE \$7,770.00

PLEASE REMIT \$85,059.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
7,770.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC
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: 34165-008M
STATEMENT NO: 699338

Negotiations

FEES

			HOURS	
03/05/2013	JDC	Tel. conf. with E. Moskowitz regarding Committee formation (.10)	0.10	56.00
03/07/2013	JDC	Email to E. Moskowitz regarding request for list of retirees (.10); completed engagement letter and forwarded to L. Wills for review (.70)	0.80	448.00
03/21/2013	JDC	Reviewed and responded to email from E. Moskowitz (.30)	0.30	168.00
			1.20	672.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	1.20	\$560.00	\$672.00

TOTAL FEES & COSTS 672.00

PREVIOUS UNPAID BALANCE \$4,200.00

PLEASE REMIT \$4,872.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
4,200.00	0.00	0.00	0.00	0.00	0.00

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: 34165-009M
 STATEMENT NO: 699339

Retention/Fee Applications

FEES

			<u>HOURS</u>	
03/06/2013	JDC	Started drafting of retention application, declaration and associated required conflict check (2.50).	2.50	1,400.00
03/08/2013	JDC	Completed Engagement letter and forwarded to L. Wills for execution.	0.50	280.00
03/20/2013	JDC	Communications with client and local counsel regarding Retention Application (.10)	0.10	56.00
03/26/2013	JDC	Started draft of First Monthly Application for Compensation.	1.00	560.00
03/27/2013	JDC	Continued drafting of First Monthly Application for Compensation.	<u>1.80</u>	<u>1,008.00</u>
			5.90	3,304.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	5.90	\$560.00	\$3,304.00

TOTAL FEES & COSTS 3,304.00

PREVIOUS UNPAID BALANCE \$224.00

PLEASE REMIT \$3,528.00

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
224.00	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC
ATTORNEYS

12th Floor
55 West Monroe Street
Chicago, IL 60603

312.641.0060
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Patriot Coal Retiree Committee

PAGE: 1
04/04/2013
CLIENT NO: 34165-010M
STATEMENT NO: 699340

Expenses

FEEES

			HOURS	
03/10/2013	JDC	Travel from Chicago to Charleston WV (through New York).	4.00	1,120.00
03/11/2013	JDC	Return travel from Charleston, WV (via DC) to Chicago.	7.00	1,960.00
			11.00	3,080.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	11.00	\$280.00	\$3,080.00

COSTS

03/10/2013	Airfare JDC to WV for Committee Meeting (inc. lodging)	1,339.18
03/11/2013	Parking, JDC while meeting with Committee	58.00
03/11/2013	Meal, JDC Airport	27.35
03/12/2013	Taxi, JDC Hotel/Airport WV	60.00
03/12/2013	Taxi, JDC Airport/Home	73.00
		1,557.53

TOTAL FEES & COSTS 4,637.53

PREVIOUS UNPAID BALANCE \$3,990.07

PLEASE REMIT \$8,627.60

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
3,990.07	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

**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

**EXHIBIT A(3)
FINAL APPLICATION OF STAHL COWEN CROWLEY ADDIS LLC**

**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

**FOURTH 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 APRIL 1, 2013 THROUGH April 20, 2013**

EXHIBIT A

STAHL COWEN CROWLEY ADDIS LLC
ATTORNEYS

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-001M
 STATEMENT NO: 701252

Case Administration

FEEES

		HOURS		
04/24/2013	JDC Meeting with P. Leichtling regarding project to return plan materials to retirees who forwarded them to Committee (.20)	0.20	112.00	
		<u>0.20</u>	<u>112.00</u>	

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	0.20	\$560.00	\$112.00

COSTS

04/23/2013	Video Instanter- VHS Video Conversion	25.00
		<u>25.00</u>
TOTAL FEES & COSTS		137.00
PREVIOUS UNPAID BALANCE		\$8,313.00

PAYMENTS

04/30/2013	Payment on account	-6,594.86
PLEASE REMIT		<u>\$1,855.14</u>

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
1,718.14	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC
ATTORNEYS

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

312.641.0060
 312.641.6959 Fax

Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-002M
 STATEMENT NO: 701253

Communication Committee

FEES

			HOURS	
04/01/2013	JDC	Tel. conf. with Retiree Committee regarding case status, benefits analysis, communications with Peabody, communications with Patriot (1.50).	1.00	560.00
04/02/2013	JDC	Email to Retiree Committee regarding 363 filing (.10); followed up initial analysis of filing (.50); additional email to Retiree Committee with additional analysis (.30).	0.90	504.00
04/04/2013	JDC	Provided analysis to Retiree Committee of 363 Filing (.80); followed up with update after additional information provided by Debtors (.30); email to L. Wills (.10)	1.20	672.00
04/09/2013	JDC	Tel. conf with Patriot Retiree Committee regarding case strategy, applicable legal standards, status on research and drafting and related historical matters (2.1); reviewed email from E. Wills (.10)	1.20	672.00
04/15/2013	JDC	Tel. conf. with Retiree Committee to discuss pleadings and settlement (1.0); followed up with email to Retiree Committee regarding updated benefit numbers and settlement issues (.50); ; tel. conf. with L. Wills regarding life insurance issues (.30)	1.80	1,008.00
04/16/2013	JDC	Tel. conf. call with Retiree Committee regarding settlement (1.10); email to L. Wills regarding COBRA (.10)	1.20	672.00
04/18/2013	JDC	Tel. conf. with L. Wills (.20), Tel. conf. with J. Gillenwater (.20); tel. conf. with H. Green (.10), tel. conf. with J. Knabb (.30), Tel. conf. with M. Phipps (.20); email to Retiree Committee regarding update on settlement (.10); tel. conf. with Retiree Committee to discuss final offer from Debtors (1.80);	3.00	1,680.00
04/19/2013	JDC	Multiple communications with each Retiree Committee member regarding updates to settlement negotiations (3.70)	3.70	2,072.00
04/20/2013	JDC	Email to retiree committee regarding update on negotiations with Debtors (.30); engaged in individual communications with each Retiree Committee member regarding same negotiations (1.90);	2.20	1,232.00
04/22/2013	JDC	Emails with E. Wills regarding COBRA questions.	0.20	112.00

Patriot Coal Retiree Committee

Communication Committee

PAGE: 2
 05/01/2013
 CLIENT NO: 34165-002M
 STATEMENT NO: 701253

			HOURS	
04/23/2013	JDC	Drafted update for Retiree Website to provide information about resolution with Debtors	1.20	672.00
04/29/2013	JDC	Tel. conf. with E. Wills (.10)	0.10	56.00
04/30/2013	JDC	Email with E. Wills regarding COBRA question (.10); continued draft of options for Retiree Committee with respect to application of settlement funds (.40)	0.50	280.00
			<u>18.20</u>	<u>10,192.00</u>

<u>ATTORNEY</u>	<u>RECAPITULATION</u>		
JON D. COHEN	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
	18.20	\$560.00	\$10,192.00

TOTAL FEES & COSTS 10,192.00

PREVIOUS UNPAID BALANCE \$13,854.00

PAYMENTS

04/30/2013 Payment on account -10,990.64

PLEASE REMIT \$13,055.36

<u>PAST DUE AMOUNTS</u>					
<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
2,883.36	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

STAHL COWEN CROWLEY ADDIS LLC
ATTORNEYS

12th Floor
 55 West Monroe Street
 Chicago, IL 60603

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 312.641.6959 Fax

Patriot Coal Retirees Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-003M
 STATEMENT NO: 701254

Communications/Retirees

FEES

			HOURS	
04/01/2013	JDC	Responded to email from retiree inquiring about MPR account of Peabody (.10).	0.10	56.00
04/04/2013	JDC	Email to G. Tippner regarding benefits at issue (.10).	0.10	56.00
04/08/2013	JDC	Tel. conf. with retiree having questions about Proof of Claims (.20); email to retiree regarding offer to provide materials (.10).	0.30	168.00
04/17/2013	JDC	Email response to affected retiree re: possible discovery materials.	0.10	56.00
04/24/2013	JDC	Revised draft letter to retirees (.20);	0.20	112.00
04/30/2013	JDC	Reviewed additional correspondence received from Retirees (.40)	0.40	224.00
			<u>1.20</u>	<u>672.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	1.20	\$560.00	\$672.00

TOTAL FEES & COSTS 672.00

PREVIOUS UNPAID BALANCE \$14,260.50

PAYMENTS

04/30/2013 Payment on account -11,313.12

PLEASE REMIT \$3,619.38

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
2,947.38	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-004M
 STATEMENT NO: 701255

Research

FEES

			HOURS	
04/02/2013	JDC	Researched citations in Debtors' Motion.	1.50	840.00
04/12/2013	JDC	Research regarding limits on brief sizes and review of Debtors motion to exceed limit.	0.20	112.00
04/15/2013	JDC	Completed research on Response to Motion to Terminate Benefits	0.50	280.00
04/18/2013	JDC	reviewed stipulated pretrial order re: 1114 (0.10)	0.10	56.00
04/19/2013	JDC	Reviewed draft Notice of Matters Scheduled for hearing on 4/23/13	0.10	56.00
04/20/2013	JDC	Tel. conf. with S. Schreiber regarding necessary wording to bind reorganized debtors (.40); modification of proposed draft order (.20)	0.60	336.00
			<u>3.00</u>	<u>1,680.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	3.00	\$580.00	\$1,680.00

TOTAL FEES & COSTS 1,680.00

PREVIOUS UNPAID BALANCE \$18,000.75

PAYMENTS

04/30/2013	Payment on account	-240.00
04/30/2013	Payment on account	-14,089.94
	TOTAL PAYMENTS	<u>-14,329.94</u>
	PLEASE REMIT	<u>\$5,350.81</u>

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
3,670.81	0.00	0.00	0.00	0.00	0.00

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PAGE: 1
 05/01/2013
 CLIENT NO: 34165-005M
 STATEMENT NO: 701258

Drafting Pleadings/Litigation/Strategy

FEES

		HOURS	
04/02/2013	JDC Reviewed 363 Motion filed by Debtors and associated Declaration (1.80); follow up email questions to Debtors counsel regarding plans at issue (.20);	2.00	1,120.00
04/03/2013	JPK Review 363 motion and related correspondence.	1.25	443.75
04/04/2013	JKB Meeting and discussion w. JDC re: brief and drafting of arguments and analysis(1.10); begin pulling, organizing and reviewing relevant docs for Eastern Plan for brief (2.0); outline argument and discuss issues w/ JDC (1.9).	5.00	2,075.00
	JDC Continued drafting of response to Debtors 363 Motion.	3.00	1,680.00
04/05/2013	JKB Draft and revise arguments re: eastern plans.	2.00	830.00
	JDC Reviewed Exhibits cited in Motion for use in Response to Debtors 363 Motion (2.10); continued to draft Response (3.2)	5.30	2,868.00
	JPK Draft pro hac vice motion.	0.30	106.50
	JPK Draft portion of response brief.	1.75	621.25
04/06/2013	JKB Outline / draft EEAC arguments.	1.00	415.00
04/08/2013	JKB Draft and revise EEAC arguments.	6.00	2,490.00
	JPK Draft portion of response brief.	1.25	443.75
	JDC Continued to draft Response to Motion to Terminate Benefits (3.0); meeting with drafting team to go over Response progress and to assign new sections for briefing (.50); meeting with J. Kreger regarding format of section required for Response (.20); meeting with J. Burnett regarding EEAC section of Response (.20)	3.90	2,184.00
	GN Drafting opposition to debtors; motion to allow termination of Peabody legacy plans (5.80); team meeting re same (.50).	6.30	3,150.00

Patriot Coal Retiree Committee

PAGE: 2
 05/01/2013
 CLIENT NO: 34185-005M
 STATEMENT NO: 701256

Drafting Pleadings/Litigation/Strategy

			HOURS	
04/09/2013	JKB	Discuss arguments and issues w/ JDC (1.30); draft, review and revise arguments on various eastern plans from 58-04 (5.20).	6.50	2,697.50
	JPK	Conference with J. Cohen regarding portion of brief regarding Amherst Coal (.20); revise same (1.0).	1.20	426.00
04/10/2013	JKB	Correspondence w/ JDC re: brief and arguments (.30); discuss arguments and issues w/ P.J.L. (.40).	0.70	290.50
	JDC	Continued to draft and revise Response to Motion to Terminate Benefits	4.00	2,240.00
	GN	Draft and finalize argument regarding Magnum plan; receipt and review of Arch coal video presentation re retirement plans in 1998.	4.60	2,300.00
04/11/2013	JKB	Correspondence w/ JDC and P.J.L. re: response and arguments (.30); review EEAC issues (.50).	0.80	332.00
	JPK	Draft section of response to 363 Motion.	1.75	621.25
	JDC	Continued to draft and revise Response to Motion to Terminate Benefits.	5.20	2,912.00
04/12/2013	JKB	Correspondence w/ JDC re: arguments and general plan issues and language (.40); research caselaw re: arguments and interpretations under 8th Circuit law, create Internal memo of same (1.10).	1.50	622.50
	JPK	Conference with J. Cohen regarding response brief; edit same.	0.75	266.25
	JDC	Continued to draft and revise Response to Motion to Terminate Benefits (5.80); started Motion for Leave to File Brief Beyond Page Limitations (.50)	6.30	3,528.00
04/14/2013	JDC	Continued to draft and modify Response to Motion to Terminate Benefits.	4.80	2,688.00
04/15/2013	JKB	Review and revise brief re: vesting / plans; correspondence w/ JDC re: same (5.0); review potential exhibits and documents from retirees for attachment (1.50)	6.50	2,697.50
	JDC	Continued drafting of Response to Motion to Terminate Benefits	3.90	2,184.00
04/16/2013	JKB	Discuss revisions and final adjustments to brief w/ JDC (.50); locate SPD / potential exhibits (1.0).	1.50	622.50
	JDC	Completed Annex (.10); completed Motion for Leave to File Brief in Excess of Page Limitations (.50); review of voluntary separation documents for brief		

Patriot Coal Retiree Committee

Drafting Pleadings/Litigation/Strategy

PAGE: 3
 05/01/2013
 CLIENT NO: 34165-005M
 STATEMENT NO: 701256

		HOURS	
	(.60); completed Response to Motion to Terminate Benefits (2.50); emails to local counsel regarding filing (.10); inquiry of Debtor with respect to certificate of service required on Response to Motion and forwarding of same to local counsel (.10)	3.30	1,848.00
04/18/2013	JKB Correspondence w/ JDC re: settlement, strategy and status.	0.20	83.00
04/19/2013	JKB Correspondence w/ JDC re: brief and arguments and potential use of documents and argument	1.20	498.00
04/20/2013	SNS Telephone conference with J. Cohen regarding order.	0.25	123.75
04/22/2013	JKB Discuss settlement and strategy w/ JDC.	1.00	415.00
	JDC Prepared materials for Omnibus hearing appearance.	0.30	168.00
04/23/2013	JDC Came to Court for pre-hearing meetings, and for entry of Order resolving Motion to Terminate Retiree Benefits (2.0)	2.00	1,120.00
		<u>97.30</u>	<u>47,211.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	44.00	\$560.00	\$24,640.00
GREG NORROD	10.90	500.00	5,450.00
SCOTT N. SCHREIBER	0.25	495.00	123.75
JEREMY P. KREGER	8.25	355.00	2,928.75
JOHN K. BURNETT, III	33.90	415.00	14,068.50

TOTAL FEES & COSTS 47,211.00

PREVIOUS UNPAID BALANCE \$23,028.00

PAYMENTS

04/30/2013 **Payment on account** -18,266.96

PLEASE REMIT \$51,970.04

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PAGE: 1
 05/01/2013
 CLIENT NO: 34165-008M
 STATEMENT NO: 701257

Discovery

FEEES

			HOURS	
04/10/2013	JDC	Tel. conf. with S. Sokofsky regarding 2004 production; followed up with reviewed of 2004 materials produced by Peabody	1.75	980.00
04/11/2013	JDC	Tel. conf. with S. Pikosky regarding 2004 discovery materials (.30); followed up with review of materials forwarded by email (1.0)	1.30	728.00
04/16/2013	JDC	Started search and review of materials potentially required to be produced to Debtors in satisfaction of 3/21/13 discovery requests	4.00	2,240.00
04/17/2013	JDC	Continued search for and identification of responsive discovery materials (1.50)	1.50	840.00
04/18/2013	JDC	Continue search for responsive materials out outstanding discovery requests.	0.80	448.00
			<u>9.35</u>	<u>5,236.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	9.35	\$560.00	\$5,236.00

TOTAL FEES & COSTS 5,236.00

PREVIOUS UNPAID BALANCE \$8,764.00

PAYMENTS

04/30/2013 Payment on account -6,952.65

PLEASE REMIT \$7,047.35

FAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
1,811.35	0.00	0.00	0.00	0.00	0.00

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Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-007M
 STATEMENT NO: 701258

Benefit Plan Investigations

FEES

			HOURS	
04/01/2013	JKB	Review, note, and analyze documents from 3 retirees, including various communications, plans and summaries (6.20); correspondence w/ JDC and P.JL re: document production, review, analysis and coding (.40).	6.60	2,739.00
	PL	Review and Analysis of materials sent by retirees re: healthcare benefits, updating master summary document with analysis of debtors' materials.	3.70	370.00
	PL	Review and Analysis of materials sent by retirees re: healthcare benefits	1.70	170.00
	JDC	Reviewed materials send in by retirees and put analysis into database (1.0).	1.00	580.00
	GN	Reviewing and analyzing documents supplied by retirees.	3.70	1,850.00
04/02/2013	JKB	Review, note, analyze documents from debtor and 6 retirees, including various plans and summaries (6.50); discuss production and strategy w/ JDC (.20).	6.70	2,780.50
	JDC	Reviewed materials send in by retirees and put analysis into database (1.00); meeting with J. Burnett to modify database analysis going forward (.10); meeting with J. Kreger to modify database analysis going forward (.10);	1.30	728.00
	GN	Review and analyze documents supplied by J. Price; summarize same.	1.50	750.00
04/03/2013	JKB	Review, note, and analyze documents from 3 retirees, including various plans and summaries (2.80); review and discuss debtor brief w/ JDC, along with arguments and issues re: documents produced (1.0).	3.80	1,577.00
	PL	Review and analysis of retiree's materials from Debtor Company and subsidiaries re: health care plans and life insurance.	2.00	200.00
04/04/2013	JKB	Review, note, analyze documents from multiple retirees, including various plans and communications (1.20) and discuss production / plan w/ P.JL and GN (.10).	1.30	539.50
	PL	Review and analysis of debtor's materials in support of Motion to		

Patriot Coal Retiree Committee

PAGE: 2
 05/01/2013
 CLIENT NO: 34165-007M
 STATEMENT NO: 701258

Benefit Plan Investigations

		HOURS	
	Terminate Benefits to Salaried NON union employees re: health care plans and life insurance	2.00	200.00
	JPK Review additional plan documents provided by retirees.	3.50	1,242.50
04/05/2013	PL Review of Debtor's Motion to Terminate Benefits to non union salaried employees, and analysis of retiree's materials from Debtor Company and subsidiaries re: health care plans and life insurance,	1.90	190.00
	SAD Review employee/retiree records and create chart of evidence.	4.00	1,680.00
04/08/2013	SAD Review retiree documents.	0.60	252.00
	PL Drafting response to Debtor's motion to terminate Eastern Associated Coal Corp. health care benefits for disabled employees and surviving spouses, (4.1hr) conference with J. Cohen, G. Norrod, Jack Burnett re: Debtor's arguments and analysis (.4hr)	4.50	450.00
04/09/2013	PL Benefit plan investigation, review and analysis of retirees' materials, (2.0hr); Drafting response to Debtor's motion to terminate Catastrophic Group health plans for salaried employees terminated through a reduction in work force.(1.0hr)	3.00	300.00
	JPK Review additional plan documents provided by retirees.	2.25	798.75
	JDC Reviewed first 2004 production from Peabody (1.0)	1.00	560.00
04/10/2013	PL Benefit plan investigation, review and analysis of retirees' materials, (2.5hr); Drafting response to Debtor's motion to terminate Catastrophic Group health plans for salaried employees terminated through a reduction in work force. (1.5hr)	4.00	400.00
04/11/2013	PL Benefit plan investigation, review and analysis of retirees' materials.	2.90	290.00
04/15/2013	PL Drafting brief in support of Retiree's argument of vesting benefits; analysis of and compilation of exhibits in support of brief.	3.30	330.00
04/16/2013	JKB Review, note and organize documents, plans and communications from various retirees re: benefits and vesting.	4.20	1,743.00
04/17/2013	JPK Review additional documents provided by retirees.	1.50	532.50
	JKB Review, note and categorize retiree documents, plans, communications and		

Patriot Coal Retirees Committee

PAGE: 3
 05/01/2013
 CLIENT NO: 34165-007M
 STATEMENT NO: 701258

Benefit Plan Investigations

			HOURS	
memos re: benefits.			3.30	1,389.50
04/18/2013	JKB	Review, note and categorize documents, plans and communications from various retirees and spouses.	4.30	1,784.50
04/19/2013	JKB	Review and note retiree documents, plans and correspondence received from numerous retirees re: potential use in supplement / argument.	2.30	954.50
04/22/2013	JKB	Review, note, and organize original plans, memos, and other documents from various retirees per discussion w/ JDC and return of same per retiree requests.	2.00	830.00
04/23/2013	JKB	Review and organize original files from Retirees re: plans and return of same.	2.00	830.00
			<u>85.85</u>	<u>27,001.25</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	3.30	\$580.00	\$1,848.00
GREG NORROD	5.20	500.00	2,600.00
JEREMY P. KREGER	7.25	355.00	2,573.75
SHELLY DEROUSSE	4.60	420.00	1,932.00
PAMELA LEICHTLING	28.00	100.00	2,900.00
JOHN K. BURNETT, III	36.50	415.00	15,147.50

TOTAL FEES & COSTS 27,001.25

PREVIOUS UNPAID BALANCE \$85,059.00

PAYMENTS

04/30/2013 Payment on account -67,478.91

PLEASE REMIT \$44,581.34

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
17,580.09	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

A(3) Pg 15 of 21
STAHL COWEN CROWLEY ADDIS LLC
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Patriot Coal Retiree Committee

PAGE: 1

05/01/2013

CLIENT NO: 34185-008M

STATEMENT NO: 701259

Negotiations

FEES

			HOURS	
04/04/2013	JDC	Communications with J. Agostinho regarding interpretation of certain benefit information in 363 Motion (.20); email to same regarding Pre-March 1990 plans (.10); email to J. Agostinho regarding scope of relief sought (.10);	0.40	224.00
04/09/2013	JDC	Tel. conf. with Debtors' counsel regarding possible settlement (.30);	0.50	280.00
04/10/2013	JDC	Email to M. McGreal regarding EACC plan question (0.10).	0.10	58.00
04/12/2013	JDC	Communications with B. Resnick regarding settlement (.20); follow up email from same regarding specifics on claim amount (.10);	0.30	168.00
04/15/2013	JDC	Tel. conf. with Debtors' counsel regarding COBRA issues (.30); tel. conf. with Debtors counsel regarding OPEB numbers and settlement dynamics (.20); emails with J. Agostinho requesting clarification of OPEB numbers (.20); tel. conf. with J. Agostinho regarding same (0.10)	0.80	448.00
04/16/2013	JDC	Email to B. Resnick to provide advanced draft copy of Response to Motion (.10); Tel. conf. call with Debtors' counsel regarding settlement (.20); follow up conf. with B. Resnick regarding settlement (.20)	0.50	280.00
04/17/2013	JDC	Multiple telephone conferences with Liz Wills regarding settlement negotiations (.5); multiple telephone conferences with Debtor's legal counsel regarding settlement negotiations (.70); drafted updated analysis to Retiree Committee (.5)	1.70	952.00
04/18/2013	JDC	Tel. conf. with B. Resnick regarding settlement (.20); followed up with another call with B. Resnick regarding same (.10); tel. conf. with R. Aizin regarding COBRA issues and VEBA issues (.40); followed up with email to R. Aizen in response to request for VEBA research toward settlement issues (.20); email to B. Resnick regarding settlement terms;	0.90	504.00
04/19/2013	JDC	Tel. conf. with M. McGreal (.20); follow up conf. with same (.10); telephone conferences with B. Resnick toward reaching settlement terms (2.0)	2.30	1,288.00
04/20/2013	JDC	Review and response to email from M. McGreal regarding settlement terms		

Patriot Coal Retiree Committee

PAGE: 2
 05/01/2013
 CLIENT NO: 34185-008M
 STATEMENT NO: 701259

Negotiations

			HOURS	
		(.10); review and response to follow up email. (.10); reviewed third proposed modification (.10); updated to local counsel regarding settlement status (.10)	0.30	168.00
04/21/2013	JDC	Reviewed additional comments on draft order sent by M. McGreal and response thereto. (.10)	0.10	56.00
04/22/2013	JDC	Reviewed and responded to email from Debtors regarding proposed change to agreed Order	0.10	56.00
04/24/2013	JDC	Tel. conf. with Debtors' counsel regarding letter sought to be sent by Retiree Committee to Affected Retirees.	0.20	112.00
04/25/2013	JDC	Tel. conf. with Debtors' counsel regarding delay in mailing to affected retirees.	0.10	56.00
04/29/2013	JDC	Email to J. Agostinho regarding outstanding actuarial payment information (.10)	0.10	56.00
			8.40	4,704.00

<u>ATTORNEY</u>	<u>RECAPITULATION</u>		<u>TOTAL</u>
JON D. COHEN	<u>HOURS</u>	<u>RATE</u>	
	8.40	\$560.00	\$4,704.00

TOTAL FEES & COSTS 4,704.00

PREVIOUS UNPAID BALANCE \$4,872.00

PAYMENTS

04/30/2013 Payment on account -3,865.05

PLEASE REMIT **\$5,710.95**

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
1,006.95	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

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Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-009M
 STATEMENT NO: 701260

Retention/Fee Applications

FEEES

			HOURS	
04/01/2013	JDC	Worked on invoices to comply with local billing requirements for applications (.50).	0.50	280.00
04/05/2013	JDC	Made final revisions to First, Second and Third Monthly Fee applications and forwarded to local counsel for filing.	0.50	280.00
04/20/2013	JDC	Drafted Retention Order for SCCA application and forwarded same to Debtors for comment (1.0); drafted certificate of no objection (.30)	1.30	728.00
04/21/2013	JDC	Email to T. Riske regarding Order granting retention.	0.10	56.00
			<u>2.40</u>	<u>1,344.00</u>

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	2.40	\$560.00	\$1,344.00

TOTAL FEES & COSTS 1,344.00

PREVIOUS UNPAID BALANCE \$3,528.00

PAYMENTS

04/30/2013 Payment on account -2,798.83

PLEASE REMIT \$2,073.17

PAST DUE AMOUNTS

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
729.17	0.00	0.00	0.00	0.00	0.00

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

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Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-010M
 STATEMENT NO: 701281

Expenses

FEES

			HOURS	
04/22/2013	JDC	Travel from Chicago to St. Louis.	5.00	2,800.00
04/23/2013	JDC	Return travel from St. Louis to Chicago	5.00	2,800.00
			<u>10.00</u>	<u>5,600.00</u>

RECAPITULATION

ATTORNEY	HOURS	RATE	TOTAL
JON D. COHEN	10.00	\$560.00	\$5,600.00

(2,800.00) Discount

COSTS

03/19/2013	Real Docs/SEC filings for Patriot Spin Off	67.00
04/05/2013	Website hosting for Retiree Site	8.99
04/22/2013	JDC Meal- Airport	4.42
04/22/2013	Airfare and Hotel package for JDC from Chicago to St. Louis (4/22-23)	424.63
04/22/2013	Cab from Chicago to O'Hare	50.00
04/22/2013	Cab from St. Louis Airport to Hotel	50.00
04/22/2013	JDC- Hotel Meal (discounted down)	30.00
04/23/2013	JDC Meal- Airport	20.00
04/23/2013	Train from St. Louis to Airport	3.00
04/23/2013	Cab from O'Hare to Deerfield	70.00
		<u>728.04</u>

TOTAL FEES & COSTS

6,328.04
(2,300.00)
\$8,627.60

PREVIOUS UNPAID BALANCE

PAYMENTS

04/30/2013	Payment on account	-1,557.53
04/30/2013	Payment on account	-910.07
04/30/2013	Payment on account	-4,886.84
	TOTAL PAYMENTS	-7,354.44

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Patriot Coal Retiree Committee

PAGE: 1
 05/01/2013
 CLIENT NO: 34165-011M
 STATEMENT NO: 701262

VEBA/Benefits Organization

FEES

			HOURS	
04/18/2013	JDC	Research for investigation of using HRA for life insurance per requested by Committee (1.0); research regarding application of expected settlement monies for HRA and projected overhead estimates (1.10).	<u>2.10</u>	<u>1,178.00</u>
			2.10	1,178.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	2.10	\$560.00	\$1,178.00

TOTAL FEES & COSTS **1,178.00**

PLEASE REMIT **\$1,178.00**

PLEASE NOTE CLIENT AND STATEMENT NUMBER WITH PAYMENT.

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

FIFTH MONTHLY APPLICATION OF STAHL

COWEN CROWLEY ADDIS LLC, COUNSEL

EXHIBIT A

Notes:

- Hold - Do not Bill
- Reprint with Edits
- Finalize with Edits
- Finalize

Patriot Coal Retiree Committee

Statement Date: 09/03/13
 Statement No. 706087
 Account No. 34165.011

Page: 1

set up
 RE: VEBA/Benefits Organization

PREBILL

FEES

			<u>RATE</u>	<u>HOURS</u>	
07/01/2013	JDC	Tel. conf. with L. Wills to jointly review participant data for VEBA enrollment and follow up analysis of same toward ends of determining eligible participants.	560.00	4.00	2,240.00
07/09/2013	JDC	Continued to draft and revise Excel models; drafted letter to Retirees about VEBA; completed memorandum to Refiree Committee about VEBA set up.	560.00	6.00	3,360.00
07/15/2013	JDC	Tel. conf. with Committee to plan VEBA Trust (4.50); inquiry to S. Cousins regarding Peabody.	560.00	4.50	2,520.00
07/16/2013	JDC	Made modification to letter to Retiree describing VEBA (1.0); completed 1st draft of VEBA Trust Agreement (4.0); modified Motion to present VEBA to Court (1.0); tel. conf. with various Patriot legal counsel regarding aforementioned issues and notice of request to use life insurance payment stream (.50).	560.00	6.50	3,640.00
	JDC	Tel. conf. with R. Aizen, and other Debtors regarding VEBA issues (.50).	560.00	0.50	280.00
07/17/2013	JDC	Tel. conf. with L. Wills regarding Medicare Part B & D issues and VEBA Trust trustee selection issues (.50); email with H. Green regarding VEBA issues (.10)	560.00	0.60	336.00
07/29/2013	JDC	Tel. conf. with R. Aizen and L. Wills regarding participant data for VEBA enrollment and calculations (.50); followed up with continued revisions of Motion for VEBA Approval (1.0); tel. conf. with L. Wills regarding modification of letter to Retirees concerning VEBA and modification of same thereafter (.50); communications with Debtors' counsel regarding suggested revisions to VEBA Motion and VEBA letter and follow up to modify same (.50); communications with Garden City regarding Motion to have VEBA approved (.50).	560.00	3.00	1,680.00
07/30/2013	JDC	Completed all filings, letters and exhibits for Motion to Approve VEBA	560.00	1.00	560.00
				26.10	14,616.00

RECAPITULATION

<u>ATTORNEY</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
JON D. COHEN	26.10	\$560.00	\$14,616.00