UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF MISSOURI EASTERN DIVISION

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PATRIOT COAL CORPORATION, et al.,

Debtors.

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

Objection Deadline: February 17, 2014 at 4:00 p.m. (prevailing Central Time)

MONTHLY FEE STATEMENT OF CURTIS, MALLET-PREVOST, COLT & MOSLE LLP FOR PROFESSIONAL SERVICES AND DISBURSEMENTS FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

NAME OF APPLICANT: Curtis, Mallet-Prevost, Colt & Mosle LLP

ROLE IN THE CASE: Conflicts Counsel to the Debtors and Debtors in Possession

DATE OF RETENTION: Order Entered August 2, 2012 Authorizing Retention of Curtis

Nunc Pro Tunc to July 9, 2012 [Docket No. 266]

TIME PERIOD: December 1, 2013 through and including December 31, 2013

CURRENT APPLICATION: Total Fees Requested*: \$12,152.25

80% of Fees Requested: \$9,721.80 Total Expenses Requested: \$60.30

Total Fees and Expenses Requested: \$12,212.55

^{*} This amount reflects a voluntary reduction of \$1,350.25 which Curtis has implemented as an accommodation to the Debtors.

- 1. In accordance with the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 262] (the "Interim Compensation Order"), Curtis, Mallet-Prevost, Colt & Mosle LLP ("Curtis"), conflicts counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits its Monthly Fee Statement for Professional Services and Disbursements (the "Fee Statement") for the period of December 1, 2013 through and including December 31, 2013 (the "Fee Statement Period").
- 2. Pursuant to the Interim Compensation Order, Curtis seeks payment of \$9,782.10,¹ representing (a) 80% of Curtis' fees for services rendered and (b) 100% of actual and necessary expenses incurred.
- 3. Attached hereto as **Exhibit A** is a listing of Curtis professionals and paraprofessionals (collectively, the "**Curtis Professionals**"), including the hourly rate for each Curtis Professional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Statement Period and the title, aggregate hours worked and the amount of fees billed by each Curtis Professional.
- 4. Attached hereto as **Exhibit B** is a schedule specifying the categories of actual and necessary expenses for which Curtis is seeking reimbursement and the total amount for each such expense category.
- 5. Attached hereto as **Exhibit C** is a summary of the number of hours and amounts billed by Curtis during the Fee Statement Period, organized by project categories. Such services included:

¹ This amount reflects a voluntary reduction of \$1,350.25 which Curtis has implemented as an accommodation to the Debtors.

- Addressing an inquiry by a conflict party seeking to potentially lift the automatic stay in connection with a potential claim against the Debtors and the potential resolution of related claims;
- Reviewing the Debtors' chapter 11 plan and disclosure statement for their impact on matters currently handled by Curtis as conflicts counsel; and
- Preparing and filing monthly fee statements in accordance with the Interim
 Compensation Order.
- 6. Attached hereto as **Exhibit D** are the time records of Curtis, which provide a daily summary of the time spent by each Curtis Professional during the Fee Statement Period by project category.

Notice

7. Consistent with the procedures described in the Interim Compensation Order, the Debtors will serve this Fee Statement, by hand or overnight delivery, on (i) the Debtors, Patriot Coal Corporation, 12312 Olive Boulevard, Suite 400, St. Louis, Missouri, 63141, Attn:

Jacquelyn A. Jones, Esq., (ii) attorneys for the Debtors, Davis Polk & Wardwell LLP, 450

Lexington Avenue, New York, New York 10017, Attn: Marshall S. Huebner, Esq. and Brian M.

Resnick, Esq., (iii) the Office of the United States Trustee for the Eastern District of Missouri, 111 South 10th Street, Suite 6353, St. Louis, MO 63102, Attn: Leonara S. Long, Esq., and Paul A. Randolph, Esq., (iv) attorneys for the administrative agent for the Debtors' postpetition lenders, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Marcia Goldstein, Esq. and Joseph Smolinsky, Esq., and (b) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, Attn: Margot B. Schonholtz, Esq. and Ana Alfonso, Esq., and (v) counsel to the official committee of unsecured creditors, Kramer Levin

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Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, Attn:

Adam C. Rogoff, Esq. and Gregory G. Plotko, Esq.

WHEREFORE, the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as is just and proper.

Dated: January 31, 2014

New York, New York

Respectfully submitted,

By: /s/ Steven J. Reisman

Steven J. Reisman (admitted *pro hac vice*) Michael A. Cohen (admitted *pro hac vice*)

CURTIS, MALLET-PREVOST, COLT & MOSLE LLP

101 Park Avenue

New York, New York 10178-0061

Telephone: (212) 696-6000 Facsimile: (212) 697-1559

Conflicts Counsel to the Debtors and Debtors in Possession

EXHIBIT A

In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

SUMMARY OF HOURS BILLED BY PROFESSIONALS AND PARAPROFESSIONALS FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

NAME	DEPARTMENT AND YEAR ADMITTED (NY)	RATE	HOURS	AMOUNT
PARTNERS				
Steven J. Reisman	Restructuring and Insolvency Partner Admitted in 1991	\$860	2.80	\$2,408.00
Theresa A. Foudy	Litigation Partner Admitted in 1994	800	2.50	2,000.00
Michael A. Cohen	Restructuring and Insolvency Partner Admitted in 2000	740	2.80	2,072.00
Jonathan J. Walsh	Litigation Partner Admitted in 1999	740	3.50	2,590.00
	TOTAL PAR	TNERS	11.60	\$9,070.00
OF COUNSEL	OF COUNSEL			
Catherine M. Baecher	Real Estate Admitted in 1994	\$635	1.50	\$952.50
TOTAL OF COUNSEL			1.50	\$952.50
ASSOCIATES				
Ada V. Anon	Litigation Associate Admitted in 2012	\$395	5.00	\$1,975.00
Bryan M. Kotliar	Restructuring and Insolvency Associate Admitted in 2013	350	4.30	1,505.00
TOTAL ASSOCIATES			9.30	\$3,480.00
SUBTOTAL				\$13,502.50
LESS RATE REDUCTION*			\$1,350.25	
TOTAL			22.40	\$12,152.25

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^{*} This amount reflects a voluntary reduction of \$1,350.25 which Curtis has implemented as an accommodation to the Debtors.

EXHIBIT B

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In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY CURTIS, MALLET-PREVOST, COLT & MOSLE LLP FOR THE STATEMENT PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

<u>DISBURSEMENTS</u> *	<u>AMOUNT</u>
Duplicating	\$60.30
Total:	\$60.30

^{*} All disbursements have been billed in accordance with the United States Trustee Guidelines.

EXHIBIT C

In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

SUMMARY OF HOURS BILLED BY PROFESSIONALS AND PARAPROFESSIONALS BY PROJECT CATEGORY FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

CLAIMS ADMINISTRATION AND OBJECTIONS <u>MATTER NO. 320</u>

NAME	RATE	HOURS	AMOUNT	
PARTNERS				
Steven J. Reisman	\$860	0.70	\$602.00	
Michael A. Cohen	740	2.80	2,072.00	
TOTAL P	ARTNERS	3.50	\$2,674.00	
ASSOCIATES				
Bryan M. Kotliar	\$350	2.70	\$945.00	
TOTAL AS	SOCIATES	2.70	\$945.00	
S	UBTOTAL		\$3,619.00	
LESS RATE REDUCTION*			\$361.90	
TOTAL		6.20	\$3,257.10	

^{*}As an accommodation to the Debtors, Curtis has agreed to apply a 10% discount to its customary hourly rates, as reflected herein.

In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

SUMMARY OF HOURS BILLED BY PROFESSIONALS AND PARAPROFESSIONALS BY PROJECT CATEGORY FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

CONTRACTS/LEASES ASSUMPTION AND REJECTION MATTER NO. 330

NAME	RATE	HOURS	AMOUNT
PARTNERS			
Steven J. Reisman	\$860	0.80	\$688.00
TOTAL P	PARTNERS	0.80	\$688.00
OF COUNSEL			
Catherine M. Baecher	\$635	1.50	\$952.50
TOTAL OF	COUNSEL	1.50	\$952.50
ASSOCIATES			
Bryan M. Kotliar	\$350	0.90	\$315.00
TOTAL AS	SOCIATES	0.90	\$315.00
SUBTOTAL			\$1,955.50
LESS RATE REDUCTION*			\$195.55
	3.20	\$1,759.95	

^{*}As an accommodation to the Debtors, Curtis has agreed to apply a 10% discount to its customary hourly rates, as reflected herein.

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In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

SUMMARY OF HOURS BILLED BY PROFESSIONALS AND PARAPROFESSIONALS BY PROJECT CATEGORY FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

RULE 2004 AND DISCOVERY MATTERS MATTER NO. 450

NAME	NAME RATE		AMOUNT	
PARTNERS				
Steven J. Reisman	\$860	1.30	\$1,118.00	
Theresa A. Foudy	800	2.50	2,000.00	
Jonathan J. Walsh	740	3.50	2,590.00	
TOTAL F	ARTNERS	7.30	\$5,708.00	
ASSOCIATES				
Ada V. Anon	\$395	5.00	\$1,975.00	
TOTAL AS	SOCIATES	5.00	\$1,975.00	
SUBTOTAL			\$7,683.00	
LESS RATE REDUCTION*			\$768.30	
TOTAL		12.30	\$6,914.70	

^{*}As an accommodation to the Debtors, Curtis has agreed to apply a 10% discount to its customary hourly rates, as reflected herein.

In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

SUMMARY OF HOURS BILLED BY PROFESSIONALS AND PARAPROFESSIONALS BY PROJECT CATEGORY FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013

CMP MONTHLY BILLING STATEMENTS MATTER NO. 800

NAME	RATE	HOURS	AMOUNT
ASSOCIATES			
Bryan M. Kotliar	\$350	0.70	\$245.00
TOTAL AS	SOCIATES	0.70	\$245.00
SUBTOTAL			\$245.00
LESS RATE REDUCTION*			\$24.50
TOTAL*		0.70	\$220.50

^{*} As an accommodation to the Debtors, Curtis has agreed to apply a 10% discount to its customary hourly rates, as reflected herein.

[•] Curtis represents that the amount of fees and expenses incurred during the Fee Period in connection with matter number 800 (CMP Monthly Billing Statements) equals approximately 1.81% of the total fees and expenses incurred by Curtis during the Fee Period. This amount reflects time spent preparing the Monthly Fee Statement of Curtis, Mallet-Prevost, Colt & Mosle LLP for Professional Services and Disbursements for the Period of September 1, 2013 Through and Including September 30, 2013 [Docket No. 5081]. The time spent in connection with this matter does not include time spent reviewing and revising Curtis' time entries and invoices to the extent such revision may be necessary. Any time spent revising time entries to comply with fee guidelines is not billed to the Debtors.

EXHIBIT D

In re: PATRIOT COAL CORPORATION, et al. CHAPTER 11 CASE NO. 12-51502-659

PROFESSIONAL AND PARAPROFESSIONAL DETAILED TIME LOGS FOR CURTIS FOR THE PERIOD OF DECEMBER 1, 2013 THROUGH AND INCLUDING DECEMBER 31, 2013



Patriot Coal Corporation 12312 Olive Boulevard St. Louis MO 63141

January 31, 2014

Inv. # 1597880

Our Ref. 058179-000320

SJR

Attention: Joseph W. Bean

Re: Claims Administration and Objections

12/02/13 SJR	Attend to analysis of issues regarding conflict party CSX claims and settlement (.70)	0.70
12/02/13 MAC	Participate in call with client re: CSX, a conflict party, derailment claims (.40); conduct research and analysis in connection with CSX claims and claims of other potential conflict parties (1.10)	1.50
12/03/13 MAC	Participate in conference call with J. Maddock re: conflict party CSX derailment claim resolution (.50); follow-up conference with B. Kotliar re: strategy and next steps in connection with same (.20)	0.70
12/03/13 BMK	Participate in conference call with J. Maddock of McGuire Woods, counsel for CSX, a conflict party, and M. Cohen re: settlement offer re: CSX proofs of claim (.50); follow-up conference with M. Cohen re: same (.20); draft email correspondence to E. Waller of Patriot re: same and highlighting issues raised by conference call and CSX counter-offer (.30)	1.00
12/06/13 BMK	Update draft claims settlement with CSX, a conflict party, to reflect conversations with counsel and client (.60)	0.60
12/11/13 MAC	Conduct analysis in connection with potential resolution of claims with conflicts parties (.60)	0.60
12/11/13 BMK	Participate in call with J. Maddock of McGuire Woods, counsel to CSX, a conflict party, re: settlement proposal to resolve proofs of claim (.20); correspond with M. Cohen re: same, and potential resolution (.20); draft email correspondence to client re: same, explaining offer and next steps (.40)	0.80
12/18/13 BMK	Correspond with M. Cohen and J. Maddock of McGuire Woods re: settlement of certain proofs of claims of CSX, a conflict party (.30)	0.30
	TOTAL HOURS	6.20

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Inv # 1597880 Our Ref # 058179-000320

\$3,257.10

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	Title	Hours	Rate	Amount	
Steven J. Reisman	Partner	0.70	860	602.00	
Michael Ari Cohen	Partner	2.80	740	2,072.00	
Bryan M. Kotliar	Associate	2.70	350	945.00	
		6.20		\$3,619.00	
	TOTAL SER	RVICES			\$3,619.00
	10% DISCO	UNT			\$-361.90

TOTAL THIS INVOICE



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General Post Office P.O. Box 27930

New York, NY 10087-7930

Patriot Coal Corporation

Inv. # 1597880

Total Services 3,619.00
10% DISCOUNT -361.90
Total Expenses 0.00
Applied Credit 0.00

Total This Invoice \$3,257.10

If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State Identification Number 13-5018900

This Statement is payable when rendered in USD.



Patriot Coal Corporation 12312 Olive Boulevard St. Louis MO 63141

January 31, 2014

Inv. # 1597879

Our Ref. 058179-000330

SJR

Attention: Joseph W. Bean

Re: Contracts/Leases Assumption and Rejection

12/11/13 SJR	Attend to issues re: conflict party Banc of America releases with respect to lease amendment and issues with respect to same, including discussion with Doug Lipke (.50); follow up correspondence with E. Borenstein re: same (.30)	0.80
12/11/13 CMB	Confer with B. Kotliar re: inquiries about two unrecorded lease amendments (.10); review title search results (1.40)	1.50
12/11/13 BMK	Review email correspondence received from D. Lipke, counsel to Banc of America, a conflict party, re: updated release form and certain lease amendments on same (.20); confer with C. Baecher re: same (.10); draft email correspondence to S. Reisman and E. Borenstein providing update re: same and open issues in connection with potential recognition agreements (.40)	0.70
12/18/13 BMK	Correspond with S. Reisman re: updated release form for counsel to Banc of America, a conflict party, to finalize closing of equipment purchase (.20)	0.20
	TOTAL HOURS	3.20

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	0.80	860	688.00
Catherine M. Baecher	Counsel	1.50	635	952.50
Bryan M. Kotliar	Associate	0.90	350	315.00
		3.20		\$1,955.50

TOTAL SERVICES \$1,955.50 10% DISCOUNT \$-195.55 Case 12-51502 Doc 5310 Filed 01/31/14 Entered 01/31/14 12:13:44 Main Document Pg 20 of 27 January 31, 2014

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TOTAL THIS INVOICE

\$1,759.95



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New York, NY 10087-7930

Patriot Coal Corporation

Inv. # 1597879

 Total Services
 1,955.50

 10% DISCOUNT
 -195.55

 Total Expenses
 0.00

 Applied Credit
 0.00

Total This Invoice \$1,759.95

If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State Identification Number 13-5018900

This Statement is payable when rendered in USD.



Patriot Coal Corporation 12312 Olive Boulevard St. Louis MO 63141

January 31, 2014

Inv. # 1597885

Our Ref. 058179-000450

SJR

Attention: Joseph W. Bean

Re: Rule 2004 and Discovery Matters

12/02/13 SJR	Follow up correspondence with T. Foudy re: matters related to Rule 2004 discovery with respect to matters related to Peabody Energy and issues regarding destruction of documents (1.30)	1.30	
12/02/13 TF1	Confer with A. Anon on procedure for handling materials received in discovery per terms of settlement agreement and protective order (.20)	0.20	
12/02/13 AVA	Review requirements for destruction and/or return of produced materials pursuant to Patriot's settlement with Peabody Energy Corp., and protective orders governing Rule 2004 discovery (1.50); confer with T. Foudy re: procedure and requirements for destruction and/or return of produced materials (.20); draft memorandum to file re: requirements for destruction and/or return of produced materials (1.60)	3.30	
12/03/13 TF1	Review and organize files and materials for either destruction pursuant to settlement agreement and protective order or storage for later retrieval if necessary (.60)	0.60	
12/03/13 AVA	Review and revise memorandum to file re: requirements for destruction and/or return of produced materials (.80)	0.80	
12/13/13 TF1	Draft correspondence to arrange for filing, or destruction, or return to producing party as appropriate materials received from conflict parties Morgan Stanley and Duff & Phelps during investigation in order to comply with protective orders and Peabody settlement in connection with Rule 2004 discovery taken from Morgan Stanley and Duff & Phelps (1.10)	1.10	
12/16/13 TF1	Review and draft response to email from M. Tobak of Davis Polk re: obligations to return or destroy documents pursuant to terms of the protective orders (.10)	0.10	
12/17/13 TF1	Review and edit draft memorandum to file and draft email correspondence to associates and IT staff on	0.40	

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12/17/13 JJW	obligations re: documents produced by conflict parties Duff & Phelps and Morgan Stanley with respect to retention, return or destruction (.40) Review and organize remaining files re: claims against conflict parties Morgan Stanley and Duff & Phelps (1.00); review and revise draft notice letter re: document destruction and compliance with protective order (.40); correspond with A. Anon re: same (.30)	1.70
12/17/13 AVA	Correspond with Litigation Support re: requirements for destruction of documents produced by Peabody Energy Corp., Morgan Stanley & Co. and Duff & Phelps LLC, conflict parties, in compliance with protective orders (.30); correspond with attorneys, paralegals and staff who worked on Rule 2004 investigation re: requirements for destruction of documents produced by Peabody Energy Corp., Morgan Stanley & Co. and Duff & Phelps LLC in compliance with protective orders (.50); begin tracking compliance with protective orders in connection with written certification to be delivered to counsel for Duff & Phelps and Morgan Stanley in compliance with protective orders (.10)	0.90
12/18/13 TF1	Review email correspondence to legal staff re: destruction of confidential materials per terms of protective order and confirming compliance (.10)	0.10
12/19/13 JJW	Continue reviewing and organizing remaining files re: claims against conflict parties Morgan Stanley and Duff & Phelps (1.50); correspond with A. Anon re: same (.30)	1.80
	TOTAL HOURS	12.30

Summary of Services

	Title	Hours	Rate	Amount
Steven J. Reisman	Partner	1.30	860	1,118.00
Theresa A. Foudy	Partner	2.50	800	2,000.00
Jonathan J. Walsh	Partner	3.50	740	2,590.00
Ada Victoria Anon	Associate	5.00	395	1,975.00
		12.30		\$7,683.00

TOTAL SERVICES \$7,683.00 10% DISCOUNT \$-768.30

Summary of Expenses

Duplicating 60.30

TOTAL EXPENSES \$60.30

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\$6,975.00



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New York, NY 10087-7930

Patriot Coal Corporation

Inv. # 1597885

Total Services 7,683.00
10% DISCOUNT -768.30
Total Expenses 60.30
Applied Credit 0.00

Total This Invoice \$6,975.00

If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State Identification Number 13-5018900

This Statement is payable when rendered in USD.



Patriot Coal Corporation 12312 Olive Boulevard St. Louis MO 63141

January 31, 2014

Inv. # 1597881

Our Ref. 058179-000800

SJR

0.70

Attention: Joseph W. Bean

Re: CMP Monthly Billing Statements

12/02/13 BMK Review and revise September Monthly Fee Statement

in accordance with the U.S. Trustee Guidelines and the professional compensation order in order to prepare same for filing and service (.50); correspond with M.

Cohen and S. Soriano re: same (.20)

TOTAL HOURS 0.70

Summary of Services

	Title	Hours	Rate	Amount
Bryan M. Kotliar	Associate	0.70	350	245.00
		0.70		\$245.00

TOTAL SERVICES \$245.00 10% DISCOUNT \$-24.50

TOTAL THIS INVOICE \$220.50



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Patriot Coal Corporation

Inv. # 1597881

Total This Invoice	\$220.50
Applied Credit	0.00
Total Expenses	0.00
10% DISCOUNT	-24.50
Total Services	245.00

If you require further information regarding past due accounts, please contact Chandanie Doma (Accounts Receivable Coordinator) at (212)839-6807.

Federal & New York State Identification Number 13-5018900

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