

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 12-51502-659

(Jointly Administered)

Hearing Date: March 25, 2014

Hearing Time: 10:00 a.m. Central

Location: Courtroom 7-N, St. Louis

**REORGANIZED DEBTORS' THIRTIETH
OMNIBUS OBJECTION TO CLAIMS
(Employment-Related / Books and Records)**

Patriot Coal Corporation and its affiliates (the "Debtors" or the "Reorganized Debtors"), pursuant to 11 U.S.C. § 502 and Fed. R. Bankr. P. 3007, respectfully file this Thirtieth Omnibus Objection to Claims (the "Objection"). In support of this Objection, the Reorganized Debtors show the Court as follows:

Relief Requested

1. By this Objection, the Reorganized Debtors object to certain claims listed on Exhibits A through D attached hereto (the "Claims") because the Claims are inconsistent with the Reorganized Debtors' books and records or otherwise inconsistent with governing legal principles. The Reorganized Debtors request entry of an order, pursuant to Section 502 of the Bankruptcy Code and Fed. R. Bankr. P. 3007, modifying or disallowing the Claims.

2. **Parties receiving this Objection should locate their names on the attached exhibits.** Any response to this Objection should include, among other things, (i) an appropriate caption, including the title and date of this Objection; (ii) the name of the claimant, both the

EDMO and GCG claim numbers of the claim that the Reorganized Debtors are seeking to disallow, and a description of the basis for the amount claimed; (iii) a concise statement setting forth the reasons why the Court should not sustain this Objection, including, but not limited to, the specific factual and legal bases upon which the claimant relies in opposing this Objection; (iv) copies of any documentation and other evidence which the claimant will rely upon in opposing this Objection at a hearing; and (v) the name, address, telephone number and facsimile number of a person authorized to reconcile, settle or otherwise resolve the claim on the claimant's behalf. A claimant that cannot timely provide such documentation and other evidence should provide a detailed explanation as to why it is not possible to timely provide such documentation and other evidence.

Jurisdiction

3. This Court has jurisdiction over this Objection under 28 U.S.C. § 1334. Venue of this proceeding is proper pursuant to 28 U.S.C. § 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

4. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

5. Ninety-nine of the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on July 9, 2012 in the United States Bankruptcy Court for the Southern District of New York (the "Petition Date").

6. On December 19, 2012, these Debtors' cases were transferred to the United States Bankruptcy Court for the Eastern District of Missouri [Dkt. No. 1789].

7. The bar date for filing proofs of claim against these Debtors was December 14, 2012 [Dkt. No. 1388].

8. On March 1, 2013, the Court entered its Order Establishing Procedures for Claims Objections [Dkt. No. 3021].

9. Debtors Brody Mining, LLC and Patriot Ventures LLC filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on September 23, 2013 in this Court. The bar date for filing proofs of claim against these Debtors was October 24, 2013.

10. On December 17, 2013, the Court confirmed the Debtors' Fourth Amended Plan of Reorganization (the "Plan") [Dkt. No. 5169]. The Effective Date occurred on December 18, 2013.

Objection and Argument

A. Waived Claims

11. The Reorganized Debtors object to the Claims identified on Exhibit A, incorporated herein by reference (the "Waived Claims"), because the claimants waived the Claims after filing their proofs of claim.¹

12. The Reorganized Debtors have reviewed the Waived Claims, which are for retention bonuses. The claimants subsequently waived any rights to these bonuses when they elected to participate in the Debtors' Critical Employee Retention Program. *See* Declaration of Michael J. Luna, attached hereto as Exhibit E.

¹ Certain creditors listed on the exhibits hereto may be clients of one or more of the law firms representing the Reorganized Debtors. Any dispute regarding this Objection will be handled by attorneys for the Reorganized Debtors from a law firm that does not represent the applicable creditor.

13. The Reorganized Debtors accordingly request that the Waived Claims be disallowed.

B. Claims Not Entitled to Priority

14. The Reorganized Debtors object to the Claims identified on Exhibit B, incorporated herein by reference (the “Purported Priority Claims”), to the extent that they are asserted as statutory priority claims rather than as general unsecured claims.

15. The Reorganized Debtors have reviewed each of the Purported Priority Claims listed on Exhibit B. The Reorganized Debtors do not dispute the total amounts of these Claims, but the Claims are not entitled to priority treatment.² In particular, the Purported Priority Claims arise from obligations accruing more than 180 days before the Petition Date, such that they are not entitled to priority under Sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code. *See* Declaration of Michael J. Luna.

16. The Reorganized Debtors request that each of the Purported Priority Claims be modified in the claims register to reflect the priorities of the applicable Modified Amount and Classification, as indicated on Exhibit B.

C. Medical Premium Reimbursement

17. The Reorganized Debtors object to the Claims identified on Exhibit C, incorporated herein by reference (the “MPR Claims”), which appear to seek benefits under the

² Certain of the Purported Priority Claims are understated slightly, as compared to the amounts reflected in the Reorganized Debtors’ books and records. Exhibit B reflects corrected amounts in these circumstances.

Debtors' Medical Premium Reimbursement Program, because the Court has authorized the termination of that program without further liability.

18. The Reorganized Debtors have reviewed the MPR Claims, each of which is unliquidated. In the Order Authorizing the Modification and Termination of Certain Non-Vested Benefits for Non-Union Retiree Benefit Participants Pursuant to 11 U.S.C. §§ 105(a) and 363(b) [Dkt. No. 3849], the Court authorized the Debtors to terminate the Medical Premium Reimbursement Program, among other programs, and provided that the modification or termination of benefits under that program would not give rise to any claim against the Debtors. *See* Declaration of Michael J. Luna.

19. The Reorganized Debtors accordingly request that the MPR Claims be disallowed.

D. Duplicate Claim

20. The Reorganized Debtors object to the Claim identified on Exhibit D, incorporated herein by reference (the "Duplicate Claim"), because it is duplicative of another proof of claim filed against the Debtors.

21. In the column entitled "Claim(s) to be Disallowed," Exhibit D sets forth the creditor's name, the claim numbers assigned to the Claim, the Debtor against which the Claim was filed, and the amount and classification of the Claim. In the column entitled "Surviving Claim(s)," Exhibit D lists the same information for each corresponding proof of claim (the "Surviving Claims").

22. The Reorganized Debtors have reviewed each of the Claims listed on Exhibit D. The Duplicate Claim is substantially identical to the Surviving Claim, except that the Duplicate

Claim is asserted as a priority claim, while the Surviving Claim is a general unsecured claim. Because the claimant's claim arises from obligations accruing more than 180 days before the Petition Date, it is not entitled to priority under Sections 507(a)(4) and 507(a)(5) of the Bankruptcy Code, and thus only the unsecured Surviving Claim is appropriately allowed. *See* Declaration of Michael J. Luna.

23. The Reorganized Debtors request that the Court disallow the Duplicate Claim because the relevant obligations of the Debtors are preserved as the Surviving Claim.

WHEREFORE, the Reorganized Debtors respectfully request that this Court:

- (a) modify, reclassify, and/or disallow the Claims, as described above; and
- (b) grant such other and further relief as is just and proper.

Dated: February 21, 2014
St. Louis, Missouri

Respectfully submitted,
BRYAN CAVE LLP

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-and-

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Counsel to the Reorganized Debtors

Exhibit A - Waived Claims

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE DISALLOWED			
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT
1	GREGORY A. BOGGS 4628 JARED COURT CATLETTSBURG, KY 41129 Date Filed: 12/13/12 ED MO Date Filed: 02/27/13 Debtor: SPEED MINING LLC	2168	3011-1	Unsecured: \$103,939.92
2	HULIN H. COOK JR 704 LOWER DONNALLY RD CHARLESTON, WV 25304 Date Filed: 01/16/13 ED MO Date Filed: 02/25/13 Debtor: PATRIOT COAL SERVICES LLC	3724	1270-1	Priority: \$62,500.08
3	JAMES M. FAUNDA 3027 MEADOWLAND DRIVE MORGANTOWN, WV 26508 Date Filed: 11/26/12 ED MO Date Filed: 02/25/13 Debtor: EASTERN ASSOCIATED COAL, LLC	793	1285-1	Unsecured: \$50,000.00
4	KENNETH R. BOLYARD 519 BEE TREE HOLLOW TURTLE CREEK, WV 25203 Date Filed: 12/12/12 ED MO Date Filed: 02/25/13 Debtor: PATRIOT COAL SERVICES LLC	1834	1277-1	Unsecured: \$37,192.99
5	THOMAS H. SIMPSON 244 ARBOGAST LANE MORGANTOWN, WV 26508 Date Filed: 11/29/12 ED MO Date Filed: 02/27/13 Debtor: PATRIOT COAL CORPORATION	951	3010-1	Unsecured: \$104,000.04
6	WILLIAM W. OATES 5475 US HWY 62 WEST GREENVILLE, KY 42345 Date Filed: 12/14/12 ED MO Date Filed: 02/25/13 Debtor: OHIO COUNTY COAL COMPANY, LLC	3451	1292-1	Unsecured: \$20,450.20

Exhibit B - Claims Not Entitled to Priority

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE MODIFIED			MODIFIED AMOUNT AND CLASSIFICATION	
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.		CLAIMED AMOUNT AND CLASSIFICATION
1	BLAINE M. JARRELL PO BOX 241 202 TRANQUIL COURT NAOMA, WV 25140 Date Filed: 11/28/12 ED MO Date Filed: 02/25/13 Debtor: APPALACHIA MINE SERVICES, LLC	902	1269-1	Priority: \$30,213.72	Priority: \$0.00 Unsecured: \$30,213.72
2	COLIN D. MILAM SR BOX 165 ARNETT, WV 25007 Date Filed: 02/20/13 ED MO Date Filed: 02/25/13 Debtor: APPALACHIA MINE SERVICES, LLC	3949	1272-1	Priority: \$28,092.18	Priority: \$0.00 Unsecured: \$28,092.18
3	GREGORY A. BOGGS 4628 JARED COURT CATLETTSBURG, KY 41129 Date Filed: 12/13/12 ED MO Date Filed: 02/25/13 Debtor: SPEED MINING LLC	2167	1283-1	Priority: \$15,808.72	Priority: \$0.00 Unsecured: \$18,073.15
4	HULIN H. COOK JR 704 LOWER DONNALLY RD CHARLESTON, WV 25304 Date Filed: 01/16/13 ED MO Date Filed: 02/27/13 Debtor: PATRIOT COAL SERVICES LLC	3723	3013-1	Priority: \$25,907.20	Priority: \$0.00 Unsecured: \$25,907.20
5	TERRY G. HUDSON 157 QUARTERHORSE TRAIL PO BOX 157 FLAT TOP, WV 25841 Date Filed: 12/12/12 ED MO Date Filed: 02/27/13 Debtor: PATRIOT COAL SERVICES LLC	1967	3001-1	Priority: \$39,312.90	Priority: \$0.00 Unsecured: \$39,312.90
6	TERRY G. HUDSON 157 QUARTERHORSE TRAIL PO BOX 157 FLAT TOP, WV 25841 Date Filed: 12/12/12 ED MO Date Filed: 02/25/13 Debtor: PATRIOT COAL SERVICES LLC	1966	1271-1	Priority: \$14,862.72	Priority: \$0.00 Unsecured: \$16,411.84

Exhibit B - Claims Not Entitled to Priority

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE MODIFIED			MODIFIED AMOUNT AND CLASSIFICATION
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	
7	WILLIAM B. EADES 106 HONEYSUCKLE LN BECKLEY, WV 25801 Date Filed: 12/06/12 ED MO Date Filed: 02/25/13 Debtor: APPALACHIA MINE SERVICES, LLC	1197	1264-1	Priority: \$49,180.44 Priority: \$0.00 Unsecured: \$49,180.44

Exhibit C - Medical Premium Reimbursement

Omnibus Objection to Claims

**Patriot Coal Corporation
12-51502 (KSS)**

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE DISALLOWED			CLAIM AMOUNT
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	
1	BLAINE M. JARRELL PO BOX 241 202 TRANQUIL COURT NAOMA, WV 25140 Date Filed: 11/28/12 ED MO Date Filed: 02/27/13 Debtor: APPALACHIA MINE SERVICES, LLC	901	3307-1	Priority: Unliquidated
2	COLEMAN D. CARTER JR 1340 DYLAN CIRCLE HENDERSON, KY 42420 Date Filed: 12/11/12 ED MO Date Filed: 02/27/13 Debtor: HERITAGE COAL COMPANY LLC	1548	3304-1	Unsecured: Unliquidated
3	DARRIN R. BROWNING PO BOX 426 14600 HOPKINSVILLE ROAD NORTONVILLE, KY 42442 Date Filed: 12/13/12 ED MO Date Filed: 02/27/13 Debtor: HIGHLAND MINING COMPANY, LLC	2164	3296-1	Unsecured: Unliquidated
4	KENNETH R. BOLYARD 519 BEE TREE HOLLOW TURTLE CREEK, WV 25203 Date Filed: 12/12/12 ED MO Date Filed: 02/27/13 Debtor: PATRIOT COAL SERVICES LLC	1837	3303-1	Unsecured: Unliquidated

* Denotes an unliquidated component.

Exhibit D - Duplicate Claims

Omnibus Objection to Claims

Patriot Coal Corporation
12-51502 (KSS)

Note: Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

SEQ NO.	CLAIM(S) TO BE DISALLOWED				SURVIVING CLAIM(S)			
	NAME	GCG CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT	NAME	CLAIM NO.	ED MO CLAIM NO.	CLAIM AMOUNT
1	TERRY G. HUDSON 157 QUARTERHORSE TRAIL PO BOX 157 FLAT TOP, WV 25841 Date Filed: 12/12/12 ED MO Date Filed: 02/27/13 Debtor: PATRIOT COAL SERVICES LLC	1968	3012-1	Priority: \$95,737.68	TERRY G HUDSON 157 QUARTERHOUSE TRL PO BOX 157 FLAT TOP, WV 25841 Date Filed: 08/05/13 ED MO Date Filed: 08/14/13 Debtor: PATRIOT COAL SERVICES LLC	4185	4124-1	Unsecured: \$95,738.00

EXHIBIT E

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

In re:

PATRIOT COAL CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 12-51502-659

(Jointly Administered)

**DECLARATION OF MICHAEL J. LUNA IN SUPPORT OF REORGANIZED
DEBTORS' THIRTIETH OMNIBUS OBJECTION TO CLAIMS**

Michael J. Luna declares, pursuant to 28 U.S.C. § 1746, to the best of his knowledge and based upon the documents available to him, as follows:

1. I am Vice President – Human Resources and Employee Services for Patriot Coal Services, LLC.
2. Capitalized terms not defined in this Declaration have the meanings given to them in the Reorganized Debtors' Thirtieth Omnibus Objection to Claims, which is being filed with the Court herewith.
3. I, or my colleagues, have reviewed each of the proofs of claim identified on Exhibits A through D to the Objection (the "Claims"). I also have requested that legal issues underlying the Claims be reviewed by the Reorganized Debtors' in-house counsel or bankruptcy counsel.
4. The Claims identified on Exhibit A (the "Waived Claims") are for retention bonuses. The claimants subsequently waived any rights to these bonuses when they elected to participate in the Debtors' Critical Employee Retention Program.

5. For the Claims identified on Exhibit B (the “Purported Priority Claims”), the Reorganized Debtors do not dispute the total amounts owed and, in certain cases, believe that the correct amount owed is slightly higher than the amount claimed by the claimant. However, these Claims arise from obligations accruing more than 180 days before the Petition Date.

6. The Claims identified on Exhibit C (the “MPR Claims”) appear to seek benefits under the Debtors’ Medical Premium Reimbursement Program. The Debtors terminated that program on the authority of the Court’s Order Authorizing the Modification and Termination of Certain Non-Vested Benefits for Non-Union Retiree Benefit Participants Pursuant to 11 U.S.C. §§ 105(a) and 363(b).

7. The Claim identified on Exhibit D (the “Duplicate Claim”) is duplicative of another proof of claim filed against the Debtors. The Duplicate Claim is substantially identical to the Surviving Claim, except that the Duplicate Claim is asserted as a priority claim, while the Surviving Claim is a general unsecured claim. The claimant’s claim arises from obligations accruing more than 180 days before the Petition Date.

8. The facts set forth in this Declaration are based on my firsthand knowledge and on my review of certain business records of the Reorganized Debtors. All such records were made at or near the time of the matters recorded by, or from information transmitted by, someone with knowledge of those matters. These records are kept in the course of the regularly conducted business activities of the Reorganized Debtors, and making such records is a regular practice of the Reorganized Debtors. I am the custodian of such records.

9. I declare under penalty of perjury that the foregoing is true and correct. Executed
on February 20, 2014.

/s/ Michael J. Luna
Michael J. Luna