

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re: WALTER ENERGY, INC., Debtor.	Chapter 11 Case No. 15-02741-TOM-11
In re: ATLANTIC DEVELOPMENT & CAPITAL, LLC, Debtor.	Chapter 11 Case No. 15-02747-TOM-11
In re: ATLANTIC LEASECO LLC, Debtor.	Chapter 11 Case No. 15-02773-TOM-11
In re: BLUE CREEK COAL SALES, INC., Debtor.	Chapter 11 Case No. 15-02750-TOM-11
In re: BLUE CREEK ENERGY, INC., Debtor.	Chapter 11 Case No. 15-02752-TOM-11



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In re:

J.W. WALTER, INC.,

Debtor.

Chapter 11

Case No. 15-02755-TOM-11

In re:

JEFFERSON WARRIOR RAILROAD
COMPANY, INC.,

Debtor.

Chapter 11

Case No. 15-02759-TOM-11

In re:

JIM WALTER HOMES, LLC,

Debtor.

Chapter 11

Case No. 15-02762-TOM-11

In re:

JIM WALTER RESOURCES, INC.,

Debtor.

Chapter 11

Case No. 15-02743-TOM-11

In re:

MAPLE COAL CO., LLC,

Debtor.

Chapter 11

Case No. 15-02764-TOM-11

In re:

SLOSS-SHEFFIELD STEEL & IRON
COMPANY,

Debtor.

Chapter 11

Case No. 15-02766-TOM-11

In re:

SP MACHINE, INC.,

Debtor.

Chapter 11

Case No. 15-02746-TOM-11

In re:

TAFT COAL SALES & ASSOCIATES, INC.,

Debtor.

Chapter 11

Case No. 15-02751-TOM-11

In re:

TUSCALOOSA RESOURCES, INC.,

Debtor.

Chapter 11

Case No. 15-02753-TOM-11

In re:

V MANUFACTURING COMPANY,

Debtor.

Chapter 11

Case No. 15-02754-TOM-11

In re:

WALTER BLACK WARRIOR BASIN LLC,

Debtor.

Chapter 11

Case No. 15-02756-TOM-11

In re:

WALTER COKE, INC.,

Debtor.

Chapter 11

Case No. 15-02744-TOM-11

In re:

WALTER ENERGY HOLDINGS, LLC,
Debtor.

Chapter 11

Case No. 15-15-02758

In re:

WALTER EXPLORATION &
PRODUCTION LLC,
Debtor.

Chapter 11

Case No. 15-02757-TOM-11

In re:

WALTER HOME IMPROVEMENT, INC.,
Debtor.

Chapter 11

Case No. 15-02760-TOM-11

In re:

WALTER LAND COMPANY,
Debtor.

Chapter 11

Case No. 15-02761-TOM-11

In re:

WALTER MINERALS, INC.,
Debtor.

Chapter 11

Case No. 15-02763-TOM-11

In re:

WALTER NATURAL GAS, LLC,
Debtor.

Chapter 11

Case No. 15-02765-TOM-11

**ORDER DIRECTING JOINT ADMINISTRATION
OF THE DEBTORS' CHAPTER 11 CASES**

Upon consideration of the motion (the "Motion")¹ of Walter Energy, Inc. and its affiliated debtors and debtors-in-possession in the above-captioned cases (each a "Debtor" and collectively, the "Debtors") for entry of an order, pursuant to section 105(a) of title 11 of the U.S. Code (the "Bankruptcy Code") and rule 1015 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), authorizing the joint administration of the Debtors' cases under chapter 11 of the Bankruptcy Code; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that adequate and proper notice of the Motion has been given and that no other or further notice need be given; and a hearing having been held to consider the relief requested in the Motion; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors, and all other parties in interest, and will not otherwise prejudice the Debtors' creditors; and the legal and factual bases set forth in the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED that:

1. The Motion is GRANTED to the extent provided herein.
2. The above-captioned cases are consolidated for procedural purposes only and shall not be a substantive consolidation of the Debtors' respective estates. The cases shall be

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

administered jointly under Case No. 15-02741-TOM11 in accordance with the provisions of Bankruptcy Rule 1015 and the joint caption of the cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re: WALTER ENERGY, INC., <i>et al.</i> , Debtors. ¹	Chapter 11 Case No. 15-02741-TOM11 Jointly Administered
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FN 1: The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Walter Energy, Inc. (9953); Atlantic Development and Capital, LLC (8121); Atlantic Leaseco, LLC (5308); Blue Creek Coal Sales, Inc. (6986); Blue Creek Energy, Inc. (0986); J.W. Walter, Inc. (0648); Jefferson Warrior Railroad Company, Inc. (3200); Jim Walter Homes, LLC (4589); Jim Walter Resources, Inc. (1186); Maple Coal Co., LLC (6791); Sloss-Sheffield Steel & Iron Company (4884); SP Machine, Inc. (9945); Taft Coal Sales & Associates, Inc. (8731); Tuscaloosa Resources, Inc. (4869); V Manufacturing Company (9790); Walter Black Warrior Basin LLC (5973); Walter Coke, Inc. (9791); Walter Energy Holdings, LLC (1596); Walter Exploration & Production LLC (5786); Walter Home Improvement, Inc. (1633); Walter Land Company (7709); Walter Minerals, Inc. (9714); and Walter Natural Gas, LLC (1198). The location of the Debtors' corporate headquarters is 3000 Riverchase Galleria, Suite 1700, Birmingham, Alabama 35244-2359.

3. All original pleadings shall be captioned as indicated in the preceding paragraph and all original docket entries shall be made in the case of Walter Energy, Inc., Case No. 15-02741-TOM11, and a docket entry shall be made in the other Debtors' chapter 11 cases substantially as follows:

An order has been entered in this case directing the consolidation and joint administration for procedural purposes only of the chapter 11 cases of Walter Energy, Inc.; Atlantic Development and Capital, LLC; Atlantic Leaseco, LLC; Blue Creek Coal Sales, Inc.; Blue Creek Energy, Inc.; J.W. Walter, Inc.; Jefferson Warrior Railroad Company, Inc.; Jim Walter Homes, LLC; Jim Walter Resources, Inc.; Maple Coal Co., LLC; Sloss-Sheffield Steel & Iron Company; SP Machine, Inc.; Taft Coal Sales & Associates, Inc.; Tuscaloosa Resources, Inc.; V Manufacturing Company; Walter Black Warrior Basin LLC; Walter Coke, Inc.; Walter Energy Holdings, LLC; Walter Exploration & Production LLC; Walter Home Improvement, Inc.; Walter Land Company; Walter Minerals, Inc.; Walter

Natural Gas, LLC; and all subsequently filed chapter 11 cases of such debtors' affiliates. The docket in the chapter 11 case of Walter Energy, Inc., Case No. 15-02741-TOM11 should be consulted for all matters affecting this case and the affiliated Case Nos. 15-02741, 15-02743 through 15-02744, 15-02746 through 15-02747, 15-02750 through 15-02766, and 15-02773.

4. The Debtors are authorized to prepare and file their monthly operating reports on a consolidated basis.

5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: July 15, 2015

/s/ Tamara O. Mitchell
TAMARA O. MITCHELL
United States Bankruptcy Judge

Notice Recipients

District/Off: 1126-2
Case: 15-02741-TOM11

User: Itumlin
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Date Created: 7/15/2015
Total: 28

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aty	William (Will) Lee Thuston, Jr.	wlt@csattorneys.com

TOTAL: 12

Recipients submitted to the BNC (Bankruptcy Noticing Center):

db	Walter Energy, Inc.	3000 Riverchase Galleria	Suite 1700	Birmingham, AL 35244-2359
cr	WHH Real Estate, LLC	c/o Daniel D. Sparks	505 20th Street North	Suite 1800 Birmingham, AL 35203
cr	Cowin & Company, Inc.	c/o Daniel D. Sparks	505 20th Street North	Suite 1800 Birmingham, AL 35203
cr	Nelson Brothers, LLC	c/o Daniel D. Sparks	505 20th Street North	Suite 1800 Birmingham, AL 35203
ba	J. Thomas Corbett	Bankruptcy Administrator	1800 5th Avenue North	Birmingham, AL 35203
cr	United Mine Workers of America	c/o Sharon L. Levine	Lowenstein Sandler, LLP	65 Livingston Avenue & 6 Becker Farm Rd Roseland, NJ 07068
crcm	Steering Committee	c/o Akin Gump Strauss Hauer & Feld LLP	One Bryant Park	Bank of America Tower New York, NY 10036-6745
intp	Wilmington Trust, National Association	Corporate Capital Markets	50 South Sixth Street Ste 1290	Minneapolis, MN 55402
intp	Scott Greissman	White & Case LLP	1155 Avenue of the Americas	New York, NY 10036
cr	Alabama State Port Authority	c/o Benjamin S. Goldman, Esquire	2001 Park Place North	Suite 1200 Birmingham, AL 35203
cr	Thompson Tractor Co., Inc.	c/o Benjamin S. Goldman, Esquire	2001 Park Place North	Suite 1200 Birmingham, AL 35203 UNITED STATES
cr	Parker Towing Company, Inc.	c/o Benjamin S. Goldman, Esquire	2001 Park Place North	Suite 1200 Birmingham, AL 35203 UNITED STATES
aty	Ira Dizengoff	Akin Gump Strauss Hauer & Feld LLP	One Bryant Park	New York, NY 10036
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aty	Kristine Manoukian	Akin Gump Strauss Hauer & Feld LLP	One Bryant Park	New York, NY 10036
smg	Thomas Corbett	BA Birmingham	1800 5th Avenue North	Birmingham, AL 35203

TOTAL: 16