

United States Bankruptcy Court
Northern District of Alabama

Dominion Resources Black Warrior Trust b,
Plaintiff

Adv. Proc. No. 15-00102-TOM

Walter Black Warrior Basin LLC,
Defendant

CERTIFICATE OF NOTICE

District/off: 1126-2

User: ltumlin
Form ID: pdf000

Page 1 of 1
Total Noticed: 4

Date Rcvd: Aug 24, 2015

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 26, 2015.

aty	+Robert L. Paddock, Thompson & Knight LLP, 333 Clay Street Ste 3300, Houston, TX 77002-4499
pla	+Dominion Resources Black Warrior Trust by and thro, c/o Lee R. Benton, Benton & Centeno, LLP, 2019 3rd Avenue North, Birmingham, AL 35203-3301
dft	+Walter Black Warrior Basin LLC, 3000 Riverchase Galleria, Ste. 1700, Birmingham, AL 35244-2378

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
cr +E-mail/Text: cstewart@Burr.com Aug 25 2015 02:18:57 Steering Committee, c/o Burr & Forman LLP, 420 North 20th Street, Suite 3400, Birmingham, AL 35203-5210, UNITED STATES

TOTAL: 1

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Aug 26, 2015

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 24, 2015 at the address(es) listed below:

Cathleen C Moore	on behalf of Defendant	Walter Black Warrior Basin LLC	ccmoore@babbc.com
Jamie Alisa Wilson	on behalf of Plaintiff	Dominion Resources Black Warrior Trust by and through its Trustee, Southwest Bank	jwilson@bcattys.com, swilson@bcattys.com; jamiealisatharp@yahoo.com
Jay R. Bender	on behalf of Defendant	Walter Black Warrior Basin LLC	jbender@babbc.com
Joseph E. Bain	on behalf of Plaintiff	Dominion Resources Black Warrior Trust by and through its Trustee, Southwest Bank	joseph.bain@tklaw.com
Lee R. Benton	on behalf of Plaintiff	Dominion Resources Black Warrior Trust by and through its Trustee, Southwest Bank	lbenton@bcattys.com, kmartin@bcattys.com
Michael Leo Hall	on behalf of Creditor	Steering Committee	mhall@burr.com, rellis@burr.com; mivey@burr.com
Patrick Darby	on behalf of Defendant	Walter Black Warrior Basin LLC	pdarby@babbc.com
Samuel Stephens	on behalf of Plaintiff	Dominion Resources Black Warrior Trust by and through its Trustee, Southwest Bank	sstephens@bcattys.com, ccoley@bcattys.com
Tye C. Hancock	on behalf of Plaintiff	Dominion Resources Black Warrior Trust by and through its Trustee, Southwest Bank	tye.hancock@tklaw.com

TOTAL: 9



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

In re:)	Chapter 11
)	
WALTER ENERGY, INC., <i>et al.</i>)	Case No. 15-02741-TOM11
)	
Debtors. ¹)	(Jointly Administered)
)	
DOMINION RESOURCES BLACK WARRIOR TRUST, by and through its TRUSTEE, SOUTHWEST BANK, Plaintiff,)	
)	
VS.)	
)	Adversary Proceeding No.
WALTER BLACK WARRIOR BASIN LLC, Defendant,)	15-00102-TOM11
)	
VS.)	
)	
THE STEERING COMMITTEE, Intervenor.)	

ORDER GRANTING STEERING COMMITTEE’S MOTION TO INTERVENE

This matter came on to be heard on the Steering Committee’s² Motion to Intervene (the “Motion”) in the above-captioned adversary proceeding filed on August 17, 2015 as Docket No.

¹The 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).

² The “Steering Committee” means the informal group of certain unaffiliated (i) lenders under the Credit Agreement, dated as of April 1, 2011 (as amended, restated, amended and restated, waived, supplemented or otherwise modified from time to time, the “Credit Agreement”), by and among Walter Energy, Inc. (“Walter Energy”), as U.S. borrower, Western Coal Corp. and Walter Energy Canada Holdings, Inc., as Canadian borrowers, the lenders from time to time party thereto, and Morgan Stanley Senior Funding, Inc., as administrative agent, and (ii) holders of the 9.50% Senior Secured Notes due 2019 (the “First Lien Notes”) under the Indenture dated as of

25 and Defendant's Response in Opposition to the Motion (the "Objection") filed on August 18, 2015 as Docket No. 33. The Court finds that: 1) it has jurisdiction over the matters in the Motion and Objection pursuant to 28 U.S.C. §§ 157 and 1334, 2) consideration of the Motion and the relief requested therein and the Objection thereto is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), 3) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, and 4) in light of the fast moving nature of this proceeding, due notice of the hearing on the Motion was given and appropriate under the circumstances.

On August 18, 2015, Plaintiff, Defendant and the Steering Committee appeared at the hearing by and through their counsel of record. After due deliberation and sufficient cause appearing therefor, the Court determined at the hearing that the Motion should be granted and that the Steering Committee is entitled to intervene pursuant to Fed. R. Civ. P. 24 (a) and (b), and that the Objection should be overruled.

It is therefore **ORDERED** as follows:

1. The relief requested in the Motion is granted in its entirety.
2. The Objection is overruled.
3. The Steering Committee is hereby authorized to intervene as the Intervenor and the style of the adversary proceeding shall henceforth be as shown as set forth above.
4. The Steering Committee is authorized to fully participate in the adversary proceeding including taking whatever actions it deems necessary and appropriate to defend and protect its interests.

September 27, 2013 (as amended, waived, supplemented or otherwise modified from time to time) by and among Walter Energy, as issuer, the guarantors from time to time parties thereto, and Wilmington Trust, National Association, as successor trustee and collateral agent to Union Bank, N.A.

5. The Steering Committee shall have thirty (30) days from the date of this Order to file its responsive pleading to Plaintiff's *Original Complaint and Application for Preliminary and Permanent Injunction* [Docket No. 1].

Dated: August 24, 2015
Birmingham, Alabama

/s/ Tamara O. Mitchell
TAMARA O. MITCHELL
UNITED STATES BANKRUPTCY JUDGE