

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

In re:

WALTER ENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 15-02741-TOM11

Jointly Administered

**THE DEBTORS' MOTION FOR EXPEDITED HEARING ON MOTION FOR ENTRY
OF AN ORDER AND AGREED STIPULATION BY AND BETWEEN DEBTORS AND
THE ACE COMPANIES PERMITTING THE ACE COMPANIES TO FILE A
CONSOLIDATED PROOF OF CLAIM UNDER A SINGLE CASE NUMBER**

Walter Energy, Inc. ("Walter Energy") and its affiliated debtors and debtors-in-possession (each a "Debtor" and, collectively, the "Debtors") hereby move (the "Motion"), pursuant to section 105, 501, and 502 of title 11 of the U.S. Code (the "Bankruptcy Code") and Rule 9006(c) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), for entry of an order, substantially in the form annexed hereto as Exhibit A (the "Expedited Consideration Order"), setting an expedited hearing on the Motion for Entry of an Order and Agreed Stipulation By and Between Debtors and the ACE Companies Permitting the ACE Companies to File a Consolidated Proof of Claim Under a Single Case Number (the "Stipulation Motion" and the order and agreed

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.



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stipulation, the “Order and Stipulation”)² [Docket No. 749]. In support of the Motion, the Debtors respectfully state as follows:

JURISDICTION

1. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of the Chapter 11 Cases and the Motion is proper before the Court under 28 U.S.C. §§ 1408 and 1409.

2. The statutory and legal predicates for the relief sought herein are section 105 of the Bankruptcy Code and Bankruptcy Rule 9006(c).

BACKGROUND

3. On July 15, 2015 (the “Petition Date”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code, thereby commencing the instant cases (the “Chapter 11 Cases”). The Debtors continue to manage and operate their businesses as debtors-in-possession under sections 1107 and 1108 of the Bankruptcy Code.

4. The Bankruptcy Administrator has appointed two official committees in these Chapter 11 Cases: a statutory committee of unsecured creditors (the “UCC”), and a committee of retired employees pursuant to sections 1114(c)(2) and 1114(d) of the Bankruptcy Code (the “Section 1114 Committee”). No parties have requested appointment of a trustee or examiner in these Chapter 11 Cases.

5. Information regarding the Debtors’ businesses, their capital and debt structure and the events leading to the filing of the Chapter 11 Cases is contained in the First Day Declaration.

6. On September 3, 2015, the Court entered an order (the “Bar Date Order”) fixing October 13, 2015 at 4:00 p.m. (prevailing Central Time) as the deadline for filing proofs of claim

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Stipulation Motion.

against the Debtors (the “Bar Date”). The Bar Date Order and the notice of bar date distributed by the Debtors specifically require that a claimant with claims against more than one of the Debtors file a separate proof of claim in the case of each Debtor against whom that claimant asserts a claim.

7. Literal compliance with the Bar Date Order would require the ACE Companies to file hundreds of separate proofs of claim. These multiple claims would impose a significant administrative burden on the Debtors, the ACE Companies, the Court and the Debtors’ claims agent.

RELIEF REQUESTED

8. By this Motion, the Debtors seek the entry of an order, substantially in the form of the Expedited Consideration Order, pursuant to section 105 of the Bankruptcy Code and Bankruptcy Rule 9006(c), setting the Stipulation Motion for Expedited Hearing.

BASIS FOR RELIEF REQUESTED

9. The filing and allowance of claims are governed by sections 501 and 502 of the Bankruptcy Code and Bankruptcy Rule 3003(c).

10. Bankruptcy Rule 9006(c) provides that the Court, for cause shown, may in its discretion with or without notice reduce the notice period normally required for motions.

11. The Order and Stipulation will allow the ACE Companies to file the single Proof of Claim, rather than the hundreds of proofs of claim that they would otherwise have to file to literally comply with the terms of the Bar Date Order.

12. Pursuant to the Bar Date Order, the Bar Date has been set for October 13, 2015 at 4:00 p.m. (prevailing Central Time). Out of an abundance of caution, the ACE Companies want the Order and Stipulation to become final prior to the expiration of the Bar Date.

13. To avoid the ACE Companies having to prepare hundreds of claims and to account for mailing time, the ACE Companies want the Order and Stipulation to become final with enough time to allow the ACE Companies to submit the Proof of Claim in advance of the Bar Date.

14. In order for the Order and Stipulation to become final, the fourteen (14) day period during which any party may appeal a bankruptcy court order, as provided in Bankruptcy Rule 8002(a), must have expired. Therefore, in order to provide the ACE Companies with sufficient time to submit the Proof of Claim in advance of the Bar Date, the Order and Stipulation must be entered on or before September 22, 2015.

15. If, however, the Order and Stipulation is not entered by September 22, 2015, and the Order and Stipulation is appealed, the Bar Date should be tolled, solely with respect to the ACE Companies, to allow the ACE Companies to file any and all claims the ACE Companies deem necessary to preserve and secure their rights, which claims will be deemed timely filed notwithstanding the occurrence of the Bar Date.

16. Therefore, cause exists to set a hearing on the Stipulation motion on an expedited basis.

NOTICE

17. Notice of this Motion will be provided to: (i) counsel to the Debtors; (ii) counsel to the agent for the Debtors' prepetition secured credit facility; (iii) counsel for the indenture trustee for each of the Debtors' outstanding bond issuances; (iv) counsel to the Steering Committee; (v) counsel to the UCC; and (vi) all persons and entities that have filed a request for service of filings in these Chapter 11 Cases pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested herein, no other or further notice is necessary.

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CONCLUSION

WHEREFORE, the Debtors respectfully request entry of the Expedited Consideration Order attached as Exhibit A granting the relief requested herein and such other and further relief as is just and proper.

Dated: September 19, 2015
Birmingham, Alabama

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EXHIBIT A

EXPEDITED CONSIDERATION ORDER

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

In re:

WALTER ENERGY, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 15-02741-TOM11

Jointly Administered

**ORDER SETTING HEARING ON MOTION FOR APPROVAL OF AGREED
STIPULATION BY AND BETWEEN DEBTORS AND THE ACE COMPANIES
PERMITTING THE ACE COMPANIES TO FILE A CONSOLIDATED
PROOF OF CLAIM UNDER A SINGLE CASE NUMBER**

Upon consideration of the motion (the “Motion”)² 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 of title 11 of the U.S. Code (the “Bankruptcy Code”) and rule 9006(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), setting for expedited hearing the Motion for Approval of Agreed Stipulation By and Between Debtors and the ACE Companies Permitting The ACE Companies to File a Consolidated Proof of Claim Under a Single Case Number (the “Stipulation Motion”) [Docket No. 749]; 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

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² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

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 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.
2. The Stipulation Motion is hereby set for hearing on September __, 2015 at _____ (prevailing Central Time) in Courtroom 3 located at the United States Bankruptcy Court for the Northern District of Alabama, Robert S. Vance Federal Building, 1800 Fifth Avenue North Birmingham, Alabama 35203, and the notice periods for the hearings on the foregoing motions are reduced accordingly.
3. The Parties shall provide notice of such hearing by serving a copy of this Order on the service list identified in the Stipulation Motion.
4. If the Order and Stipulation is not entered on or before September 22, 2015, any appeal of the Order and Stipulation shall have the immediate effect of tolling the Bar Date, solely with respect to the ACE Companies, for the period of thirty (30) days, during which time, notwithstanding the occurrence of the Bar Date, the ACE Companies may file any claims they deem necessary, which claims will be deemed timely filed.

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

Dated: September ____, 2015

UNITED STATES BANKRUPTCY JUDGE