

United States Bankruptcy Court
Northern District of Alabama

In re:
Walter Energy, Inc.
Debtor

Case No. 15-02741-TOM
Chapter 11

CERTIFICATE OF NOTICE

District/off: 1126-2 User: ltumlin Page 1 of 3 Date Rcvd: Jul 16, 2015
Form ID: pdf000 Total Noticed: 16

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 18, 2015.
db +Walter Energy, Inc., 3000 Riverchase Galleria, Suite 1700, Birmingham, AL 35244-2378
aty +Ira Dizengoff, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036-6728
aty +James Savin, Akin Gump Strauss Hauer & Feld LLP, 1333 New Hampshire Ave NW, Washington, DC 20036-1564
aty +Kristine Manoukian, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036-6728
cr +Alabama State Port Authority, c/o Benjamin S. Goldman, Esquire, 2001 Park Place North, Suite 1200, Birmingham, AL 35203-2731
cr +Cowin & Company, Inc., c/o Daniel D. Sparks, 505 20th Street North, Suite 1800, Birmingham, AL 35203-4633
cr +Nelson Brothers, LLC, c/o Daniel D. Sparks, 505 20th Street North, Suite 1800, Birmingham, AL 35203-4633
cr +Parker Towing Company, Inc., c/o Benjamin S. Goldman, Esquire, 2001 Park Place North, Suite 1200, Birmingham, AL 35203-2731, UNITED STATES
intp +Scott Greissman, White & Case LLP, 1155 Avenue of the Americas, New York, NY 10036-2787
cr +Thompson Tractor Co., Inc., c/o Benjamin S. Goldman, Esquire, 2001 Park Place North, Suite 1200, Birmingham, AL 35203-2731, UNITED STATES
cr United Mine Workers of America, c/o Sharon L. Levine, Lowenstein Sandler, LLP, 65 Livingston Avenue & 6 Becker Farm Rd, Roseland, NJ 07068
cr +WHH Real Estate, LLC, c/o Daniel D. Sparks, 505 20th Street North, Suite 1800, Birmingham, AL 35203-4633
intp +Wilmington Trust, National Association, Corporate Capital Markets, 50 South Sixth Street Ste 1290, Minneapolis, MN 55402-1544

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
smg +E-mail/Text: bnc_notices_southern@almba.uscourts.gov Jul 17 2015 01:27:15 Thomas Corbett, BA Birmingham, 1800 5th Avenue North, Birmingham, AL 35203-2111
ba +E-mail/Text: bnc_notices_southern@almba.uscourts.gov Jul 17 2015 01:27:15 J. Thomas Corbett, Bankruptcy Administrator, 1800 5th Avenue North, Birmingham, AL 35203-2111
TOTAL: 2

***** 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: Jul 18, 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 July 15, 2015 at the address(es) listed below:

Benjamin Shaw Goldman on behalf of Creditor Alabama State Port Authority
bgoldman@handarendall.com, ajohnson@handarendall.com/lstatum@handarendall.com
Benjamin Shaw Goldman on behalf of Creditor Thompson Tractor Co., Inc.
bgoldman@handarendall.com, ajohnson@handarendall.com/lstatum@handarendall.com
Benjamin Shaw Goldman on behalf of Creditor Parker Towing Company, Inc.
bgoldman@handarendall.com, ajohnson@handarendall.com/lstatum@handarendall.com
Bill D Bensinger on behalf of Creditor Cowin & Company, Inc. bdbensinger@csattorneys.com,
dml@csattorneys.com
Bill D Bensinger on behalf of Creditor WHH Real Estate, LLC bdbensinger@csattorneys.com,
dml@csattorneys.com
Bill D Bensinger on behalf of Creditor Nelson Brothers, LLC bdbensinger@csattorneys.com,
dml@csattorneys.com
Cathleen C Moore on behalf of Debtor Walter Land Con
Cathleen C Moore on behalf of Debtor Walter Natural
Cathleen C Moore on behalf of Debtor Walter Minerals



150274115072000000000011

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Cathleen C Moore on behalf of Debtor Walter Exploration & Production LLC ccmoores@babc.com
Cathleen C Moore on behalf of Debtor Walter Home Improvement, Inc. ccmoores@babc.com
D Christopher Carson on behalf of Creditor Committee Steering Committee ccarson@burr.com, mstinson@burr.com, erains@burr.com
Daniel D Sparks on behalf of Creditor Cowin & Company, Inc. ddsparks@csattorneys.com, jgguier@csattorneys.com
Daniel D Sparks on behalf of Creditor WHH Real Estate, LLC ddsparks@csattorneys.com, jgguier@csattorneys.com
Daniel D Sparks on behalf of Creditor Nelson Brothers, LLC ddsparks@csattorneys.com, jgguier@csattorneys.com
Glen Marshall Connor on behalf of Creditor Trustees UMWA Health and Retirement Funds gconnor@qcwdr.com, jherrin@qcwdr.com, gjackson@qcwdr.com
Glen Marshall Connor on behalf of Creditor UMWA Health and Retirement Funds gconnor@qcwdr.com, jherrin@qcwdr.com, gjackson@qcwdr.com
James Blake Bailey on behalf of Debtor Walter Exploration & Production LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Black Warrior Basin LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Minerals, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Blue Creek Coal Sales, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Energy Holdings, LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Coke, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor SP Machine, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor V Manufacturing Company jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Sloss-Sheffield Steel & Iron Company jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Natural Gas, LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Land Company jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Home Improvement, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Jim Walter Resources, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Blue Creek Energy, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Taft Coal Sales & Associates, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Jefferson Warrior Railroad Company, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Atlantic Development and Capital, LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Maple Coal Co., LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor J.W. Walter, Inc. jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Atlantic Leaseco, LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Jim Walter Homes, LLC jbailey@babc.com, kkirsch@babc.com
James Blake Bailey on behalf of Debtor Walter Energy, Inc. jbailey@babc.com, kkirsch@babc.com
Jay R. Bender on behalf of Debtor Maple Coal Co., LLC jbender@babc.com
Jay R. Bender on behalf of Debtor J.W. Walter, Inc. jbender@babc.com
Jay R. Bender on behalf of Debtor Sloss-Sheffield Steel & Iron Company jbender@babc.com
Jay R. Bender on behalf of Debtor Jim Walter Homes, LLC jbender@babc.com
Jay R. Bender on behalf of Debtor Walter Energy, Inc. jbender@babc.com
Jay R. Bender on behalf of Debtor Atlantic Leaseco, LLC jbender@babc.com
Jay R. Bender on behalf of Debtor Jefferson Warrior Railroad Company, Inc. jbender@babc.com
Jay R. Bender on behalf of Debtor Blue Creek Energy, Inc. jbender@babc.com
Jennifer Brooke Kimble on behalf of Creditor United Mine Workers of America jkimble@rumberger.com, mbarnette@rumberger.com, docketingorlando@rumberger.com, jkimblesecy@rumberger.com, mcourtney@rumberger.com, ldowner@rumberger.com
Michael Leo Hall on behalf of Creditor Committee Steering Committee mhall@burr.com, rellis@burr.com, mivey@burr.com
Patrick Darby on behalf of Debtor Atlantic Leaseco, LLC pdarby@babc.com
Patrick Darby on behalf of Debtor Walter Energy, Inc. pdarby@babc.com
Patrick Darby on behalf of Debtor Blue Creek Coal Sales, Inc. pdarby@babc.com
Patrick Darby on behalf of Debtor Walter Coke, Inc. pdarby@babc.com
Patrick Darby on behalf of Debtor Jim Walter Resources, Inc. pdarby@babc.com
Patrick Darby on behalf of Debtor Atlantic Development and Capital, LLC pdarby@babc.com
R. Scott Williams on behalf of Creditor United Mine Workers of America swilliams@rumberger.com, docketingorlando@rumberger.com, swilliamssecy@rumberger.com, ldowner@rumberger.com, mcourtney@rumberger.com, mbarnette@rumberger.com
William (Will) Lee Thuston, Jr. on behalf of Creditor WHH Real Estate, LLC wlt@csattorneys.com, dml@csattorneys.com

District/off: 1126-2

User: ltumlin
Form ID: pdf000

Page 3 of 3
Total Noticed: 16

Date Rcvd: Jul 16, 2015

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

William (Will) Lee Thuston, Jr. on behalf of Creditor Cowin & Company, Inc.
wlt@csattorneys.com, dml@csattorneys.com

TOTAL: 58

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

In re:	Chapter 11
WALTER ENERGY, INC., <i>et al.</i> , ¹	Case No. 15-02741-TOM11
Debtors.	Joint Administration Requested

ORDER (A) AUTHORIZING, BUT NOT DIRECTING, THE DEBTORS TO PAY CERTAIN PREPETITION WAGES, COMPENSATION, WORKERS COMPENSATION AND EMPLOYEE BENEFITS AND TO MAINTAIN EMPLOYEE BENEFIT PROGRAMS AND PAY-RELATED ADMINISTRATIVE OBLIGATIONS; (B) AUTHORIZING AND DIRECTING APPLICABLE BANKS AND OTHER FINANCIAL INSTITUTIONS TO PROCESS AND PAY ALL CHECKS PRESENTED FOR PAYMENT AND TO HONOR ALL FUNDS TRANSFER REQUESTS MADE BY THE DEBTORS RELATING TO THE FOREGOING; AND (C) GRANTING RELATED RELIEF

Upon consideration of the motion (the "Motion")² of the Debtors, seeking entry of an order pursuant to sections 105(a), 363 and 507 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004: (i) authorizing, but not directing, the Debtors, in accordance with their stated policies and in the ordinary course of business, to: (a) pay all prepetition employee wages, salaries and certain other payments owed to Employees, including amounts owed under the Safety Bonus Program, holiday pay and other paid time off obligations; (b) honor workers'

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.

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

compensation obligations; (c) make all contributions to prepetition benefit programs and continue such programs; (d) make all payments for which prepetition payroll withholding deductions (including, but not limited to, payroll taxes) were made; and (e) reimburse all prepetition employee business expenses; (ii) authorizing, but not directing, the Debtors to continue payment of wages, compensation and employee benefit programs in the ordinary course of business and to pay other costs and expenses relating to the foregoing as described more fully below; (iii) authorizing and directing applicable banks and other financial institutions to honor and pay all checks and transfers drawn on the Debtors' bank accounts to make the foregoing payments; and (iv) granting related relief, all as described more fully in the Motion; and the Court having heard the evidence and statements of counsel regarding the Motion and having determined that the legal and factual bases set forth in the Motion and attested to in the First Day Declaration establish just cause for the relief granted herein and the Court having found and concluded that the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and due notice of the Motion having been provided; and it appearing that no other or further notice of the Motion need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and all parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED, ADJUDGED and DECREED that:

1. The Motion is GRANTED to the extent provided herein.

1. Except as otherwise set forth herein, the Debtors are authorized, pursuant to sections 105(a) and 363(b) of the Bankruptcy Code, but not obligated or directed, in the reasonable exercise of their business judgment and in the ordinary course of business, to pay and honor the Employee Obligations.

2. The Debtors are authorized, but not obligated or directed, to continue and maintain the Employee Programs (other than payments under the Quarterly Bonus Program and the Severance Program) during the Chapter 11 Cases, in their sole discretion.

3. The Debtors are authorized, but not the directed, to post cash collateral to secure their obligations to governmental regulators and agencies under the SIR Policies or otherwise to maintain the Debtors' workers' compensation policies, provided however, that the Debtors' will not post any cash collateral without the Steering Committee's consent, such consent not to be unreasonably withheld.

4. The Debtors are authorized, but not obligated or directed, in the reasonable exercise of their business judgment and in the ordinary course of business, to pay and honor the Employee Obligations and Employee Programs (other than payments under the Quarterly Bonus Program and the Severance Program), including any associated costs and fees.

5. Former Employees shall retain the right to coverage under the Debtors' Health Plans in accordance with the requirements of COBRA and the Debtors are authorized, but not directed, to pay any portion of the amounts due under the Health Plans, if any, with respect to such former Employees.

6. All applicable Disbursement Banks are authorized, when requested by the Debtors and in the Debtors' sole discretion, to receive, process, honor and pay any and all checks, drafts or electronic funds transfer requests drawn on the Debtors' accounts to the Employees whether issued or presented prior to or after the Petition Date; provided that sufficient funds are available in the applicable accounts, whether deposited prepetition or postpetition, to make the payments. The terms of this Court's Order approving the Cash Management Motion (among other relief granted therein) shall be applicable to any payments made by the Disbursement Banks pursuant to this Order.

7. Nothing in this Order shall be deemed to authorize payment of any amounts that are subject to section 503(c) of the Bankruptcy Code.

8. Authorization to pay all amounts on account of Employee Obligations shall not affect the Debtors' right to contest the amount or validity of any Employee Obligation, including without limitation, any amounts that may be due to any taxing authority and all related rights are fully reserved.

9. Authorizations given to the Debtors in this Order empower but do not direct the Debtors to effectuate the payments specified herein and the Debtors shall retain the business judgment to make or not make such payments, in all instances subject to the condition that funds are available to effect any payment. In no event shall any person (director, creditor, officer, manager, member, Employee or otherwise of the Debtors) be personally liable for any amounts authorized for payment herein but not paid and nothing in this Order shall be deemed to increase, reclassify, elevate to administrative expense status or otherwise effect such claims.

10. Nothing in the Motion or this Order, nor as a result of any payment made pursuant to this Order, shall be deemed or construed as an admission as to the validity or priority of any claim against the Debtors, an approval or assumption of any agreement, contract or lease pursuant to section 365 of the Bankruptcy Code, or a waiver of the right of the Debtors, or shall impair the ability of the Debtors, or any other party in interest, to the extent applicable, to contest the validity and amount of any payment made pursuant to this Order.

11. Any payment made or to be made under this Order, and any authorization contained in this Order, shall be subject to the terms of the Interim Cash Collateral Order and related final order.

12. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

13. Notwithstanding Bankruptcy Rule 6003, this Order shall be effective and enforceable upon entry hereof.

14. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof.

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

Dated: July 15, 2015

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

