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

In re:	)	**Chapter 11**
WALTER ENERGY, INC., *et al.*,[1]	)	**Case No. 15-02741-TOM11**
Debtors.	)	**(Jointly Administered)**
	)	**Objection Deadline: October 7, 2015, at 4:00 p.m. (CT)**

NOTICE OF MONTHLY FEE APPLICATION

PLEASE TAKE NOTICE that on September 23, 2015, Ogletree, Deakins, Nash, Smoak & Stewart, P.C. ("ODNSS"), as attorneys for Walter Energy, Inc. and its affiliated debtors and debtors-in-possession (each a "Debtor" and, collectively, the "Debtors"), filed the First Monthly Fee Application of Ogletree for Compensation Earned and Expenses Incurred as Attorneys for Debtors for the Period from July 15, 2015 through August 31, 2015 (the "Application"). The Application seeks allowance of monthly fees in the amount of $140,793.00 and monthly expenses in the amount of $5,200.06.

Pursuant to the Court's Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of

[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.

Expenses [Docket No. 650], entered on September 3, 2015 (the "Interim Compensation Order"),[2] written objections to the Application, if any, are required to be served on ODNSS and each other Notice Party so as to be received on or before **October 7, 2015 at 4:00 p.m. (CT)** (the "Objection Deadline"). ODNSS and the objecting party will have ten (10) days from service of the objection to resolve the objection (the "Resolution Deadline"). If ODNSS and the objecting party do not resolve the objection by the Resolution Deadline, the objecting party shall file an objection (the "Objection") with the Court within three (3) business days of the Resolution Deadline and serve such Objection on ODNSS and each of the Notice Parties.

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE INTERIM COMPENSATION ORDER, IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY 80% OF REQUESTED INTERIM FEES AND 100% OF REQUESTED INTERIM EXPENSES WITHOUT FURTHER ORDER OF THE COURT. ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE WILL A HEARING BE HELD ON THE APPLICATION.

[2] Capitalized terms not otherwise defined herein shall have meanings provided in the Interim Compensation Order.

Dated: September 23, 2015
Washington, D.C.

OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C.

By: /s/John R. Woodrum

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Counsel to the Debtors and
Debtors-in-Possession

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

In re:	)	**Chapter 11**
WALTER ENERGY, INC., *et al.*,[3]	)	**Case No. 15-02741-TOM11**
Debtors.	)	**(Jointly Administered)**
	)	**Objection Deadline: October 7, 2015, at 4:00 p.m. (CT)**

SUMMARY OF FIRST MONTHLY FEE APPLICATION OF OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C. FOR COMPENSATION EARNED AND EXPENSES INCURRED AS ATTORNEYS FOR DEBTORS FOR THE PERIOD FROM JULY 15, 2015 THROUGH AUGUST 31, 2015

Name of Applicant:	Ogletree, Deakins Nash, Smoak & Stewart, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors-in-Possession
Date of Retention:	September 4, 2015 (*Nunc Pro Tunc* to July 15, 2015)
Period for which Compensation and reimbursement are sought:	July 15, 2015 through August 31, 2015
Amount of Compensation sought as actual, reasonable, and necessary:	$140,793.00

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Amount of Expense Reimbursement sought as actual, reasonable, and necessary: $5,200.06

This is a: _x_ monthly __ interim __final application.

Prior Applications Filed: None

Schedule 1

Walter Energy, Inc., *et al.*
Compensation by Professional for the period July 15, 2015 through August 31, 2015

Name of Professional Person	**Hourly Billing Rate ($) (including changes)**	**Total Billed Hours**	**Total Compensation ($)**
John R. Woodrum	525.00	255.8	134,295.00
W. Gregory Mott	380.00	17.1	6,498.00
Grand Total:		**272.9**	**140,793.00**

Schedule 2

Walter Energy, Inc., *et al.*
Compensation by Category for the period July 15, 2015 through August 31, 2015.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees ($)
Fee/Employment Application (B160)	.8	420.00
Labor and Union matters (B250)	272.1	140,373.00
TOTALS	**272.9**	**140,793.00**

Schedule 3

Walter Energy, Inc., *et al.*
Summary of Expenses for the period July 15, 2015 through August 31, 2015.

Expenses Category	Total Expenses ($)
Travel	3,734.38
Document Services	1,465.68
TOTAL	**5,200.06**

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

In re:	)	**Chapter 11**
Walter Energy, Inc., *et al.*,[1]	)	**Case No. 15-02741-TOM11**
Debtors.	)	**(Jointly Administered)**
	)	**Objection Deadline: October 7, 2015, at 4:00 p.m. (CT)**

FIRST MONTHLY FEE APPLICATION OF OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C. FOR COMPENSATION EARNED AND EXPENSES INCURRED AS ATTORNEYS FOR DEBTORS FOR THE PERIOD FROM JULY 15, 2015 THROUGH AUGUST 31, 2015

Pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses [Docket No. 650], entered on September 3, 2015 (the "Interim Compensation Order"), Ogletree, Deakins, Nash, Smoak & Stewart, P.C. ("ODNSS"), attorneys for Walter Energy, Inc. and its affiliated debtors and debtors-in-possession (each a "Debtor" and, collectively, the "Debtors"), hereby files its First Monthly Fee Application for compensation earned and expenses incurred (the "Application") for the period of

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July 15, 2015 through August 31, 2015 (the "Fee Application Period"). Specifically, ODNSS seeks allowance of $140,793.00 in fees earned and $5,200.06 in expenses incurred during the Fee Application Period. In support of its Application, ODNSS respectfully represents as follows:

Background

1. 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 debtor-in-possession under sections 1107 and 1108 of the Bankruptcy Code.

2. The Bankruptcy Administrator for the Northern District of Alabama has appointed two official committees in the Chapter 11 Cases: a statutory committee of unsecured creditors; and a committee of retired employees pursuant to sections 1114(c)(2) and 1114(d) of the Bankruptcy Code (the "Section 1114 Committee").

3. On August 12, 2015, the Debtors filed their Application for an Order Authorizing the Retention and Employment of Ogletree, Deakins, Nash, Smoak & Stewart, P.C. as Attorneys for the Debtors and Debtors-In-Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 446] (the "Retention Application"). On September 4, 2015 this Court entered its Order Authorizing the Retention and Employment of Ogletree, Deakins, Nash, Smoak & Stewart, P.C. as Attorneys for the Debtors and Debtors-In-Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 653] (the "Retention Order").

Statement of Final Reconciliation of Prepetition Fees and Expenses

4. ODNSS was specifically retained by the Debtors to assist with labor matters related to the Debtors' reorganization efforts, pursuant to an engagement letter dated April 3, 2015.

ODNSS received an advance retainer from the Debtors in the amount of $100,000 on April 29, 2015. After final reconciliation and application of the prepetition charges, ODNSS held no retainer balance, and was not a creditor of the Debtors.

Relief Requested

5. Pursuant to the Retention Order, ODNSS is entitled to compensation for fees incurred and reimbursement of expenses. During the Fee Application Period, ODNSS earned fees in the amount of $140,793.00 and incurred expenses in the amount of $5,200.06.

6. Attached above as Schedule 1 is a summary of fees earned for services rendered by ODNSS' professionals during the Fee Application Period. This attachment references the names of the professionals that performed work on behalf of the Debtors during the Fee Application Period and their corresponding hourly billing rates and number of hours worked.

7. Attached above as Schedule 2 is a summary of compensation earned, arranged by project category.

8. Attached above as Schedule 3 is a summary of expenses incurred by ODNSS in connection with its role as attorneys in the Chapter 11 Cases during the Fee Application Period. Such expenses include, without limitation, travel expenses, working meals, mailing and postage charges, secretarial overtime, and copy charges. Details of such expenses are set forth below in **Exhibit A.**

9. Also included below in **Exhibit A** is a listing, arranged chronologically, of detailed time entries for services provided by ODNSS' professionals in the Chapter 11 Cases during the Fee Application Period.

Summary of Services

10. The compensation ODNSS seeks is appropriate for the time spent in connection with the Chapter 11 Cases, and sets forth a brief narrative description of the services rendered, for or on behalf of the Debtors, as follows:

A. Labor and Union Matters (B250)

11. Among other services provided in this category during the Fee Application Period, ODNSS represented the Debtors in negotiations with labor unions; researched and analyzed issues with respect to sections 1113 and 1114 of the Bankruptcy Code and advised the Debtors regarding the same; and advised the Debtors regarding labor contingency strategies.

B. Fee/Employment Applications (B160)

12. Among other services provided in this category during the Fee Application Period, ODNSS prepared an employment application.

Conclusion

13. The fee and expense structure set forth in the Retention Order was designed to compensate ODNSS for its services and to cover fixed and routine overhead expenses. ODNSS' rates are consistent with those of other comparable firms that render services under similar circumstances. The compensation requested in this Fee Application is for actual and necessary services and expenses incurred in the Chapter 11 Cases.

1. ODNSS submits that the Application and the description of services set forth herein are in compliance with the Interim Compensation Order. A true and correct copy of the Verification of John Woodrum is attached hereto as **Exhibit B**.

2. This Application covers the period from July 15, 2015 through August 31, 2015. Although every effort was made to include all fees and expenses from the Fee Application

Period in this Application, some fees and/or expenses from the Fee Application Period might not be included in this Application due to delays in processing time and receipt of invoices for expenses and/or for preparation of the instant Application subsequent to the Fee Application Period. Accordingly, ODNSS reserves the right to submit further applications to the Court for allowance of fees and expenses not included herein.

Notice

3. Notice of this Application has been or will be provided to those parties entitled to receive notice in accordance with the Interim Compensation Order.

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WHEREFORE, ODNSS respectfully requests allowance of compensation for professional services in the amount of $140,793.00 and reimbursement for expenses incurred in the amount of $5,200.06 during the Fee Application Period, pursuant to the Interim Compensation Order.

Dated: September 23, 2015
Washington, D.C.

OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C.

By: /s/John Woodrum

John Woodrum
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Counsel to the Debtors and Debtors-in-Possession

Exhibit A

Fee and Expense Detail

Ogletree Deakins

OGLETREE, DEAKINS, NASH, SMOAK & STEWART, P.C.

Attorneys at Law

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www.ogletreedeakins.com

September 23, 2015

Earl H. Doppelt, Esq.
Sr. Vice President, General Counsel & Secretary
Walter Energy, Inc.
3000 Riverchase Galleria, Suite 1700
Birmingham, AL 35244

PERSONAL AND CONFIDENTIAL

Invoice # 1419581
Matter # 043035-000001

Re: Walter Energy, Inc. - DIP - Labor and Union Matters

For professional services rendered through August 31, 2015, in connection with the above-referenced matter as outlined on the attached detailed billing sheets:

Fees $140,793.00
Expenses $5,200.06

Total Due This Invoice..... $145,993.06

PLEASE REMIT TO: Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
Post Office Box 89
Columbia, SC 29202
Federal ID # 57-1044820

Payable upon receipt.
Direct inquiries to the billing attorney or the Account Services Department (864) 241-1900.

Earl H. Doppelt, Esq.
Sr. Vice President, General Counsel & Secretary
Walter Energy, Inc.
3000 Riverchase Galleria, Suite 1700
Birmingham, AL 35244

Re: Walter Energy, Inc. - DIP
For professional services rendered through August 31, 2015

Labor and Union Matters (B250):

Date	Initials	Description	Hours	Amount
07/15/15	JRW	Correspondence with Walt Scheller regarding members of bargaining team (.3); review UMWA statement on bankruptcy filing and other press reports regarding same (.4); review new data site set up for UMWA and coordination with Mitchell Mataya regarding same (.5); review South East Coal decision as it relates to extinguishing Coal Act liability in bankruptcy (.5); conference with Greg Mott concerning preparation for 1113/1114 Motion and Hearing (.5).	2.20	1,155.00
07/15/15	WGM	Review section 1113 and 1114 trial testimony from the Patriot I bankruptcy.	3.60	1,368.00
07/15/15	WGM	Review section 1113/1114 case law, secondary source materials, and selected pleadings from the Patriot I bankruptcy docket.	2.40	912.00
07/16/15	JRW	Review letter from USW representative David Jury and follow up correspondence with Patrick Darby and others regarding 1114 representative status and document request (.8); work on response to Steelworker's request (.3); review and forward Pension Plan evade/avoid suit to team (1.0).	2.10	1,102.50

Date	Initials	Description	Hours	Amount
07/16/15	JRW	Telephone conference with met market expert regarding meeting to begin project (.3); coordination with Steve Shimshak to set up conference with Alan Arffa to review 1113 process and issues (.3); related document review (.8).	1.70	892.50
07/16/15	WGM	Review section 1113/1114 trial testimony in the Patriot I bankruptcy for Patriot chief executive and labor counsel summarizing same.	2.70	1,026.00
07/16/15	WGM	Review free and clear sale details in the 1996 South East Coal bankruptcy case, including judge's questioning if Coal Act liabilities are taxes for bankruptcy purposes (1.0); confer with John Woodrum regarding South East Coal section 363 case (0.2).	1.20	456.00
07/17/15	JRW	Coordination with met coal expert and litigation team to set meeting to review project and issues (.5); coordination with Alan Arffa regarding retention letter review (.3); coordination with Mr. Arffa regarding conference call to review 1113 issues (.2).	1.00	525.00
07/17/15	JRW	Email exchanges with Earl Doppelt concerning meeting of company representatives and professionals to continue work on CBA proposals (.4); advise regarding relevance of legislation introduced by Senator Manchin on company's retirees (.4).	0.80	420.00
07/17/15	JRW	Coordination with Patrick Darby and Kelli Gant to correct error in filing regarding USW representation of A. J. Taft, and to obtain and forward retiree medical plans requested by David Jury (.8); prepare draft letter to USW (.4); review email from Mr. Jury regarding USW intentions for UCC (.2).	1.40	735.00

Date	Initials	Description	Hours	Amount
07/18/15	JRW	Complete and forward to team revisions of CBA proposals based on input from stakeholders; related memo summarizing timeline and open items (3.0); prepare memo to Walt Scheller, Bill Harvey and Earl Doppelt outlining big picture issues to be addressed regarding negotiations, strike preparation and related matters (.5); send request to Mr. Doppelt for litigation cost estimates regarding contract proposals company will seek to reject (.3).	3.80	1,995.00
07/18/15	JRW	Review Tom Lynch memo summarizing status of all labor matters and advise Earl Doppelt regarding same (.4); work on summary of situation at Taft and possibility of discharging back pay (.5).	0.90	472.50
07/18/15	JRW	Email exchanges with Earl Doppelt and Guy Hensley regarding cost data for prior litigation with unions (.3); review David Jury correspondence regarding USW serving as retiree representative (.3).	0.60	315.00
07/19/15	JRW	Search data base for no fault absentee policies and identify best practices.	1.30	682.50
07/20/15	JRW	Further revisions to draft labor proposal and forward to team for consideration at upcoming meeting; review press package circulated by Earl Doppelt including debt wire analysis of company's position and options.	1.20	630.00
07/20/15	JRW	Revisions to summary of labor issues at Taft Coal and related recommendations, forward to company team for review and consideration regarding bargaining (1.0); coordination with Earl Doppelt and Guy Hensley concerning litigation cost estimates for Union cases at JWR involving application of contract to Taft Coal (.4).	1.40	735.00

Date	Initials	Description	Hours	Amount
07/20/15	JRW	Telephone conference with UMWA General Counsel Grant Crandall concerning available dates for bargaining the first week of August and related matters (.3); advise company team regarding same (.3); review Walt Scheller's response and inform Mr. Crandall of same (.2); review UMWA letter appointing Union committee and advise company regarding same (.5); advise Union of company's committee (.3).	1.60	840.00
07/20/15	JRW	Travel to Birmingham for meeting with company to prepare for labor negotiations.	2.50	1,312.50
07/20/15	WGM	Revise digest of concessionary contract negotiators' testimony in the Patriot I bankruptcy section 1113 and 1114 trial.	1.00	380.00
07/21/15	JRW	Professionals WIP call and related review of timeline provided by Claudia Tobler.	0.50	262.50
07/21/15	JRW	Telephone conference with Patrick Darby concerning labor contract provision that establish 1113 basis for workers compensation payments; review same; advise regarding contract.	1.00	525.00
07/21/15	JRW	Review correspondence from David Jury and coordination with Patrick Darby concerning USW request for information and to be listed on Top Fifty creditors for purposed UCC formation.	0.30	157.50
07/21/15	JRW	Work on new set of proposals for distribution and comment.	1.00	525.00
07/21/15	JRW	Meeting in Birmingham with representation of company and professional advisors to review and revise bargaining proposals designed to reduce labor costs and review timing and procedural aspects of upcoming negotiations with UMWA in USW and related matters; return travel to Washington, D.C.	8.00	4,200.00
07/22/15	JRW	Review cost data provided by Guy Hensley relating to expected cost savings of certain CBA proposals.	0.30	157.50

Date	Initials	Description	Hours	Amount
07/22/15	JRW	Telephone conference with Adam Schlesinger concerning revisions to proposals and costing out impact of same.	0.90	472.50
07/22/15	JRW	Telephone conference with Steve Shimshak and Alan Affra concerning preparation for 1113/1114 Motions and hearing including standards and witnesses; forward sample motions.	1.00	525.00
07/22/15	JRW	Review USW request to be added to Top Fifty creditors and related exchanges with Patrick Darby and other team members.	0.50	262.50
07/22/15	JRW	Advise Daniel Youngblat regarding successor clause in labor agreements and related review of same.	0.40	210.00
07/22/15	JRW	Further revisions to package of bargaining proposals for review and comment by company.	1.50	787.50
07/22/15	WGM	Review pleading regarding section 363 sale in the National Steel Corp. bankruptcy involving Coal Act liabilities.	1.00	380.00
07/23/15	JRW	Complete revision of bargaining proposals resulting from Birmingham conferences and forward to all reviewers with cover explaining remaining issues and tasks.	3.00	1,575.00
07/23/15	JRW	Telephone conference with Claudia Tobler and follow up communications concerning UMWA serving as 1114 representative and on UCC as well; related follow up.	0.50	262.50
07/23/15	JRW	Conferences with Carol Farrell regarding USW bargaining team and meeting to begin review of issues.	0.50	262.50
07/23/15	JRW	Coordination with John Watson regarding meeting in Washington (.3); review transcript and declarations from Patriot 1113 Motion seeking rejection of UMWA contract (1.0).	1.30	682.50

Date	Initials	Description	Hours	Amount
07/24/15	JRW	Review email from Grant Crandall advising of UMWA's Financial Advisors (.2); inform company representatives regarding same and request for data access (.2) follow up with Mr. Crandall regarding data access (.2); coordination with Mitch Mataya and Bill Harvey regarding data access (.2); correspondence with David MacGreevy regarding data room access (.2).	1.00	525.00
07/24/15	JRW	Review email from Lisa Beckerman regarding security review (.2); telephone conference with lenders counsel and Claudia Tobler regarding status of site security and other matters (.5); advise company of conversation (.2); telephone conference with Adam Schlesinger regarding details of security project (03).	1.40	735.00
07/24/15	JRW	Coordination with Kathy Lott and others regarding schedule for meeting in D.C. to prepare for UMWA negotiations and make arrangements for same.	0.40	210.00
07/24/15	JRW	Revise and resend draft proposals for review and comment (.4); advise Walt Scheller regarding status (.2); review correspondence from Chuck Blevins regarding data for calculating cost of proposals (.3).	0.90	472.50
07/24/15	JRW	Telephone conferences and emails with Carol Farrell concerning meeting with USW team to begin preparations (.4); background materials regarding same (.5).	0.90	472.50
07/24/15	JRW	Email Adam Schlesinger regarding background materials for meeting with met coal expert (.2); conference with Greg Mott regarding same (.3); forward materials to litigation group (.3).	0.80	420.00
07/25/15	JRW	Review files to prepare for meeting with Carol Farrell on USW contract.	0.60	315.00
07/25/15	JRW	Preliminary review of decks provided by Adam Schlesinger for use in meeting with met market expert (.4); prepare outline for Monday meeting (.4).	0.80	420.00

Date	Initials	Description	Hours	Amount
07/25/15	JRW	Advise team of UMWA's selection of Financial Advisor.	0.20	105.00
07/25/15	JRW	Review materials and case files on A. J. Taft application of contract case.	0.60	315.00
07/26/15	JRW	Complete Agenda and preparation for meeting with met market expert.	1.00	525.00
07/27/15	JRW	Review inquiry from Mitchell Mataya regarding granting access to data room to Financial Advisors and confirm same (.2); inform advisors that access was granted (.2).	0.40	210.00
07/27/15	JRW	Complete meeting Agenda (.3); request final version of RSA and timeline from Claudia Tobler for meeting (.2); meeting with litigation group and expert witness to review background of company, financials, timeline and scope of project and related document review (4.3).	4.80	2,520.00
07/27/15	JRW	Review Mike Hall's comments to CBA proposals (.3) review and forward article on employee percentage of healthcare premiums (.2); review and forward UMWA response to Patriot 1113/1114 Motion (.2); telephone conference with Carol Farrell to discuss USW issues and context in preparation for meeting with bargaining team and related preparation (1.0); review correspondence with Blackstone regarding methodology of calculation value to be assigned to certain contract benefits (.3); review draft 1114 Order forming Committee (.2); review Debtwire analysis of Pension Plan claim and in part on unsecured creditors provided by Earl Doppelt and respond to same (.4).	2.60	1,365.00
07/27/15	JRW	Telephone conference with Lauren Leyden concerning additional details and qualifications of security consultant and related matters.	0.30	157.50
07/27/15	WGM	Attend meeting with John Woodrum and Debtors' coal market expert.	3.40	1,292.00
07/28/15	JRW	Coordination with Carol Farrell regarding USW preparation; review relevant USW document.	1.00	525.00

Date	Initials	Description	Hours	Amount
07/28/15	JRW	Review email from Steve Zelin regarding issues in obtaining lender confirmation of various documents to be filed and related CBA proposals and impact on timeline (.3); respond to same and suggested call to resolve lender conflicts (.2); professionals call to discuss suggestion that union negotiations be delayed and impact of same (.6); review advisors memo to management regarding labor issues (.3); contact Doug Williams regarding briefing update (.2).	1.60	840.00
07/28/15	JRW	Analysis of new successor case in context of responsibility for withdrawal liability (.3); coordination with James Pennington regarding security company (.2).	0.50	262.50
07/28/15	JRW	WIP telephone conference with all counsel (.6); related review of Agenda and attachments (.2); review news article analyzing future of met market and impact of Australian production (.2).	1.00	525.00
07/28/15	WGM	Review Patriot I docket and declarations to identify the Patriot debtors' final pre-hearing section 1113/1114 proposals.	1.40	532.00
07/29/15	JRW	Meeting in Birmingham with Carol Farrell and Coke Plant managers to review USW contract, medical and pension plans areas to be addressed in labor negotiations; meeting with Walt Scheller, Bill Harvey and professional staff to explore concepts for reducing costs at JWR and how to modify UMWA contract to accomplish same; related travel from Washington, D.C. and return.	10.00	5,250.00
07/30/15	JRW	Telephone conference with company and advisors to discuss bargaining schedule and issues (.4); telephone conference with lenders and representatives regarding same (.5); email exchanges with Steve Zelin (.2).	1.10	577.50

Date	Initials	Description	Hours	Amount
07/30/15	JRW	Obtaining wage and benefit information at West Virginia mines (.2); conference with Greg Mott regarding same (.2); email Walt Scheller requesting Wood MacKenzie report (.2); review bankruptcy court decision in N.D. Holding (.3).	0.90	472.50
07/30/15	JRW	Work on updating contract proposals to reflect new paid vacation concept and related matters (1.8); telephone conference with Adam Schlesinger regarding substance of new leave proposal (.3); advise Claudia Tobler regarding basis for NLRB notice of appearance (.2).	2.30	1,207.50
07/30/15	WGM	Confer with Joyce Wolfgang regarding obtaining the final concessionary contract proposals in the Patriot I bankruptcy prior to the section 1113/1114 hearing.	0.40	152.00
07/31/15	JRW	Request Wood MacKenzie report regarding met market pricing and preliminary review of same (.4); weekly status call (.2); call with Michael Rudnick and all personnel involved in maintenance of data room to review process and issues in monitoring same (1.3); correspondence with Steve Shimshak regarding RSA and NDA (.3); review hearing dates list forwarded by James Bailey (.2); correspondence with Paul Weiss team regarding CBA dates in the RSA and related matters (.4); communication with Patrick Darby regarding NLRB Notice of Appearance and related matters (.3); multiple email exchanges concerning confidentiality issues in releasing certain CBA documents (.4).	3.10	1,627.50
07/31/15	JRW	Telephone conferences with Adam Schlesinger concerning wage grade and hourly cost projections and related matters (.3); continued revisions to CBA proposals (3.8).	4.10	2,152.50

Date	Initials	Description	Hours	Amount
08/01/15	JRW	Email exchanges with Steve Shirshak, Adam Schlesinger and others regardign data room materials (.3); work on draft declaration and provide comments to Blackstone regarding same (1.2); coordination with Blackstone regarding date to be shared with restricted lender representatives (.3); email exchanges regarding correct information relating to changes in health plan (.2).	2.00	1,050.00
08/02/15	JRW	Coordination with Kelli Gant regarding healthcare proposals (.2); email exchanges with Alan Arffa, John Watson and others concerning analyst for met market (.2); review comments from Mike Hall to proposals (.3).	0.70	367.50
08/03/15	JRW	Review Daniel Youngblat's summary of proceedings (.2); review UMWA opposition to Patriot 1113 Motion and conference with Kelley Cornish regarding same (.4); analysis of draft paid leave proposal and advise bargaining committee of proposed changes (.3); coordination with Earl Doppelt concerning possible meeting with lenders and advisors in New York (.3); telephone conference with Bill Harvey regarding same (.3); review and revise presentation forwarded by Joe Fallon (.6); review Blackstone financial analysis of work rule proposals (.2); review work stream update provided by Claudia Tobler (.2); review proposed Agenda for lenders meeting and respond regarding same (.4); advise Adam Schlesinger regarding changes to presentation deck (.4); revise proposals and send to Mr. Fallon (.5).	3.80	1,995.00

Date	Initials	Description	Hours	Amount
08/04/15	JRW	Meeting with restricted lenders in New York to provide overview of labor issues related to preparation and travel to and from New York (8.0); meeting with company committee to prepare for Union negotiations (1.5); coordination and telephone conferences with Blackstone regarding changes to deck for use in negotiations and related review and comment and preparation of same for presentation to UMWA team (2.0); analysis of paid leave proposal (.3); coordination with Steve Brown regarding Taft case (.2); telephone conference with Guy Hensley regarding treatment of Taft case in bankruptcy proceedings and related matters (.3); coordination with Mike Hall to obtain historic wage rates (.2); telephone conference with Dan Stickel regarding labor situation at West Virginia operations (.5); review Jared Kasner report of bankruptcy schedule (.2).	13.20	6,930.00
08/05/15	JRW	Collective bargaining with UMWA in Triangle, Virginia and related travel and conferences with bargaining team (5.8); provide Art Traynor with RSA and comments to same (.4); coordination with Lisa Beckerman and others to arrange follow up call with lenders and advisors (.4); review Amendment No. 1 to RSA (.3); review deck for upcoming Board meeting (.5); coordination with Kelley Cornish regarding UCC selection of counsel and advisors and related matters (.4).	7.80	4,095.00

Date	Initials	Description	Hours	Amount
08/06/15	JRW	Telephone conference with lenders' subcommittee to update labor negotiations and related considerations (1.0); coordination with Steve Zelin regarding presentation to lenders (.2); telephone conference with Lauren Leyden regarding security assessment and related matters and provide documents relating to same (.5); coordination with Lisa Beckerman and Paul Weiss to set up conference call with lenders subcommittee (.3); coordination with Walt Scheller and company officials regarding developing information concerning strike security (.4); email exchanges with Carol Farrell regarding USW bargaining and related proposals and analysis (.3); email exchanges and telephone conference with Adam Schlesinger to discuss labor cost outline to be delivered to lenders (.5); review report of PBGC discussions regarding distressed termination of pension plans (.2).	3.40	1,785.00
08/07/15	JRW	Review summary of Opposition to RSA prepared by Daniel Youngblat (.2); review updated timeline provided by James Bailey (.2); weekly professionals call to review status (.5); telephone conference with Walt Scheller regarding upcoming conference with lenders and advisors (.3); telephone conference with lenders' labor committee (1.2); preliminary review of security materials provided by Dan Grucza (.5); email exchanges with Akin, Paul Weiss and company regarding clearing documents for posting in data room and related matters (.4); telephone conference with Adam Schlesinger regarding summary outline for bargaining committee (.3); review and propose changes to outline (.7); telephone conference and related coordination with Kelley Cornish regarding upcoming UCC meetings (.2).	4.50	2,362.50

Date	Initials	Description	Hours	Amount
08/08/15	JRW	Revisions to draft CBA proposals and email to Adam Schlesinger regarding same (1.4); review UMWA Opposition to Motion to Assume RSA and multiple email exchanges with bankruptcy counsel regarding issues presented therein and related review of cases relied on by Union (1.2); review draft negotiations outline circulated by Blackstone for delivery to lenders and subcommittee (.3); brief John Watson on negotiations (.2); forward revised paid time off proposal to Blackstone (.2).	3.50	1,837.50
08/09/15	JRW	Coordination with Pilar Tarry regarding scheduling SOFA filings (.2); correspondence with Kelley Cornish regarding upcoming meetings with UCC and UMWA counsel (.2); review calendar provided by Steve Zelin for workflow for UMWA proposals and respond to same (.5); prepare excerpts from Wood Mackenzie met coal forecasts for UMWA bargaining (.8); review Jim Masterharm's suggestions regarding calendar (.2).	1.90	997.50
08/10/15	JRW	Telephone conference with Pilar Tarry and others to review scheduling of claims and claimants (.5); emails with Adam Schlesinger and others to set up call with lenders (.3); coordination with Carol Farrell regarding afternoon conference with team for USW negotiations (.4); review materials provided by Ray Walker in preparation for same (.4); telephone conference with company's USW negotiating committee to review proposals and related matters (1.7); telephone conference with lenders subcommittee regarding labor asks to UMWA and USW (1.5); telephone conference with professionals to discuss scheduling claims and related pending matters (.5).	5.30	2,782.50

Date	Initials	Description	Hours	Amount
08/11/15	JRW	Telephone conference with Walt Scheller and USW team to review draft business plan and first draft of proposals (1.5); comments to Blackstone regarding treatment of floating holidays and analysis for cost savings (.3); review materials provided by Beth Roberts summarizing wages and benefits at non-union operations (.5); review filing summary provided by Dan Youngblat (.2); telephone conference with Dan Kane to set next meeting and advise company (.3); telephone conference with Rob Fleder and company regarding aspects of terminating USW pension plan and presention to lenders, advisors (.5); telephone conference with Dan Gruzca regarding overview of security and preparations and review materials regarding same (1.3); review claims schedules in Patriot provided by Pilar Tarry as they relate to similar claims in pending case (.4); telephone conference with Bill Stanhouse about CARE Act and full context of same as it relates to collective bargaining and related matters (.8); provide corrected time off proposal to Adam Schlesinger (.3); follow up with Dan Kane at UMWA regarding same (.2); telephone conference with Doug Williams to review his report on operational changes that could lead to labor savings (2.0).	8.30	4,357.50
08/12/15	JRW	Telephone conference with lenders subcommittee and Walt Scheller and company representatives to discuss some labor proposals and valuation of impact on cost savings related thereto (1.5); telephone conference with Ann Young regarding labor issues (.2); review Board presentation (.5); review draft claims schedule provided by Pilar Tarry (.6); prepare analysis of issues presented by termination of USW Pension Plan (.3); review database items to be provided to UCC committee and confirm same (.3); coordination with Steve Brown regarding conference call to discuss options for addressing Taft litigation and related matters (.3).	3.70	1,942.50

Date	Initials	Description	Hours	Amount
08/13/15	JRW	Telephone conference with Earl Doppelt regarding status of matters (.3); telephone conference with Paul Weiss and other counsel concerning UCC discovery (.5); telephone conference with Adam Schlesinger to prepare for call with lenders (.3); telephone conference with labor subcommittee and company professionals to review pending matters (1.3); telephone conference with Pilar Tarry and others to discuss scheduling of various pension and benefit claims and related document review (1.0); telephone conference with Carol Farrell and bargaining team for USW negotiations to review wage and bonus proposal and other components of USW ask (1.5); telephone conference with bankruptcy professionals to review recent developments (.5); email Kelley Cornish and other summarizing issues in terminating USW Pension Plan and related recommendations (.3); provide mark-up of Board presentation on status of labor negotiations to Mr. Doppelt (.4); review court order regarding Taft case and coordination with Steve Brown regarding setting conference to discuss same (.3); review Blackstone cost savings analysis for paid time off and comments regarding same (.5).	6.90	3,622.50

Date	Initials	Description	Hours	Amount
08/14/15	JRW	Telephone conference with Claudia Tobler regarding PBGC joint liability claim (.2); WIP call with professionals (.4); telephone conference with advisors regarding labor strategy and related preparations (.8); telephone conference with Steve Brown, Guy Henson and others to review Taft arbitration and Federal Court case and develop bankruptcy strategy for handling same (1.5); review background Taft documents (.4); review statutory materials and NLRB materials relating to handling of back pay claims in Chapter 11 (.4); review agenda prepared by Adam Schlesinger for call and new deck slides regarding saving for work rule changes (.4); review objection of UMWA Pension Plan in Patriot seeking to withdraw from Plan in anticipation of similar opposition in Walter Energy case (.5); telephone conference with labor subcommittee to work on deck concepts (.7); preliminary review of draft 363 materials circulated by Steve Shimshak (.4); review James Bailey's summary of court filings (.2); coordination with Kelley Cornish regarding meeting with UMWA advisors (.2).	6.10	3,202.50
08/15/15	JRW	Email correspondence with Adam Schlesinger regarding UMWA proposals (.4); revise same to incorporate new concepts and suggestions since last version (1.0); preliminary review of draft global notes for claim schedule provided by Pilar Tarry (.4); telephone conference with Joe Fallon regarding costing proposals (.3).	2.10	1,102.50
08/16/15	JRW	Telephone conference with Adam Schlesinger concerning upcoming call with lender representatives and UMWA draft deck (.4); review draft deck and note areas of needed changes (1.0); telephone conference with lender representatives and related preparation (1.3); email Mr. Schlesinger regarding UMWA deck (.2); complete review of global notes (.5); telephone conference with Joe Fallon to review/revise Union deck (.7).	4.10	2,152.50

Date	Initials	Description	Hours	Amount
08/17/15	JRW	Email exchange with Adam Schlesinger regarding status of USW proposals and quantification of associated savings and related issues (.6); email exchanges with Mike Hall regarding paid lunches and time off issue (.4).	1.00	525.00
08/18/15	JRW	Review Jay Watson's analysis of treatment of back pay claims in bankruptcy and follow up questions (.5); telephone conference with Mike Hall concerning review of all arbitration decisions and prior practices to identify those that should be repudiated and genesis of overtime for call back lunches (.5); coordination with Kathy Lott regarding Monday meeting and Wednesday UMWA negotiations (.4); review draft USW proposals provided by Scott Castleberry (.6); advise Pilar Tarry concerning reasons for disputing PBGC claim (.4); review contractor and paid leave slides developed by Blackstone and related comments (.5); provide contract comparison to Ron Bloom (.2); preliminary review of USW Information Request provide by Carol Farrell (.5); coordination with Kelli Gant regarding same (.3); review summary of court filings provided by Daniel Youngblat (.2); telephone conference advisors regarding union presentation (1.2); telephone conference with USW team to discuss analysis and draft presentation (1.5).	6.80	3,570.00

Date	Initials	Description	Hours	Amount
08/19/15	JRW	Preparation for lenders call (.4); telephone conference with advisors to review UMWA presentation and options (2.6); telephone conference with Lauren Leyden regarding proposals to address absenteeism and security matters (.7); multiple email exchanges with firm attorneys to obtain sample no-fault attendance policies and review same (.8); coordination with litigation team concerning maintenance of records of negotiating sessions and proposals in form accessible for possible 1113 hearing (.4); review deck presentation for UMWA's financial advisers and related coordination with Blackstone (.8); complete review of USW Information Request, prepare summary of same and forward to company and advisors with proposals for creating document room to accommodate same (1.1); review USW proposals provide by Scott Castleberry and forward to Blackstone for posting to data room (.6); review costs impact analysis of USW proposals prepared by Ray Walker and related communications (.4); review James Bailey's summary of court filings (.3).	8.10	4,252.50
08/20/15	JRW	Review business plan scenarios provided by Ray Walker and related explanatory note and summary (.7); forward to Blackstone to be reviewed and posted in data room (.2); coordination with Joe Fallon regarding disclaimer for UMWA deck and related presentation issues (.4); review new version of UMWA deck reflecting group comments and provide corrected slides for same (1.6); review draft plan and disclosure provided by Ann Young (1.0); edit labor and related pages and forward to Ms. Young for inclusion (.7); coordination with Earl Doppelt concerning need to review met market portion of UMWA deck (.3); review and forward to met market analyst (.3).	5.20	2,730.00

Date	Initials	Description	Hours	Amount
08/21/15	JRW	Meeting with Paul Weiss and Blackstone advisors to prepare for meeting with UMWA's financial advisors and bankruptcy counsel; meeting with Union's advisors and follow up meeting with company's advisors to review meeting developments and related matters; related travel from Washington to New York and return (8.8.); telephone conference with Steve Zelin to discuss issues in draft UMWA deck relating to presentation concept and related matters (.3); complete revisions to comprehensive UMWA proposals and provide to Blackstone for use in deck and posting to data room (.8); provide draft deck to analyst for review and comment regarding met market and forward comments to Blackstone (.4) complete review of information provided by Dan Grucza concerning security companies and provide report to Lauren Leyden regarding same (.7); advise Carol Farrell concerning response to USW Information Request (.2); email exchange with Joe Fallon concerning lunch payment proposal (.2).	11.40	5,985.00
08/22/15	JRW	Email exchanges with Joe Fallon and Rich Donnelly regarding contract proposals relating to roof bolters and other contract terms (.4); exchange with Steve Zelin regarding changes to UMWA deck (.3).	0.70	367.50
08/23/15	JRW	Review and update UMWA deck and provide additional comments to same (.8); prepare for meeting with lenders and advisors in Birmingham (.5); review update plan and disclosure statement and provide comments to same (1.6); review provisions in other contracts for possible use in UMWA presentation (.3).	3.20	1,680.00

Date	Initials	Description	Hours	Amount
08/24/15	JRW	Meeting with lenders and advisors in Birmingham to review status of operations status of UMWA discussions, strategy discussion for modification to labor contracts and related matters; related travel to Birmingham and return to D.C.	11.00	5,775.00
08/25/15	JRW	Coordination with Kelli Gant concerning production of information in response to USW request (.3); review Blackstone's slide for UMWA deck describing paid time off and provide comments to Brian Laskin (.2); revisions to CBA proposals to be given to UMWA in upcoming session and provide to JWR committee with explanation and request for comments (.5); review Lisa Beckerman's comments and consider same (.3) advise Ms. Beckerman regarding availability of labor contract comparison (.2); provide Taft case litigators with copy of NLRB's position for back pay filed in bankruptcy case, related review of NLRB claim and supporting documents (.5); review extensive USW information demand and telephone conference with Carol Farrell regarding same (.5); review revised UMWA presentation deck provided by Brian Laskin (.3); draft response for Ms. Farrell to send to USW confirming receipt of information request (.3); review summary of filed pleadings provided by Jared Kasner (.2); review text of disclosure statement concerning labor and benefit issues and provide revisions to Mr. Kasner (.3); provide information to Lauren Leyden concerning security company (.2); forward UMWA deck to analyst for comments regarding met market (.2); meeting with Walt Scheller and company negotiating team to prepare for negotiating session with UMWA and related review and revisions to final proposals and presentation deck (5.5).	10.50	5,512.50

Date	Initials	Description	Hours	Amount
08/26/15	JRW	Negotiation meeting with UMWA in Triangle, Virginia, meeting with company team to prepare, and related travel to UMWA headquarters (7.0); review revised draft disclosure statement (.6); coordination with Carol Farrell regarding response to USW information request (.3); review notice of filing in A.J. Taft case provided by Steve Brown and comments to same (.4); review Jay Watson's comments concerning how Chapter 11 filing impacts case and relief available (.2); email exchanges with Adam Schlesinger and others regarding making UMWA proposals available to UMWA's financial advisors and related considerations and options (.4); contact UMWA counsel and obtain approval to provide information (.2); email exchanges with UMWA negotiator Ron Airhart regarding specific information requested in negotiation, review same and forward to company for collection (.4); review filed Plan and Disclosure Statement (.3); review summary of court filings provided by Jared Kasner (.2).	10.00	5,250.00

Date	Initials	Description	Hours	Amount
08/27/15	JRW	Telephone conference to update all constituents concerning UMWA negotiating meeting and next steps (.6); telephone conference with lenders advisors to advise on developments at UMWA bargaining session and next steps (.5); telephone conference with Lauren Leyden concerning upcoming USW negotiations and RSA trigger and related matters (.5); follow up call with Ms. Leyden regarding same and regarding termination of USW defined benefit plan (.4); review and respond to inquiry from Lisa Beckerman concerning initial draft of USW proposals and creation of data room (.3); coordination with Adam Schlesinger regarding status of Walter Coke business plan and USW deck (.5); coordination with Art Traynor and Mitch Mataya regarding providing access to UMWA data site to UMWA committee (.4); coordination with Joe Fallon regarding posting documents to data room (.2); email Carol Farrell concerning RSA trigger for USW presentation and preparation for same (.4); telephone conference with Walter Coke's negotiating team to review most recent version of proposals and cost saving summary and related preparation for negotiations and related document review (1.3); email exchanges with Kelli Gant regarding rumors of action at Taft Coal (.3); coordination with Mitchell Mataya regarding data access for USW and advise Ann Young regarding same (.3); forward proposal regarding settlement concept for Taft litigation to Earl Doppelt and litigation team (.4); review and comment on draft Answer in Taft proceeding (.3).	6.40	3,360.00

Date	Initials	Description	Hours	Amount
08/28/15	JRW	Review email from Pilar Tarry regarding requested review of SOFAs and schedules and Global Notes and review same (1.0); telephone conference with Ms. Tarry (.3); provide redline to SOFA and Global Notes on labor and union matters (.7); review and respond to Carol Farrell's inquiry concerning standard for determining which proposed changes to USW contract should be retained and which should be dropped (.4); multiple telephone conference and emails with Scott Castleberry to arrange USW negotiation session next week in view of fact most USW representatives are attending out-of-town conference all week (.5); telephone conference with Steven Brown to discuss settlement concepts for Taft case in view of NLRB interest in resolving back pay claims (.6); coordination with Mitchell Mataya regarding NDA for USW to gain access to data site and prepare and forward same (.8); coordination with Steve Brown and litigation team reconsiderations in settling Taft case (.3) review Kelley Cornish email setting out issues in responding to UCC document request and review scope of same (.3); advise of objection to same in view of sensitivity to labor negotiations and related advice to team (.3); provide UMWA deck to Ray Walker for use in preparing for USW discussions (.2); review and comment on preliminary USW deck prepared by Blackstone (1.1); coordination with Taft litigation team for conference call to discuss strategy for settlement offer to NLRB (.3); review Jared Kasner's summary of pleadings filed in case (.2); telephone conference with Walter Coke bargaining team and Blackstone representatives to walk through the draft deck and cost savings estimates (2.2).	9.20	4,830.00
08/29/15	JRW	Review Ray Walker's comments to USW deck (.2); work on USW proposals (.3).	0.50	262.50

Date	Initials	Description	Hours	Amount
08/30/15	JRW	Review USW deck provided by Blackstone and provide comments to Joe Fallon (.9); review comments to deck provided by Scott Castleberry (.3); coordination with Joe Fallon and company team regarding Monday call to discuss snapbackconcepts to offer unions (.2); request formal proposal for settling A.J. Taft from UMWA counsel Art Traynor (.2).	1.60	840.00
08/31/15	JRW	Review Kelli Gant comments to USW proposals (.2); review Mitchell Mataya email regarding preparation of USW data site and related issues and advise regarding same (.8); review Ms. Gant's supplemental comments to proposals (.2); email to Carol Farrell concerning USW meeting and related matters (.4); review Scott Castleberry email regarding negotiations (.4); emails with Steve Brown regarding Taft negotiations and settlement options (.6); coordination with Ms. Farrell and others regarding documents to be put in USW data room (.5); coordination with Mr. Castleberry regarding USW NDA (.3); preliminary review of responses to USW information request posted to date site (.6); telephone conference with lenders representatives regarding concepts for snapback provision and related matters and follow up (1.0); work on proposal and presentation for bargaining (1.3); review UMWA Funds opposition to DIP motion in Alpha case (.3).	6.60	3,465.00
		Total Services	272.90	$140,313.00

Timekeeper Summary

Timekeeper	Title	Rate	Hours	Amount
John R. Woodrum	Shareholder	525.00	255.00	133,875.00
W. Gregory Mott	Of Counsel	380.00	17.10	6,498.00

Re: Fee/Employment Applications (B160)

07/28/15	JRW	Review email from Cathy Moore enclosing proposed redline changes to Application and Declaration (.2); advise Ms. Moore regarding same and forward related documents (.3); review further changes, re-execute Declaration and forward to Ms. Moore (.3).	0.80	420.00

Timekeeper	Title	Rate	Hours	Amount
John R. Woodrum	Shareholder	525.00	.80	420.00

Total Services	$420.00
Grand Total for this Invoice	$140,793.00

Expenses

Description			Amount
Copies	1,495 @	0.10 ea.	149.50
Color Copies	1,408 @	0.75 ea.	1,056.00
Delivery Service			24.39
Business Meetings - SeamlessWeb Professional Solutions, Inc. - J. Woodrum client meeting 07/07/2015 - on 07/07/15 Bank ID: PCACH Check Number: 90103894			18.12
Business Meetings - SeamlessWeb Professional Solutions, Inc. - J. Woodrum client meeting 07/08/2015 - on 07/08/15 Bank ID: PCACH Check Number: 90103894			87.71
Travel - John R. Woodrum - Taxi/Car Service - Attend bargaining meeting in Birmingham, AL			25.00
Travel - John R. Woodrum - Lodging - Attend bargaining meeting in Birmingham, AL on 07/20/15 Bank ID: PCACH Check Number: 90102645			135.66
Travel - John R. Woodrum - Airfare - Attend bargaining meeting in Birmingham, AL			732.20
Business Meetings - John R. Woodrum - Hotel - Billed to Client Meals - Attend bargaining meeting in Birmingham, AL John R. Woodrum on 07/20/15 Bank ID: PCACH Check Number: 90102645			34.91
Travel - John R. Woodrum - Taxi/Car Service - Attend bargaining meeting in Birmingham, AL			20.00
Business Meetings - John R. Woodrum - Billed to Client Meals - Attend bargaining meeting in Birmingham, AL John R. Woodrum on 07/21/15 Bank ID: PCACH Check Number: 90102645			17.62
Misc. - John R. Woodrum - Miscellaneous - Attend bargaining meeting in Birmingham, AL on 07/21/15 Bank ID: PCACH Check Number: 90102645			32.00
Travel - John R. Woodrum - Parking - Meeting with client in Birmingham, AL for labor negotiations. on 07/29/15 Bank ID: PCACH Check Number: 90105457			25.00
Travel - John R. Woodrum - Airfare - Meeting with client in Birmingham, AL for labor negotiations.			722.20
Business Meetings - John R. Woodrum - Billed to Client Meals - Meeting with client in Birmingham, AL for labor negotiations. John R. Woodrum on 07/29/15 Bank ID: PCACH Check Number: 90105457			17.58

Misc. - John R. Woodrum - Tips - Meeting with client in Birmingham, AL for labor negotiations. on 07/29/15 Bank ID: PCACH Check Number: 90105457	5.00
Travel - John R. Woodrum - Public Transit - Meeting with lenders labor committee and lenders advisers at Paul Weiss office. on 08/03/15 Bank ID: PCACH Check Number: 90105457	634.00
Travel - John R. Woodrum - Parking - Meeting with lenders labor committee and lenders advisers at Paul Weiss office. on 08/04/15 Bank ID: PCACH Check Number: 90105457	24.00
Travel - John R. Woodrum - Taxi/Car Service - Meeting with lenders labor committee and lenders advisers at Paul Weiss office.	29.00
Business Meetings - John R. Woodrum - Billed to Client Meals - Meeting with lenders labor committee and lenders advisers at Paul Weiss office.	23.72
Vendor Copies-Color Copies Bank ID: PCACH Check Number: 90105457	130.09
Travel - John R. Woodrum - Mileage - Professionals Meeting in Triangle, Virginia.	28.75
Travel - John R. Woodrum - Mileage - Attend UMWA presentation in Triangle, Virginia	40.25
Travel - John R. Woodrum - Parking - Meeting in New York with UMWA's financial advisers and outside bankruptcy counsel on 08/21/15 Bank ID: PCACH Check Number: 90105457	20.00
Travel - John R. Woodrum - Taxi/Car Service - Meeting in New York with UMWA's financial advisers and outside bankruptcy counsel	25.00
Travel - John R. Woodrum - Public Transit - Meeting in New York with UMWA's financial advisers and outside bankruptcy counsel on 08/21/15 Bank ID: PCACH Check Number: 90105457	342.00
Business Meetings - John R. Woodrum - Billed to Client Meals - Meeting in New York with UMWA's financial advisers and outside bankruptcy counsel John R. Woodrum on 08/21/15 Bank ID: PCACH Check Number: 90105457	21.16
Travel - John R. Woodrum - Parking - Travel to Birmingham to attend a meeting with the lenders and advisers committee. on 08/24/15 Bank ID: PCACH Check Number: 90105457	25.00
Travel - John R. Woodrum - Airfare - Travel to Birmingham to attend a meeting with the lenders and advisers committee.	722.20

Business Meetings - John R. Woodrum - Billed to Client Meals - Travel to Birmingham to attend a meeting with the lenders and advisers committee. John R. Woodrum on 08/24/15 Bank ID: PCACH Check Number: 90105457	12.00
Travel - John R. Woodrum - Parking - Meeting with company representatives in preparation for UMWA bargaining. on 08/26/15 Bank ID: PCACH Check Number: 90105457	20.00
Total Expenses	$5,200.06

TOTAL FEES	$140,793.00
TOTAL EXPENSES	$5,200.06
TOTAL THIS INVOICE	$145,993.06

Exhibit B

Verification of John Woodrum

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

In re:	)	**Chapter 11**
WALTER ENERGY, INC., *et al.*,[1]	)	**Case No. 15-02741-TOM11**
Debtors.	)	**Jointly Administered**
	)	**Objection Deadline: October 7, 2015, at 4:00 p.m. (CT)**

VERIFICATION

I, John Woodrum, after being duly sworn according to law, deposes and says:

a) I am a Partner with the applicant firm, Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

b) I am familiar with the work performed on behalf of the Debtors by Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information, and belief.

Dated: September 23, 2015



John Woodrum
Partner, Ogletree, Deakins, Nash, Smoak & Stewart, P.C.

[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.