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

FIRST OMNIBUS ORDER (A) AUTHORIZING DEBTORS TO REJECT CERTAIN AGREEMENTS *NUNC PRO TUNC* AND (B) GRANTING RELATED RELIEF

Upon consideration of the motion [Docket No. 2051] (the "Omnibus Motion")[2] of Walter Energy, Inc. and its affiliated debtors and debtors-in-possession (each a "Debtor" and, collectively, the "Debtors"), pursuant to section 365(a) of the Bankruptcy Code and Bankruptcy Rules 6006 and 9014, requesting entry of an Order: (i) authorizing the Debtors to reject the agreements identified on Exhibit 1 (collectively, the "Agreements"), and (ii) granting related relief; and the Court having considered: (i) the *Third Party Opposition to Debtors' First Omnibus Motion for an Order Nunc Pro Tunc (A) Authorizing Debtors to Reject Certain Agreements and (B) Authorizing Related Relief* [Docket No. 2167] (the "Objection"), the *Debtors' Reply to Third Party Opposition of Green Mountain Aggregates, LLC to Debtors' First Omnibus Motion for an Order Nunc Pro Tunc (A) Authorizing Debtors to Reject Certain Agreements and (B) Granting Related Relief* [Docket No. 2210], and the *Third Party Green*

[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.

Mountain Aggregates, LLC, Response to Debtors' Reply to Third Party Opposition of Green Mountain Aggregates, LLC, to Debtors' First Omnibus Motion for an Order Nunc Pro Tunc (A) Authorizing Debtors to Reject Certain Agreements and (B) Granting Related Relief [Docket No. 2216] (the "Sur-Reply"); and it appearing that this Court has jurisdiction to consider the Omnibus Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these cases and the Omnibus Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that adequate and proper notice of the Omnibus Motion has been given and that no other or further notice need be given; and based upon the pleadings of record, the arguments and representations of counsel at the hearing on the Omnibus Motion, and all other matters brought before the Court; and, for the reasons stated on the record at the hearing on the Omnibus Motion, the Court having found and determined that the relief sought in the Omnibus Motion is in the best interests of Walter Energy, its estate and all parties in interest; and after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED, ADJUDGED and DECREED that:

1. Green Mountain Aggregates, LLC's objections to the Omnibus Motion, as set forth in the Objection and Sur-Reply and as stated on the record at the hearing on the omnibus Motion, are OVERRULED.

2. The Omnibus Motion is GRANTED.

3. The Debtors are authorized to reject the Agreements pursuant to section 365 of the Bankruptcy Code and the Agreements are deemed rejected pursuant to section 365 of the Bankruptcy Code *nunc pro tunc* as of the date of the Omnibus Motion.

4. The counterparties to the Agreements may file a claim or claims against one or more of the Debtors for damages arising from the rejection of the Agreements pursuant to

sections 365(g) and 502(g) of the Bankruptcy Code and the Court's *Order (A) Establishing Bar Dates for Filing Prepetition Proofs Of Claim, Including Section 503(b)(9) Claims; (B) Approving the Form and Manner of Notice Thereof; and (C) Granting Related Relief* [Docket No. 651].

5. The Debtors reserve all rights, claims, and defenses with respect to any claim filed as a result of the rejection of the Agreements.

6. The Debtors reserve the right to reject any other executory contracts or unexpired leases.

7. This Order is effective and enforceable immediately upon entry.

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

Dated: April 1, 2016

/s/ Tamara O. Mitchell
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

AGREEMENTS

Counterparty	Contract Description	Debtor Party	Counterparty Address	City	State	Zip Code
Aramark Uniform Services	Service Agreement Dated April 13, 2011	Walter Energy, Inc.	710 South College Drive	Bluefield	VA	24605
Green Mountain Aggregates, LLC	Permit for Rock Removal Dated August 1, 2013	Walter Minerals, Inc.	Attention: Manager 3740 Davinci Court Suite 460	Norcoss	GA	30092
Green Mountain Aggregates, LLC	Permit for Rock Removal Dated August 1, 2013	Walter Minerals, Inc.	c/o The Corporation Trust Company, Registered Agent Corporation Trust Center 1209 Orange Street	Wilmington	DE	19801
Misom Consulting Services Inc.	Master Services Agreement for IT Consulting Services Dated March 7, 2013	Walter Energy, Inc.	3017 W. Ina Road	Tucson	AZ	85741
Pardee Minerals LLC	Lease Agreement dated January 28, 2005 relating to certain coal in Nicholas County, WV (Tioga Lease)	Atlantic Leaseco, LLC	1717 Arch Street 33rd Floor	Philadelphia	PA	19103-2751
Pardee Minerals LLC	Lease Agreement dated January 28, 2005 relating to certain coal in Nicholas County, WV (Blair Lease)	Atlantic Leaseco, LLC	1717 Arch Street 33rd Floor	Philadelphia	PA	19103-2751

Transzap, Inc.	Master Services Agreement Dated April 4, 2012	Walter Energy, Inc.	1999 Broadway, Suite 1900	Denver	CO	80202

Notice Recipients

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Case: 15−02741−TOM11	Form ID: pdf000	Total: 265

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