

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY, *et al.*,
Debtors¹.

Chapter 11

Case No. 18-35672 (DRJ)

(Jointly Administered)

**LIMITED OBJECTION AND RESERVATION OF RIGHTS OF WHEELER
MACHINERY CO. IN RESPONSE TO WMLP CURE OBJECTION DEADLINE**

Wheeler Machinery Co. (“**Wheeler**”), by and through its undersigned counsel, files the following limited objection and reservation of rights (the “**Limited Objection**”) in response to the Cure Objection Deadline defined and provided for in the *Order (i) Conditionally Approving the Adequacy of the WMLP Disclosure Statement, (ii) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the WMLP Plan, (iii) Approving the form of Various Ballots and Notices in Connection Therewith, and (iv) Approving the Scheduling of Certain Dates in Connection with Confirmation of the WMLP Plan* [Dkt. No. 1620] (the “**WMLP Order**”), and as reset and/or extended by notices filed on April 15, 2019 [Dkt. No. 1740] and May 1, 2019 [Dkt. No. 1804]. In support thereof, Wheeler states the following:

¹ Due to the large number of debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent in these chapter 11 cases at www.donlinrecano.com/westmoreland. Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

1. On October 9, 2018, each of the Debtors, inclusive of the WMLP Debtors,² filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “**Bankruptcy Code**”). The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being administered jointly.

2. According to the WMLP Order entered on March 18, 2019:

The WMLP Debtors shall cause to be served on counterparties to the WMLP Debtors’ Executory Contracts and Unexpired Leases the Combined Hearing Notice as well as the Contract and Lease Notice, substantially in the form attached as Exhibit 6. The deadline for any non-WMLP Debtor party to an Executory Contract or Unexpired Lease to object to the proposed Cure Amount(s) set forth on Schedule 1 to the Contract and Lease Notice shall be **11:59 p.m. (prevailing Central Time) on April 17, 2019** (the “Cure Objection Deadline”).

The current Cure Objection Deadline, as extended, is May 22, 2019. To date, the WMLP Debtors have not filed nor has Wheeler received the foregoing notice contemplated by the WMLP Order.

3. Wheeler asserts this limited objection to the extent the WMLP Debtors propose to assume, cure, assign and/or reject any and all executory contracts and/or unexpired leases between Wheeler and any of the WMLP Debtors without providing notice in accordance with the WMLP Order and as required by the Bankruptcy Code and the Federal Rules of Bankruptcy Procedure. Wheeler further asserts this limited objection to the extent any of the WMLP Debtors propose to assume any and all executory contracts and/or unexpired leases between Wheeler and

² As provided in the WMLP Order, the “**WMLP Debtors**” consist of the following entities: Westmoreland Resources GP, LLC; Westmoreland Resource Partners, LP; Westmoreland Kemmerer, LLC; Westmoreland Kemmerer Fee Coal Holdings, LLC; Oxford Mining Company, LLC; Harrison Resources, LLC; Oxford Mining Company-Kentucky, LLC; Daron Coal Company, LLC; and Oxford Conesville, LLC.

any of the WMLP Debtors without curing any and all defaults thereunder in accordance with the requirements of section 365 of the Bankruptcy Code.

Reservation of Rights

4. Wheeler reserves all of its rights, claims, defenses, and remedies under the Bankruptcy Code and other applicable law with respect to the WMLP Order, the Cure Objection Deadline, and any and all executory contracts and/or unexpired leases between Wheeler and any of the WMLP Debtors. Nothing in this Limited Objection is intended to be, or should be construed as, a waiver by Wheeler of any of its rights under any of its contracts, leases and/or rental agreements, the Bankruptcy Code, or applicable law.

5. Wheeler expressly reserves all rights with regard to the *Application of Wheeler Machinery Co. for Allowance and Payment of Administrative Claims and Reservation of Rights* [Dkt. No. 1720] as well as any and all previously filed objections to proposed assumption and cure of Wheeler contracts, leases, and/or rental agreements, including, but not limited to, those filed at Dkt. Nos. 1428, 1496, 1542, & 1670.

WHEREFORE, based upon the foregoing and for good cause shown, Wheeler respectfully requests that the Court sustain the Limited Objection and grant such other and further relief as the Court may deem just and proper.

Dated: May 22, 2019

Respectfully submitted,

/s/ Cullen D. Speckhart

Cullen D. Speckhart (TX Bar No. 2158405)

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CERTIFICATE OF SERVICE

I hereby certify that on this May 22, 2019, the foregoing *Limited Objection and Reservation of Rights of Wheeler Machinery Co. in Response to WMLP Cure Objection Deadline* was served via electronic filing to all parties requesting/receiving electronic notice in this case.

Further, I certify that a copy of the foregoing document will be served by first class mail on May 22, 2019 on all the notice parties identified on Exhibit 6 to the WMLP Order.

/s/ Cullen D. Speckhart
Cullen D. Speckhart, Esq.