



ENTERED
06/18/2019

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

In re:)	Chapter 11
)	
WESTMORELAND COAL COMPANY, <i>et al.</i> , ¹)	Case No. 18-35672 (DRJ)
)	
Debtors.)	(Jointly Administered)
)	

**OMNIBUS ORDER AWARDING INTERIM ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES**
(Docket Nos. 1334, 1780, 1750, 1734, 1738, 1724, 1726, 1731, 1735, 1739, 1746)

Upon consideration of the fee applications identified on **Schedule 1** attached hereto (the “Fee Applications”) seeking allowance of final compensation and reimbursement of expenses for professional services rendered and expenses incurred in the above-captioned chapter 11 cases during the period from October 9, 2018, through February 28, 2019 (the “Fee Period”); and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that venue of this proceeding and the Fee Applications in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Fee Applications and opportunity for a hearing on the Fee Applications were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Fee Applications and having heard the statements in support of the relief requested therein at a hearing before this Court on June 5, 2019 (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Fee Applications and at the Hearing establish just cause for the relief granted herein;

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.

and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. Compensation for professional services rendered and reimbursement for expenses incurred during the Fee Period is allowed on an interim basis to the extent set forth for each applicable professional in **Schedule 1** attached hereto.

2. The relief granted herein does not limit any professional's right to seek allowance of the fees and expenses set forth in the Fee Applications on a final basis.

3. The Debtors are authorized and directed to promptly pay all fees and expenses allowed pursuant to this Order.

4. The Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Signed: June 18, 2019



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Name of Applicant	Nature of Representation	Fee Period	Total Fees Requested	Total Expenses Requested	Total Fees and Expenses Allowed
Kirkland & Ellis LLP and Kirkland & Ellis International LLP	Co-Counsel to the Debtors	October 9, 2018 - February 28, 2019	\$6,025,913.50	\$167,845.19	\$6,193,758.69
Jackson Walker LLP	Co-Counsel to Debtors	October 9, 2018 - February 28, 2019	\$392,659.50	\$77,878.90	\$470,538.40
Ernst & Young LLP	Independent Auditors to Debtors	October 9, 2018 - March 2, 2019	\$946,161.00	\$34,123.53	\$980,284.53
PricewaterhouseCoopers LLP	Consultants to the Debtors	October 9, 2018 - March 15, 2019	\$3,049,930.70	\$90,398.20	\$3,140,328.90
Drinker Biddle & Reath LLP	Special Labor and Employee Benefits Counsel	January 7, 2019 - March 2, 2019	\$151,745.70	\$6,362.46	\$158,108.16
Cole Schotz P.C.	Co-Counsel to the Official Committee of Unsecured Creditors	October 22, 2018 - February 28, 2019 (WLB Debtors) -and- January 1, 2019 - February 28, 2019 (WMLP Debtors)	\$434,522.54	\$15,228.59	\$449,751.13
Berkeley Research Group, LLC	Financial Advisor to the Official Committee of Unsecured Creditors	October 22, 2018 - February 28, 2019 (WLB Debtors) -and- January 1, 2019 - February 28, 2019 (WMLP Debtors)	\$347,882.85	\$230.75	\$348,113.60
Baker & Hostetler LLP	Ordinary Course Professional to the WLB Debtors	October 9, 2018 - March 2, 2019	\$353,796.73	\$5,808.72	\$359,605.45

Name of Applicant	Nature of Representation	Fee Period	Total Fees Requested	Total Expenses Requested	Total Fees and Expenses Allowed
Jefferies LLC	Investment Banker to the Official Committee of Unsecured Creditors	October 22, 2018 - March 15, 2019 (WLB Debtors) -and- January 1, 2019 – March 15, 2019 (WMLP Debtors)	\$1,534,263.55	\$61,694.36	\$1,595,957.91
Morrison & Foerster LLP	Counsel to the Official Committee of Unsecured Creditors	October 22, 2018 - February 28, 2019 (WLB Debtors) -and- January 1, 2019 - February 28, 2019 (WMLP Debtors)	\$3,169,603.75	\$58,525.34	\$3,228,129.09
Alvarez & Marsal North America, LLC	Restructuring Advisor to the Debtors	January 1, 2019 - March 1, 2019	\$2,994,287.50	\$106,750.30	\$3,101,037.80

United States Bankruptcy Court
Southern District of Texas

In re:
Westmoreland Coal Company
Westmoreland Texas Jewett Coal Company
Debtors

Case No. 18-35672-drj
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4

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Total Noticed: 174

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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jun 20, 2019.

db +Absaloka Coal, LLC, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Basin Resources, Inc., 9540 South Maroon Circle, Suite 300, Englewood, co 80112-5730
db +Buckingham Coal Company, LLC, 9540 South Maroon Circle, Suite 300, x,
Englewood, CO 80112-5730
db +Dakota Westmoreland Corporation, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db Daron Coal Company, LLC, 9450 South Maroon Circle, Suite 300, Englewood, CO 80112
db +Harrison Resources, LLC, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Haystack Coal Company, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Oxford Conesville, LLC, 9540 South Maroon Circle, Suite 300, Englewood, co 80112-5730
db +Oxford Mining Company, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Oxford Mining Company - Kentucky, LLC, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +San Juan Coal Company, 9540 South Maroon Circle, Suite 300, Englewood, Co 80112-5730
db +San Juan Transportation Company, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Texas Westmoreland Coal Company, 9540 South Maroon Circle, Suite 300,
Englewood, Co 80112-5735
db +WCC Land Holding Company, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, co 80112-5730
db +WEI - Roanoke Valley, Inc., 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db WLB Debtors, Jackson Walker, L.L.P., Patricia B. Tomasco, Houston, TX 77010
db +Western Energy Company, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Westmoreland Coal Company, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5735
db +Westmoreland Coal Company Asset Corp., 9540 South Maroon Circle, Englewood, co 80112-5735
db +Westmoreland Coal Sales Company, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5735
db +Westmoreland Energy Services New York, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, Co 80112-5730
db +Westmoreland Energy Services, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, co 80112-5730
db +Westmoreland Energy, LLC, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Westmoreland Kemmerer Fee Coal Holdings, LLC, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland Kemmerer, LLC, 9540 South Maroon Circle, Suite 300, Englewood, co 80112-5730
db +Westmoreland Mining LLC, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Westmoreland North Carolina Power, LLC, 9540 South Maroon Circle, Suite 300,
Englewood, Co 80112-5730
db +Westmoreland Partners, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5735
db +Westmoreland Power, Inc., 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Westmoreland Resource Partners, LP, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland Resources GP, LLC, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland Resources, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland San Juan Holdings, Inc., 9540 South Maroon Circle, Suite 300,
Englewood, Co 80112-5730
db +Westmoreland San Juan, LLC, 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
db +Westmoreland Savage Corporation, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland Texas Jewett Coal Company, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
db +Westmoreland-Roanoke Valley LP, 9540 South Maroon Circle, Suite 300,
Englewood, CO 80112-5730
dbpos +WRI Partners, Inc., 9540 South Maroon Circle, Suite 300, Englewood, CO 80112-5730
aty +Anne Piero-Silagay, Silagy Law Offices, 1225 South Main St., Ste. 1,
North Canton, OH 44720-4247
aty +Anupama Yerramalli, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas,
New York, NY 10036-2714
aty +Boies Schiller Flexner LLP, 55 Hudson Yards, New York, NY 10001-2163
aty +Christine R. Etheridge, 1738 Bass Road, P.O.Box 13708, Macon, GA 31208-3708
aty +Demme Doufekias, Morrison Forester LLP, 2000 Pennsylvania Avenue, NW, Suite 6000,
Washington, DC 20006-1909
aty +Douglas J. Lipke, VEDDER PRICE, 222 North LaSalle Street, Chicago, IL 60601-1104
aty +Erica J. Richards, Morrison Foerster LLP, 250 West 55th Street, New York, NY 10019-0050
aty +Felice Yudkin, Cole Schotz P.C., 25 Main St., Hackensack, NJ 07601-7189
aty +Gregory J. Ossi, Venable LLP, 8010 Towers Crescent Drive, Suite 300,
Tysons Corner, VA 22182-2723
aty +Janean R. Weber, General Dave Yost, Environmental Enforce, 30 East Broad Street, 25th Floor,
Columbus, OH 43215-3414
aty +Jennifer L Marines, Morrison Foerster LLP, 250 West 55th Street, New York, NY 10019-0050

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aty +Jennifer R. Sharret, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas,
 New York, NY 10036-2714
 aty +John C. Goodchild, III, Morgan, Lewis & Bockius LLP, 1701 Market Street,
 Philadelphia, PA 19103-2987
 aty +John R. Mooney, Mooney, Green, Saindon, Murphy & Welch, 1920 L Street N.W., Suite 400,
 Washington, DC 20036-5041
 aty +Laura McCarthy, Morgan, Lewis & Bockius LLP, One Federal Street, Boston, MA 02110-2003
 aty +Leonard Gerson, 200 Constitution Ave. N.W., STE N-4611, Washington, DC 20210-0001
 aty +Lorenzo Marinuzzi, Morrison Foerster LLP, 250 West 55th Street, New York, NY 10019-0050
 aty +Mark A. Lightner, Morrison Foerster LLP, 250 West 55th Street, New York, NY 10019-0050
 aty +Mark E. Hindley, STOel Rives LLP, 201 Main St #1100, Salt Lake City, UT 84111-2208
 aty +Matthew E. McClintock, K&L Gates LLP, 70 West Madison Street, Suite 3100,
 Chicago, IL 60602-4244
 aty +Matthew Ziegler, Morgan Lewis & Bockius LLP, 101 Park Avenue, New York, NY 10178-0060
 aty +Michael E. Petrella, Bois Schiller Flexner LLP, 55 Hudson Yards, New York, NY 10001-2163
 aty Nakisha Duncan, Morgan, Lewis & Bockius, LLP, 101 Park Avenue, New York, NY 10178-0060
 aty +Nicholas J. Brannick, Cole Shotz PC, 50 Delaware Avenue, Suite 1410,
 Wilmington, DE 19803
 aty +Paul Andrew Green, Mooney, Green, Saindon, Murphy & Welch, 1920 L Street, N.W., Suite 400,
 Washington, DC 20036-5041
 aty +Rachel Jaffe Mauceri, Morgan Lewis & Bockius LLP, 1701 Market St,
 Philadelphia, PA 19103-2987
 aty +Reid W. Lambert, Strong and Hanni P.C, 102 South 200 East, Ste. 800,
 Salt Lake City, UT 84111-3110
 aty +Sean F. O'Shea, Bois Schiller Flexner LLP, 55 Hudson Yards, New York, NY 10001-2163
 aty +Sharon Cason-Adams, Adams & Liming, LLC, 1335 Dublin Road, Suite 104D,
 Columbus, OH 43215-7084
 aty +Steven Rhodes, Steven Rhodes Consulting, LLC, 1610 Arborview Rd.,
 Ann Arbor, MI 48103-3650
 aty +Todd M. Goren, Morrison Foerster LLP, 250 West 55th Street, New York, NY 10019-0050
 aty +Winfield Wilson, Division of Mine Safety and Health, U.S. Department of Labor,
 201 12th Street South, Ste. 401, Arlington, VA 22202-5414
 cr +Alex J. Sanchez, 2603 Espinoza, Trinidad, CO 81082-3912
 cr +Alva Ray Trail, 193 Dusty Miller St., Princeton, WV 24740-7663
 cr +American Guarantee and Liability Insurance Company, c/o Duane J. Brescia,
 Clark Hill Strasburger, 720 Brazos, Suite 700, Austin, TX 78701-2531
 intp +Bayou Coal Partners, LLC, Bradley Arant Boulton Cummings LLP, 600 Travis Street, Suite 4800,
 Attn: Nathan Graham, Houston, TX 77002-3024
 cr +Ben Epifanio Palomino, 537 Railroad Ave, Raton, NM 87740-3222
 intp +Bethel J. Brock, 6223 Bear Creek Meadows Drive, Wise, VA 24293-4434
 cr +Big Horn County, c/o Tara LeDay, PO Box 1269, Round Rock, TX 78680-1269
 intp +Bond Safeguard Insurance Company, Philip Eisenberg, 600 Travis, Suite 2800,
 Houston, TX 77002-2914
 cr +Bridgestone Americas Tire Operations, c/o Waller, 511 Union Street, 27th Fl,
 Attn: Blake Roth, Nashville, TN 37219-1733
 cr +CRG Financial LLC, 100 Union Avenue, Cresskill, NJ 07626-2141
 cr +Carl N Neace, 236 East Lynn Rd, Ranger, WV 25557-7003
 cr +Caterpillar Financial Services Corporation, 2120 West End Avenue, Nashville, TN 37203-5341
 cr +Colonial American Casualty and Surety Company, c/o Duane J. Brescia, Clark Hill Strasburger,
 720 Brazos, Suite 700, Austin, TX 78701-2531
 cr +CornerStone Education Loan Services, PO Box 145123, Salt Lake City, UT 84114-5123
 cr +Davis Graham & Stubbs LLP, 1550 17th Street Suite 500, Denver, CO 80202,
 UNITED STATES 80202-1500
 cr +Dennis Neuberger, 417 Front Street, Beulah, ND 58523-6729
 cr +Donna Ramsey, c/o Edwards Law Firm, 1648 Poly Drive, Suite 206, Billings, MT 59102-1704
 cr +Double M. Mud Co., Inc., PO Box 1618, Aztec, NM 87410-4618
 cr +Earl Spears, 115 Fox Dr., Pennington Gap, VA 24277-8166
 cr +Edward Leon Freeman, 8314 Birchfield Heights Rd., Wise, VA 24293
 intp +Edward Velasquez, P.O. Box 516, Aguilar, CO 81020-0516
 intp +Ethel Nadine Mead, P.O. Box 248, La Plata, NM 87418-0248
 cr +Eugene S Castillo, 1012 Pierce Street, Trinidad, CO 81082-3649
 cr +Fidelity and Deposit Company of Maryland, c/o Duane J. Brescia, Clark Hill Strasburger,
 720 Brazos, Suite 700, Austin, TX 78701-2531
 cr +Frank Colangelo, 312 Robard Ave, Trinidad, CO 81082-3137
 cr +Freestone County et al, c/o Tara LeDay, PO Box 1269, Round Rock, TX 78680-1269
 cr +G.R. Peart, POB 114, Randolph, UT 84064-0114
 cr +Gloria Chavez, 8060 CR 69.1, Trinidad, CO 81082-9716
 intp +Harold Ray Ball, 4526 Main Hewett Creek Rd., Hewett, WV 25108-9804
 intp +Harold Richard Guptill, 790 Legion Street, Craig, CO 81625-1758
 cr +Holt Texas Ltd. dba Holt CAT and dba Holt Rental S, c/o Caldwell East & Finlayson PLLC,
 700 N. St. Mary's Street, Attn: Zachary J. Fanucchi, Suite 1825,
 San Antonio, TX 78205-3545
 intp +James K. Bills, 1125 Sorensen Dr., Kemmener, WY 83101-3442
 cr +Jim S. Villos, P O Biox 621, Kenimerer, WY 83101-0621
 intp +Joe McGuire, P.O. Box 344, Diamondville, WY 83116-0344
 cr +John Montano, 9315 CR 43.6, Trinidad, CO 81082-9509
 intp +K.D. Black, 1412148, 1697 FM 980, Huntsville, TX 77343-0001
 cr +Karol Kolle Latham, c/o S Marek, 1614 Crestmont, Wharton, TX 77488-3433
 cr +Katherine Kolle King, c/o S Marek, 1614 Crestmont, Wharton, TX 77488-3433
 intp +Ken Lloyd, 210 Webster St., Montpelier, ID 83254-1076

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intp +Kenneth Clark, 518 Upper Sunset Dr., Kemmerer, WY 83101-3309
intp +Kim McKee, PO Box 27, Kemmerer, WY 83101-0027
cr +Komatsu Financial Limited Partnership, c/o Kane Russell Coleman Logan PC,
5051 Westheimer Road, Suite 1000, Houston, TX 77056-5749
cr Larry Rutherford, 205 E. 11th St W, Big Stone Gap, VA 24219
cr Larry Wharton, 620 N 12th St, Herrin, IL 62948-3226
cr +Lewis A. Clark, 210 Howard Lawson Dr, Big Stone Gap, VA 24219-8522
intp +Lexon Insurance Company, Inc., Locke Lord LLP, c/o Philip G. Eisenberg, Esq.,
2800 JPMorgan Chase Tower, 600 Travis St., Houston, TX 77002-3009
intp +Lexon Insurance Company, Inc. / Sompo Internationa, Harris Beach PLLC, ATTN: Lee Woodard,
333 W. Washington St., Ste. 200, Syracuse, NY 13202-5202
intp +Lonnie Smith, PO Box 406, Diamondville, WY 83116-0406
cr +Marvin Bauer, 309 2nd Ave SE, POB 712, Beulah, ND 58523-0712
intp +Marvin Kern, 180 Mississippi Dr., Duffield, VA 24244-4375
cr +Max Casias, 2607 Espinoza St, Trinidad, CO 81082-3936
intp +Melvin & Trudy Hatch, 405 Sixth Street, PO Box 254, Cokeville, WY 83114-0254
intp +Merida Natural Resources, LLC, Bradley Arant Boulton Cummings LLP,
600 Travis Street, Suite 4800, Attn: Nathan Graham, Houston, TX 77002-3024
intp +Mining and Minerals Division, NM Energy, Minerals, 1220 South St. Frances Dr.,
Santa Fe, NM 87505-4225
cr +Monsanto Company, c/o Husch Blackwell, Attn: Buffey Klein, 1900 N. Pearl, Suite 1800,
Dallas, TX 75201-2451
cr +Montana Department of Environmental Quality, c/o Lynn H. Butler, Husch Blackwell LLP,
111 Congress Avenue, Suite 1400, Austin, TX 78701-4093
intp +Montana State Fund, c/o Kelly Hart & Hallman, 201 Main Street, Suite 2500,
Fort Worth, TX 76102-3129
cr +New Mexico State Land Office, 310 Old Santa Fe Trail, Santa Fe, NM 87501-2708
intp +North American Coal Corporation, c/o Hunton Andrews Kurth LLP, 600 Travis, Suite 4200,
Houston, TX 77002-2929
intp +NorthWestern Corporation, a Delaware Corporation,, 208 N. Montana Ave., Suite 205,
Helena, MT 59601-3837
cr +Oracle America, Inc., Buchalter, a Professional Corporation, c/o Shawn M. Christianson,
55 2nd St. 17th Fl., San Francisco, Ca 94105-3493
cr +PNM Resources, Inc. and Public Services Company of, c/o Annie Catmull, Sanders McGarvey LLP,
12 Greenway Plaza #210, Houston, TX 77046-1216
cr +PacifiCorp, c/o Mark E. Hindley, STOEL RIVES LLP, 201 Main St., #1100,
Salt Lake City, UT 84111-2208
cr +PacifiCorp, c/o Oren Buchanan Haker, STOEL RIVES LLP, 760 SW Ninth, Suite 3000,
Portland, OR 97205-2587
intp +Pat Argyle, PO Box 339, Garden City, UT 84028-0339
cr +Perry Norris, P O Box 235, Randolph, UT 84064-0235
intp Railroad Commission of Texas, c/o Office of the Attorney General,
Bankruptcy & Collections Division, P. O. Box 12548, Austin, TX 78711-2548
cr +Reaco Battery SVC Corporation, c/o Glenn R. LeMay, 1900 West Loop South, Ste. 1000,
Houston, TX 77027-3264
cr Rick Halter, POB 1031, Beulah, ND 58523-1031
intp +Rick Whitmore, PO Box 201, Kemmerer, WY 83101-0201
cr +Ronald E. George, Sr., POB 461, Craigsville, WV 26205-0461
cr +Rosebud County, c/o Tara LeDay, PO Box 1269, Round Rock, TX 78680-1269
cr +Rosebud County et al, c/o Tara LeDay, PO Box 1269, Round Rock, TX 78680-1269
cr +Roy R. Townsend, 145 Boat Docket Lane, Gate City, VA 24251-4596
intp +Sabine Pass Coal Group, LLC, Bradley Arant Boulton Cummings LLP,
600 Travis Street, Suite 4800, Attn: Nathan Graham, Houston, TX 77002-3024
cr +Salvador Sanchez, 1601 Garfield Ave, Trinidad, CO 81082-3714
cr +Silver Spur Conveyors, Inc., Silver Spur Conveyors, Inc., P.O. Box 490, 578 Raven Road,
Raven, VA 24639, UNITED STATES 24639-0490
intp +Sompo International Insurance, c/o Philip G. Eisenberg, 2800 JP Morgan Chase Tower,
600 Travis, Suite 2800, Houston, TX 77002-2914
intp +Sonia Chae United States Securities & Exchange Com, 175 W. Jackson Blvd., Suite 1450,
Chicago, IL 60604-2710
cr +Stephanie Raver, PO Box 5128, Etna, WY 83118-0128
cr +Stephen Earl Kolle, c/o S Marek, 1614 Crestmont, Wharton, TX 77488-3433
intp +Steven Roberts, P.O. Box 4, Kemmerer, WY 83101-0004
cr +Susan K Marek, 1614 Crestmon, Wharton, TX 77488-3433
cr +Texas Comptroller of Public Accounts, John Stern, P.O. Box 12548, Austin, TX 78711-2548
cr +The Crow Tribe of Indians, c/o Barnet B. Skelton, Jr., 815 Walker, Suite 1502,
Houston, TX 77002-5832
cr The Texas Ad Valorem Taxing Jurisdictions, c/o Tara LeDay, PO Box 1269,
Round Rock, TX 78680-1269
cr +Tractor & Equipment Co., Perkins Coie LLP, 1201 Third Avenue, Suite 4900,
Seattle, WA 98101-3095
intp +Trustees of the United Mine Workers of America 199, c/o Morgan, Lewis & Bockius LLP,
Attn: Crystal Axelrod, 1000 Louisiana Street, Suite 4000, Houston, TX 77002-5048
intp +Trustees of the the United Mine Workers of America, c/o Morgan, Lewis & Bockius LLP,
Attn: Crystal Axelrod, 1000 Louisiana Street, Suite 4000, Houston, TX 77002-5048
cr +U.S. Bank National Association, as Trustee and Not, Shipman & Goodwin LLP,
One Constitution Plaza, Hartford, CT 06103-1919
cr +Virginia Bates Kolle, c/o S Marek, 1614 Crestmont, Wharton, TX 77488-3433
cr +Virginia Bates Kolle Family Trust, 1614 Crestmont St, Wharton, TX 77488-3433
cr Wells Fargo Vendor Financial Services, LLC, PO Box 13708, Macon, GA 31208-3708

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intp +Western Coal Acquisition Partners, LLC, Bradley Arant Boult Cummings LLP,
Attn: Jay R. Bender, 1819 Fifth Avenue North, Birmingham, AL 35203-2120
intp +Westmoreland Mining Holdings, LLC, c/o John F. Higgins, Porter Hedges LLP,
1000 Main Street, 36th Floor, Houston, TX 77002-6341
cr +Zurich American Insurance Company, c/o Duane J. Brescia, Clark Hill Strasburger,
720 Brazos, Suite 700, Austin, TX 78701-2531
cr +Zurich Insurance Company Ltd., c/o Duane J. Brescia, Clark Hill Strasburger,
720 Brazos, Suite 700, Austin, TX 78701-2531
cr +Zurich Insurance Group, Ltd., c/o Duane J. Brescia, Clark Hill Strasburger,
720 Brazos, Suite 700, Austin, TX 78701-2531

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

aty +E-mail/Text: ccooper@mooneygreen.com Jun 18 2019 21:49:17 Diana Bardes,
Mooney, Green, Saindon, Murphy & Welch, 1920 L Street, N.W., Suite 400,
Washington, DC 20036-5041
aty +E-mail/Text: sst@lawtoll.com Jun 18 2019 21:47:13 Sheldon S Toll,
Law Office of Sheldon S. Toll PLLC, 29580 Northwestern Hwy., Suite 1000,
Southfield, MI 48034-1031
cr E-mail/Text: houston_bankruptcy@LGBS.com Jun 18 2019 21:48:32 Harris County,
Linebarger Goggan Blair & Sampson LLP, C/O John P. Dillman, PO Box 3064,
Houston, TX 77253-3064
cr +E-mail/Text: stephen@youtzvaldez.com Jun 18 2019 21:47:15
International Union of Operating Engineers, Local, c/o Youtz & Valdez PC,
900 Gold Avenue SW, Albuquerque, NM 87102-3043
cr +E-mail/Text: TRD-bankruptcyunit@state.nm.us Jun 18 2019 21:47:49
New Mexico Taxation and Revenue Department, P.O. Box 8575, Albuquerque, NM 87198-8575
cr E-mail/Text: pat@pmfpc.com Jun 18 2019 21:49:08 United Mine Workers of America,
c/o Patrick M. Flynn, P.C., 1225 North Loop W, STE 1000, Houston, TX 77008-1775
TOTAL: 6

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

aty The WMLP Debtors and the Conflicts Committee of th
aty Vedder Price P.C.
cr A. Harper
cr ACE American Insurance Company
cr ACE Insurance Company of Texas
cr ACE Property & Casualty Insurance Company
intp Andrew Skillin
intp Ankura Trust Company, LLC
intp Anthony Winder
intp Argonaut Insurance Company
cr Avista Corporation
cr B. Grannon
cr Benjamin J. Smith
cr Bob Post
intp Brett Grunig
intp Brian Nelson
cr Brian Post
intp CCU Coal and Construction LLC
intp CIBC Bank USA
intp Calder Lutz
cr Canadian Imperial Bank of Commerce
intp Charles M. Hunzie
cr Chevron Products Company, a division of Chevron U.
cr Christopher K Seglem
cr Chrystella Montoya
cr Chubb Insurance Company of Canada
cr City of Dover, Ohio
intp Clarson Moore
cr Claud E Onrada
intp Claudia Ourada
intp Clint Bowen
op Coal Act Retirees Committee
intp Connie Gunter
cr Conveyors & Equipment, Inc.
intp David Auilg
intp Dower Rolex
sp Drinker Biddle & Reath LLP
intp Eddie W Gomez
intp Emily Oddino
intp Epsilon Palomins
inre Ethel Nadine Mead, Trust
cr Evan Pargeon
cr Everly I Silva, Sr.
cr Federal Insurance Company
cr First Surety Corporation
cr Floyd Cozort
cr GT Nix Construction, Inc.
intp Gary Biebinger, Jr.
cr Genesis Alkali, LLC

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Total Noticed: 174

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***** BYPASSED RECIPIENTS (continued) *****

intp Gilbert Remmal
 cr Great Northern Insurance Company
 intp Great Northern Properties L.P.
 cr HYG Financial Services, Inc. fka NMHG Financial Se
 cr Henry Moore
 intp Hopedale Mining LLC
 cr Illinois Union Insurance Company
 cr J. Carano
 cr J. Collins
 cr James Cardill, Birdstone Gap, VT
 intp James W Barker
 intp Jason B Chandler
 intp Jason K.
 intp John B. McKnight, IV
 intp John Beachler
 intp Johnny L. Cantor
 intp Joni Henderson
 cr K. Dixon
 intp Kathleen Plaistd
 intp Kevin L.
 intp Kilgore Company
 cr Kinder Morgan Utopia LLC
 cr L. Boone
 intp Larry Kennedy
 cr Lenders and Ad Hoc Noteholders
 intp Les Rex
 cr M. Baisden
 intp MKiall
 cr MLP Ad Hoc Group
 intp Mar-Bow Value Partners, LLC
 cr Marie Crum
 consult McKinsey Recovery & Transformation Services U.S.,
 intp Mickil Klinginbury
 cr Mine Safety and Health, US Department of Labor
 cr Montana Department of Natural Resources and Conser
 cr Montana Department of Revenue
 intp Moody's Investors Service, Inc.
 cr NRG Texas Power LLC
 intp Natural Resource Partners L.P.
 intp Navakai, Inc
 intp Neil L Argyle
 cr Nelson Brothers Mining Services, LLC
 cr Norman R. Mestos
 intp North Dakota Public Service Commissio
 cr Northwest Colstrip Owners (NWCO)
 intp Ohio Department of Natural Resources
 intp Ohio Environmental Protection Agency
 cr Ohio Machinery Co. ("Ohio Cat") and OMCO Leasing C
 cr Paul Buchanan
 cr Pension Benefit Guaranty Corporation
 cr Portland General Electric Company
 consult PricewaterhouseCoopers LLP
 cr Prudential Retirement Insurance and Annuity Company
 cr Puget Sound Energy, Inc.
 intp Robert Huff
 cr Robert McLaughlin
 cr Robert T Sanchez
 cr Rock Springs Royalty Company LLC
 cr Ronald Crum
 intp Samoa Hale Jordan
 cr San Juan County Museum Association
 intp State of Montana, Department of Revenue
 intp State of Ohio
 cr Stephanie Crum
 cr Talen Montana, LLC
 cr Tenaska Power Services Co.
 intp Thayne Christensen
 crcm The Official Committee of Unsecured Creditors
 cr The Sierra Club
 intp The WMLP Debtors, US
 cr Todd Manring
 intp Tom Price
 cr Travelers Casualty and Surety Company of America
 intp Tyler Hysell
 cr U.S. Bank National Association
 cr United States Department of Labor
 cr United States Department of the Interior
 cr United States Secretary of Labor
 cr United States of America

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***** BYPASSED RECIPIENTS (continued) *****

intp Verdie Winder
intp Virgil Kent Service
intp WPP LLC
cr Wagner Equipment Co.
cr Westchester Fire Insurance Company
cr Westchester Surplus Lines Insurance Company
intp Western Organization of Resource Councils
cr Wheeler Machinery Co.
intp Whitney Garrett
cr Wilmington Savings Fund Society, FSB
intp Wyoming Office of State Lands and Investments
intp* +G. R. Peart, P.O. Box 114, Randolph, UT 84064-0114

TOTALS: 139, * 1, ## 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.

Transmission times for electronic delivery are Eastern Time zone.

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 309): 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: Jun 20, 2019

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 June 18, 2019 at the address(es) listed below:
NONE.

TOTAL: 0