B10 (Official Form 10) (04/13) UNITED STATES BANKRUPTCY COURT Northern District of Alabama PROOF OF CLAIM Name of Debtor: Case Number: 15-02744 Nalter Coke, Inc. Nalter Energy, Inc. 15-02741 JIII 2 7 2015 NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503. KURTZMAN CARSON CONSULTANTS Name of Creditor (the person or other entity to whom the debtor owes money or property): A.W.S., Inc. COURT USE ONLY Name and address where notices should be sent: Theck this box if this claim amends a previously filed claim. 580 Arrow Lane Hayden, AL 35079 Court Claim Number:__ (If known) Telephone number: 256-352-9165 email: awsinco@bellsouth.net Filed on: Name and address where payment should be sent (if different from above): ☐ Check this box if you are aware that anyone else has filed a proof of claim PO BOX 580 relating to this claim. Attach copy of Hayden, AL 35079 statement giving particulars. Telephone number: email: 117156.0C 1. Amount of Claim as of Date Case Filed: If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. The heavily for the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges. 2. Basis for Claim: Services Performed (See instruction #2) 3b. Uniform Claim Identifier (optional): 3. Last four digits of any number 3a. Debtor may have scheduled account as: by which creditor identifies debtor: (See instruction #3a) (See instruction #3b) Amount of arrearage and other charges, as of the time case was filed, 4. Secured Claim (See instruction #4) included in secured claim, if any: Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information. Nature of property or right of setoff: OF eat Estate ON otor Vehicle OC ther Basis for perfection: Describe: Amount of Secured Claim: Value of Property: \$__ 117,156.00 Amount Unsecured: Annual Interest Rate__ __% □ Fixed or □ Variable (when case was filed) 5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507 (a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount. □ Domestic support obligations under 11 □ Wages, salaries, or commissions (up to \$12,475*) Contributions to an U.S.C. § 507 (a)(1)(A) or (a)(1)(B). earned within 180 days before the case was filed or the employee benefit plan debtor's business ceased, whichever is earlier -11 U.S.C. § 507 (a)(5). Amount entitled to priority: 11 U.S.C. § 507 (a)(4). ☐ Up to \$2,775* of deposits toward Taxes or penalties owed to governmental units -□ Other - Specify purchase, lease, or rental of property or 11 U.S.C. § 507 (a)(8). applicable paragraph of services for personal, family, or household 11 U.S.C. § 507 (a)(__). use – 11 U.S.C. § 507 (a)(7). *Amounts are subject to adjustment on 4/01/16 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. 6. Credits. The amount of all payments on this claim has been credited for the purpose of



I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

(See Bankruptcy Rule 3004.)

Print Name: George R. Armstrong
Title: President
Company: A.W.S., Inc.
Address and telephone number (if different from notice address above):

07/24/2015 (Date)

Telephone number 205-288-0967

email:

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid enbarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor: State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the

claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507 (a). If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest and documents required by FRBP 3001(c) for claims based on an open-end or revolving consumer credit agreement or secured by a security interest in the debtor's principal residence. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

Docket #0001 Date Filed: 7/15/2015

B1 (Official Form 1) (04/13)					
United States Bankrup		VOLUNTAR	XY PETITION		
Northern District of A	Name of Joint Debtor (Spouse) (Last, First, Middle):				
Name of Debtor (if individual, enter Last, First, Middle): Walter Coke, Inc.		1			
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names us (include married, m	sed by the Joint Debtor in the las naiden, and trade names):	it 8 years	
Sloss Industries Corporation					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN (if more than one, state all): 13-3429791	N)/Complete EIN	Last four digits of S (if more than one, s	Soc. Sec. or Individual-Taxpayer state all):	I.D. (ITIN)/Complete EIN	
Street Address of Debtor (No. and Street, City, and State):		Street Address of Je	oint Debtor (No. and Street, City	, and State):	
3500 35th Avenue North					
Birmingham, AL	ain conn			ZIP CODE	
County of Residence or of the Principal Place of Business:	ZIP CODE 35207	County of Residence	ce or of the Principal Place of Bu		
Jefferson County, Alabama					
Mailing Address of Debtor (if different from street address):		Mailing Address of	Joint Debtor (if different from s	treet address):	
	ZIP CODE			ZIP CODE	
Location of Principal Assets of Business Debtor (if different f		_L			
Jefferson County, Alabama) No.	n. J.	Charter of Bouleur	ZIP CODE stey Code Under Which	
Type of Debtor (Form of Organization) (Check one box.)	Nature of (Check one box.)	Business		led (Check one box.)	
` ′	Health Care Busi		Chapter 7		
Individual (includes Joint Debtors) See Exhibit D on page 2 of this form.	Single Asset Rea	al Estate as defined in (51B)	Chapter 9 Chapter 11 Chapter 12 Chapter 13	Recognition of a Foreign Main Proceeding	
✓ Corporation (includes LLC and LLP)	Railroad	,	Chapter 12	Chapter 15 Petition for Recognition of a Foreign	
Partnership Other (If debtor is not one of the above entities, check	Stockbroker Commodity Brok	cer	Chapter 13	Nonmain Proceeding	
this box and state type of entity below.)	Clearing Bank				
Chapter 15 Debtors	Tax-Exem	pt Entity		e of Debts	
Country of debtor's center of main interests: (Check box, if		fapplicable.)	(Check	one box.) sumer Debts are	
	Debtor is a tax-ex	xempt organization	debts, defined in 11 U.S	.C. primarily	
Each country in which a foreign proceeding by, regarding, or against debtor is pending: under title 26 of to Code (the International Code)			§ 101(8) as "incurred by individual primarily for		
against debtor is pending:	Code (the interna	n Kevenue Code).	personal, family, or	ď	
PW F. (Challand har)		1	household purpose." Chapter 11 Debtors	5	
Filing Fee (Check one box.)		Check one box:			
✓ Full Filing Fee attached.			nall business debtor as defined in a small business debtor as defin		
Filing Fee to be paid in installments (applicable to indiv signed application for the court's consideration certifyin		Check if:			
unable to pay fee except in installments. Rule 1006(b).		Debtor's aggregate noncontingent liquidated debts (excluding debts owed to			
Filing Fee waiver requested (applicable to chapter 7 independent)	ividuals only). Must	insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).			
attach signed application for the court's consideration.	See Official Form 3B.				
		Check all applicab	ole boxes: ng filed with this petition.		
			of the plan were solicited prepet n accordance with 11 U.S.C. § 1		
Statistical/Administrative Information		of creditors, is	n accordance with 11 0.5.c. y 1	THIS SPACE IS FOR	
Debtor estimates that funds will be available for distribution to unsecured creditors. Debtor estimates that funds will be available for distribution to unsecured creditors. Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for					
distribution to unsecured creditors. Estimated Number of Creditors *					
		Z			
1-49 50-99 100-199 200-999 1,000- 5,000		0,001- 25,001- 5,000 50,000	50,001- Over 100,000 100,0		
Estimated Assets *					
\$0 to \$50,001 to \$100,001 to \$500,001 \$1,000		50,000,001 \$100,00	00,001 \$500,000,001 More	e than	
\$50,000 \$100,000 \$500,000 to \$1 to \$10 million million	·	o \$100 to \$500 nillion million		illion	
Estimated Liabilities *					
\$0 to \$50,001 to \$100,001 to \$500,001 \$1,000		3 50,000,001 \$10			
\$50,000 \$100,000 \$500,000 to \$1 to \$10	to \$50 to	o \$100 to \$			
million millio	n million m	nillion miluvii	45007444507	4500000000004	

l (Official Form 1)		Name of Debtor(c)	rage 2		
Voluntary Petition	the same lated and filed in every case				
Into puge must be	All Prior Bankruptcy Cases Filed Within Last 8	Years (If more than two, attach additional sheet	Date Filed:		
Location Where Filed:	A .	Case Number:			
Location N/4	4	Case Number:	Date Filed:		
Where Filed:	Pending Bankruptcy Case Filed by any Spouse, Partner, or Aff	ilinte of this Debtor (If more than one, attach a	dditional sheet.) Date Filed:		
Name of Debtor:	See Attachment 1	Case Number: Not yet assigned	Date rifed.		
	rthern District of Alabama	Relationship: Affiliates	Judge: Not yet assigned		
10Q) with the Securities Ex	Exhibit A if debtor is required to file periodic reports (e.g., forms 10K and urities and Exchange Commission pursuant to Section 13 or 15(d) exchange Act of 1934 and is requesting relief under chapter 11.) a attached and made a part of this petition.	(To be completed if debto whose debts are primarily I, the attorney for the petitioner named in the informed the petitioner that [he or she] may sof title 11, United States Code, and have expected chapter. I further certify that I have deliby 11 U.S.C. § 342(b). X Signature of Attorney for Debtor(s)	or is an individual consumer debts.) foregoing petition, declare that I have proceed under chapter 7, 11, 12, or 13 that the relief available under each		
	V 13				
Does the debtor ou	Exhib vn or have possession of any property that poses or is alleged to pose	ORE C a threat of imminent and identifiable harm to pu	ublic health or safety?		
	chibit C is attached and made a part of this petition.				
_	MIDIT C IS attached and made a part of this petition.				
☑ No.					
If this is a joint pe	ompleted and signed by the debtor, is attached and made a part of this tition: also completed and signed by the joint debtor, is attached and made a				
	Information Regardit	ng the Debtor - Venue			
Ø	(Check any ap Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180 de	of business, or principal assets in this Distric	t for 180 days immediately		
v	There is a bankruptcy case concerning debtor's affiliate, general par	rtner, or partnership pending in this District.			
	the state of the s				
	Certification by a Debtor Who Reside (Check all app	es as a Tenant of Residential Property licable boxes.)			
Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)					
(Name of landlord that obtained judgment)					
		(Address of landlord)			
	Debtor claims that under applicable nonbankruptcy law, there are entire monetary default that gave rise to the judgment for posses	re circumstances under which the debtor would sion, after the judgment for possession was enter	,		
	Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.				
	Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(I)).				

ATTACHMENT 1

PENDING OR CONCURRENT BANKRUPTCY CASES FILED BY AFFILIATES

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Alabama. A motion has been filed with the Court requesting that the chapter 11 cases of these entities be jointly administered.

Entity Name	Case Number	Judge
Atlantic Development and Capital, LLC	Not Yet Assigned	Not Yet Assigned
Atlantic Leaseco, LLC	Not Yet Assigned	Not Yet Assigned
Blue Creek Coal Sales, Inc.	Not Yet Assigned	Not Yet Assigned
Blue Creek Energy, Inc.	Not Yet Assigned	Not Yet Assigned
J.W. Walter, Inc.	Not Yet Assigned	Not Yet Assigned
Jefferson Warrior Railroad Company, Inc.	Not Yet Assigned	Not Yet Assigned
Jim Walter Homes, LLC	Not Yet Assigned	Not Yet Assigned
Jim Walter Resources, Inc.	Not Yet Assigned	Not Yet Assigned
Maple Coal Co., LLC	Not Yet Assigned	Not Yet Assigned
Sloss-Sheffield Steel & Iron Company	Not Yet Assigned	Not Yet Assigned
SP Machine, Inc.	Not Yet Assigned	Not Yet Assigned
Taft Coal Sales & Associates, Inc.	Not Yet Assigned	Not Yet Assigned
Tuscaloosa Resources, Inc.	Not Yet Assigned	Not Yet Assigned
V Manufacturing Company	Not Yet Assigned	Not Yet Assigned
Walter Black Warrior Basin LLC	Not Yet Assigned	Not Yet Assigned
Walter Coke, Inc.	Not Yet Assigned	Not Yet Assigned
Walter Energy Holdings, LLC	Not Yet Assigned	Not Yet Assigned
Walter Energy, Inc.	Not Yet Assigned	Not Yet Assigned
Walter Exploration & Production LLC	Not Yet Assigned	Not Yet Assigned
Walter Home Improvement, Inc.	Not Yet Assigned	Not Yet Assigned
Walter Land Company	Not Yet Assigned	Not Yet Assigned
Walter Minerals, Inc.	Not Yet Assigned	Not Yet Assigned
Walter Natural Gas, LLC	Not Yet Assigned	Not Yet Assigned

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ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF WALTER COKE, INC.

July 14, 2015

The undersigned, being all the members of the Board of Directors of Walter Coke, Inc., a Delaware corporation and a subsidiary of Walter Energy, Inc., do hereby unanimously consent to and adopt the following resolutions:

WHEREAS, the Board of Directors (the "Board") of Walter Coke, Inc., a Delaware corporation (the "Company"), has reviewed and considered the materials prepared and presented by the Company's management team and its financial and legal advisors regarding the Company's liabilities and liquidity, the strategic alternatives available to it, and the impact of the foregoing on the Company's business; and

WHEREAS, the Board has consulted with the Company's management team and its financial and legal advisors, and fully considered each of the Company's strategic alternatives available to it.

NOW, THEREFORE, BE IT RESOLVED, that, in the judgment of the Board of the Company, and subject to the board of directors of Walter Energy, Inc. (the "Parent") duly authorizing the Parent to file for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), it is desirable and in the best interests of the Company, its creditors and other interested parties for the Company to file a voluntary petition (the "Petition") for relief under the provisions of chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Alabama; and be it further

RESOLVED, that, subject to the Parent's board of directors duly authorizing the Parent to file for relief under chapter 11 of the Bankruptcy Code, the Company shall be, and it hereby is, authorized, directed and empowered (i) to file the Petition, and (ii) to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing; and be it further

RESOLVED, that each of the President, Secretary, Treasurer, Vice Presidents, Controller, Assistant Secretary, and Director of Administration (each, individually a "<u>Designated Officer</u>" and collectively, the "<u>Designated Officers</u>") be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of the Company (i) to execute and verify the Petition as well as all other ancillary documents and to cause the Petition to be filed with the United States Bankruptcy Court for the Northern District of Alabama and to make or cause to be made prior to the execution thereof any modifications to the Petition or ancillary documents as such Designated Officers, in their sole discretion, deem

necessary or desirable, and (ii) to execute, verify and file or cause to be filed all petitions, schedules, lists, motions, applications, pleadings, and other papers or documents necessary or desirable in connection with the foregoing; and be it further

RESOLVED, that each of the Designated Officers be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of the Company in its capacity as sole shareholder of Sloss-Sheffield Steel & Iron Co., an Alabama corporation (the "Subsidiary"), to take any and all actions as may be reasonable, advisable, expedient, convenient, proper or necessary to cause the Subsidiary to file a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court, including but not limited to (i) the filing of any petitions, schedules, lists, motions, applications, pleadings, and other papers or documents necessary or desirable in connection with the foregoing, and (ii) the employment of counsel, financial advisors, investment bankers, accountants, and other professionals in connection with the foregoing, and in furtherance of such filing, to authorize and consent to, on behalf of the Company in its capacity as sole shareholder of such Subsidiary, the filing of such voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court and ratifying, approving and confirming the actions of the directors of such Subsidiary in authorizing the same; and be it further

RESOLVED, that the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul Weiss") be, and hereby is, retained, authorized, empowered and directed to represent the Company as its counsel in connection with any case commenced by the Company under the Bankruptcy Code and all related matters; and be it further

RESOLVED, that the law firm of Bradley Arant Boult Cummings LLP be, and hereby is, retained, authorized, empowered and directed to represent the Company, as co-counsel with Paul Weiss, in connection with any case commenced by the Company under the Bankruptcy Code; and be it further

RESOLVED, that the law firm of Ogletree Deakins LLP be, and hereby is retained, authorized, empowered and directed to represent the Company as its special counsel with respect to any labor and employment matters; and be it further

RESOLVED, that the law firm of Maynard, Cooper & Gale, P.C. be, and hereby is retained, authorized, empowered and directed to represent the Company as its special counsel; and be it further

RESOLVED, that Blackstone Advisory Services, L.P. be, and hereby is, retained, authorized, empowered and directed to represent the Company as its

investment banker and financial advisor in connection with any case commenced by the Company under the Bankruptcy Code; and be it further

RESOLVED, that AlixPartners, LLP be, and hereby is, retained, authorized, empowered and directed to represent the Company as its financial advisor and consultant in connection with any case commenced by the Company under the Bankruptcy Code; and be it further

RESOLVED, that Kurtzman Carson Consultants LLC be, and hereby is, retained, authorized, empowered and directed to serve as the notice, claims, solicitation and balloting agent in connection with any case commenced by the Company under the Bankruptcy Code; and be it further

RESOLVED, that the Designated Officers be, and they each hereby are, authorized to cause the Company to employ other special counsel, financial advisors, investment bankers, accountants and other professionals as such Designated Officers deem appropriate in connection with any case commenced by the Company under the Bankruptcy Code; and be it further

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Designated Officers, each of the officers of the Company be, and each of them acting alone hereby is, authorized, directed and empowered, in the name and on behalf of the Company, to do or cause to be done any and all such further acts and things, including the payment of all fees and expenses and other amounts payable by the Company with respect to the foregoing, and to execute and deliver any and all such other instruments, certificates, agreements and documents as they or any of them may consider necessary or appropriate to enable the Company to carry out the intent and to accomplish the purpose of the foregoing resolutions; and be it further

RESOLVED, that each and every officer of the Company be, and each of them acting alone, and hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to (i) take all such further actions and execute and deliver all such certificates, instruments, guaranties, notices, agreements and other documents as may be required or as such officer may deem necessary, advisable or proper to carry out the intent and purpose of the foregoing resolutions, including without limitation the execution and delivery of any credit or security agreements, pledges, financing statements and the like, and (ii) perform the obligations of the Company under the Bankruptcy Code, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form as the officer performing or executing the same shall approve, and the performance or execution thereof by such officer shall be conclusive evidence of the approval thereof by such officer and by the Company; and be it further

RESOLVED, that all actions heretofore taken or performed by any officer, director, employee or agent of the Company in connection with the foregoing resolutions be, and they hereby are, confirmed, ratified and approved in all respects.

This Action by Unanimous Written Consent may be executed, by facsimile or otherwise, by the undersigned, in counterparts, each of which shall be an original, but all of which together shall constitute but one and the same document. Delivery of an executed counterpart of a signature page to this Action by Unanimous Written Consent by telecopier, facsimile, electronic mail or other electronic transmission (e.g., a "PDF" or "tif") shall be effective as delivery of a manually signed executed counterpart.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of Walter Coke, Inc., have executed this written consent as of the date first written above.

Name: Brian Chopin

Name: William G. Harvey

[Signature Page to Action by Written Consent of Walter Coke, Inc.]

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

In re:		Chapter 11	See entachment A
WALTER COKE, INC.,		Case No. 15	
	Debtor.	Joint Administration Requ	ested

CORPORATE OWNERSHIP STATEMENT

In accordance with rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure, Walter Coke, Inc. (the "Company"), the debtor and debtor-in-possession in the above-styled case, hereby states all corporations, other than a governmental unit, that directly or indirectly own ten percent (10%) or more of any class of the Company's equity interests, are listed below:

• Walter Energy, Inc.

I, the undersigned authorized officer of the Company, named as the debtor in this case, declare under penalty of perjury that I have reviewed the foregoing and that it is true and correct to the best of my knowledge, information and belief, with reliance on appropriate corporate officers.

Date: Birmingham, Alabama
July 5, 2015

y: CH S

Attachion A

Walter Energy, Inc., et al. Debtor List

Debtor Name	Case No.
Atlantic Development & Capital, LLC	15-02747
Atlantic Leaseco, LLC	15-02773
Blue Creek Coal Sales, Inc.	15-02750
Blue Creek Energy, Inc.	15-02752
J.W. Walter, Inc.	15-02755
Jefferson Warrior Railroad Company Inc.	15-02759
Jim Walter Homes, LLC	15-02762
Jim Walter Resources, Inc.	15-02743
Maple Coal Co., LLC	15-02764
Sloss-Sheffield Steel & Iron Company	15-02766
SP Machine, Inc.	15-02746
Taft Coal Sales & Associates, Inc.	15-02751
Tuscaloosa Resources, Inc.	15-02753
V Manufacturing Company	15-02754
Walter Black Warrior Basin, LLC	15-02756
Walter Coke, Inc.	15-02744
Walter Energy Holdings, LLC	15-02758
Walter Energy, Inc.	15-02741
Walter Exploration & Production LLC	15-02757
Walter Home Improvement, Inc.	15-02760
Walter Land Company	15-02761
Walter Minerals, Inc.	15-02763
Walter Natural Gas, LLC	15-02765

A.W.S., INC. Open Invoices As of June 30, 2015

Туре	Date	Num	P. O. #	Memo	Aging	Open Balance	
Walter Coke, in	IC.						
Invoice	04/16/2015	2015065	110828-R.Meadows	IMPLANT	75	1,440.00	
Invoice	05/04/2015	2015074	110403K.Lambert	CRANE R	57	2,000.00	Check#
Invoice	05/04/2015	2015075	110409K.Lambert	20' DIKE	57	2,250.00	110944 returned
Invoice	05/04/2015	2015076	110410K.Lambert	POUR CO	57	2,460.00	copy attached
Invoice	05/07/2015	2015078	110366J.Cornelius	1/THRU W	54	25,000.00	Copy of the Ru
Invoice	05/14/2015	2015080	110405D.Wiggins	E WELL Pl	47	2,250.00	
Invoice	05/14/2015	2015081	110667MScott	TEMP BRI	47	860.00	
Invoice	05/21/2015	2015083	110730-R.Meadows	COKE @	40	7,610.00	
Invoice	05/21/2015	2015084	110771-J. Mayes	REPAIRE	40	851.00	
Invoice	05/21/2015	2015085	110741V.Yitram	INSTALLE	40	7,341.00	
Invoice	05/28/2015	2015087	110366J.Cornelius	2/THRU-W	33	25,000.00	
Invoice	06/04/2015	2015089	110696J.Reed	TAR SKIM	26	1,500.00	
Invoice	06/08/2015	2015094	111130-J.Reed	WATERLI	22	12,789.00	
Invoice	06/17/2015	2015092	110987J.Cornelius	SUPPORT	13	1,075.00	
Invoice	06/17/2015	2015093	110980S.Ray	WATERLI	13	480.00	
Invoice	06/17/2015	2015095	110366J.Cornelius	THRU-WA	13	22,900.00	
Invoice	06/20/2015	2015098	111033J.Mayes	CRANE R	10	1,350.00	
Total Walter Co	ke, Inc.					117,156.00	
OTAL						117,156.00	

062206457 07/17/2015 5250180031617

This is a LEGAL COPY of your check. You can use it the same way you would use the original check.

Traditions Bank

FROZENBLOCKED ACCT

5250180018227 [062206457] 07/14/2015

ORIGINAL CHECK HAS A COLORED BACKGROUND PRINTED ON CHEMICAL REACTIVE PAPER - SEE BACK FOR DETAILS WALTER ENERGY. WALTER COKE

P O Box 5327 3500 35th Ave North, Birmingham, AL 35207

Pay SIX THOUSAND SEVEN HUNDRED TEN DOLLARS ONLY

Pay to the Order of

Date 06/30/15

AWS INCORPORATED P.O. BOX 580

HAYDEN AL USA 35079

A REGIONS

Carol N. Javell

110944# #O67010583# 5990019687#

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"OOOO67 10000"

110944



Notice of Special Handling CHARGEBACK

A.W.S., Inc. P.O. Box 580 Hayden

AL 35079

Account: 6029631 Date: 07/17/15

Your account has been charged for the attached deposited check(s) that has been returned for the reason shown with each item.

DateAmountReference#Deposit AmtReason07/14/20156,710.00525018001822721,533.36Frozen/Blocked Account

A substitute check * may be included in lieu of the original check with this notice

* Please do not discard substitute check! A substitute is a copy of an original check that is
the same as the original check for all purposes, including proving that you made a payment,
if it includes an accurate copy of the front and back of the original check and contains the words:

"This is a LEGAL COPY of your check. You can use it the same way you would use the
original check." A substitute check that meets these requirements is generally subject to
federal and state laws that apply to an original check. If you lose money because you received
a substitute check, you have the right to file a claim for an expedited refund.

PLEASE NOTE: If you have any questions regarding this item please call 256-735-2121.

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
4/16/2015	2015065

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA	A 35207

	CAR NO.	P.O. N	Ο.	TERMS	Req. #
		110828-R.M	eadows	DUE UPON RECE	
DESCRIPTI	ON		RATE		AMOUNT
REPAIRED ROADS					
LABOR for above job description for Ralph M	leadows			864.00	864.00
Equipment provided for above job description	for Ralph Meadows			576.00	576.00
DATE OF COMPLETION: 4-8-15					
				'	
					·
THANK YOU for your business!!				Total	\$1,440.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

Invoice

DATE	INVOICE #
5/4/2015	2015074

Pynt check# 110944
returned. Frozenacct

BILL TO	
VALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

	CAR NO.	P.O. NO.		TERMS	Req. #
		110403K.L	ambert	DUE UPON RECE	44796
DESCRIP	TION	<u> </u>	RATE		AMOUNT
RENT CRANE FOR 2 DAYS TO REMOVE VAPOR/OIL HEAT EXCHANGER LABOR for above job description for Ken L DATE OF COMPLETION: 5/1/15		EADS ON		2,000.00	2,000.00
THANK YOU for your business!!				Total	\$2,000.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

Invoice

DATE	INVOICE#
5/4/2015	2015075

Pymt check# 110944
returned-Frozenanct

BILL TO

WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327

BIRMINGHAM, ALABAMA 35207

	CAR NO.	P.O. NO	Э.	TERMS	Req. #
		110409K.La	ambert	DUE UPON RECE	44800
DESCRIPT	ON			RATE	AMOUNT
LABOR TO BUILD 20' OF DIKE WALL AT CONTAINMENT OLD SATURATOR AREA	THE BIG CIRCULA	FING PUMP			
LABOR for above job description for Ken Lan	nbert			1,600.00	1,600.00
Equipment provided for above job description	for Ken Lambert			400.00	400.00
Materials for above job description for Ken La	ambert			250.00	250.00
DATE OF COMPLETION: 5-1-15					
				1	
THANK YOU for your business!!				Total	\$2,250.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

Invoice

DATE	INVOICE#
5/4/2015	2015076

Pymt check # 110944
returned-Frozen a cct

BILL TO WALTER COKE, INC. Attn: Accounts Payable

P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207

	CAR NO.	P.O. N	O.	TERMS	Req.#
		110410K.L	ambert	DUE UPON RECE	44801
DESCRIPT	ION			RATE	AMOUNT
LABOR TO POUR A 10'X16'X6" CONCRET AREA OF THE OLD MOTHER LIQUOR TA	E PAD AT THE CON NK	TAINMENT			
LABOR for above job description for Ken La	mbert			1,560.00	1,560.00
Equipment provided for above job description	for Ken Lambert			400.00	400.00
Materials for above job description for Ken L	ambert			500.00	500.00
DATE OF COMPLETION: 5/1/15					
THANK YOU for your business!!			1	Total	\$2,460.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/7/2015	2015078

BILL TO		
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327	25207	
BIRMINGHAM, ALABAMA 3	33207	

	CAR NO.	P.O. N	Ο.	TERMS	Req.#
	6060	110366J,Co	rnelius	DUE UPON RECE	44783
DESCRIPTI	ON		RATE		AMOUNT
PARTIAL//REMOVE AND REPLACE STRU WALL	ICTURAL STEEL ON	THRU			
LABOR for above job description for Jeff Cor	nelius			15,000.00	15,000.0
Equipment provided for above job description	for Jeff Cornelius			10,000.00	10,000.0
DATE OF COMPLETION: 5-6-15					
THANK YOU for your business!!				T =	\$25,000.0
THANK 100 for your business::				Total	+ <i>)</i>

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/14/2015	2015080

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

	CAR NO.	P.O. N	Э.	TERMS	Req. #
		110405D.W	iggins	DUE UPON RECE	44799
DESCRIPT	ION			RATE	AMOUNT
INSTALL PIPING FOR REPLACEMENT GREEN FOR PIPING FOR PIP	ROUNDWATER WEL NG AND ELECTRICA	L AT THE L			
LABOR for above job description for Don Wi	ggins			1,240.00	1,240.00
Equipment provided for above job description	for Don Wiggins			1,010.00	1,010.00
DATE OF COMPLETION: 5/12/15					
THANK YOU for your business!!				Total	\$2,250.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/14/2015	2015081

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 3520	7

	CAR NO.	P.O. N	D.	TERMS	Req. #
	A VIII	110667MS	Scott	DUE UPON RECE	44995
DESCRIPTION	N			RATE	AMOUNT
INSTALLED TEMP BRIDGE ON 190 WALL					
LABOR for above job description for Mark Scot	t			620.00	620.00
Equipment provided for above job description fo	or Mark Scott			240.00	240.00
DATE OF COMPLETION: 5/11/15					
THANK YOU for your business!!				Total	\$860.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/21/2015	2015083

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

	CAR NO.	P.O. NO		TERMS	Req.#
		110730-R.Mea	adows	DUE UPON RECE	
DESCRIPTI	ON			RATE	AMOUNT
REMOVED, CLEANED, AND HAULED CO	KE FROM TRACKS	AT CSX			
LABOR for above job description for Ralph M	l eadows			3,970.00	3,970.00
Equipment provided for above job description	for Ralph Meadows			3,640.00	3,640.00
DATE OF COMPLETION: 5-14-15					
THANK YOU for your business!!				Total	\$7,610.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/21/2015	2015084

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA	35207

	CAR NO.	P.O. N	0.	TERMS	Req. #
,		110771-J. I	Mayes	DUE UPON RECE	
DESCRIPT	ON			RATE	AMOUNT
REPAIRED RAILCARS					
LABOR for above job description for Jason M	layes			510.00	510.00
Equipment provided for above job description	for Jason Mayes			341.00	341.00
DATE OF COMPLETION: 4/10/15					
THANK YOU for your business!!				Total	\$851.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/21/2015	2015085

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 3	5207

	CAR NO.	P.O. N	0.	TERMS	Req. #
		110741V.Y	itram	DUE UPON RECE	45043
DESCRIPTI	ON			RATE	AMOUNT
INSTALLED BLADE ON AGITATOR//INST SHAFT//INSTALLED BLADES AND SET G	CALLED HUB AND EARBOX IN PLACE				
LABOR for above job description for Vira Yit	ram			4,170.00	4,170.00
Equipment provided for above job description for Vira Yitram			3,120.00	3,120.00	
Materials for above job description for Vira Y	itram			51.00	51.00
DATE OF COMPLETION: 5-20-15					
THANK YOU for your business!!		-		Total	\$7,341.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
5/28/2015	2015087

BILL TO		
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 3	35207	

,	 	1		r T	
	CAR NO.	P.O. NC). 	TERMS	Req. #
		110366J.Cor	nelius	DUE UPON RECE	44783
DESCRIPTI	ON			RATE	AMOUNT
REMOVE AND REPLACE STRUCTURAL S	STEEL ON THRU-WA	ALL			
LABOR for above job description for Jeff Cor	nelius			15,000.00	15,000.00
Equipment provided for above job description	for Jeff Cornelius			10,000.00	10,000.00
DATE OF COMPLETION: 5-28-15					
THANK YOU for your business!!				Total	\$25,000.0

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
6/4/2015	2015089

BILL TO		
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA	A 35207	

	CAR NO.	P.O. N	Э.	TERMS	Req. #
		110696J.I	Reed	DUE UPON RECE	45017
DESCRIPTI	ON			RATE	AMOUNT
FABRICATED A TABLE FOR TAR BAGS A	AT MOTHER LIQUO	R TANK			
LABOR for above job description for Jimmy I	Reed			700.00	700.00
, .					
Equipment provided for above job description	for Jimmy Reed			500.00	500.00
			t t		
Materials for above job description for Jimmy	Reed			300.00	300.00
DATE OF COMPLETION: 6-4-15					
THANK YOU for your business!!				Total	\$1,500.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

Invoice

DATE	INVOICE#
6/8/2015	2015094

BILI	_ TO

WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207

1	CAR NO.	P.O. N		TERMS	Req. #
	CAR NO.				
		111130-J.I	Reed	DUE UPON RECE	45264
DESCRIPTI	ON			RATE	AMOUNT
REPAIRED 8" FIRE WATERLINE WITH PIT FIREWATER LINE BURST BEHIND FLAN WATERLINE AND BACKFILL WITH STON TO DUMP	GE//INSTALLED 65' 8	3"			
LABOR for above job description for Jimmy I	Reed			3,822.00	3,822.00
Equipment provided for above job description	for Jimmy Reed			3,130.00	3,130.00
Materials for above job description for Jimmy	Reed			5,837.00	5,837.00
DATE OF COMPLETION:6-11-15					
THANK YOU for your business!!		<u> </u>	<u>l</u>	Total	\$12,789.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
6/17/2015	2015092

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

	CAR NO.	P.O. N	Ο.	TERMS	Req.#
		110987J.Co	rnelius	DUE UPON RECE	45215
DESCRIPT	ION			RATE	AMOUNT
INSTALLED SUPPORT FOR OVEN WALL	229 PUSHER SIDE		-		
LABOR for above job description for Jeff Cor	rnelius			775.00	775.00
Equipment provided for above job description	for Jeff Cornelius			300.00	300.00
DATE OF COMPLETION: 5-26-15					
THANK YOU for your business!!				Total	\$1,075.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
6/17/2015	2015093

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

!	CAR NO.	P.O. N	Ο.	TERMS	Req.#
		110980S	.Ray	DUE UPON RECE	45213
DESCRIPTION			RATE	AMOUNT	
EXCAVATED WATERLINE AT PUSHER T	ANK				
LABOR for above job description for Shane R	Ray			200.00	200.00
Equipment provided for above job description	for Shane Ray			280.00	280.00
DATE OF COMPLETION: 6/9/15					
				T	0.400.00
THANK YOU for your business!!				Total	\$480.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
6/17/2015	2015095

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 35207	

	CAR NO.	P.O. N	Ο.	TERMS	Req.#
		110366J.Co	rnelius	DUE UPON RECE	44783
DESCRIPTION		RATE		AMOUNT	
REMOVE AND REPLACE STRUCTURAL S	STEEL ON THRU WA	LL	1.7. II.		
LABOR for above job description for Jeff Cor	nelius			13,740.00	13,740.00
Equipment provided for above job description	for Jeff Cornelius			9,160.00	9,160.00
DATE OF COMPLETION: 6-16-15					
THANK YOU for your business!!			J	Total	\$22,900.00

256-352-6317 Fax P.O. Box 580 Hayden, Al 35079

DATE	INVOICE#
6/20/2015	2015098

BILL TO	
WALTER COKE, INC. Attn: Accounts Payable P.O. BOX 5327 BIRMINGHAM, ALABAMA 352	07

	CAR NO.	P.O. NO	D.	TERMS	Req.#
		111033J.M	layes	DUE UPON RECE	45248
DESCRIPTION		RATE		AMOUNT	
CRANE & OPERATOR TO CHANGE OUT A	A SHAKER				
LABOR for above job description for Jason M	ayes			450.00	450.00
Equipment provided for above job description	for Jason Mayes			900.00	900.00
DATE OF COMPLETION: 6-20-15					
THANK YOU for your business!!				Total	\$1,350.00