

UNITED STATES BANKRUPTCY COURT
DISTRICT OF COLORADO

<i>In re:</i> CLINE MINING CORPORATION, Debtor in a Foreign Proceeding.	Chapter 15 Case No. 14-____ (____) (Joint Administration Requested)
<i>In re:</i> NEW ELK COAL COMPANY LLC, Debtor in a Foreign Proceeding.	Chapter 15 Case No. 14-____ (____) (Joint Administration Requested)
<i>In re:</i> NORTH CENTRAL ENERGY COMPANY, Debtor in a Foreign Proceeding.	Chapter 15 Case No. 14-____ (____) (Joint Administration Requested)

MOTION FOR EXPEDITED HEARING ON THE MONITOR’S: (I) EX PARTE APPLICATION FOR ORDER TO SHOW CAUSE WITH TEMPORARY RESTRAINING ORDER AND, AFTER NOTICE AND A HEARING, A PRELIMINARY INJUNCTION, PURSUANT TO SECTIONS 105(a) AND 1519 OF THE BANKRUPTCY CODE; (II) MOTION FOR ORDER SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE AND (III) MOTION PURSUANT TO FED. R. BANKR. P. 1015(b) FOR ORDER DIRECTING JOINT ADMINISTRATION OF CASES UNDER CHAPTER 15 OF BANKRUPTCY CODE

FTI Consulting Canada Inc. is the court-appointed monitor (the “**Monitor**”) and authorized foreign representative of Cline Mining Corporation, New Elk Coal Company LLC, and North Central Energy Company (collectively, the “**Cline Debtors**”)¹ in a proceeding (the “**Canadian Proceeding**”) under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, pending before the Ontario Superior Court of Justice, Commercial List (the “**Ontario Court**”).

¹ The last four digits of the United States Tax Identification Numbers, or similar foreign identification numbers, as applicable, for the Cline Debtors follow in parentheses: Cline Mining Corporation (6094); New Elk Coal Company LLC (0615); and North Central Energy Company (N/A).

The Monitor makes this Motion (this “**Motion**”) respectfully requesting that this Court expedite the hearing on the Monitor’s: (i) *Ex Parte Application for Order to Show Cause With Temporary Restraining Order and, After Notice and a Hearing, a Preliminary Injunction, Pursuant to Sections 105(a) and 1519 of the Bankruptcy Code* (the “**TRO Application**”); (ii) *Motion for Order Specifying Form and Manner of Service of Notice* (the “**Form and Manner Motion**”) and (iii) *Motion Pursuant to Fed. R. Bankr. P. 1015(B) for Order Directing Joint Administration of Cases Under Chapter 15 of Bankruptcy Code* (the “**Joint Administration Motion**”).

In support of the Motion, the Monitor respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and section 1501 of the Bankruptcy Code. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P). Venue is proper in this District pursuant to 28 U.S.C. §§ 1410(1) and (3).

RELIEF REQUESTED/BASIS FOR RELIEF

2. The Monitor respectfully requests that the Court schedule expedited hearings on the Injunction Application, the Form and Manner Motion, and the Joint Administration Motion.

3. The Monitor seeks an expedited hearing on its TRO Application because, as set forth more fully therein, the TRO Application seeks the entry of a temporary restraining order (i) enjoining all persons and entities from seizing, attaching, possessing, executing and/or enforcing liens against the assets of the Cline Debtors and (ii) applying sections 362 and 365 of title 11 of the United States Code in these cases on a provisional basis. Such relief is necessary to the Cline Debtors’ restructuring efforts in the Canadian Proceeding, as allowing parties in the United States to selectively enforce on the Cline Debtors’ assets or to terminate their leases or executory contracts with the Cline Debtors due to the commencement of the Canadian Proceeding will (i) do irreparable harm to the Cline

Debtors' going concern value to the detriment of all stakeholders and (ii) thereby undermine the protections of the CCAA and the orders entered by the Ontario Court.

4. The Monitor seeks an expedited hearing on the Form and Manner Motion in order to seek the Court's approval of the form and manner of notice of the commencement of these cases, and on the Joint Administration Motion because the relief requested therein will streamline filing and notice procedures in these cases and reduce the administrative burden on the Monitor, the Cline Debtors, and the Court. Such relief will not affect the substantive rights of any party in interest.

CONCLUSION

WHEREFORE, the Monitor respectfully requests that this Court schedule expedited hearings on the Injunction Application, the Form and Manner Motion, and the Joint Administration Motion and grant such other relief as this Court deems just and proper.

Dated: Denver, Colorado
December 3, 2014

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Monitor and Foreign Representative of the
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EXHIBIT A

Proposed Order

UNITED STATES BANKRUPTCY COURT
DISTRICT OF COLORADO

In re:

CLINE MINING CORPORATION, *et al.*,²

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 14-____ (____)

(Joint Administration Requested)

ORDER GRANTING EXPEDITED HEARING

FTI Consulting Canada Inc., the court-appointed monitor (the “**Monitor**”) and authorized foreign representative of Cline Mining Corporation, New Elk Coal Company LLC, and North Central Energy Company in a proceeding under Canada's *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, pending before the Ontario Superior Court of Justice, Commercial List, filed a motion (the “**Motion**”) requesting that this Court expedite the hearing on the Monitor’s: (i) *Ex Parte Application for Order to Show Cause With Temporary Restraining Order and, After Notice and a Hearing, a Preliminary Injunction, Pursuant to Sections 105(a) and 1519 of the Bankruptcy Code*; (ii) *Motion for Order Specifying Form and Manner of Service of Notice* and (iii) *Motion Pursuant to Fed. R. Bankr. P. 1015(B) for Order Directing Joint Administration of Cases Under Chapter 15 of Bankruptcy Code* (collectively, the “**First Day Motions**”).

The Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and section 1501 of the Bankruptcy Code, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), and (iii) venue is proper in this district pursuant to 28 U.S.C. § 1410(1) and (3), and after due deliberation and good and sufficient cause appearing for approval of the Motion, NOW, THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:

ORDERED, that the Motion is approved; and it is further

² The last four digits of the United States Tax Identification Numbers, or similar foreign identification numbers, as applicable, for the Cline Debtors follow in parentheses: Cline Mining Corporation (6094); New Elk Coal Company LLC (0615); and North Central Energy Company (N/A).

ORDERED, that an expedited hearing on the First Day Motions is set for December [3], 2014, at [____]; and it is further

ORDERED, that the Monitor shall give the Office of the United States Trustee notice of such hearing by email and through this Court's ECF System.

Dated: Denver, Colorado
December __, 2014

United States Bankruptcy Judge