

UNITED STATES BANKRUPTCY COURT
DISTRICT OF COLORADO

In re:

CLINE MINING CORPORATION, *et al.*,¹

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 14-____ (___)

(Joint Administration Requested)

**STATEMENT OF PAUL BISHOP UNDER
SECTION 1515(c) OF THE BANKRUPTCY CODE**

PAUL BISHOP, pursuant to 28 U.S.C. § 1746, hereby declares as follows:

1. I am over the age of 18 and, if called upon, could testify as to the facts set forth in this statement, except for those portions specified as being otherwise.

2. I am a Senior Managing Director and duly authorized agent of 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 (collectively, the “**Cline Debtors**”) in a proceeding (the “**Canadian 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.

3. This statement is respectfully submitted as required under section 1515(c) of title 11 of the United States Code (as amended, the “**Bankruptcy Code**”) in support of the *Verified Petitions for Recognition of Foreign Proceeding and Related Relief* filed by the Monitor seeking, among other things, recognition by this Court of the Canadian Proceeding as a “foreign main proceeding” under section 1517 of the Bankruptcy Code.

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).

4. To the best of my knowledge, the Canadian Proceeding is the only insolvency proceeding of any kind pending for any of the Cline Debtors and, thus, is the only known "foreign proceeding" with respect to the Cline Debtors, as that term is defined in section 101(23) of the Bankruptcy Code.

5. I declare under penalty of perjury under the laws of the United States of America that, based upon my knowledge, information, and belief as set forth herein, the foregoing is true and correct.

Executed this 3rd day of December, 2014, in Toronto, Ontario, Canada

A handwritten signature in black ink, appearing to read "Paul Bishop", written over a horizontal line.

Paul Bishop
Senior Managing Director
FTI Consulting Canada Inc.