

Exhibit A

PACA Procedures

- a. PACA NOTICES. Any a person seeking the protection of a PACA Trust (a "PACA Claimant") must deliver, or have previously delivered, a valid and timely PACA Notice to the Debtors in accordance with the statutory guidelines set forth in 7 U.S.C. § 499e(c)(3)-(4).
- b. Notice of PACA Order. The Debtors will send a copy of the order approving this Motion (the "PACA Order") by first-class mail to all persons or entities that have delivered a valid and timely PACA Notice (or a document that purports to be a valid and timely PACA Notice) to the Debtors.
- c. Allowed PACA Claims. If the Debtors determine that a claim asserted in a PACA Notice is valid, the Debtors shall, subject to the prior written approval of CB Agency Services, LLC (the "DIP Agent") (which approval may be given or withheld in the DIP Agent's sole discretion), pay such claim as an administrative expense of the Debtors' estates as soon as practicable after receipt of the PACA Notice, or if later, in accordance with the normal trade terms (the "Allowed PACA Claim"). Any holder of a PACA Claim that accepts payment from the Debtors on account of its Allowed PACA Claim shall be deemed to have waived, released, and discharged any and all claims, of any type, kind, or priority on account of or in connection with its PACA Claim against the (i) Debtors, (ii) any former, present or future officer, director, or employee of the Debtors, (iii) the Debtors' assets and properties and (iv) any funds or amounts held in trust by the Debtors.
- d. Settled Claim Report. Ninety days from entry of the final order approving the PACA Procedures, and every 90 days thereafter, the Debtors shall file a report with the Court listing all Allowed PACA Claims (the "PACA Claims Report") for the preceding 90 day period. The PACA Claims Report shall be sent by first class mail to the following parties: (i) the Office of the United States Trustee for the Western District of Louisiana, (ii) counsel for any statutory committee appointed in these chapter 11 cases, (iii) all parties filing a PACA Claim that are listed in such PACA Claims Report, and (iv) the DIP Agent and its counsel.
- e. Disputed Claim Report. As soon as practicable after the period ending ninety (90) days after entry of the PACA Order, the Debtors, will file with the Court a report (the "Disputed PACA Claims Report") that lists the PACA Claims the Debtors believe are invalid in whole or in part or which the Debtors have not paid. The Disputed PACA Claims Report shall be sent by first-class mail to the Following parties: (i) the Office of the United States Trustee for the Western District of Louisiana, (ii) counsel for any statutory committee appointed in these chapter 11 cases, (iii) all parties filing a PACA Claim that are listed in such Disputed PACA Claims Report, and (iv) the DIP Agent and its counsel.

- f. Objections to Disputed PACA Reports. A PACA Claimant (each, an "Objecting Claimant") objecting to the Debtors' determination or non-payment of the PACA Claim as set forth in the Disputed PACA Claims Report must provide the Debtors with evidence or documentation demonstrating the basis for the dispute, including a statement identifying which information in the Disputed PACA Claims Report is incorrect, specifying the correct information, and stating any legal or factual basis for the objection (each, "PACA Objection"). Objections must be served on (i) counsel to the chapter 11 cases, so as to be actually received no later than the 20th day following the date the Disputed PACA Claims Report is filed (the "PACA Objection Deadline").
- g. With respect to each PACA Claim in the Disputed PACA Claims Report as to which no objection is timely received, such PACA Claim shall be deemed an invalid PACA Claim (in whole or in part, as specified in the Disputed PACA Claims Report) without further order of the Court and, to the extent invalid, shall into be entitled to the priorities provided under PACA. With respect to each PACA Claim in the Disputed PACA Claims Report as to which an objection is timely received and the parties resolve the objection, the PACA Claim shall be treated as an Allowed PACA Claim or a disallowed PACA Claim, in whole or part, as agreed to by the parties, without further order of the Court, as set forth in the next PACA Claims Report.
- h. With respect to each PACA Claim in the Disputed PACA Claims Report as to which an objection is timely received and the objection cannot be resolved by the parties, the PACA Claim shall not be deemed valid or invalid except upon order of the Court. If a resolution is not reached by at least sixty (60) days after the date of the Disputed PACA Claims Report, or such later period as may be agreed to by the Debtors and the clamant, the Debtors will arrange for a hearing before the Court.

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