

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
SOUTHERN DIVISION**

In re:)	
)	
MISSISSIPPI PHOSPHATES)	
CORPORATION, <i>et al.</i> ¹)	CASE NO. 14-51667-KMS
)	Chapter 11
)	
Debtors)	Jointly Administered

**NOTICE OF DEBTORS' AGREEMENT TO EXTEND ONLY FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS: (1) DEADLINE FOR
INVESTIGATION TERMINATION DATE AND CHALLENGE PERIOD UNDER
INTERIM DIP ORDER; AND (2) TIME TO RESPOND TO MOTION OF DEBTORS,
PURSUANT TO BANKRUPTCY CODE SECTIONS 105(A), 363, 365, 503, AND 507,
AND BANKRUPTCY RULES 2002, 3007, 6004, 6006, 9007, AND 9014 FOR ENTRY
OF: (I) ORDER (A) APPROVING SALES AND BIDDING PROCEDURES IN
CONNECTION WITH SALE OF ASSETS OF THE DEBTORS, (B) APPROVING
FORM AND MANNER OF NOTICE, (C) SCHEDULING AUCTION AND SALE
HEARING, (D) AUTHORIZING PROCEDURES GOVERNING ASSUMPTION AND
ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED
LEASES, AND (E) GRANTING RELATED RELIEF; AND (II) ORDER (A)
APPROVING PURCHASE AGREEMENT, (B) AUTHORIZING SALE FREE AND
CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS,
AND (C) GRANTING RELATED RELIEF**

[Dkt. ## 066; 155; 296; 312; 350; 371]

PLEASE TAKE NOTICE that Mississippi Phosphates Corporation and each of the affiliated debtors, each as debtor and debtor-in-possession (collectively, the “*Debtors*”) file this *Notice of Debtors’ Agreement to Extend only for the Official Committee of Unsecured Creditors: (1) Deadline for Investigation Termination Date and Challenge Period under Interim DIP Order; and (2) Time to Respond to Motion of Debtors, pursuant to Bankruptcy Code Sections*

¹ The chapter 11 cases of the following affiliated Debtors have been administratively consolidated for joint administration pursuant to that certain *Order Granting Motion of the Debtor for Order Directing Joint Administration of Affiliated Cases Pursuant to Bankruptcy Rule 1015(b)*, dated October 29, 2014 [Dkt. #62]: Mississippi Phosphates Corporation (“*MPC*”), Case No. 14-51667, Ammonia Tank Subsidiary, Inc. (“*ATS*”), Case No. 14-51668 and Sulfuric Acid Tanks Subsidiary, Inc. (“*SATS*”), Case No. 14-51671. These chapter 11 cases are sometimes referred to herein as the “*Bankruptcy Cases*.”

*105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014 for Entry of: (I) Order (A) Approving Sales and Bidding Procedures in Connection with Sale of Assets of the Debtors, (B) Approving Form and Manner of Notice, (C) Scheduling Auction and Sale Hearing, (D) Authorizing Procedures Governing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (E) Granting Related Relief; and (II) Order (A) Approving Purchase Agreement, (B) Authorizing Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (C) Granting Related Relief (the “Sale Motion”) in order to: (1) extend the January 19, 2015 Investigation Termination Date and Challenge Period deadline under the Interim Order under Sections 105, 361, 362, 363, 364 and 507 of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 2002, 4001 and 9014 (I) Authorizing the Debtors to Incur Post-Petition Senior Secured Superpriority Indebtedness; (II) Authorizing Use of Cash Collateral; (III) Granting Post-Petition Priming and Senior Priority Security Interests and Superpriority Claims; (IV) Granting Adequate Protection; (V) Modifying the Automatic Stay; and (VI) Scheduling a Final Hearing on the Motion [Dkt. # 066] (the “Interim DIP Order”) until **January 21, 2015**; and (2) to extend the deadline for filing objections to the Sale Motion until **January 21, 2015**.*

NOTICE IS FURTHER GIVEN that by agreement of the Debtors, the DIP Lenders, and the Committee, the January 19, 2015 Investigation Termination Date and Challenge Period deadline under the Interim DIP Order to permit the Committee, **and only the Committee**, to file an adversary proceeding or contested matter (i) challenging or objecting to the validity, perfection, enforceability, or priority of the Agent’s and Pre-Petition Lenders’ security interests in and liens on the Pre-Petition Collateral or the amount and allowance of the Pre-Petition Indebtedness, or (ii) otherwise asserting any claims or causes of action against the Agent or

Pre-Petition Lenders (any action under (i) or (ii), a “**Challenge**”), is extended until **January 21, 2015**. **As to all other parties**, the **January 19, 2015** Investigation Termination Date and Challenge Period deadline remains in full force and effect.

NOTICE IS FURTHER GIVEN that by agreement of the Debtors, the DIP Lenders, and the Committee, any objection or other response by the Committee, **and only the Committee**, to the Sale Motion must be in writing and must be (i) filed with the Clerk of Court for the United States Bankruptcy Court, Southern District of Mississippi, 2012 15th Street, Suite 244, Gulfport, MS 39501, and (ii) served upon the Debtors’ attorney, Stephen W. Rosenblatt, Butler Snow LLP, Post Office Box 6010, Ridgeland, MS 39158-6010, on or before **January 21, 2015**. **As to all other parties**, the **January 19, 2015** objection deadline for the Sale Motion remains in full force and effect.

NOTICE IS FURTHER GIVEN that in the event no written objection or other responsive pleading is timely filed to the Sale Motion, the Court may consider and rule upon the Sale Motion ex parte.

Dated: January 9, 2015.

By: /s/ Stephen W. Rosenblatt
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ATTORNEYS FOR THE DEBTORS

CERTIFICATE OF SERVICE

I certify that the foregoing Notice was filed electronically through the Court's ECF system and served electronically on all parties enlisted to receive service electronically.

Dated: January 9, 2015.

By: /s/ Stephen W. Rosenblatt
STEPHEN W. ROSENBLATT

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