



SO ORDERED,

Judge Katharine M. Samson  
United States Bankruptcy Judge  
Date Signed: March 26, 2015

The Order of the Court is set forth below. The docket reflects the date entered.

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

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

**ORDER GRANTING APPLICATION OF DEBTORS TO  
RETAIN THE LAW OFFICES OF CRAIG M. GENO, PLLC AS SPECIAL COUNSEL**  
[Dkt. # 503]

This matter came before the Court on the *Application of the Debtors to Retain Special Counsel* (the “*Application*”)<sup>2</sup> [Dkt. # 503] filed herein by Mississippi Phosphates Corporation, *et al.* the Debtors and debtors-in-possession (collectively, the “*Debtors*”) in these Bankruptcy

<sup>1</sup> 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*.”

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Application.

Cases and Jonathan J. Nash, the Chief Restructuring Officer (the “*CRO*”, and, together with the Debtors, the “*Applicants*”), the *Affidavit of Craig M. Geno of the Law Offices of Craig M. Geno* (the “*Geno Affidavit*”), attached as Exhibit “A” to the Application, and the *Affidavit of Jonathan J. Nash in Support of Debtors’ Application to Employ the Law Offices of Craig M. Geno, PLLC as its Special Counsel* [Dkt. # 568] (the “*Nash Affidavit*”). The Court considered the Application, the Geno Affidavit, and the Nash Affidavit and finds that proper notice of the Application was provided to creditors and parties in interest, and that no objection or other response thereto was timely filed. The Court further is of the opinion and finds that the Application is well-taken and should be approved.

IT IS, THEREFORE, ORDERED, that the Application is granted.

IT IS FURTHER ORDERED that the retention and employment of the Law Offices of Craig M. Geno, PLLC as Special Counsel for the Debtors is hereby approved, *nunc pro tunc* to February 13, 2015, the date of the Application.

IT IS FURTHER ORDERED that Law Offices of Craig M. Geno, PLLC shall be entitled to receive reasonable compensation and to receive reimbursement of actual, necessary expenses after notice and a hearing as contemplated by 11 U.S.C. § 330 and Rule 2016 of the Federal Rules of Bankruptcy Procedure, and any other applicable or related statutes and rules.

IT IS FURTHER ORDERED that any application for compensation and reimbursement for expenses filed by the Law Offices of Craig M. Geno, PLLC herein shall set forth the date of entry of all previous orders allowing compensation and expenses and the amounts so allowed.

IT IS FURTHER ORDERED that the retention and employment of the Law Offices of Craig M. Geno, PLLC is only to handle matters in connection with related to the analysis of the

claims involving the Deepwater Horizon disaster (the “*BP Claim*”) in connection with the administration of the Bankruptcy Cases.

IT IS FURTHER ORDERED that should the Debtors need to amend the scope of duties for the Law Offices of Craig M. Geno, PLLC, the Debtors will be permitted to file a supplemental declaration giving notice of such an amendment to the scope of the duties under Bankruptcy Rule 2014.

IT IS FURTHER ORDERED that Butler Snow will remain as lead bankruptcy counsel to the Debtors by this Court’s *Order Granting Application of Debtors to Employ Butler Snow LLP as its Attorneys* [Dkt. # 302].

IT IS FURTHER ORDERED that the Law Offices of Craig M. Geno, PLLC should be responsible to and report directly to the Chief Restructuring Officer, or such other officer of the Debtors or representative of the bankruptcy estates, and not to the lead bankruptcy counsel, Butler Snow.

**###END OF ORDER###**

**ORDER PREPARED AND SUBMITTED BY:**

Stephen W. Rosenblatt (Miss. Bar No. 5676)  
BUTLER SNOW LLP  
1020 Highland Colony Parkway, Suite 1400  
Ridgeland, MS 39157  
Telephone: (601) 948-5711  
[steve.rosenblatt@butlersnow.com](mailto:steve.rosenblatt@butlersnow.com)

ONE OF THE ATTORNEYS FOR THE DEBTORS

ButlerSnow 24936772v2