



SO ORDERED,

Judge Katharine M. Samson  
United States Bankruptcy Judge  
Date Signed: March 27, 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

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

**AGREED ORDER AUTHORIZING THE EXECUTION OF SUPPLEMENTAL  
TOLLING AGREEMENT WITH THE UNITED STATES OF AMERICA  
ON BEHALF OF THE ENVIRONMENTAL PROTECTION AGENCY**

[Dkt. # 654]

This matter came before the Court on the *Motion of the Debtors for Entry of Agreed Order Authorizing the Execution of Supplemental Tolling Agreement with the United States of America on behalf of the Environmental Protection Agency* (the "**Motion**")<sup>2</sup> [Dkt. # 654] filed

<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**"), and, collectively with MPC and ATS, the "**Debtors**", 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 Motion.

herein by the Debtors. MPC and the United States of America on behalf of the Environmental Protection Agency are collectively referred to herein as the "*Parties*."

The Court, therefore, finds as follows:

1. On October 27, 2014, each of the Debtors filed a voluntary petition in this Court for relief under chapter 11, title 11 of the United States Code.

2. This Court has jurisdiction in this matter pursuant to 28 U.S.C. §§ 157 and 1334(b), Bankruptcy Rule 9013, Miss. Bankr. L.R. 9013-1 and the standing order of reference of the District Court. This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A) and (O). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The Parties have consented to the entry of this Agreed Order.

**IT IS, THEREFORE, ORDERED** that MPC is authorized to execute the Supplemental Tolling Agreement in the form attached to this Order as **Exhibit "A"**.

**###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) 985-4415  
[thomas.hewitt@butlersnow.com](mailto:thomas.hewitt@butlersnow.com)

ONE OF THE ATTORNEYS FOR THE DEBTORS

**AGREED TO AND APPROVED FOR ENTRY:**

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

By: /s/ Marc P. Solomon  
Bess M. Parrish Creswell (pro hac vice)  
Kasee Sparks Heisterhagen (MB# 103521)  
Burr & Forman, LLP  
RSA Tower  
11 North Water Street  
Suite 22200  
Mobile, Alabama 36602  
Telephone: (251) 344-5151  
[bcreswell@burr.com](mailto:bcreswell@burr.com)  
[ksparks@burr.com](mailto:ksparks@burr.com)

and

Derek M. Meek (pro hac vice)  
Marc P. Solomon (pro hac vice)  
Burr & Forman, LLP  
420 North 20th Street  
Birmingham, Alabama 35203  
Telephone: (205) 251-3000  
[dmeek@burr.com](mailto:dmeek@burr.com)  
[msolomon@burr.com](mailto:msolomon@burr.com)

**ATTORNEYS FOR THE COMMITTEE**

**UNITED STATES DEPARTMENT OF JUSTICE, ENVIRONMENTAL  
ENFORCEMENT SECTION**

By: /s/ Karl J. Fingerhood  
Kenneth G. Long  
Karl J. Fingerhood  
Senior Trial Attorney  
P.O. Box 7611 Ben Franklin Station  
Washington, D.C. 20044-7611  
Telephone: (202) 514-2840  
Fax: (202) 616-6584  
Email: [Kenneth.Long@usdoj.gov](mailto:Kenneth.Long@usdoj.gov)  
Email: [Karl.Fingerhood@usdoj.gov](mailto:Karl.Fingerhood@usdoj.gov)

**ITS ATTORNEYS**

**SUPPLEMENTAL TOLLING AGREEMENT**

This Supplemental Tolling Agreement is made and entered into between the United States of America on behalf of the Environmental Protection Agency (hereinafter the "United States") and Mississippi Phosphates Corporation (hereinafter "MPC").

The Parties agree as follows:

1. That Paragraph 1 of the Tolling Agreement Between MPC and the United States, dated April 13, 2007, (the "Tolling Agreement"), and Paragraph 2 of the Supplemental Tolling Agreement between MPC and the United States (the "Supplemental Tolling Agreement") dated September 12, 2011, shall be amended to extend each respective "tolling period" defined therein through September 30, 2015.

2. That all other provisions of the Tolling Agreement and the Supplemental Tolling Agreement remain unchanged and continue in full force and effect under the terms of the Agreements.

**SIGNATURES**

The United States, on behalf of the United States Environmental Protection Agency, consents to the terms and conditions of this Supplemental Tolling Agreement by its duly authorized representative on this \_\_\_ day of March, 2015.

FOR THE UNITED STATES:  
Ellen Mahan, Deputy Section Chief  
Environmental Enforcement Section  
Environment and Natural Resources Division  
United States Department of Justice

By: \_\_\_\_\_  
DEBORAH M. REYHER  
Senior Counsel  
Environmental Enforcement Section  
Environment and Natural Resources Division  
United States Department of Justice  
P.O. Box 7611 Ben Franklin Station  
Washington, D.C. 20044-7611

MPC consents to the terms and conditions of this Supplemental Tolling Agreement by its duly authorized representative on this \_\_\_ day of April, 2015.

Mississippi Phosphates Corporation

By: \_\_\_\_\_  
Chief Restructuring Officer  
Mississippi Phosphates Corporation