



SO ORDERED,

Judge Katharine M. Samson
United States Bankruptcy Judge
Date Signed: November 5, 2014

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, *et al.*¹)
)
Debtors)
)
)

CASE NO. 14-51667-KMS
Chapter 11

Jointly Administered

***INTERIM* ORDER PURSUANT TO SECTION 366 OF THE BANKRUPTCY CODE: (A) PROHIBITING UTILITIES FROM ALTERING, REFUSING OR DISCONTINUING SERVICES TO, OR DISCRIMINATING AGAINST, THE DEBTORS ON ACCOUNT OF PRE-PETITION AMOUNTS DUE; (B) DETERMINING THAT THE UTILITIES ARE ADEQUATELY ASSURED OF FUTURE PAYMENT; (C) ESTABLISHING PROCEDURES FOR DETERMINING REQUESTS FOR ADDITIONAL ASSURANCE; AND (D) PERMITTING UTILITY COMPANIES TO OPT-OUT OF THE PROCEDURES ESTABLISHED HEREIN**

[Dkt. # 122]

This Court grants, as modified herein on an interim basis, the *Amended Motion of the Debtors for Interim and Final Orders: (A) Prohibiting Utilities from Altering, Refusing or Discontinuing Services to, or Discriminating Against, the Debtors on Account of Pre-Petition Amounts Due; (B) Determining that the Utilities are Adequately Assured of Future Payment; (C) Establishing Procedures for Determining Requests for Additional Assurance; and (D) Permitting*

¹ The Chapter 11 cases of the following affiliated Debtors have been administratively consolidated pursuant to this Court's Order of 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.

Utility Companies to Opt-Out of the Procedures Established Herein [Dkt. #122] (the “**Motion**”)² of Mississippi Phosphates Corporation, et al., the Debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-captioned jointly administered chapter 11 case.

THE COURT FINDS AND ORDERS as follows:

1. The Debtors’ Motion is granted on an interim basis only. A final hearing on the Motion shall be heard on November 18, 2014 at 9:30 a.m. All objections to such Motion shall be filed on or before November 10, 2014 at 5:00 p.m. (the “**Objection Date**”) and served on Butler Snow LLP, Attention: Stephen W. Rosenblatt, Esq. (steve.rosenblatt@butlersnow.com) and Christopher R. Maddux, Esq. (chris.maddux@butlersnow.com).

2. The Debtors have categorized the Utilities into two (2) groups: Group “A” includes those Utilities whose balance owed by the debtors as of the Petition date is less than Fifty Thousand Dollars (\$50,000.00); Group “B” includes those Utilities whose balance owed by the debtors as of the Petition date is greater than or equal to Fifty Thousand Dollars (\$50,000.00). As Proposed Adequate Assurance of future payment.

3. The Debtors shall pay the Utilities in Group “A” of the Utilities List attached as Exhibit “A” to the Motion, in the normal billing cycle the amount owed for any pre-petition utility services, and allow each Utility in Group “A” to retain any pre-petition deposits and/or bonds it may hold (“**Adequate Assurance Deposit**”) to secure payment of all post-petition services. Further, the Debtors shall maintain the current billing and payment cycle in effect with all Utilities in Group “A” as of the Petition Date.

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

4. The Debtors shall pay the Utilities in Group “B” of the Utilities List attached as Exhibit “A” to the Motion, Adequate Protection Payments to be applied to post-petition charges for utility usage as follows:

(a) Mississippi Power Company. As adequate protection payments, the Debtors will pay the Mississippi Power Company pursuant to the following payment schedule:

(i) one payment of Four Hundred Five Thousand Dollars (\$405,000.00) on Monday, November 3, 2014 (this payment represents three (3) weekly payments for the usage or anticipated usage for the weeks beginning October 27, 2014, November 3, 2014 and November 10, 2014);

(ii) beginning on Monday, November 10, 2014, the amount of \$135,000.00 for the anticipated usage during the week of November 17, 2014;

(iii) Beginning Monday, November 17, and continuing weekly thereafter until December 15, 2015, a payment of \$135,000.00 per week; and

(iv) Beginning Monday, December 15, and continuing weekly thereafter, a payment of the amount of the average amount of the previous three-week period.

(b) Jackson County Port Authority. As adequate protection payments, the Debtors will pay the Jackson County Port Authority the amount of \$44,000.00 per month as follows:

(i) Forty Four Thousand Dollars (\$44,000.00) on November 4, 2014, and

(ii) Continuing monthly thereafter, payments of Forty Four Thousand Dollars (\$44,000.00) per month.

5. Any Utility seeking additional adequate protection (other than the adequate protection offered by the Debtors) shall file an objection to the Debtors’ Motion on or before the Objection Date. In so doing, the Utility shall include the additional adequate protection requested in the Objection.

6. Upon a change of showing of a change in usage by the Debtor of utility services, the Debtor and each Utility reserve the right to seek an amendment or modification to this Order or to the Final Order.

###END OF ORDER###

ORDER PREPARED AND SUBMITTED BY:

Paul S. Murphy (Miss. Bar No. 101396)

BUTLER SNOW LLP

The First Bank Building

1300 25th Avenue, Suite 204

Gulfport, MS 39501

Telephone: (228) 575-3033

paul.murphy@butlersnow.com

ONE OF THE ATTORNEYS FOR THE DEBTORS

ButlerSnow 23315794v1