

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
AgFeed USA, LLC, <i>et al.</i> , ¹)	Case No. 13-11761 (BLS)
)	Jointly Administered
)	
)	Objection Date: May 15, 2014 at 4:00 p.m. (PT)
Debtors.)	Hearing Date: Scheduled if Necessary (Negative Notice)
)	

**AMENDED MONTHLY APPLICATION OF BMC GROUP, INC.
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS ADMINISTRATIVE ADVISOR
TO THE DEBTORS FOR THE PERIOD
FROM JANUARY 1, 2014 THROUGH JANUARY 31, 2014**

Name of Applicant:	BMC Group, Inc. ("BMC")
Authorized to Provide Professional Services to:	The above-captioned debtors and debtors in possession
Date of Retention:	Retention Order entered August 21, 2013; effective <i>nunc pro tunc</i> to July 15, 2013
Period for which Compensation and Reimbursement is Sought:	January 1, 2014 through January 31, 2014
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$ 887.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 66.30

¹ The Debtors and the last four digits of their federal tax identification number are: AgFeed USA, LLC (8748); AgFeed Industries, Inc. (7168); TS Finishing, LLC (8748); New York Finishing, LLC (8748); Pork Technologies, L.C. (2076); New Colony Farms, LLC (9246); Heritage Farms, LLC (8141); Heritage Land, LLC (8129); Genetics Operating, LLC (1921); M2P2 Facilities, LLC (8748); MGM, LLC (8748); M2P2 General Operations, LLC (8748); New Colony Land Company, LLC (5834); M2P2 AF JV, LLC (8748); Midwest Finishing, LLC (8748); and Genetics Land, LLC (1921). The location of the corporate headquarters for AgFeed Industries, Inc. is 100 Bluegrass Commons Blvd., Suite 310, Hendersonville, Tennessee 37075. The location of the corporate headquarters for the remaining Debtors is 510 South 17th Street, Suite 104, Ames, Iowa 50010.

This is a: ☒ **Monthly Application** ☐ **Quarterly Application** ☐ **Final Application**

The total time expended for preparation of this fee application is approximately 1.5 hours and the corresponding compensation requested is approximately \$307.50.²

This is the First Monthly Application filed by BMC.

PRIOR APPLICATIONS

Date Filed	App No.	Dkt No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
10/18/2013	1	490	8/1/2013 to 8/31/2013	\$19,407.50	\$-0-	\$15,525.00	
11/1/2013	2	562	9/1/2013 to 9/30/2013	\$1,152.50	\$-0-	\$922.00	
1/6/2013	3	746	10/1/2013 to 10/31/2013	\$1,065.00	\$-0-	\$852.00	
1/6/2013	4	747	11/1/2013 to 11/30/2013	\$505.00	\$-0-	\$404.00	
2/11/2014	5	875	12/1/2013 to 12/31/2013	\$451.50	\$-0-	\$361.20	

BIOGRAPHICAL INFORMATION

Name of Professional Person	Position with Applicant, Number of Years in Position, Prior Relevant Experience, Licenses and Year Obtained, Area of Expertise	Hourly Billing Rate (Including Changes)	Total Hours Billed	Total Compensation
Myrtle H. John	Director/Project Manager -- 2001; thirty-five years experience in bankruptcy and other legal practice areas	\$205.00	3.9	\$799.50
James Myers	Noticing Management/Analyst, 2001	\$45.00	1.7	\$76.50
Steffanie Cohen	Case Support, Reconciliation Consultant, 2002; two years prior bankruptcy experience	\$55.00	0.2	\$11.00
Grand Total:		Actual Fees: \$887.00		Hours: 5.8
Blended Rate:		\$152.94		

² The actual number of hours expended in preparing this fee application and the corresponding compensation requested will be set forth in BMC's subsequent fee applications.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Case Management	3.9	\$799.50
Case Support	0.2	11.00
Noticing Management	1.7	76.5
Actual Total	5.8	\$887.00

PRODUCTION EXPENSE SUMMARY

Date of Mailing	Service Provider (If Applicable)	Total Expenses
1/6/2014	BMC Group	\$66.30
Actual Total		\$66.30

OTHER EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expenses
None		
Total		-0-

WHEREFORE, BMC respectfully requests:

- (a) that an allowance be made to it in the aggregate of \$953.30 which is comprised of:

- (i) 80% of the fees rendered by BMC to the Debtors for reasonable and necessary professional services during the One Hundred-Thirtieth Fee Period (80% of \$887.00 = \$709.60 and
 - (ii) 100% of the actual and necessary costs and expenses incurred by BMC during the Fee Period \$66.30.
- (b) that both the fees and expenses are payable as an administrative expense of the Debtors' estates;
and
- (c) for such other and further relief as the Court deems just and proper.

Dated: April 25, 2013

BMC GROUP

By: /s/ Myrtle H. John
MYRTLE H. JOHN
300 N. Continental Blvd., Ste. 570
El Segundo, CA 90245
Telephone: (310) 321-5556

Administrative Advisor to the
Debtors and Debtors in Possession

VERIFICATION

MYRTLE H. JOHN, after being duly sworn, deposes and says:

1. I am employed by Applicant, BMC Group (“BMC”), the Administrative Advisor to the debtors and debtors in possession herein (the “Debtors”). I am a Director of BMC, and I have personal knowledge of the matters set forth herein.

2. I have personally reviewed the administrative services rendered by BMC as Administrative Advisor to the Debtors and am thoroughly familiar with the other work performed on behalf of the Debtors by other consultants and employees of BMC.

3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Annexed hereto are the following Exhibits: **Exhibit 1** – Monthly Fee Invoice comprised of a detail of time expended and Professional Activity Summary; and **Exhibit 2** – Monthly Expense Invoice comprised of an Expense Invoice and Detail. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware and the ‘Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members,’ signed April 17, 2002, and submit that the Application herein substantially complies with such Rules and Order.

DATED: April 25, 2014

/s/ Myrtle H. John

MYRTLE H. JOHN



BMC Group, Inc.
 600 1st Ave., Suite 300
 Seattle, WA 98104
 Tel: 206/516-3300

AgFeed_ASF

Invoice Date: 2/20/2014

Invoice #: 333_140131_ASF

Amount Due: \$953.30

Period Ending 1/31/2014

	Billable		Travel		Invoice Amount
	Hours	Rate	Hours	Rate	
James Myers	1.7	\$45.00			\$76.50
Steffanie Cohen	0.2	\$55.00			\$11.00
Myrtle John	3.9	\$205.00			\$799.50
AgFeed_ASF Total	5.8				\$887.00

Average Billing Rate this Period \$152.93

Total Hours:	5.8
Billed Total:	\$887.00
Expense Total:	\$66.30
Total Due:	\$953.30

Wire payments may be sent to the following account:

BANK: Bridge Bank, N.A.
ABA/Routing#: 121143260
Account #: 0101222545 - BMC Group Inc
Tax ID #: 52-2083477

Checks may be mailed to:

BMC Group Inc
 PO Box 748233
 Los Angeles, CA 90074-8233

-OR-

Overnight Courier Service to:

Bank of America Lockbox Services
 File 748233
 Ground Level
 1000 W. Temple St.
 Los Angeles, CA 90012



BMC Group, Inc.
600 1st Ave., Suite 300
Seattle, WA 98104
Tel: 206/516-3300

AgFeed_ASF
Invoice #: 333_140131_ASF
Expense Summary

Period Ending	1/31/2014	Expense Type	Amount
		Noticing Production	\$66.30
		Total	\$66.30

Wire payments may be sent to the following account:

BANK: Bridge Bank, N.A.
ABA/Routing#: 121143260
Account #: 0101222545 - BMC Group Inc
Tax ID #: 52-2083477

Checks may be mailed to:

BMC Group Inc
PO Box 748233
Los Angeles, CA 90074-8233

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Ground Level
1000 W. Temple St.
Los Angeles, CA 90012



BMC Group, Inc.
600 1st Ave., Suite 300
Seattle, WA 98104
Tel: 206/516-3300

AgFeed_ASF

Noticing Production Reference Summary and Detail

Reference Number	Production Date	Total
Reference # 333-20140106-1	1/6/2014	\$66.30
		Total Due \$66.30



BMC Group, Inc.
600 1st Ave., Suite 300
Seattle, WA 98104
Tel: 206/516-3300

AgFeed_ASF

Production Date: 1/6/2014

Reference #: 333-20140106-1

Notes: Both documents were sent together to the Affected Parties

Job Type	Job Item	Step	Pages / Parties Task	Details	Total
Noticing Document	1. Dkt No. 746 - BMC Fee App - October		13 / 10		
		Production	Printed Impressions	130 Pieces @ \$.10 each	\$13.00
	2. Dkt No. 747 - BMC Fee App - November	Document/Data Preparation	Mail File Setup	1 Task @ \$25.00 each	\$25.00
		Postage	USPS - 1st Class (at Cost)	10 Pieces @ \$1.32 each	\$13.20
		Production	Collate and Stuff	10 Pieces @ \$.08 each	\$0.80
			Printed Impressions	130 Pieces @ \$.10 each	\$13.00
		Supplies	Inkjet and Envelope - Catalog	10 Pieces @ \$.13 each	\$1.30
Total Due:				\$66.30	



AgFeed_ASF

Invoice Number: 333_140131_ASF

Time Detail

Consultant Time Detail to 1/31/2014

Name	Description	Billable Hours
1/5/14		
Myrtle John	Prepare 3rd and 4th BMC monthly fee application for administrative services	2.6
1/6/14		
James Myers	Fee App: Reviewing/analysis of service documents; email exchanges with case consultant/PM transmitting Noticing Instructions, email exchanges with case consultant/PM re review and approval of Production Instructions and service documents; email exchange with counsel transmitting doc(s) for service, as appropriate — Dkt No(s) 746-7	0.4
James Myers	Fee App: Set up day's Noticing System/Production Folder and Noticing Instructions; prepare electronic version of document-as-served; email exchanges with data analyst re populating MF(s); email exchanges with case team re review case docket and updating 2002 list; copy service document to Call Center folder; review Production sample document, as appropriate — Dkt No(s) 746-7	0.6
James Myers	Fee App: Prep draft of Affdvt of Svc - Dkt Nos 746-7; ECF file docs and access; ECF filing confirmations for archiving - Dkt 746-7	0.5
Myrtle John	finalize October and November monthly fee applications; coordinate filing and service	0.5
1/7/14		
James Myers	Fee app: Preparation of production reporting re: Dkt No. - Multiple Prior Pleadings to the UST and Dkt No. 747 - BMC Fee App - November served on 1/6/14	0.2
1/16/14		
Steffanie Cohen	Review Court docket report for any updates to the 2002 list per Notice Group request	0.2
1/17/14		
Myrtle John	eMail exchange with A/R manager; review November pre-bill; revise as appropriate; approve for delivering estimate to client	0.3
1/29/14		
Myrtle John	eMail to Matt Beresh forwarding copies of CNOs to BMC's 3rd and 4th monthly fee applications, and requesting 80% payment as provided by CNOs	0.2
Myrtle John	eMail exchanges with Chad Corazza re no objections to BMC 3rd & 4th monthly fee apps; review and approve CNOs for filing with USBC	0.3
Total		5.8

Exhibit 1a



AgFeed_ASF

Date Range 1/1/2014 - 1/31/2014

Name	Consultant Type	Hourly Rate	Date	Hours	Total Amt.	Description
Case Management						
MYRTLE JOHN - MANAGER		\$205.00	1/5/2014	2.6	\$533.00	Prepare 3rd and 4th BMC monthly fee application for administrative services
MYRTLE JOHN - MANAGER		\$205.00	1/6/2014	0.5	\$102.50	finalize October and November monthly fee applications; coordinate filing and service
MYRTLE JOHN - MANAGER		\$205.00	1/17/2014	0.3	\$61.50	eMail exchange with A/R manager; review November pre-bill; revise as appropriate; approve for delivering estimate to client
MYRTLE JOHN - MANAGER		\$205.00	1/29/2014	0.3	\$61.50	eMail exchanges with Chad Corazza re no objections to BMC 3rd & 4th monthly fee apps; review and approve CNOs for filing with USBC
MYRTLE JOHN - MANAGER		\$205.00	1/29/2014	0.2	\$41.00	eMail to Matt Beresh forwarding copies of CNOs to BMC's 3rd and 4th monthly fee applications, and requesting 80% payment as provided by CNOs
Total:				3.9	\$799.50	
Case Support						
STEFFANIE COHEN - REC_TEAM		\$55.00	1/16/2014	0.2	\$11.00	Review Court docket report for any updates to the 2002 list per Notice Group request
Total:				0.2	\$11.00	
Noticing Management						
JAMES MYERS - CAS		\$45.00	1/6/2014	0.4	\$18.00	Fee App: Reviewing/analysis of service documents; email exchanges with case consultant/PM transmitting Noticing Instructions, email exchanges with case consultant/PM re review and approval of Production Instructions and service documents; email exchange with counsel transmitting doc(s) for service, as appropriate — Dkt No(s) 746-7
JAMES MYERS - CAS		\$45.00	1/6/2014	0.6	\$27.00	Fee App: Set up day's Noticing System/Production Folder and Noticing Instructions; prepare electronic version of document-as-served; email exchanges with data analyst re populating MF(s); email exchanges with case team re review case docket and updating 2002 list; copy service document to Call Center folder; review Production sample document, as appropriate — Dkt No(s) 746-7
JAMES MYERS - CAS		\$45.00	1/6/2014	0.5	\$22.50	Fee App: Prep draft of Affdvt of Svc - Dkt Nos 746-7; ECF file docs and access; ECF filing confirmations for archivingr - Dkt 746-7
JAMES MYERS - CAS		\$45.00	1/7/2014	0.2	\$9.00	Fee app: Preparation of production reporting re: Dkt No. - Multiple Prior Pleadings to the UST and Dkt No. 747 - BMC Fee App - November served on 1/6/14
Total:				1.7	\$76.50	
Grand Total:				5.8	\$887.00	



AgFeed_ASF

Hours Summary by Consultant

Date Range: 1/1/2014 - 1/31/2014

Consultant Name / Category / Consultant Type	Hourly Rate	Hours	Total Amt.
Steffanie Cohen			
Case Support REC_TEAM	\$55.00	0.2	\$11.00
Total:		0.2	\$11.00
Myrtle John			
Case Management MANAGER	\$205.00	3.9	\$799.50
Total:		3.9	\$799.50
James Myers			
Noticing Management CAS	\$45.00	1.7	\$76.50
Total:		1.7	\$76.50
Grand Total:		5.8	\$887.00

EXHIBIT 1b



AgFeed_ASF

Professional Activity Summary

Date Range: 1/1/2014 - 1/31/2014

Category / Consultant Type / Name	Hourly Rate	Hours	Total Amt.
Case Management			
MANAGER			
Myrtle John	\$205.00	3.9	\$799.50
Total:		3.9	\$799.50
Case Support			
REC_TEAM			
Steffanie Cohen	\$55.00	0.2	\$11.00
Total:		0.2	\$11.00
Noticing Management			
CAS			
James Myers	\$45.00	1.7	\$76.50
Total:		1.7	\$76.50
Grand Total:		5.8	\$887.00