

**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)

**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 MARCH 1, 2014 THROUGH MARCH 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:	March 1, 2014 through March 31, 2014
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$ 560.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 1.40

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 Eighth 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	
12/19/2014	1st Qtr	713	8/1/2013 to 9/30/2013	\$20,560.00	\$-0-	\$16,448.00	\$-0-
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	
3/5/2014	2^d Qtr	943	10/1/2013 to 12/31/2013	\$2,022.00	\$-0-	\$1,256.40	\$-0-
4/25/2014	6	1048	1/1/2014 to 1/31/2014	\$887.00	\$66.30		
4/25/2014	7	1050	2/1/2014 to 2/28/2014	\$396.50	\$44.32		

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	2.0	\$410.00
Brad Daniel	Director/Sr. Consultant - Data; 2000; former software development project manager; seven (7) years prior bankruptcy and legal industry experience	\$125.00	1.2	\$150.00
Grand Total:		Actual Fees: \$560.00		Hours: 3.2
Blended Rate:		\$175.00		

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	1.1	\$225.50
Claims Reconciliation	1.2	\$150.00
Plan & Solicitation Support	0.9	\$184.50
Actual Total	3.2	\$560.00

PRODUCTION EXPENSE SUMMARY

Date of Mailing	Service Provider (If Applicable)	Total Expenses
3/31/1014	BMC Group	\$1.40
Actual Total		\$1.40

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 \$561.40 which is comprised of:

- (i) 80% of the fees rendered by BMC to the Debtors for reasonable and necessary professional services during this Fee Period (80% of \$561.40 = \$449.12 and
 - (ii) 100% of the actual and necessary costs and expenses incurred by BMC during the Fee Period \$1.40.
- (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 1a** – Monthly Fee Invoice comprised of a detail of time expended and Professional Activity Summary; and **Exhibit 1b** – 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: 4/24/2014

Invoice #: 333_140331_ASF

Amount Due: \$561.40

Period Ending 3/31/2014

	<u>Billable</u>		<u>Travel</u>		<u>Invoice Amount</u>
	<u>Hours</u>	<u>Rate</u>	<u>Hours</u>	<u>Rate</u>	
Brad Daniel	1.2	\$125.00			\$150.00
Myrtle John	2.0	\$205.00			\$410.00
AgFeed_ASF Total	3.2				\$560.00

Average Billing Rate this Period \$175.00

Total Hours:	3.2
Billed Total:	\$560.00
Expense Total:	\$1.40
Total Due:	\$561.40

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_140331_ASF
Expense Summary

Period Ending	3/31/2014	Expense Type	Amount
		Noticing Production	\$1.40
		Total	\$1.40

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

Noticing Production Reference Summary and Detail

Reference Number	Production Date	Total
Reference # 333-20140331-1	3/31/2014	\$1.40
		Total Due \$1.40



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

AgFeed_ASF

Production Date: 3/31/2014

Reference #: 333-20140331-1

Notes: Postage charges for change of address remailing and other misc mailings.

Job Type	Job Item	Step	Task	Details	Total
Noticing Document	COA resend for March	Postage	USPS - 1st Class (at Cost)	Total: 1 Piece	\$1.40
Total Due:					\$1.40



AgFeed_ASF

Invoice Number: 333_140331_ASF

Time Detail

Consultant Time Detail to 3/31/2014

Name	Description	Billable Hours
3/4/14		
Myrtle John	<i>Review and respond to email from C Corazza re 2nd fee application hearing appearance</i>	0.1
Myrtle John	<i>Call with Court Call re setting up telephonic appearance for 2nd fee application hearing</i>	0.2
3/5/14		
Myrtle John	<i>Telephonic participation in court hearing re 2nd interim fee application</i>	0.8
3/31/14		
Brad Daniel	<i>Prep of optimized schedule to claim matching management chart.</i>	1.2
Myrtle John	<i>eMail from and to Josh Holley re BMC estimate for solicitation; research case database and docket re Disclosure Statement & Plan; research re creditors, equity and Class data; call and email with Tinamarie Feil re preparing budget estimate and call with counsel and Josh Holley</i>	0.7
Myrtle John	<i>email to case team re exclusivity and proposed plan solicitation deadlines deadline</i>	0.2
Total		3.2

Exhibit 1a



AgFeed_ASF

Date Range 3/1/2014 - 3/31/2014

Name	Consultant Type	Hourly Rate	Date	Hours	Total Amt.	Description
Case Management						
MYRTLE JOHN - MANAGER		\$205.00	3/4/2014	0.1	\$20.50	Review and respond to email from C Corazza re 2nd fee application hearing appearance
MYRTLE JOHN - MANAGER		\$205.00	3/4/2014	0.2	\$41.00	Call with Court Call re setting up telephonic appearance for 2nd fee application hearing
MYRTLE JOHN - MANAGER		\$205.00	3/5/2014	0.8	\$164.00	Telephonic participation in court hearing re 2nd interim fee application
Total:				1.1	\$225.50	
Claims Reconciliation						
BRAD DANIEL - SR_CONSULT_DATA		\$125.00	3/31/2014	1.2	\$150.00	Prep of optimized schedule to claim matching management chart.
Total:				1.2	\$150.00	
Plan & Solicitation Support						
MYRTLE JOHN - MANAGER		\$205.00	3/31/2014	0.7	\$143.50	eMail from and to Josh Holley re BMC estimate for solicitation; research case database and docket re Disclosure Statement & Plan; research re creditors, equity and Class data; call and email with Tinamarie Feil re preparing budget estimate and call with counsel and Josh Holley
MYRTLE JOHN - MANAGER		\$205.00	3/31/2014	0.2	\$41.00	email to case team re exclusivity and proposed plan solicitation deadlines deadline
Total:				0.9	\$184.50	
Grand Total:				3.2	\$560.00	

EXHIBIT 1b



AgFeed_ASF

Professional Activity Summary

Date Range: 3/1/2014 - 3/31/2014

Category / Consultant Type / Name	Hourly Rate	Hours	Total Amt.
Case Management			
MANAGER			
Myrtle John	\$205.00	1.1	\$225.50
Total:		1.1	\$225.50
Claims Reconciliation			
SR_CONSULT_DATA			
Brad Daniel	\$125.00	1.2	\$150.00
Total:		1.2	\$150.00
Plan & Solicitation Support			
MANAGER			
Myrtle John	\$205.00	0.9	\$184.50
Total:		0.9	\$184.50
Grand Total:		3.2	\$560.00



AgFeed_ASF

Hours Summary by Consultant

Date Range: 3/1/2014 - 3/31/2014

Consultant Name / Category / Consultant Type		Hourly Rate	Hours	Total Amt.
Brad Daniel				
Claims Reconciliation	SR_CONSULT_DATA	\$125.00	1.2	\$150.00
Total:			1.2	\$150.00
Myrtle John				
Case Management	MANAGER	\$205.00	1.1	\$225.50
Plan & Solicitation Support	MANAGER	\$205.00	0.9	\$184.50
Total:			2.0	\$410.00
Grand Total:			3.2	\$560.00