

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

In re:

AgFeed USA, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 13-11761 (BLS)

Jointly Administered

Ref. Docket No. 182

**NOTICE OF THIRD QUARTERLY STATEMENT OF
PAYMENTS MADE TO ORDINARY COURSE PROFESSIONALS
FOR THE PERIOD OF JANUARY 1, 2014 TO MARCH 31, 2014**

PLEASE TAKE NOTICE that pursuant to the *Order Authorizing the Debtors to Retain, Employ, and Compensate Certain Professionals Utilized in the Ordinary Course of Business* [Docket No. 182], the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby file their Third Quarterly Statement of Payments Made to Ordinary Course Professionals for the Period of January 1, 2014 to March 31, 2014 (the “OCP Report”), a copy of which is attached hereto as **Exhibit A**.

Dated: April 30, 2014
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Ashley E. Markow

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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, LC (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 Genetic Land, LLC (1921). The Debtors’ mailing address is 816 Congress Avenue, Suite 1280, Austin, Texas 78701.

EXHIBIT A

OCP Report

AgFeed USA, LLC
1Q 2014 OCP Payments

Ordinary Course Professional	Amount Paid	Service Provided
Holland & Hart, LLP	\$ 731.00	Provides legal representation to AgFeed Industries, Inc., a Nevada corporation with respect to local Nevada laws and regulations.
Hornthal Riley	\$ -	Providing legal representation to AgFeed USA, LLC and its subsidiaries with respect to title and lien searches in connection with real property located in North Carolina as part of the AgFeed USA Sale
Moore & Van Allen	\$ 2,695.00	Providing legal representation to AgFeed USA, LLC and its subsidiaries with respect to title and lien searches in connection with real property located in North Carolina as part of the AgFeed USA Sale
Brown, Winich, Graves, Gross, Baskerville & Schoenbaun	\$ -	Provides legal representation to AgFeed USA, LLC and its subsidiaries with respect to contracts and related issues.
Poyner Spruill	\$ -	Provides legal representation to AgFeed USA, LLC and its subsidiaries with respect to bankruptcy litigation in the Eastern District of North Carolina relating to Tanglewood Farms.