

EXHIBIT A

EXHIBIT A

Professional Services rendered by Lowenstein Sandler LLP, through March 31, 2014

In re: Creditors' Committee

I. SUMMARY OF TIME CHARGES AND HOURLY RATES

Name of Professional	Year Admitted	Title	Hours Spent	Hourly Rate	Charge
Nathan, Bruce S.	1981	Partner	14.50	\$780.00	\$11,310.00
Prol, Jeffrey D.	1989	Partner	13.00	670.00	8,710.00
*Prol, Jeffrey D. - Travel Time	1989	Partner	2.50	335.00	837.50
Wheeler, Timothy R.	2002	Counsel	30.40	535.00	16,264.00
De Leo, Anthony	2013	Associate	2.70	300.00	810.00
Williams, Beth L.	2010	Associate	4.50	390.00	1,755.00
Claussen, Diane	N/A	Paralegal	14.30	210.00	3,003.00
TOTAL FEES			81.90		\$42,689.50
Attorney Blended Rate					\$521.24

*Reflects 50% rate reduction due to non-working travel time

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TIME DETAIL:

Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B100 - Administration</u>					
<u>B110 Case Administration</u>					
B110	03/26/14	DC	Retrieve Amended Notice of Agenda and forward same to attorney team	0.10	\$21.00
Total B110 - Case Administration				0.10	\$21.00
<u>B150 Meetings of and Communication with Creditors</u>					
B150	03/03/14	JDP	Draft update to committee re: status of case	0.70	469.00
B150	03/04/14	TRW	Exchange correspondence with J. Crockett re: plan oversight committee and related plan issues	0.20	107.00
B150	03/05/14	JDP	Telephone conference with committee members re: motion to extend exclusivity	0.20	134.00
B150	03/05/14	TRW	Telephonic conference with R. Axenrod re: distributions on account of general unsecured claims	0.30	160.50
B150	03/06/14	BSN	Revise e-mail to committee re: plan exclusivity extension	0.40	312.00
B150	03/06/14	JDP	Review motion to extend exclusive periods; summarize for committee	0.40	268.00
B150	03/06/14	JDP	Draft update to committee;	1.10	737.00
B150	03/06/14	JDP	Revise committee update per comments received	0.20	134.00
B150	03/06/14	TRW	Exchange multiple correspondence with B. Williams, J. Prol and B. Nathan re: plan and disclosure statement issues and related Committee update	0.30	160.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	03/06/14	TRW	Review and revise detailed update to the Committee re: claims mediation, plan and disclosure statement issues and Debtors' third motion to extend exclusivity	0.30	160.50
B150	03/06/14	TRW	Exchange detailed correspondence with J. Crockett and M. Atkinson re: plan confirmation issues and payments on allowed claims	0.40	214.00
B150	03/07/14	BSN	Exchange e-mails with M. Atkinson re: SEC claim	0.10	78.00
B150	03/07/14	BSN	Revise e-mail update to committee	0.50	390.00
B150	03/07/14	JDP	Telephone conference with committee member re: status of plan and timing of distributions	0.30	201.00
B150	03/07/14	JDP	Review comments to committee update; revise update per comments received	0.30	201.00
B150	03/07/14	TRW	Review correspondence from J. Prol and M. Atkinson re: Committee update on plan issues, claims reconciliation and potential range of recoveries for general unsecured creditors	0.30	160.50
B150	03/11/14	JDP	Review SEC complaint vs Agfeed and directors; draft memo to committee re: same	0.70	469.00
B150	03/11/14	TRW	Review correspondence from D. Bernstein re: SEC complaint and related issues	0.10	53.50
B150	03/13/14	BLW	Draft agenda for Committee call	0.70	273.00
B150	03/13/14	BLW	Revise and finalize minutes of 2/28 Committee call	0.70	273.00
B150	03/13/14	BSN	Review/revise agenda for 3/14 committee call and minutes of 2/28 committee call	0.20	156.00
B150	03/13/14	JDP	Prepare for call with committee	0.30	201.00
B150	03/13/14	TRW	Exchange correspondence and draft documents with B. Williams and H. Konicov re: agenda for upcoming Committee call and issues related to Debtors' 9019 motion to approve SEC settlement	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	03/13/14	TRW	Review and revise proposed agenda for upcoming telephonic committee meeting and draft minute from last meeting	0.20	107.00
B150	03/13/14	TRW	Exchange correspondence with B. Williams re: upcoming telephonic Committee meeting and related issues	0.10	53.50
B150	03/13/14	TRW	Telephonic conference with J. Prol and B. Nathan re: plan and disclosure statement issues, claims reconciliation and other issues for e-mail to the Committee	0.40	214.00
B150	03/14/14	BLW	Attend Committee call (.5 hr n/c)	0.50	0.00
B150	03/14/14	BLW	Begin drafting minutes of Committee call	0.30	117.00
B150	03/14/14	BSN	Review results of committee call (.2 hr n/c)	0.20	0.00
B150	03/14/14	BSN	Telephone call with D. Bernstein re: SEC complaint and next steps	0.30	234.00
B150	03/14/14	JDP	Prepare for call with Agfeed committee	0.30	201.00
B150	03/14/14	JDP	Participate in call with Agfeed committee	0.50	335.00
B150	03/14/14	TRW	Review correspondence, pleadings and other documents in preparation for the upcoming telephonic Committee meeting	0.90	481.50
B150	03/14/14	TRW	Attend telephonic Committee meeting to discuss current issues in these cases and follow up conference with J. Prol re: same	0.50	267.50
B150	03/14/14	TRW	Telephonic conference with D. Bernstein re: upcoming telephonic Committee meeting	0.10	53.50
B150	03/17/14	TRW	Telephonic conference with R. Axenrod re: status of cases, plan and payments on account of allowed unsecured claims	0.30	160.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	03/17/14	TRW	Exchange correspondence with R. Axenrod re: plan and distributions issues	0.10	53.50
B150	03/20/14	TRW	Draft correspondence to Committee re: seventh monthly fee applications for January 2014	0.20	107.00
B150	03/26/14	BLW	Draft agenda for 3/28 Committee call	0.50	195.00
B150	03/26/14	BLW	Draft minutes of 3/14 Committee call	0.80	312.00
B150	03/27/14	BLW	Draft e-mail to Committee re: agenda for 3/28 Committee call	0.20	78.00
B150	03/27/14	BSN	Revise agenda for 3/28 committee call and minutes of 3/14 committee call	0.20	156.00
B150	03/27/14	TRW	Review and revise draft minutes of March 14 call and proposed agenda for March 28 telephonic committee meeting	0.20	107.00
B150	03/27/14	TRW	Exchange correspondence with B. Williams re: revised draft minutes of March 14 Committee meeting and revised proposed agenda for March 28 telephonic committee meeting	0.20	107.00
B150	03/28/14	BLW	Attend Committee call (.5 hr. n/c)	0.50	0.00
B150	03/28/14	BLW	Draft minutes of Committee call	0.70	273.00
B150	03/28/14	BSN	Review results of committee call	0.20	156.00
B150	03/28/14	JDP	Participate in committee call	0.50	335.00
B150	03/28/14	TRW	Review pleadings, correspondence and other documents in preparation for regularly scheduled telephonic committee meeting	0.80	428.00
B150	03/28/14	TRW	Attend regularly scheduled telephonic Committee meeting to discuss current plan negotiations, claims reconciliation and related issues	0.50	267.50

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			Total B150 - Meetings of and Communication with Creditors	19.10	\$10,219.00

B160 Fee/Employment Applications

B160	03/01/14	TRW	Exchange correspondence with B. Nathan re: proposed form of order in connection with approval of second interim fee applications	0.20	107.00
B160	03/01/14	TRW	Review and revise certification of counsel in connection with LS sixth monthly fee application fo December 2013	0.10	53.50
B160	03/03/14	DC	Conference with J. Prol re: preparation for hearing on approval of second interim fee applications	0.10	21.00
B160	03/03/14	JDP	Review and edit fee application	0.40	268.00
B160	03/03/14	TRW	Exchange correspondence with D. Claussen re: LS December 2013 monthly fee application and related issues	0.10	53.50
B160	03/03/14	TRW	Review correspondence from J. Holley and D. Claussen re: payments on account of LS approved monthly fee applications	0.10	53.50
B160	03/03/14	TRW	Review correspondence from E. Thomas re: certification of counsel in connection with LS 6th monthly fee application for December 2013	0.10	53.50
B160	03/03/14	TRW	Telephonic conference with D. Claussen re: LS second interim fee application and related issues	0.20	107.00
B160	03/03/14	TRW	Further telephonic conference with J. Prol re: hearing on second interim fee applications	0.20	107.00
B160	03/04/14	DC	Review deposit account for reconciliation of amounts paid by debtors to date and confer with L. Pami and accounting department re: same	0.90	189.00
B160	03/04/14	DC	Respond to e-mail from Mackinac Partners re: wire transfers scheduled for payment of December fees and discuss same with L. Pami	0.20	42.00
B160	03/04/14	TRW	Review correspondence from D. Claussen and J. Holley re: payments on account of approved monthly fee applications and related issues	0.10	53.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	03/05/14	BSN	Review omnibus order approving 2nd quarterly interim fee application	0.10	78.00
B160	03/05/14	DC	Retrieve Order Approving Second Interim Fee Applications and forward same to attorney team	0.10	21.00
B160	03/05/14	DC	Reconciliation of payments received, review spreadsheet forwarded by J. Pravata re: outstanding invoices and forward cash receipt report with summary of payments received in February and March	0.50	105.00
B160	03/05/14	DC	Exchange e-mail correspondence with T. Wheeler re: approval of certification for sixth monthly fee application and revised proposed order approving compensation for second interim period	0.10	21.00
B160	03/05/14	TRW	Exchange correspondence with J. Pravata, D. Claussen and J. Straker re: LS December 2013 and January 2014 fee applications and related issues	0.20	107.00
B160	03/05/14	TRW	Exchange further correspondence with D. Claussen re: LS second interim fee application, objections to fees and related issues	0.20	107.00
B160	03/05/14	TRW	Exchange correspondence with D. Bowman and D. Claussen re: revised proposed order approving second interim fee applications	0.20	107.00
B160	03/05/14	TRW	Review entered order approving second interim fee applications	0.10	53.50
B160	03/06/14	DC	Revisions to January fee application	0.40	84.00
B160	03/06/14	TRW	Review correspondence from L. Pami re: LS February monthly fee application	0.10	53.50
B160	03/06/14	TRW	Draft correspondence to N. Nathan and J. Prol re: monthly fees for January, February and estimated going forward	0.10	53.50
B160	03/10/14	DC	Respond to e-mail from L. Pami re: January and February fee applications	0.10	21.00
B160	03/10/14	TRW	Review correspondence from L. Pami re: LS February monthly fee application	0.10	53.50

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B160	03/13/14	DC	Discussions with T. Wheeler re: allocation for January and February fee applications	0.20	42.00
B160	03/13/14	DC	Respond to e-mail from accounting department re: receipt of wire transfer and application of same to proper invoice	0.20	42.00
B160	03/13/14	TRW	Exchange correspondence with J. Straker, D. Claussen and G. Bickar re: payments made on account of approved LS monthly fee applications	0.20	107.00
B160	03/16/14	BSN	Revise LS monthly, February 2014 fee application	0.60	468.00
B160	03/16/14	TRW	Exchange correspondence with B. Nathan re: LS February monthly fee application	0.10	53.50
B160	03/17/14	BSN	Revise LS February 2014 monthly fee application	0.20	156.00
B160	03/17/14	DC	Review January and February invoices for no charge time discounts	0.30	63.00
B160	03/17/14	DC	Discussion with T. Wheeler re: allocation totals for February fee application	0.10	21.00
B160	03/17/14	DC	Review allocation totals for January and finalize Seventh Monthly Fee Application	1.60	336.00
B160	03/17/14	TRW	Review correspondence from B. Nathan re: LS February monthly fee application	0.10	53.50
B160	03/17/14	TRW	Review correspondence and attachment from J. Holley re: payments made on account of LS approved fee applications	0.10	53.50
B160	03/17/14	TRW	Review correspondence from B. Nathan and L. Pami re: revised LS February monthly fee application	0.10	53.50
B160	03/18/14	DC	Review spreadsheet forwarded by J. Holley of Mackinac and reconcile amounts to be paid by USA and Industries	0.70	147.00
B160	03/18/14	DC	Telephone conferences with J. Holley of Mackinnac and T. Wheeler re: reconciliation of outstanding balance to be paid by USA and Industries	0.30	63.00

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B160	03/18/14	TRW	Final review of and revisions to LS seventh monthly fee application for January 2014	0.60	321.00
B160	03/18/14	TRW	Review and revise LS monthly fee application for February 2014	0.60	321.00
B160	03/18/14	TRW	Exchange correspondence with D. Claussen re: LS February monthly fee application and related issues	0.10	53.50
B160	03/18/14	TRW	Exchange correspondence with L. Pami re: monthly and interim fee applications	0.10	53.50
B160	03/18/14	TRW	Exchange multiple correspondence with D. Claussen and J. Holley re: LS approved monthly and interim fee applications and related payments from the Debtors	0.20	107.00
B160	03/19/14	DC	Discussions with T. Wheeler and L. Pami re: blended rate discount and no charge time for February fee application	0.20	42.00
B160	03/19/14	DC	Prepare draft fee application for February	1.30	273.00
B160	03/19/14	DC	Review invoice for February time and confer with B. Nathan, T. Wheeler and L. Pami re: time entries to be written off	0.30	63.00
B160	03/19/14	TRW	Exchange further correspondence with D. Claussen re: LS February monthly fee application	0.10	53.50
B160	03/19/14	TRW	Exchange further correspondence with D. Claussen re: LS February fee application and related deductions for no charge time and blended rate discount	0.10	53.50
B160	03/20/14	BSN	Revise and finalize the LS monthly fee application for January 2014	0.30	234.00
B160	03/20/14	BSN	Final revisions to LS' February 2014 monthly fee application	0.20	156.00
B160	03/20/14	DC	Telephone conference with B. Nathan re: approval of January fee application and revisions to February fee applications	0.10	21.00
B160	03/20/14	DC	Exchange e-mail correspondence with B. Nathan re: no charge time for February and confer with L. Pami and T. Wheeler re: same	0.30	63.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	03/20/14	TRW	Review correspondence from B. Nathan re: LS February Monthly application	0.10	53.50
B160	03/20/14	TRW	Exchange correspondence with D. Claussen re: time written off from LS Seventh monthly fee application and related issues	0.10	53.50
B160	03/20/14	TRW	Exchange further correspondence with B. Nathan re: written off time and fees in February 2014 monthly fee application	0.10	53.50
B160	03/21/14	DC	Finalize LS February 2014 fee application	1.60	336.00
B160	03/22/14	DC	Respond to e-mail from G. Bickar re: application of payments from AgFeed USA and AgFeed Industries	0.10	21.00
B160	03/25/14	DC	Download Lowenstein's January fee application and update fee application chart	0.20	42.00
B160	03/25/14	TRW	Review correspondence from D. Claussen and G. Bickar re: payments on account of approved second interim fee application	0.10	53.50
B160	03/28/14	BSN	Review, revise LS February 2014 8th monthly fee application	0.30	234.00
B160	03/28/14	DC	Revisions to eighth monthly fee application (February 2014) and circulate same to attorney team for final review	0.60	126.00
B160	03/28/14	TRW	Review correspondence from D. Claussen re: LS eighth monthly fee application for February 2014	0.10	53.50
B160	03/29/14	BSN	Revise LS February 2014 monthly fee application	0.30	234.00
B160	03/31/14	BSN	Revise LS 8th monthly fee application, February 2014	0.20	156.00
B160	03/31/14	DC	Telephone conference with B. Nathan re: proposed revisions to February fee application	0.10	21.00
B160	03/31/14	DC	Revisions to February fee application as per discussion with B. Nathan	0.40	84.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	03/31/14	TRW	Review correspondence from D. Claussen re: revisions to LS February monthly fee application	0.10	53.50
B160	03/31/14	TRW	Exchange correspondence with D. Claussen re: further revisions to the LS monthly fee application for February 2014 to account for blended rate discount and related issues	0.20	107.00
Total B160 - Fee/Employment Applications				18.90	\$7,129.50

B165 Employment and Retention Applications - Others

B165	03/03/14	BSN	Review Equity committee's motion to retain economic consultant and response to same	0.30	234.00
B165	03/27/14	BSN	Review order approving equity committee's retention of economic consultant	0.10	78.00
B165	03/27/14	TRW	Review entered order approving retention of NERA as economic consultants by equity committee	0.10	53.50
Total B165 - Employment and Retention Applications - Others				0.50	\$365.50

B170 Fee/Employment Objections

B170	03/01/14	TRW	Exchange correspondence with B. Nathan re: equity committee's application to employ economic advisor in connection with SEC claims and related issues	0.20	107.00
B170	03/03/14	DC	Review Certification of Counsel related to Lowenstein's December fee application, calculate amount of objected fees as per J. Regnante and forward numbers to T. Wheeler	0.30	63.00
B170	03/03/14	DC	Draft e-mail to Young Conaway re: revisions to proposed order re: interim compensation	0.10	21.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B170	03/03/14	DC	Telephone conferences with T. Wheeler re: coverage at the fee hearing, review of Debtors' Omnibus Response to Objections filed by J. Regnante to fee applications filed by various professionals and status of certification of counsel for December fee application	0.30	63.00
B170	03/03/14	DC	Retrieve and review Debtors' Omnibus Response to Objections filed by J. Regnante to fee applications filed by various professionals	0.30	63.00
B170	03/03/14	TRW	Further review of Debtors' omnibus response to Regnante objections and related correspondence	0.20	107.00
B170	03/03/14	TRW	Review agenda for Wednesday hearing on second interim fee applications	0.10	53.50
B170	03/04/14	DC	Telephone conference with local counsel re: response filed by the Debtors to objections to fee applications of various professionals	0.10	21.00
B170	03/04/14	TRW	Exchange correspondence with J. Smith, H. Konicov, J. Prol and N. Peterman re: hearing on second interim fee applications	0.20	107.00
B170	03/10/14	BSN	Review Regnante's objection to January fee applications	0.20	156.00
B170	03/10/14	TRW	Review Regnante objection to professionals' fees and retention of NERA by the equity committee	0.10	53.50
Total B170 - Fee/Employment Objections				2.10	\$815.00

B175 Fee Applications and Invoices - Others

B175	03/01/14	TRW	Review and revise draft omnibus order approving second interim fee applications of various professionals, cross-checking numbers in comparison to monthly fee applications	0.20	107.00
B175	03/02/14	TRW	Exchange correspondence with B. Nathan re: Leeper interim fee application, BDA interim fee application and equity committee professionals' monthly fee applications and related issues	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	03/03/14	DC	Draft e-mail to local counsel re: approval of Certification of Counsel for December 2013 monthly fee application	0.10	21.00
B175	03/03/14	TRW	Review correspondence from C. Corazza re: second interim fee applications and related issues	0.10	53.50
B175	03/04/14	BSN	Review memo re: equity committee professionals' January 2014 fee statements	0.10	78.00
B175	03/04/14	TRW	Review correspondence from N. Peterman re: January fee applications of equity committee professionals	0.10	53.50
B175	03/05/14	TRW	Review sixth monthly application for compensation of Foley & Lardner	0.20	107.00
B175	03/11/14	TRW	Review Young Conaway January monthly fee application and related exhibits	0.20	107.00
B175	03/11/14	TRW	Review correspondence from E. Thomas re: Greenberg Traurig monthly fee application for January 2014	0.10	53.50
B175	03/13/14	TRW	Review correspondence from J. Holley re: estimated fees for Committee professionals	0.10	53.50
B175	03/19/14	TRW	Exchange correspondence with E. Thomas, H. Konicov and N. Peterman re: January fee monthly fee applications	0.20	107.00
B175	03/20/14	TRW	Exchange correspondence with R. Martoken re: CohnReznick seventh monthly fee application	0.10	53.50
B175	03/20/14	TRW	Exchange correspondence with R. Martoken, H. Konicov and R. Probber re: January monthly fee applications and related issues	0.20	107.00
B175	03/25/14	TRW	Draft correspondence to E. Thomas re: January monthly fee applications and related issues	0.10	53.50
B175	03/27/14	TRW	Review filed certificate of no objection in connection with Foley & Lardner sixth monthly fee application for January 2014	0.10	53.50
B175	03/31/14	TRW	Review Foley & Lardner's seventh and amended seventh monthly fee applications and related exhibits and attachments	0.30	160.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	03/31/14	TRW	Exchange correspondence with J. Holley and D. Claussen re: approved professionals' fees to be processed and paid by week's end	0.20	107.00
Total B175 - Fee Applications and Invoices - Others				2.60	\$1,383.00

B185 Assumption/Rejection of Leases and Contracts

B185	03/05/14	TRW	Review certificate of no objection in connection with Debtors' third motion to reject contracts and leases	0.10	53.50
B185	03/06/14	BSN	Review order approving debtors' 3rd omnibus motion to reject certain executory contracts and unexpired leases	0.10	78.00
B185	03/06/14	TRW	Review entered order approving Debtors' third motion to reject contracts and leases	0.10	53.50
Total B185 - Assumption/Rejection of Leases and Contracts				0.30	\$185.00

B190 Other Contested Matters (excluding assumption/rejection motions)

B190	03/03/14	TRW	Exchange correspondence with N. Peterman and R. Brady re: UST motion for appointment of chapter 11 trustee	0.20	107.00
B190	03/04/14	BSN	Review draft joinder objection to motion to appoint trustee	0.20	156.00
B190	03/04/14	BSN	Review exchange of e-mails with R. Brady, N. Peterman and Hammer re: trustee motion	0.20	156.00
B190	03/04/14	TRW	Exchange correspondence with R. Brady, N. Peterman and A. Hammer re: UST motion to appoint a chapter 11 trustee	0.20	107.00
B190	03/04/14	TRW	Review Committee's proposed draft response to UST motion to appoint a chapter 11 trustee	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B190	03/10/14	BSN	Confirm adjournment of US Trustee's motion for appointment of trustee and review notice of cancelled hearing re: same	0.20	156.00
B190	03/10/14	TRW	Review correspondence from J. Prol re: UST motion to appoint a chapter 11 trustee	0.10	53.50
B190	03/18/14	BSN	Confirm adjournment date, US Trustee's motion for chapter 11 trustee	0.10	78.00
B190	03/18/14	TRW	Exchange correspondence with D. Bowman, D. Claussen, J. Prol and B. Nathan re: adjourned UST motion for appointment of a chapter 11 trustee	0.20	107.00
B190	03/31/14	BSN	Review order approving settlement agreement with SEC	0.10	78.00
Total B190 - Other Contested Matters (excluding assumption/rejection motions)				1.70	\$1,105.50

B195 Non-Working Travel

B195	03/05/14	JDP	Travel to and from hearing on fee applications and motion for fee examiner	2.50	837.50
Total B195 - Non-Working Travel				2.50	\$837.50

B200 - Operations

B210 Business Operations

B210	03/28/14	BSN	Review Debtor's monthly operating report, February 2014	0.20	156.00
B210	03/29/14	TRW	Review Debtors' monthly operating report for February 2014	0.10	53.50
Total B210 - Business Operations				0.30	\$209.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B260 Board of Directors</u>					
B260	03/12/14	BSN	Review debtor's motion to approve settlement agreement with SEC	0.30	234.00
B260	03/12/14	TRW	Initial review of Debtors' 9019 motion to approve compromise of certain SEC claims not related to District Court complaint	0.30	160.50
B260	03/12/14	TRW	Review press release re: Debtors' 9019 motion to approve settlement with SEC	0.10	53.50
B260	03/13/14	TRW	Review Debtors' 9019 motion to approve settlement involving certain SEC claims not related to SEC complaint in MD of Tennessee	0.50	267.50
B260	03/28/14	BSN	Review certificate of no objection, motion to approve settlement with SEC	0.10	78.00
B260	03/28/14	TRW	Review certificate of no objection in connection with the Debtors' motion for approval of the SEC claims settlement	0.10	53.50
B260	03/31/14	TRW	Review entered order approving proposed settlement of SEC dispute re: de-registration of AgFeed	0.10	53.50
Total B260 - Board of Directors				1.50	\$900.50

B300 - Claims and Plan

B310 Claims Administration and Objections

B310	03/05/14	TRW	Review correspondence from R. Probbler re: claims reconciliation status and related issues	0.10	53.50
B310	03/06/14	BLW	Review e-mails re: litigation and negotiations re: SEC complaint	0.30	117.00
B310	03/06/14	JDP	Research re: status of claims trading	0.40	268.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	03/07/14	BSN	Review research re: SEC claim, subordination of same	0.20	156.00
B310	03/08/14	TRW	Exchange correspondence with B. Nathan, J. Prol and H. Konicov re: SEC proof of claim, waterfall analysis and related issues	0.20	107.00
B310	03/09/14	BSN	Exchange e-mails with H. Konicov re: waterfall analysis re: distributions to general unsecured claims	0.10	78.00
B310	03/09/14	TRW	Exchange correspondence with H. Konicov re: SEC claims	0.10	53.50
B310	03/10/14	BSN	Exchange e-mails with H. Konicov re: updated distribution waterfall and review file re: same	0.30	234.00
B310	03/11/14	AD	Research issues re: subordination of Securities and Exchange Commission claims	1.00	300.00
B310	03/11/14	BSN	Review SEC complaint	0.80	624.00
B310	03/11/14	BSN	Review research re: subordination of SEC claim	1.00	780.00
B310	03/11/14	TRW	Legal research in connection with subordination of claims arising from securities purchase pursuant to section 510(b)	0.30	160.50
B310	03/11/14	TRW	Exchange correspondence with A. DeLeo re: subordination of certain claims pursuant to section 510(b) and related research	0.10	53.50
B310	03/11/14	TRW	Review SEC press release and other published articles re: SEC complaint filed against AgFeed and individuals in Middle District of Tennessee	0.30	160.50
B310	03/13/14	BSN	Review order approving settlement of AF Sellco secured claim	0.10	78.00
B310	03/13/14	JDP	E-mails to/from B. Brady re: status of discussions with SEC and equity committee on settlement of sec claim	0.20	134.00
B310	03/13/14	TRW	Review Debtors' certificate of no objection in connection with motion to approve AF Sellco claim settlement	0.10	53.50

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	03/13/14	TRW	Confer with B. Nathan re: SEC claims and related issues	0.20	107.00
B310	03/13/14	TRW	Review correspondence from J. Prol and R. Brady re: SEC claims and related issues	0.10	53.50
B310	03/13/14	TRW	Review entered order approving stipulation resolving disputed AF Selco claim	0.10	53.50
B310	03/13/14	TRW	Telephonic conference with B. Nathan re: claims reconciliation and related issues	0.40	214.00
B310	03/14/14	TRW	Review news articles re: SEC complaint against AgFeed and 6 individual former executives filed in the Middle district of Tennessee	0.20	107.00
B310	03/15/14	TRW	Review correspondence from N. Peterman re: SEC complaint filed in the Middle district of Tennessee and related issues	0.10	53.50
B310	03/17/14	TRW	Exchange correspondence with B. Nathan and J. Prol re: SEC complaint filed in the middle district of Tennessee	0.20	107.00
B310	03/20/14	BSN	Revise e-mail to N. Peterman re: SEC complaint, response, plan coordination	0.20	156.00
B310	03/20/14	BSN	Review, research re: subordinating SEC claim, Section 510(b), 726(c) in preparation for strategy meeting re: plan negotiations	0.70	546.00
B310	03/20/14	JDP	Confer with LS team re: status and strategy re: SEC claim and plan	0.20	134.00
B310	03/20/14	JDP	Telephone conference with B. Brady re status of SEC claim and plan	0.30	201.00
B310	03/20/14	TRW	Review correspondence from R. Brady re: SEC claims and related issues	0.10	53.50
B310	03/20/14	TRW	Exchange correspondence with J. Prol and B. Nathan re: SEC claims, complaint and related issues	0.20	107.00
B310	03/20/14	TRW	Review correspondence from J. Prol re: SEC claims and related issues	0.10	53.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	03/20/14	TRW	Exchange further correspondence with N. Peterman re: status of claims reconciliation process and related issues as reported by the Debtors	0.20	107.00
B310	03/24/14	TRW	Review pleadings, correspondence and relevant case law in connection with reconciliation and settlement or potential objection to SEC claims and related issues	0.80	428.00
B310	03/25/14	BSN	Review claims transfer notices	0.10	78.00
B310	03/25/14	BSN	Exchange e-mails with R. Probber re: status of updated waterfall distribution analysis	0.20	156.00
B310	03/26/14	TRW	Review Debtors' withdrawal of objection to Zhi Yang claim	0.10	53.50
B310	03/26/14	TRW	Telephonic conference with D. Bowman re: SEC claims reconciliation and related issues	0.30	160.50
B310	03/27/14	BSN	Review claim transfer notice	0.10	78.00
B310	03/27/14	BSN	Update re: debtor's negotiations with SEC	0.20	156.00

Total B310 - Claims Administration and Objections	10.70	\$6,574.50
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B310A Claims Administration and Objections

B310A	03/31/14	BSN	Review debtors' 7th and 8th omnibus objection to claims and supporting declaration	0.30	234.00
B310A	03/31/14	TRW	Review the Debtors' seventh omnibus objection to claims, notice of objection and proposed form of order listing objectionable claims	0.30	160.50
B310A	03/31/14	TRW	Review the Debtors' eighth omnibus objection to claims and attached proposed form of order listing objectionable claims	0.20	107.00

Total B310A - Claims Administration and Objections	0.80	\$501.50
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Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B320 Plan and Disclosure Statement (including Business Plan)</u>					
B320	01/30/14	BSN	Review, plan, disclosure statement issues and strategy	0.20	156.00
B320	03/02/14	TRW	Exchange correspondence with A. DeLeo and B. Nathan re: legal research in connection with the SEC claims and related issues	0.20	107.00
B320	03/03/14	BSN	Review debtors' 3rd motion to extend plan exclusivity period	0.30	234.00
B320	03/03/14	BSN	Review response to debtor's 3rd motion to extend plan exclusivity period	0.20	156.00
B320	03/03/14	DC	Review docket and update calendar with objection deadline and hearing date on Debtors' third exclusivity motion	0.10	21.00
B320	03/03/14	JDP	Review e-mail re extension of exclusivity; follow-up re: same	0.30	201.00
B320	03/03/14	TRW	Initial review of Debtors' third motion to extend exclusive periods to file and solicit a plan	0.20	107.00
B320	03/03/14	TRW	Telephonic conference with J. Prol re: outstanding issues in connection with Debtors' plan and disclosure statement, upcoming hearing in connection with second interim fee applications and related issues	0.30	160.50
B320	03/04/14	BSN	Review memo update re: plan negotiations status and settlement discussions with plaintiff class; exclusivity extension request and SEC posture	0.20	156.00
B320	03/04/14	JDP	Review and analyze debtors' motion to extend exclusive periods	0.20	134.00
B320	03/04/14	JDP	Telephone conference with R. Zhralddin re: status of plan negotiations/claims review and need for extension of exclusivity period	0.30	201.00
B320	03/04/14	JDP	Telephone conference with B. Brady re: extension of exclusivity period and plan negotiations	0.30	201.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	03/04/14	TRW	Exchange correspondence with J. Prol re: open plan and disclosure statement issues	0.20	107.00
B320	03/04/14	TRW	Exchange further correspondence with J. Prol re: plan and disclosure statement issues	0.20	107.00
B320	03/04/14	TRW	Exchange correspondence with J. Prol re: Debtors' motion to further extend exclusivity	0.20	107.00
B320	03/04/14	TRW	Exchange multiple correspondence with J. Prol and B. Nathan re: Debtors' third motion to extend exclusivity and related issues	0.20	107.00
B320	03/05/14	BLW	Meet with T. Wheeler re: exclusivity extension motion	0.30	117.00
B320	03/05/14	BSN	Follow up re: status of SEC action, settlement discussions	0.20	156.00
B320	03/05/14	TRW	Confer with B. Williams re: plan of liquidation open issues, hearing on fee examiner motion and related issues	0.20	107.00
B320	03/06/14	JDP	Research re: impact of delay in confirming plan on dividend to unsecured creditors	0.40	268.00
B320	03/06/14	TRW	Exchange correspondence with J. Prol re: plan confirmation, claims reconciliation and related issues	0.20	107.00
B320	03/06/14	TRW	Review further correspondence from B. Nathan re: plan and disclosure statement issues	0.10	53.50
B320	03/07/14	AD	Research re: committee's adversary proceeding to subordinate Security and Exchange Commission's claims in Adelphia Communications Case	0.70	210.00
B320	03/07/14	JDP	Review status of plan and claims resolution	1.60	1,072.00
B320	03/09/14	TRW	Review correspondence from H. Konicov re: plan and disclosure statement, potential range of recoveries and related issues	0.10	53.50
B320	03/10/14	AD	Research re: adversary proceeding seeking to subordinate Securities and Exchange Commission's claims in Adelphia Communications Case	1.00	300.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	03/10/14	TRW	Review correspondence from H. Konicov re: waterfall analysis and related plan issues	0.10	53.50
B320	03/13/14	BSN	Review status of negotiations between Debtors and SEC re: SEC litigation	0.30	234.00
B320	03/13/14	BSN	Review exchange of e-mails with R. Brody re: negotiations with SEC and equity committee over plan/treatment of equity, SEC claim resolution	0.20	156.00
B320	03/19/14	JDP	Confer with LS team re: status of plan negotiations and strategy	0.40	268.00
B320	03/19/14	TRW	Review the Debtors' certificate of no objection to third motion to extend exclusive periods to file and solicit plan	0.10	53.50
B320	03/20/14	BSN	Review strategy re: SEC claim re: plan process and committee response	0.40	312.00
B320	03/20/14	BSN	Review order extending plan exclusivity periods	0.10	78.00
B320	03/20/14	BSN	Review results of call with debtor's counsel re: negotiations with SEC re: plan, treatment of unsecured claims	0.20	156.00
B320	03/20/14	TRW	Review entered order approving Debtors' motion to further extend exclusive periods to file and solicit a plan	0.10	53.50
B320	03/20/14	TRW	Exchange further correspondence with J. Prol re: update on status of plan negotiations with Debtors and other interested parties	0.10	53.50
B320	03/20/14	TRW	Revise and forward detailed correspondence to N. Peterman re: plan negotiations and related SEC claims settlement discussions	0.10	53.50
B320	03/20/14	TRW	Telephonic conference with B. Nathan re: plan and disclosure statement and claims reconciliation issues related to SEC claims	0.30	160.50
B320	03/20/14	TRW	Exchange correspondence with B. Nathan and J. Prol re: outstanding plan issues and related issues	0.20	107.00
B320	03/20/14	TRW	Telephonic conference with R. Brady and J. Prol re: plan and disclosure statement and related issues	0.40	214.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	03/20/14	TRW	Drafting and revisions to detailed correspondence to N. Peterman re: plan negotiations, SEC claims and complaint, and related issues	0.30	160.50
B320	03/20/14	TRW	Telephonic conference with B. Nathan and J. Prol re: plan and disclosure statement, claims reconciliation, fee applications and related issues	0.40	214.00
B320	03/25/14	TRW	Draft correspondence to R. Brady re: revised plan of liquidation and related issues	0.10	53.50
B320	03/26/14	BSN	Review exchange of e-mails with R. Brady and D. Bowman re: negotiations with SEC, plan, settlement of their claim	0.20	156.00
B320	03/26/14	BSN	Review plan, SEC negotiations status with T. Wheeler	0.20	156.00
B320	03/26/14	TRW	Telephonic conference with B. Nathan re: SEC claims reconciliation and related plan issues	0.20	107.00
B320	03/26/14	TRW	Exchange correspondence with R. Probbler re: liquidation analysis in connection with the Debtors' proposed plan	0.20	107.00
B320	03/26/14	TRW	Exchange correspondence with D. Bowman re: plan and disclosure statement	0.20	107.00
B320	03/26/14	TRW	Telephonic conference with B. Nathan re: plan and disclosure statement and related issues	0.20	107.00
B320	03/26/14	TRW	Confer with J. Prol re: plan and disclosure statement, upcoming omnibus hearing and related issues	0.20	107.00
B320	03/27/14	TRW	Telephonic conference with J. Prol and B. Nathan re: Debtors' proposed draft plan of liquidation	0.20	107.00
B320	03/29/14	TRW	Exchange correspondence with R. Brady re: plan and disclosure statement issues	0.20	107.00
B320	03/30/14	TRW	Exchange correspondence with R. Brady re: plan and disclosure statement negotiations and related issues	0.10	53.50
B320	03/31/14	BSN	Review SEC claim, plan issues with T. Wheeler and scheduling call with Brody re: same	0.20	156.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	03/31/14	JDP	Follow-up re: status of plan discussions	0.30	201.00
B320	03/31/14	TRW	Exchange correspondence with R. Brady re: SEC claims negotiations in connection with the plan	0.20	107.00
B320	03/31/14	TRW	Exchange further correspondence with R. Brady re: plan negotiations and related issues	0.20	107.00
B320	03/31/14	TRW	Telephonic conference with B. Nathan re: meeting with the Debtors to discuss plan negotiations and related claims reconciliation	0.20	107.00
B320	03/31/14	TRW	Exchange correspondence with R. Brady re: plan negotiations update and related issues	0.20	107.00
Total B320 - Plan and Disclosure Statement (including Business Plan)				15.40	\$8,987.00

B400 - Bankruptcy-Related Advice

B430A Court Hearings

B430A	03/03/14	TRW	Further review of agenda for upcoming omnibus hearing on pending matters	0.10	53.50
B430A	03/04/14	BSN	Review notice of hearing agenda - 3/5 hearing	0.10	78.00
B430A	03/04/14	DC	Retrieve Notice of Agenda and prepare hearing folder for J. Prol's attendance at the hearing on interim fee applications	1.20	252.00
B430A	03/05/14	BSN	Review report re: hearing on examiner motion, denial of motion	0.20	156.00
B430A	03/05/14	JDP	Attend hearing on J. Regnante fee objections and motion for fee examiner	1.00	670.00
B430A	03/05/14	JDP	Prepare for fee hearing and hearing on motion for examiner	1.20	804.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B430A	03/05/14	TRW	Review correspondence from J. Prol re: fee examiner motion and hearing on second interim fee applications	0.10	53.50
B430A	03/07/14	BSN	Review notice of hearing agenda 3/11/14	0.10	78.00
B430A	03/07/14	DC	Review Notice of Agenda for March 11 hearing and follow up with J. Prol re: preparation for same	0.20	42.00
B430A	03/07/14	TRW	Review agenda for March omnibus hearing date	0.10	53.50
B430A	03/07/14	TRW	Exchange correspondence with J. Prol and D. Claussen re: March omnibus hearing date and related issues	0.10	53.50
B430A	03/07/14	TRW	Exchange correspondence with D. Claussen and J. Prol re: March 11 omnibus hearing and related issues	0.10	53.50
B430A	03/10/14	DC	Review docket for upcoming hearing dates and objection deadlines and update calendar with cancelled hearing for 3/11/14	0.20	42.00
B430A	03/10/14	TRW	Review filed amended notice of hearing	0.10	53.50
B430A	03/13/14	TRW	Review notice of cancelled hearing in connection with omnibus hearing scheduled for March 18	0.10	53.50
B430A	03/14/14	BSN	Review notice of cancellation of 3/18 hearing	0.10	78.00
B430A	03/18/14	DC	Review docket for upcoming hearing dates and objection deadlines, and update calendar and critical dates memo	0.30	63.00
B430A	03/25/14	BSN	Review notice of hearing agenda, 3/27 hearing	0.10	78.00
B430A	03/25/14	TRW	Review filed agenda for omnibus hearing scheduled for March 27	0.10	53.50
B430A	03/26/14	BSN	Review notice and amended notice of hearing agenda	0.20	156.00
B430A	03/26/14	TRW	Further review of revised agenda for omnibus hearing	0.10	53.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B430A	03/26/14	TRW	Review filed revised agenda in connection with the March omnibus hearing	0.10	53.50
B430A	03/26/14	TRW	Exchange correspondence with S. Selzer re: coverage at March 27 omnibus hearing and related issues	0.20	107.00
B430A	03/27/14	BSN	Review summary of 3/27 hearing and hearing attendance list	0.20	156.00
B430A	03/27/14	TRW	Exchange correspondence with S. Selzer re: March 27 omnibus hearing notes and related issues	0.20	107.00
B430A	03/30/14	TRW	Exchange correspondence with B. Nathan re: March 27 omnibus hearing and related issues	0.10	53.50
Total B430A - Court Hearings				6.60	\$3,455.50

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Timekeeper Summary (by Task):

Task	Task Description	Hours	Fees
B110	Case Administration	0.10	\$21.00
B150	Meetings of and Communication with Creditors	17.90	10,219.00
B160	Fee/Employment Applications	18.90	7,129.50
B165	Employment and Retention Applications - Others	0.50	365.50
B170	Fee/Employment Objections	2.10	815.00
B175	Fee Applications and Invoices - Others	2.60	1,383.00
B185	Assumption/Rejection of Leases and Contracts	0.30	185.00
B190	Other Contested Matters (excluding assumption/rejection motions)	1.70	1,105.50
B195	Non-Working Travel	2.50	837.50
B210	Business Operations	0.30	209.50
B260	Board of Directors	1.50	900.50
B310	Claims Administration and Objections	10.70	6,574.50
B310A	Claims Administration and Objections	0.80	501.50
B320	Plan and Disclosure Statement (including Business Plan)	15.40	8,987.00
B430A	Court Hearings	6.60	3,455.50
	Total	81.90	\$ 42,689.50

EXHIBIT B

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EXHIBIT B**Actual and necessary disbursements incurred by Lowenstein Sandler LLP****II. Summary of Disbursement Charges**

Telecommunications	\$239.56
Travel	139.68
Photocopies 86 pages at \$0.10 per page	8.60
Total Disbursements	\$387.84

The above charges are based upon time and expense records available on or about the date of the attached letter. Such records are believed in good faith to be accurate and substantially up to date, but there may be fees and expenses that have not been processed as of such date which Lowenstein Sandler LLP may submit in the future. Lowenstein Sandler LLP reserves the right to amend this monthly statement at a later date.

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DISBURSEMENT DETAIL:

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/01/14	Other Telecommunications Charges VENDOR: Prol, Jeffrey D.; INVOICE#: 033114; DATE: 3/31/2014 Dec/Jan cellphone	\$88.33
02/01/14	Other Telecommunications Charges VENDOR: Prol, Jeffrey D.; INVOICE#: 033114; DATE: 3/31/2014 Feb cellphone bill	59.17
03/01/14	Other Telecommunications Charges VENDOR: Prol, Jeffrey D.; INVOICE#: 040214; DATE: 4/2/2014 March cellphone bill	69.75
02/14/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15664194 DATE: 2/28/2014 GlobalMeet® Audio NA - Toll Free - USA	12.39
02/28/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15664194 DATE: 2/28/2014 GlobalMeet® Audio NA - Toll Free - USA	9.92
02/12/14	Amtrak Rail travel VENDOR: American Express/Trv. INVOICE#: 022814 DATE: 2/28/2014 Ticket #: 4021211034; Route: NWK WIL NWK; Date: 02/12/2014; LTS #: 120612	277.00
02/12/14	Amtrak Rail travel VENDOR: American Express/Trv. INVOICE#: 022814 DATE: 2/28/2014 Ticket #: 0617393920; Route: ; Date: ; LTS #: 120612	39.00
02/20/14	Amtrak Rail travel VENDOR: American Express/Trv.; INVOICE#: 022814; DATE: 2/28/2014 - VENDOR: American Express/Trv. INVOICE#: 022814 DATE: 2/28/2014	-266.70
02/12/14	Out of town ground travel (mileage, taxi, tolls etc...) VENDOR: Prol, Jeffrey D.; INVOICE#: 033114-1; DATE: 3/31/2014 Travel to DE for hearing	34.44
03/05/14	Out of town ground travel (mileage, taxi, tolls etc...) VENDOR: Prol, Jeffrey D.; INVOICE#: 033114-1; DATE: 3/31/2014 Travel to DE for hearing	55.94
	Internal photocopies: 86 pages at \$0.10 per page	8.60
	Total Disbursements	<u>\$387.84</u>

EXHIBIT C

**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

CERTIFICATION OF JEFFREY D. PROL, ESQ.

Jeffrey D. Prol, pursuant to 28 U.S.C. § 1746, states as follows:

1. I am a member of the law firm of Lowenstein Sandler LLP, counsel to the Official Committee of Unsecured Creditors (the “**Committee**”), in the above-captioned matter. I submit this Certification in connection with the Ninth Monthly Application of Lowenstein Sandler LLP as Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of March 1, 2014 through March 31, 2014 (the “**Application**”).

2. In accordance with 18 U.S.C. section 155 and the Rules of this Court, neither I nor any attorney of my firm has entered into any agreement, written or oral, express or implied, with the Debtors, any creditor, or any other party in interest, or

¹ The Debtors, and the last four digits of their federal tax identification numbers 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.

any attorney of such person, for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the assets of the Debtors.

3. In accordance with section 504 of the Bankruptcy Code, no agreement or understanding exists between me, my firm or any attorney thereof, on the one hand, and any other person, on the other hand, for the division of such compensation as my firm may receive from the Court herein, nor will any division of fees prohibited by section 504 of the Bankruptcy Code be made by me, or any partner or associate of my firm.

4. I have reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware and certify to the best of my knowledge and belief that this Application complies with Local Rule 2016-2.

I certify, under penalty of perjury, that the foregoing statements made by me are true to the best of my knowledge, information, and belief.

/s/ Jeffrey D. Prol
Jeffrey D. Prol, Esq.

Dated: May 14, 2014