

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

In re:	)	Chapter 11
	)	
AgFeed USA, LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 13-11761 (BLS)
	)	
Debtors.	)	Jointly Administered
	)	
	)	Objection deadline: June 3, 2014 at 4:00 p.m.
	)	Hearing date: June 10, 2014 at 10:00 a.m.

---

**NOTICE OF THIRD INTERIM FEE APPLICATION OF  
GAVIN/SOLMONESE LLC, AS FINANCIAL ADVISOR TO  
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

**TO:** (i) the Office of the United States Trustee for the District of Delaware; (ii) counsel for the Debtors; (iii) counsel for the Official Committee of Unsecured Creditors; (iv) each of the Equity Committee members; and (v) all parties required to receive service under Rule 2002-1(b) of the Local Rules.

PLEASE TAKE NOTICE that Gavin/Solmonese LLC, Financial Advisor to the Official Committee of Equity Security Holders in the above-captioned cases, has filed the **Third Interim Fee Application of Gavin/Solmonese LLC, Financial Advisor to the Official Committee of Equity Security Holders** (the “Interim Application”). The Interim Application seeks allowance of the 20% holdback fees for January, 2014 and February, 2014 in the amount of **\$14,669.20**, 100% of the fees for March, 2014 in the amount of **\$30,573.00** and expenses in the amount of **\$265.29** for March, 2014 pursuant to the Interim Compensation Order.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Interim Application must be made in accordance with this Court’s Interim Compensation Order, and (a) must be filed no later than **June 3, 2014 at 4:00 PM** (the “Objection Deadline”), and (b) be served upon and received by (i) the Debtors, 510 South 17th Street, Suite 104, Ames, Iowa 50010, Attn: Keith A. Maib, Chief Restructuring Officer; (ii) counsel for the Debtors, Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, Attn: Robert S. Brady; (iii) counsel for the Official Committee of Unsecured Creditors: (a) Greenberg Traurig, LLP, The Nemours Building, 1007 North

---

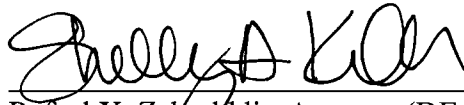
<sup>1</sup> The Debtors and the last four digits of their federal tax identification number are: AgFeed USA, LLC (8748), AgFeed Industries, Inc. (7168); TS Finishing, LLC (8748); New York Finishing, LLC (8748); Pork Technologies, LC (2076); New Colony Farms, LLC (9246); Heritage Farms, LLC (8141); Heritage 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 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.

Orange Street, Suite 1200, Wilmington, Delaware 19801, Attn: Sandra G. M. Selzer; and (b) Lowenstein Sandler LLP, 65 Livingston Avenue, Roseland, New Jersey, 07068, Attn: Jeffrey D. Prol; (iv) counsel for the Official Committee of Equity Holders: (a) Elliott Greenleaf, 1105 North Market Street, Suite 1700, Wilmington, Delaware 19801, Attn: Rafael X. Zahraiddin-Aravena; and (b) Sugar Felsenthal Grais & Hammer LLP, 30 North LaSalle Street, Suite 300, Chicago, Illinois 60602, Attn: Aaron L. Hammer; and (v) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware 19801, Attn: David B. Buchbinder (collectively, the "Notice Parties") no later than the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that a hearing on the Interim Application will be held on **June 10, 2014 at 10:00 a.m.** before the Honorable Brendan Shannon, 824 North Market Street, 6<sup>th</sup> Floor, Courtroom 1, Wilmington, Delaware 19801.

Dated: May 15, 2014  
Wilmington, Delaware

**ELLIOTT GREENLEAF**



Rafael X. Zahraiddin-Aravena (DE Bar No. 4166)

Eric M. Suttty (DE Bar No. 4007)

Shelley A. Kinsella (DE Bar No. 4023)

1105 North Market Street, Suite 1700

Wilmington, Delaware 19801

Telephone: (302) 384-9400

Facsimile: (302) 384-9399

Email: rxza@elliottgreenleaf.com

Email: ems@elliottgreenleaf.com

Email: sak@elliottgreenleaf.com

*Counsel to the Official Committee of  
Equity Security Holders*

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

In re: ) Chapter 11  
 )  
 AgFeed USA, LLC, *et al.*, ) Case No. 13-11761 (BLS)  
 )  
 Debtors. ) (Jointly Administered)  
 )  
 ) Objection Deadline: June 3, 2014 at 4:00 p.m.  
 ) Hearing Date: June 10, 2014 at 10:00 a.m.

**THIRD INTERIM FEE APPLICATION OF  
GAVIN/SOLMONESE LLC AS FINANCIAL ADVISOR TO THE  
OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

Name of Applicant: **Gavin/Solmonese LLC**

Authorized to Provide Professional Services to: **Official Committee of Equity Security Holders**

Date of Retention: **August 23, 2013**

Period for which compensation and reimbursement sought: **January 1, 2014 through March 31, 2014**

This is a(n) \_\_\_\_ monthly   x   interim \_\_\_\_ final application

<b>Interim Fee Application Period, Date Filed &amp; Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>CoC Filing Date, Docket No.</b>	<b>Amount of Fees Paid or to be Paid (80%)</b>	<b>Amount of Expenses Paid or to be Paid (100%)</b>	<b>Amount of Holdback Fees Sought (20%)</b>
01/01/14-01/31/14 02/25/14 [D.I. 917]	\$48,977.00	\$2,304.79	03/27/14 [D.I. 989]	\$39,181.60	\$2,304.79	\$9,795.40
02/01/14-02/28/14 03/25/14 [D.I. 980]	\$24,369.00	\$609.75	04/17/14 [D.I. 1030]	\$19,495.20	\$609.75	\$4,873.80
03/01/14-03/31/14 04/25/14 [D.I. 1045]	\$30,573.00	\$265.29	Pending	\$24,458.40	\$265.29	\$6,114.60
<b>TOTAL</b>	<b>\$103,919.00</b>	<b>\$3,179.83</b>		<b>\$83,135.20</b>	<b>\$3,179.83</b>	<b>\$20,783.80</b>

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

In re:	) Chapter 11
	)
AgFeed USA, LLC, <i>et al.</i> ,	) Case No. 13-11761 (BLS)
	)
Debtors.	) (Jointly Administered)
	)
	) <b>Objection Deadline: June 3, 2014 at 4:00 p.m.</b>
	) <b>Hearing Date: June 10, 2014 at 10:00 a.m.</b>

**THIRD INTERIM FEE APPLICATION OF  
GAVIN/SOLMONESE LLC AS FINANCIAL ADVISOR TO THE  
OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS**

Gavin/Solmonese, LLC (“G/S”), financial advisor to the Official Committee of Equity Holders (the “Equity Committee”) of the above-captioned debtor-in-possession (the “Debtor”), hereby submits this Second Interim Fee Application of Gavin/Solmonese LLC, (the “Application”) for allowance of compensation and reimbursement of expenses pursuant to 11 U.S.C. §§ 330 and 331 for services performed during the period commencing January 1, 2014 through March 31, 2014 (the “Application Period”). In support thereof, G/S respectfully represents as follows:

**RELIEF REQUESTED**

1. By this Application, G/S seeks interim approval and allowance of its compensation for professional services and reimbursement of expenses incurred during the Application Period, including authorization for the Debtor to pay the 20% holdback of fees as provided under the Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the “Administrative Order”).

2. G/S has filed and served monthly fee applications and accompanying Certifications of Edward T. Gavin, CTP, for the period covering January 1, 2014 through and

including March 31, 2014 (the "Fee Applications"). The Fee Applications are incorporated by reference as if fully set forth herein.

3. A copy of the computer-generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the United States Trustee's Guidelines For Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the "Guidelines"), is attached to the Fee Applications as Exhibit "A." A statement of expenses incurred by G/S during the Application Period is attached to the Fee Applications as Exhibit "B." All time entries and requested expenses are in compliance with Local Rule No. 2016-2.

#### **COMPENSATION REQUESTED**

4. G/S seeks interim allowance of fees in the amount of \$103,919.00 for professional services rendered and reimbursement of expenses in the amount of \$3,179.83, which fees and expenses were incurred during the Application Period (collectively, the "Requested Amount"). In addition, G/S requests that the Debtor be authorized to pay the \$20,783.80 in fees representing the twenty percent (20%) "holdback" of fees (collectively, the "Holdback Amount").

#### **NOTICE**

5. No trustee or examiner has been appointed in this Chapter 11 case. Notice of this Application has been given to (a) the Office of the United States Trustee for the District of Delaware; (b) the Debtor; (c) counsel to the Debtor; (d) all parties required to be given notice in the Administrative Order; and (e) all parties requesting notice under Bankruptcy Rule 2002. In light of the nature of the relief requested herein, G/S submits that no further or other notice is required.

WHEREFORE, G/S respectfully requests that the Court (i) grant the Application and (ii) grant such further relief as is just and proper.

Dated: May 14, 2014

A handwritten signature in black ink, appearing to read "Edward T. Gavin", written over a horizontal line.

Edward T. Gavin, CTP  
Gavin/Solmonese LLC  
919 N. Market Street, Suite 600  
Wilmington, DE 19801  
(302) 655-8997 ext. 151

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

In re: ) Chapter 11  
)  
AgFeed USA, LLC, *et al.*, ) Case No. 13-11761 (BLS)  
)  
Debtors. ) (Jointly Administered)  
)

**CERTIFICATION OF EDWARD T. GAVIN, CTP**

Edward T. Gavin, CTP, a principal of Gavin/Solmonese LLC, hereby certifies that:

1. I am a Managing Director of Gavin/Solmonese LLC, (“G/S”) and I am duly authorized to make this Certification on behalf of G/S. G/S was retained by the Official Committee of Equity Security Holders as financial advisor pursuant to an order of this Court. This certification is made in support of the Second Interim Fee Application of Gavin/Solmonese LLC, (the “Application”) and in compliance with Local Rule 2016-2 (the “Rule”) of this Court, and with the United States Trustee’s Guidelines for Review Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the “Guidelines”).

2. I have read the Application and I certify that the Application substantially complies with the Rule and the Guidelines.

Dated: May 14, 2014



Edward T. Gavin, CTP  
Gavin/Solmonese LLC  
919 N. Market Street, Suite 600  
Wilmington, DE 19801  
(302) 655-8997 ext. 151

Gavin/Solmonese, LLC  
919 N. Market Street  
Suite 600  
Wilmington, DE 19801

Invoice submitted to:  
AgFeed USA LLC/Official Committee of Equity Security Holders  
C/O Rafael X. Zahralddin, Esq.  
Elliott Greenleaf  
1105 Market Street, Suite 1700  
Wilmington, DE 19801  
Rafael X. Zahralddin, Esq.

Invoice #23687                      Services Through 1/31/2014

---

Total Professional Fees	\$48,977.00
Expenses	\$2,304.79
Total This Invoice	\$51,281.79
<b>Balance due</b>	<b>\$51,281.79</b>

---

**Please remit to the address shown:**

Wire transfer instructions:

ABA# 031-000053  
Account #86-0583-9972  
PNC Bank, N.A. Philadelphia, PA  
Telephone notification to Judy Sacher - (302) 655-8997

Principal \_\_\_\_\_

## AgFeed USA LLC/Official Committee of Equity Security Holders

Consultant Summary			
Name		Hours	Amount
Jeremy VanEtten		55.60	\$15,074.50
Wayne P. Weitz		67.40	\$28,690.00
Edward T. Gavin, CTP		7.70	\$4,620.00
Judy L. Sacher		2.00	\$300.00
Joseph F. Richman		1.30	\$292.50

## Professional Services

		Hours	Amount
1/2/2014	- WPW Claims Administration and Objections Review FTI invoices	1.50	712.50
1/3/2014	- JV Litigation Support OEC Professionals conference call re: claim review	1.50	442.50
	- WPW Claims Administration and Objections Review and analysis of FTI invoices	2.50	1,187.50
	- WPW Claims Administration and Objections Conf call OEC professionals re: creditor claims review	1.50	712.50
	- WPW Litigation Support T/c R. Zahralddin re: litigation	0.30	142.50
1/5/2014	- WPW Claims Administration and Objections Latham invoice review and analysis	2.00	950.00
	- WPW Claims Administration and Objections FTI invoice review and analysis	2.00	950.00
	- WPW Claims Administration and Objections Foley & Lardner invoice review and analysis	2.50	1,187.50
	- WPW Meetings of Creditors Planning and coordination for meeting schedule change	1.50	712.50
1/6/2014	- JV Claims Administration and Objections OEC Professionals call re: professional fee claims objections	1.50	442.50
	- JV Litigation Support Review of SEC matters hard drive and files, create copies of hard disk, deliver to Elliott Greenleaf	1.00	295.00
	- WPW Claims Administration and Objections OEC professionals conference call	1.50	712.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
1/7/2014	- JFR	Claims Administration and Objections Download and review claims from the BMC website numbers 428-480	0.50	112.50
	- JV	Claims Administration and Objections OEC Professionals call re: strategy for claims objections and matters related to OEC meeting in Chicago	1.50	442.50
	- JV	Claims Administration and Objections Review of BMC data room for new claims, multiple corr. BMC and JFR re: same	0.70	206.50
	- JV	Claims Administration and Objections Review Omnibus objections 1-4 filed by Debtor	1.20	354.00
	- JV	Claims Administration and Objections Update claims analysis spreadsheet per Omnibus objections 1-4	2.20	649.00
	- JV	Claims Administration and Objections Review and categorize claims 428-468	3.80	1,121.00
	- WPW	Case Administration Conf call R. Zahraiddin and A. Hammer re: OEC composition	0.50	237.50
	- WPW	Claims Administration and Objections OEC professionals conf call re: professional fee claims	1.50	712.50
1/8/2014	- JFR	Claims Administration and Objections Download and review redacted claims from BMC data room for further analysis (428, 429, 430, 432, 435, 436, 437, 443, 446, 447, 449, 453, 470, 474, 477, 478, 480)	0.30	67.50
	- JFR	Claims Administration and Objections Update and analyze claims sheet with the most recent filed claims (468-480)	0.50	112.50
	- JV	Meetings of Creditors OEC update call re: conference and other matters	1.00	295.00
	- JV	Claims Administration and Objections Review and update classification of claims 468 - 480	2.20	649.00
	- JV	Claims Administration and Objections Update claims analysis summary page with new categories of claims	0.80	236.00
	- WPW	Claims Administration and Objections T/c A. Hammer re: claims analysis	0.50	237.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
1/8/2014	- WPW Meetings of Creditors OEC conf call	1.00	475.00
1/9/2014	- WPW Asset Disposition T/c K. Maib re: purchase price adjustment	0.30	142.50
	- WPW Fee/Employment Application Review December invoice	0.60	285.00
	- WPW Claims Administration and Objections Email corr OEC and OCUC counsel re: claims analysis	0.40	190.00
1/10/2014	- JV Claims Administration and Objections Update claims analysis document with information from Debtor's Fifth Omnibus objection, update summary	0.90	265.50
	- JV Claims Administration and Objections Conference WPW and R. Zahralddin re: claims	0.40	118.00
	- WPW Claims Administration and Objections Professional fee claims sensitivity analysis	1.00	475.00
	- WPW Claims Administration and Objections Conf call R. Zahralddin, M. Melickian re: potential settlements with professional firm claimants	1.30	617.50
	- ETG Litigation Support Copy and duplicate debtor data production	7.50	4,500.00
	- ETG Litigation Support Corr WPW re: debtor data production and access for counsel	0.20	120.00
	- WPW Claims Administration and Objections Conference JV and R. Zahralddin re: claims	0.40	190.00
1/12/2014	- WPW Litigation Support Email corr OEC professionals re: insurance proceeds and potential settlement with class action litigants	1.50	712.50
1/13/2014	- JV Claims Administration and Objections Corr. WPW re: claims analysis	0.40	118.00
	- JV Claims Administration and Objections Edits and updates to claims analysis spreadsheet	0.90	265.50
	- JV Litigation Support Meeting with Debtor's counsel and CRO re: mediation prep	4.50	1,327.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
1/13/2014	- WPW Claims Administration and Objections Mtg with JV to review claims	0.40	190.00
	- WPW Litigation Support Mediation prep meeting with D's and OEC's professionals	4.50	2,137.50
	- JLS Fee/Employment Application Review December 2013 fees and expense and supporting materials. Generate and compose fee application for December 2013	2.00	300.00
	- JV Claims Administration and Objections Mtg with WPW to review claims	0.40	118.00
1/14/2014	- JV Claims Administration and Objections Review of notice of satisfaction filed by Debtor, and update claims analysis spreadsheet accordingly	3.20	944.00
1/15/2014	- JV Claims Administration and Objections Review claims analysis section of Liquidation Analysis received from Debtor, update claims analysis spreadsheet accordingly	0.60	177.00
	- JV Claims Administration and Objections Prepare variance analysis of Liquidation Plan document received from Debtor	0.90	265.50
	- JV Travel Rate Half rate travel to Chicago for OEC conference	4.00	590.00
	- JV Business Analysis Prep meeting with Professionals for OEC meeting	6.00	1,770.00
	- JV Business Analysis Prepare work product for OEC meeting	1.00	295.00
	- WPW Travel Rate Philadelphia to Chicago for OEC meeting	4.00	950.00
	- WPW Meetings of Creditors OEC professionals meeting and prep for OEC meeting	6.00	2,850.00
1/16/2014	- JV Business Analysis OEC conference in Chicago	5.50	1,622.50
	- JV Business Analysis Prepare document packets for OEC conference in Chicago	0.40	118.00
	- JV Travel Rate Half rate return travel from OEC Conference	5.00	737.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
1/16/2014	- WPW Meetings of Creditors Meeting with OEC professionals and committee members	5.50	2,612.50
1/17/2014	- WPW Travel Rate Chicago to Philadelphia following OEC meeting	5.00	1,187.50
1/20/2014	- WPW Claims Administration and Objections Review memo re: interest rates on claims	0.60	285.00
1/22/2014	- JV Claims Administration and Objections Conference call with OEC professionals re: mediation prep	1.30	383.50
	- WPW Claims Administration and Objections OEC professionals conf call re: SEC claim	1.30	617.50
1/23/2014	- WPW Litigation Support T/c M. Melikian, NERA re: litigation model	0.70	332.50
	- WPW Litigation Support T/c M. Melickian follow-up to NERA conf call	0.20	95.00
	- WPW Litigation Support Review index of file boxes at YCST	0.60	285.00
1/24/2014	- JV Litigation Support Call with NERA re: settlement parameters	0.50	147.50
	- WPW Litigation Support OEC Professionals conf call with NERA re: valuation	0.50	237.50
	- WPW Litigation Support Review draft of insurance coverage analysis memo	0.40	190.00
1/27/2014	- JV Litigation Support Meeting with WPW re: NERA analysis and class action settlement	0.40	118.00
	- JV Litigation Support Conference call with NERA re: analysis and class action settlement	0.90	265.50
	- WPW Meetings of Creditors Review minutes and summary memo from Chicago OEC meeting	1.00	475.00
	- WPW Business Analysis Email corr OEC professionals re: OEC composition	0.60	285.00
	- WPW Litigation Support Review litigation models and prepare for NERA conference call	0.60	285.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
1/27/2014	- WPW Litigation Support Conf call with OEC professionals and NERA re: litigation models	0.90	427.50
	- WPW Litigation Support T/c M. Melickian re: NERA meeting prep	0.30	142.50
	- WPW Litigation Support Meeting with JV re: NERA analysis and class action settlement	0.40	190.00
1/28/2014	- WPW Litigation Support Conf call R. Zarhalddin and A. Hammer to follow up meeting with SEC	0.80	380.00
1/29/2014	- JV Meetings of Creditors OEC conference call	1.00	295.00
	- WPW Meetings of Creditors OEC conference call	1.00	475.00
1/30/2014	- WPW Travel Rate Travel Wilmington to New York for NERA meeting	2.50	593.75
1/31/2014	- WPW Litigation Support Mtg with M. Melickian to prepare for NERA meeting	1.00	475.00
	- WPW Litigation Support Meeting with M. Melickian and NERA to review litigation models	1.80	855.00
	- WPW Travel Rate Travel NY to Phila following NERA meeting	2.50	593.75
For professional services rendered		134.00	\$48,977.00

## Expenses:

1/1/2014	- ADM Expense Rate Pacer - Public Record Search December 2013	1.50
1/6/2014	- JV Expense Rate Additional fare for return flight from OEC meeting in Chicago 1/16/14	92.10
	- JV Expense Rate Additional fare for return flight from OEC meeting in Chicago 1/16/14	393.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Amount</u>
1/13/2014 - WPW	Expense Rate Dinner with OEC professionals following mediation prep meeting	288.05
- WPW	Expense Rate Parking for OEC professionals dinner	30.00
1/15/2014 - JV	Expense Rate Transportation to airport for OEC meeting in Chicago	28.50
- JV	Expense Rate Cab Fare OEC Conference	35.15
- WPW	Expense Rate Breakfast at PHL en route to OEC meeting	13.34
- WPW	Expense Rate Taxi MDW to hotel for OEC meeting - WPW and JV	61.00
- WPW	Expense Rate Taxi hotel to office	10.05
- WPW	Expense Rate Working lunch - JV and WPW	24.48
- WPW	Expense Rate Dinner - OEC professionals and members	604.90
1/16/2014 - JV	Expense Rate Subway transportation OEC Conference	5.00
- JV	Expense Rate Thursday Dinner OEC Conference	44.19
- JV	Expense Rate Cab Fare OEC Conference	14.45
- JV	Expense Rate Cab Fare OEC Conference	7.25
- JV	Expense Rate Cab Fare OEC Conference	6.45
- WPW	Expense Rate Taxi hotel to office for OEC meeting	10.00
- WPW	Expense Rate Taxi office to hotel following OEC meeting	15.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Amount</u>
1/17/2014 - WPW	Expense Rate Taxi hotel to MDW following OEC meeting	35.00
- WPW	Expense Rate Parking at PHL for OEC meeting	60.00
- JV	Expense Rate Return taxi cab travel from airport after OEC Conference in Chicago	90.29
1/30/2014 - WPW	Expense Rate Amtrak PHL-NYP for NERA meeting	103.00
- WPW	Expense Rate Dinner with M. Melickian before NERA meeting	66.00
1/31/2014 - WPW	Expense Rate Amtrak NYP-PHL following NERA meeting	167.00
- WPW	Expense Rate Parking at 30th Street for NERA meeting	53.00
- WPW	Expense Rate Working lunch with M. Melickian - prep for NERA meeting	46.09
<hr/> Total expenses		<hr/> \$2,304.79
Total amount of this bill		<hr/> <hr/> \$51,281.79

Gavin/Solmonese, LLC  
919 N. Market Street  
Suite 600  
Wilmington, DE 19801

Invoice submitted to:  
AgFeed USA LLC/Official Committee of Equity Security Holders  
C/O Rafael X. Zahraiddin, Esq.  
Elliott Greenleaf  
1105 Market Street, Suite 1700  
Wilmington, DE 19801  
Rafael X. Zahraiddin, Esq.

Invoice #23767                      Services Through 2/28/2014

---

Total Professional Fees	\$24,369.00
Expenses	\$609.75
Total This Invoice	\$24,978.75
<b>Balance due</b>	<b>\$24,978.75</b>

---

**Please remit to the address shown:**

Wire transfer instructions:

ABA# 031-000053  
Account #86-0583-9972  
PNC Bank, N.A. Philadelphia, PA  
Telephone notification to Judy Sacher - (302) 655-8997

Principal \_\_\_\_\_

## AgFeed USA LLC/Official Committee of Equity Security Holders

Consultant Summary			
Name		Hours	Amount
Jeremy VanEtten		21.20	\$6,254.00
Wayne P. Weitz		36.10	\$17,147.50
Edward T. Gavin, CTP		0.60	\$360.00
Judy L. Sacher		3.00	\$450.00
Joseph F. Richman		0.70	\$157.50

## Professional Services

			Hours	Amount
2/3/2014	- JV	Claims Administration and Objections Review of claims register and notice of withdrawal, update claims analysis accordingly	0.80	236.00
	- JV	Claims Administration and Objections Call with WPW and Counsel re: claims analysis	0.50	147.50
	- JFR	Claims Administration and Objections Update Claims spreadsheet with most recent claims	0.50	112.50
	- JV	Claims Administration and Objections Updates to claims analysis document per call with Counsel, prepare list of claim for investigation by Debtor	1.60	472.00
	- JV	Claims Administration and Objections Review of claims register for additional filed claims, review and categorize claims 481-490	1.90	560.50
	- WPW	Claims Administration and Objections T/c R. Zahralddin, JV, S. Kinsella re: claims analysis	0.50	237.50
	- WPW	Business Analysis Email corr E. Suttly re: insurance coverage	0.30	142.50
2/4/2014	- JV	Litigation Support Call with OEC Professionals re: mediation strategy and parameters	1.00	295.00
	- JV	Claims Administration and Objections Prepare summary and corr. M. Beresh and J. Holley re: merits of certain claims	0.80	236.00
	- JFR	Claims Administration and Objections Download and analyze most recent claims (481-490)	0.20	45.00
	- WPW	Litigation Support Conf call OEC professionals re: mediation strategy	1.00	475.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
2/4/2014	- WPW	Fee/Employment Application Review January fee application	0.30	142.50
	- WPW	Litigation Support Conf call OEC professionals and mediator in preparation for global mediation	0.50	237.50
2/5/2014	- ETG	Fee/Employment Application Review and revise interim fee application and send to JLS for filing	0.20	120.00
	- JLS	Fee/Employment Application Generate and compose interim fee application for October 1, 2013 through December 31, 2013	2.00	300.00
	- JV	Litigation Support Call with OEC Professionals and Debtor's CRO and Counsel re: mediation	1.00	295.00
	- JV	Meetings of Creditors OEC conference call	0.70	206.50
	- WPW	Litigation Support Conf call Debtors' and OEC professionals re: mediation prep	1.00	475.00
	- WPW	Meetings of Creditors OEC conference call	0.70	332.50
2/6/2014	- JLS	Fee/Employment Application Review January 2014 fees and expenses and supporting materials	1.00	150.00
2/7/2014	- WPW	Litigation Support Review drafts of OEC mediation statement	1.50	712.50
2/8/2014	- WPW	Litigation Support Email corr re: mediation	1.00	475.00
	- WPW	Litigation Support Review updated NERA models	1.30	617.50
2/9/2014	- WPW	Litigation Support Conf call M. Melickian, D's professionals re: mediation prep and damages models	1.00	475.00
	- WPW	Litigation Support Prep for call with D's professionals re: mediation	0.40	190.00
	- WPW	Litigation Support Multiple t/c's with M. Melickian following conf call with D's professionals re: mediation prep	0.80	380.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
2/9/2014	- WPW Litigation Support Email corr M. Melickian re: plaintiffs' damages model	0.30	142.50
	- WPW Financing T/c A. Hammer re: mediation prep	0.20	95.00
2/10/2014	- JV Claims Administration and Objections Review of Debtor's 6th Omnibus objection and individual claim objections, update claims analysis spreadsheet accordingly	1.20	354.00
	- JV Claims Administration and Objections Prepare new summary for use in allowed claims listing	0.80	236.00
	- JV Claims Administration and Objections Corr. R. Zahralddin and E. Suttly re: allowed claims list	0.20	59.00
2/11/2014	- JV Claims Administration and Objections Corr. WPW and Counsel re: allowed claims estimate	0.50	147.50
	- JV Claims Administration and Objections Edits and updates to claims analysis document, prepare allowed claims estimate	0.90	265.50
	- WPW Litigation Support T/c K. Maib re: mediation	0.50	237.50
	- WPW Litigation Support T/c A. Hammer re: mediation	0.30	142.50
	- WPW Claims Administration and Objections Claims review meeting with JV	0.40	190.00
	- WPW Litigation Support Review Melickian parri passu model	1.20	570.00
2/12/2014	- JV Claims Administration and Objections Update claims analysis per information from Mackinac, prepare list of allowed claims	1.30	383.50
	- JV Litigation Support Global mediation planning meeting with OEC professionals	4.50	1,327.50
	- WPW Fee/Employment Application Review January invoice	1.00	475.00
	- WPW Litigation Support Document collection and review for mediation prep mtg	1.50	712.50
	- WPW Litigation Support Mediation prep meeting with OEC professionals team	4.50	2,137.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
2/13/2014	- JV	Meetings of Creditors OEC update call	0.50	147.50
	- JV	Claims Administration and Objections Prepare list of reserve claims	0.30	88.50
	- WPW	Litigation Support Mtg with A. Hammer and M. Melickian re: mediation prep	0.50	237.50
	- WPW	Litigation Support Attend and participate in all-day global mediation	9.30	4,417.50
2/14/2014	- JV	Claims Administration and Objections Review of amendment to schedules, update OEC accordingly	0.60	177.00
2/17/2014	- JV	Business Analysis Review of Periodic Report, prepare summary	0.90	265.50
2/18/2014	- JV	Business Analysis Corr. R. Zahralddin re: Periodic Report summary	0.20	59.00
2/19/2014	- WPW	Claims Administration and Objections Email corr re: McGladrey settlement and OEC approval	0.60	285.00
	- WPW	Fee/Employment Application Review interim fee application	0.30	142.50
	- ETG	Fee/Employment Application Review and revise fee application, changes to CMW	0.40	240.00
2/21/2014	- WPW	Plan and Disclosure Statement Conf call D's and OEC professionals re: case, mediation and settlement update	1.00	475.00
	- WPW	Claims Administration and Objections Email corr. and t/c A. Hammer re: NERA analysis	1.30	617.50
2/24/2014	- WPW	Claims Administration and Objections Review AFSellco 9019 motion	0.70	332.50
2/25/2014	- WPW	Meetings of Creditors Review meeting minutes and agenda for weekly call	0.40	190.00
2/26/2014	- JV	Meetings of Creditors OEC update meeting	1.00	295.00
	- WPW	Fee/Employment Application Email corr re: fee payment information	0.30	142.50

AgFeed USA LLC/Official Committee of Equity Security Holders

	<u>Hours</u>	<u>Amount</u>
2/28/2014 - WPW Litigation Support Review NERA shareholder analysis	1.50	712.50
<hr/>		
For professional services rendered	61.60	\$24,369.00
<hr/>		
Expenses:		
2/1/2014-- ADM Expense Rate		2.80
2/28/2014 Telephone expense		
2/5/2014 - WPW Expense Rate		49.95
In-flight Internet access		
2/13/2014 - WPW Expense Rate		238.50
1 night Wilmington hotel prior to mediation		
- WPW Expense Rate		115.00
Dinner WPW, A. Hammer before mediation		
2/14/2014 - WPW Expense Rate		203.50
1 night Wilmington hotel following mediation		
<hr/>		
Total expenses		\$609.75
<hr/>		
Total amount of this bill		\$24,978.75

Gavin/Solmonese, LLC  
919 N. Market Street  
Suite 600  
Wilmington, DE 19801

Invoice submitted to:  
AgFeed USA LLC/Official Committee of Equity Security Holders  
C/O Rafael X. Zahralddin, Esq.  
Elliott Greenleaf  
1105 Market Street, Suite 1700  
Wilmington, DE 19801  
Rafael X. Zahralddin, Esq.

Invoice #23850                      Services Through 3/31/2014

---

Total Professional Fees	\$30,573.00
Expenses	\$265.29
Total This Invoice	\$30,838.29
<b>Balance due</b>	<b>\$30,838.29</b>

---

**Please remit to the address shown:**

Wire transfer instructions:

ABA# 031-000053  
Account #86-0583-9972  
PNC Bank, N.A. Philadelphia, PA  
Telephone notification to Judy Sacher - (302) 655-8997

Principal \_\_\_\_\_

## AgFeed USA LLC/Official Committee of Equity Security Holders

Consultant Summary			
Name		Hours	Amount
Jeremy VanEtten		43.90	\$12,950.50
Stanley W. Mastil		5.00	\$1,875.00
Wayne P. Weitz		31.50	\$14,962.50
Christine Ward		2.00	\$400.00
Joseph F. Richman		1.40	\$385.00

## Professional Services

			Hours	Amount
3/1/2014	- JV	Litigation Support Review of work product received from NERA	0.60	177.00
3/5/2014	- WPW	Court Hearing Prepare for and attend hearing	1.20	570.00
	- WPW	Business Analysis T/c K. Maib re: equity rollforward analysis	0.50	237.50
3/7/2014	- WPW	Business Analysis Review equity roll-forward analysis; t/c M. Melickian re: same	2.30	1,092.50
3/9/2014	- WPW	Business Analysis Email corr NERA re: equity roll-forward analysis	0.40	190.00
	- WPW	Fee/Employment Application Review February fee application supporting material	0.50	237.50
3/10/2014	- JV	Claims Administration and Objections Review of Foley claim and engagement letters re: pre-petition interest charge	1.40	413.00
	- JV	Business Analysis Prepare electronic model of January - March 2014 cash balance reports	2.70	796.50
	- JV	Business Analysis Corr. WPW re: cash balance report model	0.30	88.50
	- JV	Claims Administration and Objections Corr. WPW re: Foley interest calculation	0.30	88.50
	- WPW	Business Analysis Review media accounts of account irregularities and Debtors' use of professionals	2.10	997.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
3/10/2014	- WPW Business Analysis Corr. JV re: cash balance report model	0.30	142.50
	- WPW Claims Administration and Objections Corr. JV re: Foley interest calculation	0.30	142.50
3/11/2014	- JV Litigation Support Strategy meeting with OEC professionals	0.80	236.00
	- WPW Claims Administration and Objections Analysis of Foley invoices and claim; corr R. Zahralddin re: same	1.50	712.50
	- WPW Litigation Support Review bank transfer data	0.50	237.50
	- WPW Litigation Support OEC professionals conf call	0.80	380.00
	- JV Litigation Support Conf. WPW re: Foley claim merits and interest charges	0.80	236.00
	- JV Litigation Support Initial review of documents re: bank transfers	0.40	118.00
	- WPW Litigation Support Conf. JV re: Foley claim merits and interest charges	0.80	380.00
3/12/2014	- JV Meetings of Creditors OEC conference call	0.60	177.00
	- JV Fee/Employment Application Review of fee applications, order, and COC, corr. J. Holly re: same	0.70	206.50
	- WPW Business Analysis Conf call A. Hammer and R. Zahralddin re: case update and indemnification analysis	0.70	332.50
	- WPW Meetings of Creditors OEC conference call	0.60	285.00
	- WPW Business Analysis Review SEC filing and associated press releases and news coverage	1.80	855.00
3/13/2014	- WPW Fee/Employment Application Email corr OEC and Debtors' professionals re: fee estimates and budgets	0.60	285.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
3/13/2014	- JV	Claims Administration and Objections Review of Committee expenses chart and related CNOs	0.60	177.00
	- JV	Claims Administration and Objections Review and update claims analysis document	1.20	354.00
3/14/2014	- JV	Fee/Employment Application Review of February fee estimate, corr.J. Holley re: same	0.60	177.00
	- JV	Litigation Support Prepare electronic model of bank account data received	2.60	767.00
3/17/2014	- JV	Business Analysis Update to cash balance tracking document	0.20	59.00
	- JV	Litigation Support Conf. WPW re: bank transfer documents	0.50	147.50
	- JV	Fee/Employment Application Review of correspondence re: fee applications, review applications accordingly	0.30	88.50
	- WPW	Litigation Support T/c K. Maib re: shareholder analysis; f/u email corresp. OEC professionals re: same	1.20	570.00
	- WPW	Claims Administration and Objections Email corr re: indemnification claims	0.80	380.00
	- WPW	Litigation Support Conf. JV re: bank transfer documents	0.50	237.50
3/18/2014	- JV	Litigation Support OEC Professionals strategy meeting	0.50	147.50
	- JV	Fee/Employment Application Conf. WPW re: fees	0.20	59.00
	- JV	Fee/Employment Application Review of fees due	0.40	118.00
	- JV	Fee/Employment Application Corr. J. Holley re: fees	0.20	59.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
3/18/2014	- JV	Business Analysis Review and update daily cash balance document	0.20	59.00
	- WPW	Litigation Support Conf call OEC professionals re: indemnification	0.50	237.50
	- WPW	Fee/Employment Application Mtg JV re: fee applications and payments	0.20	95.00
3/19/2014	- JV	Litigation Support Review of SEC Complaint	1.20	354.00
	- JV	Claims Administration and Objections Review of indemnification claims and supporting documentation	1.30	383.50
	- JV	Claims Administration and Objections Prepare summary and chart of indemnification claims	0.80	236.00
	- JV	Business Analysis Review document and estimate total amount of shares held by SEC defendants	1.60	472.00
	- JV	Claims Administration and Objections Review of statements and schedules re: additional claims held by indemnitees	0.50	147.50
	- JV	Business Analysis Review and update daily cash balance document	0.20	59.00
3/20/2014	- JV	Litigation Support Document research re: bank transfer documents	1.20	354.00
	- JV	Business Analysis Corr. WPW and Counsel re: bank transfer documents	0.60	177.00
	- JV	Business Analysis Update to cash balance tracking document	0.20	59.00
	- WPW	Fee/Employment Application Review/edit fee application	0.60	285.00
	- WPW	Business Analysis Mtg JV to review analysis of bank transfers; f/u t/c JV and A. Hammer re: same	0.60	285.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
3/21/2014	- JV	Fee/Employment Application Review of 2nd interim fee application	0.70	206.50
	- JV	Fee/Employment Application Corr. Counsel and J.Holley re: payments to OCEC members	0.40	118.00
	- WPW	Business Analysis Email corr re: updated waterfall analysis	0.60	285.00
3/24/2014	- JV	Claims Administration and Objections Review and update indemnification claim matrix	0.40	118.00
	- JV	Claims Administration and Objections Corr. WPW and J. Holley re: indemnification claims	0.30	88.50
	- JV	Claims Administration and Objections Corr. J. Holley re: Committee member reimbursement check	0.20	59.00
	- JV	Claims Administration and Objections Review of Marcum claim calculation and supporting documentation	0.80	236.00
	- JV	Claims Administration and Objections Conf. WPW re: Marcum claim calculation and supporting documentation	0.60	177.00
	- WPW	Claims Administration and Objections Conf call R. Zahralddin and A. Hammer re: indemnification claims	0.50	237.50
	- WPW	Financing Mtg JV re: waterfall and cash position	0.50	237.50
	- WPW	Business Analysis Email corr re: waterfall analysis	0.40	190.00
	- CMW	Fee/Employment Application Prepared/Finalized and e-mailed to counsel the 6th monthly fee application for filing.	2.00	400.00
	- WPW	Claims Administration and Objections Conf. JV re: Marcum claim calculation and supporting documentation	0.60	285.00
	- JV	Financing Mtg WPW re: waterfall and cash position	0.50	147.50
3/25/2014	- JV	Claims Administration and Objections Review and update analysis of bank account transfers	1.50	442.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
3/25/2014	- JV	Claims Administration and Objections Review of Pazdro indemnification invoices, prepare summary and totals	0.90	265.50
	- JV	Claims Administration and Objections Review indemnification claims supporting data, update summary	1.10	324.50
3/26/2014	- JV	Business Analysis Committee Professionals strategy meeting at Elliott Greenleaf	3.00	885.00
	- JV	Claims Administration and Objections Review and update indemnification claim totals	0.60	177.00
	- JV	Claims Administration and Objections Review and update analysis of indemnification claims	0.40	118.00
	- WPW	Business Analysis OEC professionals strategy conference	3.00	1,425.00
	- WPW	Business Analysis Dinner meeting - OEC professionals	1.50	712.50
	- JV	Business Analysis Dinner meeting - OEC professionals	1.50	442.50
3/27/2014	- WPW	Court Hearing Prepare for hearing	0.50	237.50
	- WPW	Court Hearing Attend court hearing re: NERA retention and Regnante objections	1.00	475.00
	- WPW	Case Administration Email corr, t/cs re: meeting schedule coordination	0.30	142.50
3/28/2014	- WPW	Litigation Support T/c JV re: causes of action	0.50	237.50
	- JV	Business Analysis Review of updated waterfall analysis, reconcile with prior versions	1.30	383.50
	- JV	Litigation Support Multiple corr. re: box review	0.30	88.50
	- WPW	Litigation Support Email corr re: review of financial information contained in Debtors' records	0.70	332.50

## AgFeed USA LLC/Official Committee of Equity Security Holders

			<u>Hours</u>	<u>Amount</u>
3/28/2014	- SWM	Litigation Support Multiple corr. related to forensic document review	0.30	112.50
	- JV	Litigation Support T/c WPW re: causes of action	0.50	147.50
3/31/2014	- SWM	Litigation Support T/c with WPW, JV, and counsel re: document review and related follow up meeting	1.00	375.00
	- JFR	Claims Administration and Objections Corr with JV on Omnibus Objections 7 and 8	0.40	110.00
	- JFR	Claims Administration and Objections Update Claims Register with Omnibus objections 7 and 8	1.00	275.00
	- SWM	Litigation Support Review SEC complaint and related documents	2.60	975.00
	- SWM	Litigation Support Preliminary review of FTI documents	1.10	412.50
	- WPW	Litigation Support Conf call OEC professionals re: document review and case strategy	1.00	475.00
	- WPW	Litigation Support T/c JV, A. Hammer re: SEC settlement proposal	0.50	237.50
	- JV	Litigation Support Conf. Counsel, WPW and SWM re: box review and litigation strategy	1.00	295.00
	- JV	Litigation Support Conf. WPW re: Liquidation Analysis	0.60	177.00
	- JV	Business Analysis Prepare electronic model of SEC settlement analysis and waterfall, prepare various scenarios	1.90	560.50
	- JV	Litigation Support Conf. A. Hammer and WPW re: SEC settlement model	0.50	147.50
	- JV	Claims Administration and Objections Review of 7th & 8th Omnibus objections	0.60	177.00
	- JV	Claims Administration and Objections Corr. JFR re: 7th & 8th Omnibus objections	0.40	118.00

## AgFeed USA LLC/Official Committee of Equity Security Holders

		<u>Hours</u>	<u>Amount</u>
3/31/2014 - JV	Fee/Employment Application Review of January fee app, corr. J. Holley re: same	0.20	59.00
- WPW	Litigation Support Conf. JV re: Liquidation Analysis	0.60	285.00
For professional services rendered		83.80	\$30,573.00
Expenses:			
3/26/2014 - WPW	Expense Rate Parking - dinner mtg with A. Hammer, M. Melickian, R. Soloway and JV		18.00
- JV	Expense Rate Dinner and drinks with Hammer/Melickian from SFGH, WPW, and Russel Solloway from E-G		219.29
- JV	Expense Rate Parking for dinner with AgFeed professionals		28.00
Total expenses			\$265.29
Total amount of this bill			\$30,838.29

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

In re: ) Chapter 11  
 )  
AgFeed USA, LLC, *et al.*,<sup>1</sup> ) Case No. 13-11761 (BLS)  
 )  
Debtors. ) Jointly Administered

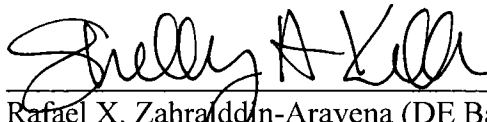
**CERTIFICATE OF SERVICE**

I hereby certify that I caused a copy of the *Third Interim Fee Application of Gavin/Solmonese LLC, Financial Advisor to the Official Committee of Equity Security Holders* (the "Application") to be served on all Notice Parties, as defined in the Interim Compensation Order (Docket No. 176) via First Class Mail on Exhibit A, attached hereto.

I also caused a copy of the Notice to the Application to be served on the attached 2002 service list via First Class U.S. Mail.

Dated: May 15, 2014  
Wilmington, Delaware

**ELLIOTT GREENLEAF**



Rafael X. Zahraiddin-Aravena (DE Bar No. 4166)  
Eric M. Suty (DE Bar No. 4007)  
Shelley A. Kinsella (DE Bar No. 4023)  
1105 North Market Street, Suite 1700  
Wilmington, Delaware 19801  
Telephone: (302) 384-9400  
Facsimile: (302) 384-9399  
Email: rxza@elliottgreenleaf.com  
Email: ems@elliottgreenleaf.com  
Email: sak@elliottgreenleaf.com

*Counsel to the Official Committee of  
Equity Security Holders*

---

<sup>1</sup> 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 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.

EXHIBIT A

AgFeed USA, LLC  
816 Congress Ave., Suite 1280  
Austin, TX 78701  
(Debtor)

David L. Buchbinder, Esq.  
Office of the United States Trustee  
844 N. King Street, Suite 2207  
Wilmington, DE 19801

Bruce S. Nathan, Esq.  
Lowenstein Sandler LLP  
1251 Avenue of the Americas, 17<sup>th</sup> Floor  
New York, NY 10020

Jeffrey D. Prol, Esq.  
Timothy R. Wheelers, Esq.  
Beth L. Williams, Esq.  
Lowenstein Sandler LLP  
65 Livingston Avenue  
Roseland, NJ 07068

Nancy A. Peterman, Esq.  
Matthew T. Gensburg, Esq.  
Paul T. Fox, Esq.  
Greenberg Traurig, LLP  
77 West Wacker Drive, Suite 3100  
Chicago, IL 60601

Sandra G. Selzer, Esq.  
Greenberg Traurig, LLP  
The Nemours Building  
1007 North Orange Street  
Wilmington, DE 19801

Keith A. Maib  
Chief Restructuring Officer  
Mackinac Partners LLC  
180 High Oak, Suite 100  
Bloomfield Hills, MI 48304

Robert S. Brady  
Young Conaway Stargatt & Taylor, LLP  
1000 North King Street  
Wilmington, DE 19801

2002 Service List

AgFeed USA, LLC  
816 Congress Ave., Suite 1280  
Austin, TX 78701  
(Debtor)

David Buchbinder, Esq.  
Office of The US Trustee Delaware  
844 King St., Ste 2207  
Lockbox 35  
Wilmington, DE 19801

Bruce S. Nathan, Esq.  
Lowenstein Sandler LLP  
1251 Avenue of the Americas, 17<sup>th</sup> Floor  
New York, NY 10020

Jeffrey D. Prol, Esq.  
Timothy R. Wheelers, Esq.  
Beth L. Williams, Esq.  
Lowenstein Sandler LLP  
65 Livingston Avenue  
Roseland, NJ 07068

Nancy A. Peterman, Esq.  
Matthew T. Gensburg, Esq.  
Paul T. Fox, Esq.  
Greenberg Traurig, LLP  
77 West Wacker Drive, Suite 3100  
Chicago, IL 60601

Sandra G. Selzer, Esq.  
Greenberg Traurig, LLP  
The Nemours Building  
1007 North Orange Street  
Wilmington, DE 19801

Keith A. Maib  
Chief Restructuring Officer  
Mackinac Partners LLC  
180 High Oak, Suite 100  
Bloomfield Hills, MI 48304

Robert S. Brady  
Young Conaway Stargatt & Taylor, LLP  
1000 North King Street  
Wilmington, DE 19801

Securities and Exchange Commission  
Secretary of the Treasury  
100 F Street NE  
Washington, DC 20549

Securities and Exchange Commission  
George S. Canellos, Reg. Director  
New York Regional Office  
3 World Financial Center, Suite 400  
New York, NY 10281-1022

ADM Alliance Nutrition Inc.  
(Re: Unsecured Creditors Committee)  
Brandon Ledger  
4666 Faries Parkway  
Decatur, IL 62526

US Attorneys Office  
1007 N Orange St., Ste 700  
PO Box 2046  
Wilmington, DE 19899

LCSWMA  
(Re: Equity Security Holders Committee)  
James Warner, CEO  
PO Box 4425  
Lancaster, PA 17604

Don Tesh  
536 Shadow Lane  
Winston-Salem, NC 27107

2002 Service List

Marcum Bernstein and Pinchuk  
(Re: Unsecured Creditors Committee)  
7 Penn Plaza, Suite 830  
New York, NY 10001

Ives Co. Holdings LLC  
(Re: Unsecured Creditors Committee)  
P.O. Box 20900  
Dallas, TX 75320-9000

Phillip Quade  
260 Randolph Street  
PO Box 137  
Douglas, MI 49406

Mario Grech  
(Re: Equity Security Holders Committee)  
38 Grenville Street  
Toronto, ON M4Y 1A5  
CANADA

Agri-Vest Inc  
Attn: Bruce Klostermann  
2998 197th Street  
Earlville, IA 52041

Protiviti Risk & Business Consulting  
(Re: Unsecured Creditors Committee)  
Suite 2618, Central Plaza  
No. 381 Huai Ha Zhong Rd.  
Shanghai, 200020  
PEOPLE'S REPUBLIC OF CHINA

Bass Berry & Sims PLC  
Attn: Overton Thompson, III  
150 Third Ave South, Suite 2800  
Nashville, TN 37201

Bank of the West  
Attn: Sharon Harms  
25227 Camina Ramon  
Nc-B07-3b-H  
San Ramon, CA 94583

Youngblood Land & Livestock  
Attn: Bruce Youngblood  
1068 M Avenue  
Jefferson, IA 50129

Blank Rome LLP  
Michael B. Schaedle  
One Logan Square  
130 North 18th Street  
Philadelphia, PA 19103-6998

C/O Recovery Mgmt Systems Corp  
(Re: GE Capital Retail Bank)  
25 SE 2nd Avenue  
Suite 1120  
Miami, FL 33131-1605

Bryan Cave LLP  
Brian C Walsh  
211 North Broadway, Suite 3600  
St. Louis, MO 63102-2750

Enterprise Fleet Services  
Attn: Christina Skelton  
Enterprise Fleet Mgt. Customer Billing  
5359 Merriam Drive  
Kansas City, MO 64180-0089

C&N Livestock Farms, LLC  
Attn: Jon Bjornstad  
3627 Lakeview Trail  
Eagan, MN 55122

2002 Service List

Jery Seitz DBA Some Box LLC  
Attn: Jeremy Seitz  
228 Park Avenue South, #35693  
New York, NY 10003

Clover Ridge Enterprises LLC  
Attn: Mark Hood  
100 West Street  
PO Box 362  
Lohrville, IA 51453

Kutak Rock LLP  
Jeffrey T. Wegner / Lisa M. Peters  
1650 Farnam Street  
Omaha, NE 68102

Iowa Attorney General  
Attn: Bankruptcy Noticing  
1305 E Walnut Street  
Des Moines, IA 50319

Internal Revenue Service  
PO Box 7346  
Philadelphia, PA  
19101-7346

Hormel Foods Corporation  
Attn: Frank Kubesh  
1 Hormel Place  
Austin, MN 55912

Newfeeds LLC  
Attn: Elwyn Bruhl  
2626 1st Avenue S.  
PO Box 818  
Fort Dodge, IA 50501

Kalros, LLC  
Attn: Roger Baker  
4615 Blarney Drive  
Cedar Rapids, IA 52411

Riverside Claims LLC  
PO Box 626  
Planetarium Station  
New York, NY 10024

Internal Revenue Service  
Centralized Insolvency Operation  
2970 Market St  
Philadelphia, PA 19104-5002

Shuttleworth & Ingersoll, PLC  
Wesley B. Huisinga  
U.S. Bank Bldg  
PO Box 2107  
Cedar Rapids, IA 52406-2107

Morris James LLP  
Stephen M Miller  
500 Delaware Ave., Ste. 1500  
Wilmington, DE 19801-1494

Vet Rx, Inc.  
Director, Officer or Managing Agent  
1196 Hwy 3 South  
Northfield, MN 55057

Perrinjaquet Fetterkether Site, LLC  
Attn: Kevin Perrinjaquet  
1986 Highway 3  
Edgewood, IA 52042

2002 Service List

The Colony Club  
Director, Officer or Managing Agent  
1500 Main Street  
Springfield, MA 01115

Shannon, Martin, et al.  
Mark S. Finkelstein  
1001 McKinney Street, Suite 1100  
Houston, TX 77002

Blank Rome LLP  
Regina Stango Kelbon, Esq.  
Alan M. Root, Esq.  
1201 Market Street, Suite 800  
Wilmington, DE 19801

Secretary of State  
Division of Corporations  
Franchise Tax  
PO Box 898  
Dover, DE 19903

Delaware State Treasury  
820 Silver Lake Blvd, Suite 100  
Dover, DE 19904

Stevens & Lee, PC  
Joseph H. Huston, Jr.  
1105 North Market Street, 7th Floor  
Wilmington, DE 19801

Dean J. Abplanalp  
1944 Hillside Drive  
Franklin, IN 46131

Michael Buck  
11 Robbins Farm Road  
Dunstable, MA 01827

Attorney General's Office  
Attn: Bankruptcy Noticing  
State Of North Carolina  
9001 Mail Service Center  
Raleigh, NC 27699-9001

Colorado Attorney General's Office  
Attn: Bankruptcy Noticing  
Ralph L Carr Colorado Judicial Ctr.  
1300 Broadway, 10th Floor  
Denver, CO 80203

Oklahoma Attorney General  
Attn: Bankruptcy Noticing  
313 Ne 21st Street  
Oklahoma City, OK 73105