

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MISSOURI

In Re:) In Proceedings Under Chapter 11
)
FARMLAND INDUSTRIES, INC., et al.,) Case No. 02-50557-JWV
) Joint Administration
Debtors.)

OMNIBUS MOTION OF RETIREES' COMMITTEES

COMES NOW the Retirees' Committee and files this Omnibus Motion, respectfully moving the Court to:

(1) Remove Agenda items Nos. 4 and 5, of the Agenda for December 16, 2003, Hearing, just received this morning. It is incorrectly indicated that the Retirees' Committee had filed no objections to these two motions. On December 8, 2003, the Retirees' Committee had filed its Objections, see Document #7056, Retirees' Committee's Response and Objections to Debtors' (1) Motion for Order Approving "Agreement" to Modify and (2) Motion for Order Approving Debtors' Proposal to Modify;

(2) Continue Agenda Items Nos. 4 and 5, so as to allow the Retirees' Committee to prepare presentation of its Objections. The Retirees' Committee was improperly led to believe by Debtors that a settlement had been reached (see No. 3, below). As a result, there has been insufficient time to prepare presentation of its Objections. Also, in belief that a settlement had been reached, the Objections of Retirees' Committee to Confirmation of Second Amended Plan of Reorganization (Document #7010) has not been readied for presentation, and continuance of said Objection is also respectfully requested.

(3) Enforce the Term Settlement Agreement of December 10, 2003. On said date, the parties reached a settlement, which Debtors are now trying to evade by improperly adding terms allowing deductions to be made from the settlement amount of \$7,600,000.00. A true and complete copy of the Term Sheet Memorializing the Agreement Reached in a Negotiation Session on December 10, 2003, is attached hereto, marked Exhibit "A", and made a part hereof.

(4) Censure one of Debtors' counsel, a member of the Missouri Bar, for violating Rule 4-4.2 of the Missouri Rules of Professional Conduct. On December 15, 2003, said counsel improperly contacted one of the Committee members, Earl Knauss, and discussed matters in issue at length with him. Counsel was aware he did not have authority to do so. Said counsel had also talked earlier in the day with another Committee member, Curt Walther.

SHAPIRO, MANSON & KARBANK

By /s/ Alvin D. Shapiro _____
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ATTORNEY FOR THE COMMITTEE
OF RETIRED EMPLOYEES PURSUANT
TO § 1114(d)

CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing Omnibus Motion of Retirees' Committee were served on this 16th day of December, 2003, to all those persons receiving notices of filings via the ECF system.

____/s/ Alvin D. Shapiro_____
Alvin D. Shapiro

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NOTICE REGARDING EXHIBIT ATTACHMENTS

Exhibit A which is an attachment to Omnibus Motion of Retirees' Committees is in paper form only and is being maintained in the case file in the Clerk's office.

SHAPIRO, MANSON & KARBANK

By ___/s/ Alvin D. Shapiro_____
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ATTORNEY FOR THE COMMITTEE
OF RETIRED EMPLOYEES PURSUANT
TO § 1114(d)

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Notice Regarding Exhibit Attachments was served this 16th day of December, 2003, by U.S. Mail, postage prepaid, on all the parties not receiving electronic service in these proceedings.

___/s/ Alvin D. Shapiro ___
Alvin D. Shapiro