

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF MISSOURI**

In the matter of:)
)
FARMLAND INDUSTRIES, INC.,) Bankruptcy Case No.
et., al,) 02-50557-JWV
) Joint Administration
Debtors.)

AFFIDAVIT OF DAVID M. FOUTS

STATE OF OHIO)
) §
COUNTY OFCUYAHOGA)

David M. Fouts respectfully states:

1. That I am an employee of Cap Gemini Ernst & Young U.S. LLC (“Cap Gemini”).
2. That Cap Gemini is a member of the Official Committee of Unsecured Creditors (the “Creditors Committee”) and that I am the primary representative of Cap Gemini on the Creditors Committee.
3. That I served on a Sub-Committee of the Creditors Committee, along with Jerry Dean, for the purpose of interviewing candidates for the position of Liquidating Trustee pursuant to the proposed plan of the Debtors.
4. That on October 16, 2003, I participated in the interview of candidates for the position of Liquidating Trustee in coordination with representatives of the Official Committee of Bondholders (the “Bondholders Committee”) and the Debtors.
5. That five candidates for the position of Liquidating Trustee were interviewed by the Creditors Committee, the Bondholders Committee and the Debtors on October 16, 2003.
6. That the five candidates interviewed were JP Morgan Chase & Co., American Express, Bridge Wind Down, Executive Sounding Board and former Bankruptcy Judge James Goodman.
7. That of the five candidates interviewed JP Morgan Chase & Co. was my last choice.

8. That on October 21, 2003, a meeting was held in Kansas City, Missouri at the offices of Farmland Industries, Inc. and I advised Tom Grace, the Chairman of the Bondholders Committee and Michael Small, Counsel to the Bondholders Committee, that of the five candidates that JP Morgan Chase & Co. was my last choice and Bridge Wind Down was my first choice.

9. That among the reasons for my determination that JP Morgan Chase & Co. was my last choice of the five candidates interviewed included the failure of JP Morgan Chase & Co. to provide information as to relevant experience of service as a Liquidating Trustee or Plan Administrator in bankruptcy cases in light of repeated questions asking JP Morgan Chase & Co to provide examples of such service; and the focus by JP Morgan Chase & Co. in their presentation primarily on cash management and claims disbursement issues.

/s/ David M. Fouts
DAVID M. FOUTS

Subscribed and Sworn to before me this 16th day of December.

/s/ Geoffrey R. Myers
Notary Public

My commission expires: November 13, 2005