

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MISSOURI**

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

**ORDER AUTHORIZING FARMLAND INDUSTRIES, INC.
TO PURCHASE ITS 25% OWNERSHIP INTEREST IN THE PROMISSORY NOTE
OF AGRONOMY COMPANY OF CANADA FROM AGRILIANCE LLC**

Upon consideration of the Debtors' Motion for Order Authorizing Farmland Industries, Inc. to Purchase its 25% Ownership Interest in the Promissory Note of Agronomy Company of Canada from Agriliance, LLC (the "Motion") and after finding that good and sufficient notice has been given; and the Court having determined that the relief sought in the Motion, pursuant to Sections 105(a) and 363 of the Bankruptcy Code and Rules 2002, 6004 and 9016 of the Federal Rules of Bankruptcy Procedure, is an appropriate exercise of the Debtors' business judgment and is in the best interest of Debtors, their estates, their creditors and all parties-in-interest; and after due deliberation and sufficient cause appearing therefore, the Court therefore GRANTS the Motion in its entirety for the reasons set forth in the Motion.

IT IS HEREBY ORDERED AS FOLLOWS:

A. The relief requested in the Motion is granted in all respects and transactions contemplated thereby are approved in all respects.

B. Farmland is authorized to purchase 25% of that certain promissory note executed in favor of Agriliance LLC and delivered by Agronomy Company of Canada (the "ACC Note"), for a purchase price of 25% of the principal and accrued interest on the ACC Note (approximately \$10.2 million). Farmland's obligation to purchase its pro rata share of the ACC Note is contingent upon ACC obtaining replacement financing to pay off the obligation before December 31, 2003.

Dated: December 16, 2003

/s/ Jerry W. Venters
UNITED STATES BANKRUPTCY JUDGE

ORDER SUBMITTED BY:

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