

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

In re:	)	
	)	
FARMLAND INDUSTRIES, INC., et al.,	)	Case No. 02-50557-JWV
	)	
Debtors.	)	Joint Administration

**INTERIM ORDER APPROVING DEBTORS' MOTION FOR ORDER  
AUTHORIZING FIRST AMENDMENT TO DIP CREDIT AGREEMENT**

The Court takes up for consideration at this time the Debtors' Motion For Order Authorizing First Amendment to DIP Credit Agreement (Document # 2000), and the Objections thereto.

The Court has considered the evidence adduced at the hearing on this Motion, which was spread over two days and concluded on February 25, 2003. Because of the impact of this matter on the Debtors and their bankruptcy estates, the DIP Lenders, the Committees, and most important of all the Debtors' creditors, the Court is issuing this Interim Order so that some if not all of the uncertainties with respect to the Debtors' continued DIP financing can be removed from the case at this time and the Debtors can move ahead with their restructuring and reorganization. It is the Court's intention to enter a Final Order and issue an extended opinion setting out the Court's findings of fact and conclusions of law within thirty to forty-five days of entry of this Interim Order.

Based on the evidence adduced, the Court is convinced that the First Amendment to the DIP Credit Agreement should be approved. The Court believes that the proposed extension of financing – though it contains definite risks for the Debtors – represents an appropriate exercise of the Debtors' management's sound and reasonable business judgment, that no alternative financing is available to the Debtors at this time, and that the extension of financing sought by the Debtors is, all things considered, in the best interests of the creditors.

Therefore, it is

**ORDERED** that the Debtors' Motion For Order Authorizing First Amendment to DIP Credit Agreement (Document # 2000) be and is hereby approved and shall take effect immediately, and all objections to the Motion are hereby overruled. It is

**FURTHER ORDERED** that the DIP Lenders shall immediately cease charging the Debtors interest at the default rate, as provided in Sections 2 and 4 of the First Amendment to DIP Credit Agreement. It is

**FURTHER ORDERED** that the Court shall, within thirty to forty-five days of entry of this Interim Order, issue an extended opinion setting out the Court's findings of fact and conclusions of law on the issues presented, and shall at that time enter its Final Order approving the Debtors' Motion.

**SO ORDERED** this 3<sup>rd</sup> day of March, 2003.

/s/ Jerry W. Venters  
United States Bankruptcy Judge