

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

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

**MOTION OF DEBTORS TO FIX TIME FOR FILING  
DISCLOSURE STATEMENT IN CONNECTION WITH  
DEBTORS' JOINT PLAN OF REORGANIZATION**

Farmland Industries, Inc., et al., Debtors and Debtors in Possession (“Debtors”), submit their Motion for Leave to File Debtors’ Joint Plan of Reorganization Excluding the Disclosure Statement (the “Motion”) and state as follows:

1. On May 31, 2002 (the “Petition Date”), the Debtors filed voluntary petitions in this Court for reorganization relief under Chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to Sections 1107(a) of the Bankruptcy Code.

2. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334 and the Amended General Order of the United States District Court for the Western District of Missouri as amended. Venue of this case and motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. Farmland Industries, Inc. (“Farmland”), is a Kansas corporation headquartered in Kansas City, Missouri. Farmland is organized and operated as a cooperative system of farm and food related businesses.

4. Farmland Foods, Inc. (“Foods”), is a Kansas corporation, whose equity is held entirely by Farmland, with the exception of \$3.3 million of equity held by individuals or entities whose locations are unknown. Farmland Foods is an integrated food processing

company which owns and operates pork processing plants and markets the product from those plants.

5. Farmland Pipe Line Company (“Pipe Line”), is a Kansas corporation, 100% owned by Farmland, which operates petroleum pipelines in the state of Kansas.

6. Farmland Transportation, Inc. (“Transportation”), is a Missouri corporation, 100% owned by Farmland, which provides truck and barge transport for Farmland, its subsidiaries, and the general public.

7. SFA, Inc. (“SFA”), is an Arkansas corporation, 100% owned by Farmland, which operates company-owned farm supply stores in Arkansas, Louisiana and Mississippi.

8. Foods, Pipe Line, Transportation and SFA are collectively referred to as the “Farmland Subsidiaries”.

9. Farmland, in conjunction with Farmland Subsidiaries and other non-debtor consolidated subsidiaries, manufactures and markets fertilizer and operates an integrated food and food processing business.

10. On or before November 27, 2002, the Debtors intend to file their Joint Plan of Reorganization (and as thereafter may be amended the “Plan”).

11. Pursuant to Bankruptcy Rule 3016(b) a disclosure statement with respect to the Plan may be filed within a time fixed by the Court. “In a chapter ... 11 case, a disclosure statement under § 1125 ... shall be filed ... within a time fixed by the court.”

12. The Debtors continue to develop significant financial and legal documents and analyses that will be necessary for a full description and explanation of the Plan. However, to commit those documents and analyses to a formal disclosure statement at this time would be

(i) unrealistic; (ii) a great waste of estate assets; and (iii) necessarily imprecise given the current state of those documents and analysis. It is anticipated that a disclosure statement will be prepared and filed on or before February 28, 2003.

13. The relief requested is in the best interests of creditors and the estates.

14. Based on the foregoing, the Debtors request this Court enter an order granting the Debtor to and including February 28, 2003 to file a disclosure statement.

15. The Debtors request that this matter be heard on the Court's November 26, 2002 docket setting for this case.

WHEREFORE, the Debtors respectfully request that the Court enter an Order granting the Debtors to and including February 28, 2003 in which to file a disclosure statement with respect to the Plan and granting such other and further relief as the Court deems just and proper.

FARMLAND INDUSTRIES, INC., ET AL.

By /s/ Laurence M. Frazen

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that the above-referenced Motion of Debtors to Fix Time for Filing Disclosure Statement In Connection With Debtors' Joint Plan of Reorganization was served on those parties which do not receive electronic notice in these proceedings, via U. S. Mail, postage prepaid, on November 12, 2002.

/s/ Laurence M. Frazen