UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MISSOURI
KANSAS CITY DIVISION

In Re:	§	**In Proceedings Under Chapter 11**
	§	
Farmland Industries, Inc., *et al.*,	§	**Case No. 02-50557-JWV**
	§	**Joint Administration**

JOINDER OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO DEBTORS' OBJECTION AND RESPONSE TO MOTION FOR APPOINTMENT OF RETIREES' COMMITTEE [DOCKET #3919]

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

The Official Committee of Unsecured Creditors (the "Committee") of Farmland Industries, Inc., Farmland Foods, Inc., Farmland Transportation, Inc., Farmland Pipeline Company, and SFA, Inc. (collectively, the "Debtors"), files this Joinder (the "Joinder") to the Debtors' Objection (the "Objection") and Response to the Motion for Appointment of Retirees' Committee (the "Motion"). In support of the Joinder, the Committee would show as follows:

I.
BACKGROUND

1. On May 31, 2002 (the "Petition Date"), the Debtors filed separate voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Western District of Missouri, thereby commencing the above-styled cases.

2. The Debtors continue to operate their businesses and manage their assets as debtors-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108. No trustee or examiner has been appointed.

3. On June 3, 2002, pursuant to Section 1102(a)(1) of the Bankruptcy Code, the United States Trustee (the "U.S. Trustee") appointed the Committee to represent all non-

bondholder unsecured creditors in these cases, including creditors at each of the five debtors that are a part of these bankruptcy proceedings. On that same day, the U.S. Trustee appointed an Official Committee of Bondholders (the "Bondholders Committee"). No other official committees have been appointed.

4. The Court has jurisdiction over this matter under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b)(2). Venue is proper under 28 U.S.C. §§ 1408 and 1409.

5. On June 12, 2003, Earl Knauss, Jerry Schwab and Jack Warren, three retired former employees of the Debtors (the "Retirees") filed the Motion, seeking the appointment of an official committee of retirees pursuant to 11 U.S.C. § 1114.

6. On June 23, 2003, the Debtors filed the Objection to the Motion.

II.
THE COMMITTEE'S JOINDER

7. The Committee agrees with the factual and legal arguments set forth in the Debtors' Objection and, accordingly, files this Joinder in support of the Debtors' Objection.

III.
CONCLUSION

8. The Committee objects to the Motion of the Retirees and requests that the Court deny the Retirees' request for appointment of a retirees' committee.

WHEREFORE, PREMISES CONSIDERED, the Committee respectfully requests that the Court: (a) deny the Motion in its entirety; and (b) grant such other and further relief as is just and proper.

Respectfully submitted this 23rd day of June, 2003.

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Christopher A. Artzer

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ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Joinder has been served by first class mail, postage pre-paid on those parties on the Master Service List not receiving electronic notice on this 24th day of June, 2003.

/s/ Christopher A. Artzer
Christopher A. Artzer