UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MISSOURI

In Re:	)	**In Proceedings Under Chapter 11**
	)	
FARMLAND INDUSTRIES, INC., ET AL.,	)	**Case No. 02-50557(JWV)**
	)	**Joint Administration**
Debtors.	)	

NOTICE OF SUBMISSION OF SECURITIES RELATED FEES AND EXPENSES OF FRIED, FRANK, HARRIS, SHRIVER & JACOBSON FOR THE PERIOD OF JUNE 1, 2003 THROUGH JUNE 30, 2003

COMES NOW Fried, Frank, Harris, Shriver & Jacobson ("Fried Frank"), special counsel to Farmland Industries, Inc., et al., Debtors and Debtors in Possession ("Debtors'), and pursuant to Standing Order No. 2 Establishing Procedures for Interim Compensation and Establishing Fee and Expense Guidelines, entered on July 12, 2002 ("Standing Order #2"), submits its statement for services rendered and expenses advanced in connection with securities related matters for the period of June 1, 2003 through June 30, 2003, a copy of which is available upon request to the undersigned. Pursuant to Standing Order #2, Fried Frank hereby seeks payment of 100 percent of its fees (of which 20% will be held in its client trust account) and 100 percent of its expenses in the following amounts:

Professional Fees @ 100%	$ 6,331.50
Expenses @ 100%	655.96
Total	$ 6,987.46

The time records attached hereto reflect the time posted for which Fried Frank is seeking compensation. A summary of the expenses for which reimbursement is sought is also attached.

Dated: July 17, 2003

FRIED, FRANK, HARRIS, SHRIVER & JACOBSON

By: /s/ Kenneth R. Blackman

Kenneth R. Blackman
A Member of the Firm
One New York Plaza
New York, NY 10004
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Attorneys for Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing, along with a true and accurate copy of the Statement of Account, was served this 23rd day of July, 2003, by regular U.S. Mail, postage prepaid, on the following:

The United States Trustee
3440 Charles Evans Whittaker Courthouse
400 E. Ninth Street
Kansas City, MO 64106

Bryan Cave LLP
1200 Main Street, Suite 3500
Kansas City, MO 64105
Attn: Laurence M. Frazen
Cynthia Dillard Parres
Lead Counsel for the Debtors

McDowell, Rice, Smith & Garr, PC
The Skelly Building
605 W. 47th Street, Suite 350
Kansas City, MO 64112-1905
Attn: Jonathan A. Margolies, Esq.
Local Counsel for Lenders

O'Melveny & Myers LLP
400 South Hope Street
Los Angeles, CA 90071-2899
Attn: Evan Jones, Esq.
Counsel for Lenders

Husch & Eppenberger, LLC
1200 Main Street, Suite 1700
Kansas City, MO 64105
Attn: Christopher J. Redmond, Esq.
Local Counsel to the Unsecured Creditors Committee

Akin, Gump, Strauss, Hauer & Feld LLP
1900 Pennziol Place – South Tower
711 Louisiana
Houston, TX 77002
Attn: S. Margie Venus, Esq.
Counsel to the Unsecured Creditors Committee

Polsinelli Shalton & Welte
700 W. 47th Street, Suite 1000
Kansas City, MO 64112-1808
Attn: Daniel J. Flanigan, Esq.
Local Counsel to Bondholders Committee

Foley & Lardner
One IBM Plaza
330 N. Wabash Avenue, Suite 3300
Chicago, IL 60611-3608
Attn: Michael J. Small, Esq.
Counsel for Bondholders Committee

Farmland Industries, Inc.
12200 North Ambassador Drive
Kansas City, MO 64163
Attn: Loretta Patton

By: /s/ Jin Kim
Jin Kim

alp_132: Matter Detail (babstan/173172)
Run Date & Time: 07/15/03 12:33:49

Fried, Frank, Harris, Shriver & Jacobson
Work Date Thru : 06/30/03

Client: 011887 FARMLAND INDUSTRIES
Matter: 00010 CHAPTER 11- GENERAL

Billing Prt : KENNETH R. BLACKMAN
Responsible Prt: KENNETH R. BLACKMAN

Proforma: 1871784 (00027)
Status: B

U N B I L L E D T I M E D E T A I L

Employee Name	Dept	Position	Work Date	Description	Hours	Amount	Index Number
BLACKMAN, KENNETH R.	10	PARTNER	06/02/03	Calls w/S. Rhodes, D. Fleming re Modification of SEC filing obligation	0.30	202.50	7553078
ROSE, ANGELA	80	ADMIN	06/02/03	Blackman (CORP): obtained various releases and no action letters	0.10	19.50	7606573
BLACKMAN, KENNETH R.	10	PARTNER	06/03/03	Review No-Action Letters	0.30	202.50	7561034
			06/13/03	Review "No Action Letter"; Call w/Fleming	0.50	337.50	7562424
			06/16/03	Work on no-action letter re modifying reporting obligations	2.50	1,687.50	7564598
ROSE, ANGELA	80	ADMIN	06/16/03	Blackman (CORP): SEC no-action letters - Brazos Sportswear etc	0.20	39.00	7606642
BLACKMAN, KENNETH R.	10	PARTNER	06/17/03	Call w/Fleming re SEC re no-action letter (.1); Call to SEC re same (.1); Revisions to letter (.3); Review new draft of SEC accounting comment letter (.5)	1.00	675.00	7566308
			06/18/03	Calls w/Fleming re and revisions to no-action letter draft (1.0); Call w/Fleming re review of draft of proposed response to SEC accounting comments (.2)	1.20	810.00	7570017
			06/19/03	Call w/Fleming re SEC no-action letter (.1); Call w/Fleming re SEC accounting comments response letter (.3)	0.40	270.00	7570022
			06/20/03	Calls w/Fleming re proposed SEC conference call, etc.	0.20	135.00	7570027
			06/23/03	Submission of no-action letter draft; Call w/Fleming	0.50	337.50	7574843
PINDER, BHRONDA A.	10	PARALEGAL	06/23/03	File no action letter for K. Blackman of NYO; distribute file receipt.	0.90	130.50	7612382
BLACKMAN, KENNETH R.	10	PARTNER	06/26/03	Conference call w/SEC & Fleming, Rhodes, Broadstone; Preparation for the call; Follow-up calls to Fleming, Rhodes	1.20	810.00	7579923
			06/27/03	Emails & calls w/Fleming re and review of new drafts of SEC accounting comments letter	1.00	675.00	7579928
				Total	***10.30***	***6,331.50***	
				Matter Total	***10.30***	***6,331.50***	

FRIED, FRANK, HARRIS, SHRIVER & JACOBSON

NATURE OF DISBURSEMENTS	AMOUNT
Photocopying (@ $0.12 per page)	$46.08
Telecommunications	
Telephone	$6.30
Telecopier	$0.00
Computerized Research	$371.47
Word Processing, Secretarial and Other Staff Services	$201.61
Couriers	$30.50
Postage	$0.00
Working Meals	$0.00
Out-of-Town Expenses	
Transportation	$0.00
Meals	$0.00
Lodging	$0.00
TOTAL	$655.96