

**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
^{1/})	Joint Administration
Debtors.)	

**AGENDA
October 22, 2002 Hearing**

1. Seaboard Corporation's Motion to Shorten Time for Debtors to Assume or Reject Unexpired Lease and Executory Contract [docket #571]

Objection: Objection of Official Committee of Bondholders to Seaboard Corporation's Motion to Shorten Time for Debtors to Assume or Reject Unexpired Lease and Executory Contract [docket #781]

Response: Debtors' Response to Seaboard Corporation's Motion to Shorten Time for Debtors to Assume or Reject Unexpired Lease and Executory Contract [docket #889]

Status: Will go forward.

2. Motion of National Cooperative Refining Association ("NCRA") for Relief from Automatic Stay or for Adequate Protection [docket #634]

Objection: Debtor's Limited Objection to Motion of National Cooperative Refining Association ("NCRA") for Relief from Automatic Stay or for Adequate Protection [docket # 927]

Status: Will go forward.

3. Application Under 11 U.S.C. §§ 327 and 328 for Authorization to Employ UBS Warburg LLC as Financial Consultants for Debtors and Debtors in Possession [docket #698] and Amended Application Under 11 U.S.C. §§ 327 and 328 for Authorization to Employ UBS Warburg LLC as Financial Consultants for Debtors and Debtors in Possession [docket #1024]

Objection: Objection to Debtors' Application Under 11 U.S.C. §§ 327 and 328 for Authorization to Employ UBS Warburg LLC as Financial Consultants for Debtors and Debtors in Possession [docket #799]

Objection: Objection by United States Trustee to Debtors' Application to Employ UBS Warburg LLC as Financial Advisor [docket #814]

^{1/} The Debtors are: Farmland Industries, Inc., Farmland Foods, Inc., Farmland Transportation, Inc., SFA, Inc. and Farmland Pipe Line Company.

Reply: Reply of Deutsche Bank Trust Company Americas to Committee's Objection to Application Under 11 U.S.C. §§ 327 and 328 for Authorization to Employ UBS Warburg LLC as Financial Consultants for Debtors and Debtors in Possession [docket #852]

Reply: Reply of Debtors to Objections of Committee and UST to Debtors' Application Under 11 U.S.C. §§ 327 and 328 for Authorization to Employ UBS Warburg LLC as Financial Consultants for Debtors and Debtors in Possession [docket #880]

Status: Will go forward.

4. **Application Pursuant to Sections 327(c) and 328 of the Bankruptcy Code, and Bankruptcy Rule 2014, for an Order Authorizing Debtors-in-Possession to Retain and Employ Shook, Hardy & Bacon L.L.P. as Special Counsel [docket #894]**

Status: No objections.

5. **Application to Employ the Firm of Childress & Zdeb, Ltd. As Special Counsel for Debtors and Debtors in Possession [docket #904]**

Status: No objections.

6. **Motion Under Sections 105(a), 363 and 365 of the Bankruptcy Code to (i) Approve Auction and Bid Procedures, (ii) Approve the Sale of Certain of the Debtors' Assets, Currently Located in Greenville, Mississippi, Outside of the Ordinary Course of Business Free and Clear of Liens and Interests, (iii) Assume and Assign Unexpired Leases and Contracts and (iv) Set a Date for a Sale Hearing [docket #602]**

Notice: Notice of Hearing, Auction and Bid Procedures [docket #680]

Order: Order Approving Auction and Bid Procedures for Sale of Certain of the Debtors' Assets, Currently Located in Greenville, Mississippi [docket #691]

Affidavit: Affidavit of Christopher K. Hildreth [docket #763]

Order: Memorandum Opinion and Order [docket #776]

Responsive Pleading: Motion of the Official Committee of Unsecured Creditors to Reconsider Memorandum Opinion and Order Relating to Sale of Fertilizer Warehouse in Greenville, Mississippi [docket # 800]

Responsive Pleading: American Plant Food's Motion to Reconsider Order Relating to Sale of Fertilizer Warehouse Facility in Greenville, Mississippi [docket # 809]

Responsive Pleading: Motion for Reconsideration of Bidding Limitation on Greenville Warehouse Assets [docket # 829]

Responsive Pleading: Response of United Agri Products, Inc. to Motion of The Official Committee of Unsecured Creditors to Reconsider Memorandum Opinion and American Plant Foods' Motion to Reconsider Order Relating to Sale of Fertilizer Warehouse Facility in Greenville, Mississippi [docket # 844]

Order: (Order Setting Final Auction of the fertilizer warehouse described in the Motion to Sell Under Sections 105(a), 363 and 365 of the Bankruptcy Code to (i) Approve Auction and Bid Procedures, (ii) Approve the Sale of Certain of the Debtors' Assets, Currently Located in Greenville, Mississippi, Outside the Ordinary Course of Business Free and Clear of Liens and Interests, (iii) Assume and Assign Unexpired Leases and Contracts and (iv) Set a Date for Sale Hearing filed by Farmland Industries, Inc., and setting the Motion to Approve Rejection of that Certain Executory Contract Dated August 14, 2001 With UAP-Mid South Pursuant to 11 U.S.C. Section 365(a), for hearing at the same time) [docket # 850]

Appeal: Notice of Appeal of orders #776 and #850, filed by American Plant Food Corporation [docket # 930]

Responsive Motion: American Plant Food Corporation's Motion For Stay Pending Appeal [docket # 1149]

Status: To be stayed pending appeal.

7. **Motion for Order Authorizing Farmland Industries, Inc. to Vote Its Ownership Interest in Southern Farm Fish Processors, Inc. ("SFFP") in Favor of Sale by SFFP of Substantially All Assets of SFFP to Goodbody International, Inc. [docket #907]**

Status: No objections.

8. **Amended Motion for Order Authorizing Farmland Industries, Inc. to Vote Its Ownership Interests in Farmland Hydro, L.P. ("FHLP") in Favor of Sale by FHLP of Substantially All Assets of FHLP to Cargill Fertilizer, Inc. and to Enter Ancillary Agreements [docket #957], as amended by Second Amendment thereto, amending paragraph no. 8. [docket #1007]**

Status: No objections.

9. Saint-Gobain Norpro Corporation's Motion for Relief From or Modification of Automatic Stay [docket #854]

Suggestions: Saint-Gobain Nopro Corporation's Memorandum in Support of Motion for Relief From or Modification of Automatic Stay [docket #855]

Objection: Custofab Service Company, LLC, Construction and Turn-A-Round Services, LLC, Custofab Tank Services, LLC, and FTS, Inc.'s Response to Savoie Refractories d/b/a Saint Gobain's Motion for Relief From or Modification of Automatic Stay [docket #929]

Objection: J. V. Piping, Inc.'s Response to Savoie Refractories d/b/a Saing Gobain's Motion for Relief From or Modification of Automatic Stay [docket #932]

Status: Continued to December 10, 2002.

10. Savoie Refractories d/b/a Saint Gobain's Motion for Relief From or Modification of Automatic Stay [docket #857]

Suggestions: Savoie Refractories d/b/a Saint Gobain's Memorandum in Support of Motion for Relief From or Modification of Automatic Stay [docket #857]

Objection: Custofab Service Company, LLC, Construction and Turn-A-Round Services, LLC, Custofab Tank Services, LLC, and FTS, Inc.'s Response to Savoie Refractories d/b/a Saint Gobain's Motion for Relief From or Modification of Automatic Stay [docket #929]

Objection: J. V. Piping, Inc.'s Response to Savoie Refractories d/b/a Saing Gobain's Motion for Relief From or Modification of Automatic Stay [docket #932]

Status: Continued to December 10, 2002.

11. Application for Appointment of Successor Trustee for \$1,500,000.00, County of Saline, Nebraska Solid Waste Disposal Revenue Bonds, Series 1997A (The "Series 1997A Bonds"): Dated November 4, 1997 by Commerce Bank, N.A., Trustee [docket #584]

Status: No objections.

12. Application for Appointment of Successor Trustee for \$1,000,000.00, County of Saline, Nebraska Industrial Development Revenue Bonds, (Farmland Foods, Inc. Project), Series 1997B (The "Series 1997B Bonds"): Dated November 19, 1997 by Commerce Bank, N.A., Trustee [docket #585]

Status: No objections.

13. **Application for Appointment of Successor Trustee for \$1,000,000.00, County of Gage, Nebraska Industrial Development Revenue Bonds (Farmland Industries, Inc. Project), Series 1997 (The “Series 1997 Bonds”): Dated December 4, 1997, by Commerce Bank, N.A., Trustee [docket #586]**

Status: No objections.

14. **Application for Appointment of Successor Trustee for \$1,000,000.00, County of Garfield, Nebraska Industrial Authority, Industrial Development Revenue Bonds (Farmland Industries, Inc. Project) Series 1998 (The “Series 1998 Bonds”): Dated January 9, 1998, by Commerce Bank, N.A., Trustee [docket #587]**

Status: No objections.

15. **Application for Appointment of Successor Trustee for \$1,000,000.00, Parish of Grant, State of Louisiana Variable Rate Industrial Development Revenue Bonds (Farmland Industries, Inc. Fertilizer Plant Project) Series 1998: Dated January 28, 1998, by Commerce Bank, N.A., Trustee [docket #588]**

Status: No objections.

16. **Application for Appointment of Successor Trustee for \$1,000,000.00 Kansas Development Finance Authority Variable Rate Industrial Development Revenue Bonds (Farmland Foods, Inc. Meat Packing Plant Project) Series 1998: Dated December 30, 1998 by Commerce Bank, N.A., Trustee [docket #590]**

Status: No objections.

17. **Application for Appointment of Successor Trustee for \$40,000,000.00 Taxable Industrial Revenue Bond (Farmland Industries, Inc. Project) Series 1999 of Kansas City, Missouri Dated August 1, 1999 by Commerce Bank, N.A., Trustee [docket #591]**

Status: No objections.

18. **Application for Appointment of Successor Trustee for Subordinate Debentures by Commerce Bank, N.A., Trustee [docket #592]**

Status: No objections.

19. **Motion for Order Approving Rejection of that Certain Executory Contract Dated August 14, 2001 with UAP-MidSouth Pursuant to 11 U.S.C. § 365(a) and Request for Hearing on September 24, 2002 [docket #808]**

Status: No objections.

20. **Paper, Allied-Industrial, Chemical & Energy Workers International Union's ("PACE") Motion for Limited Relief from the Automatic Stay [docket #790]**

Status: Stipulation to be filed.

21. **Second Motion to Extend Deadlines Set by Order Granting Administrative Claims in Lieu of Reclamation, and Approving Procedure for Allowing Such Claims Pursuant to 11 U.S.C. § 546(c) [docket #879]**

Status: No objections.

22. **Motion to Lift Stay (Stacy Anderson) [docket #887]**

Status: Debtors' Objection to Motion to Lift Stay Filed by Stacy Anderson [docket #1153]

23. **Motion Under Sections 105(a), 363 and 365 of the Bankruptcy Code to (i) Approve Auction and Bid Procedures; (ii) Approve the Sale of Certain of the Debtors' Assets Currently Located in Paul, Idaho, Outside the Ordinary Course of Business Free and Clear of Liens and Interests; and (iii) Set a Date for a Sale Hearing [docket #968]**

Status: No objections.

24. **Motion Under Sections 105(a), 363 and 365 of the Bankruptcy Code to (i) Approve Auction and Bid Procedures; (ii) Approve the Sale of Certain of the Debtors' Assets located in Collins, Mississippi, Outside the Ordinary Course of Business Free and Clear of Liens and Interests; and (iii) Set a Date for a Sale Hearing [docket #969]**

Status: No objections.

25. **Motion Under Sections 105(a), 363 and 365 of the Bankruptcy Code to (i) Approve Auction and Bid Procedures; (ii) Approve the Sale of Certain of the Debtors' Assets, Which Includes an Ownership Interest in Flag, L.P. and Flag, Inc., Outside the Ordinary Course of Business Free and Clear of Liens and Interests; and (iii) Set a Date for a Sale Hearing [docket #970]**

Status: No objections.

Respectfully submitted,

FARMLAND INDUSTRIES, INC., ET AL.

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