

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

In Re:)	In Proceedings Under Chapter 11
)	
FARMLAND INDUSTRIES, INC.,)	Case No. 02-50557
et al.)	Jointly Administered
Debtors.)	

**ORDER APPROVING MOTION TO AUTHORIZE FARMLAND
INDUSTRIES, INC. TO VOTE ITS OWNERSHIP INTEREST IN
SOUTHERN FARM FISH PROCESSORS, INC.**

This matter having come before the Court upon the Debtors' 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. (the "Motion"), and the Court finding that a vote of Farmland's ownership interest in favor of the sale by SFFP of substantially all of the assets of SFFP to Goodbody International, Inc. ("GI"), as set forth and defined in the Motion, is an appropriate exercise of the Debtors' business judgment and should be approved; it is hereby

ORDERED that the Debtors request for authority to vote its ownership interests in SFFP in favor of approving the sale by SFFP of substantially all of the assets of SFFP to GI, is APPROVED, effective as of the entry of this Order.

Dated: October 23, 2002.

/s/ Jerry W. Venters
US BANKRUPTCY JUDGE

ORDER SUBMITTED BY:

Laurence M. Frazen	MO #31309
Cynthia Dillard Parres	MO #37826
Robert M. Thompson	MO#38156

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