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**
	§	

MOTION FOR EMERGENCY HEARING ON THE APPLICATION PURSUANT TO BANKRUPTCY CODE SECTION 1103(a) FOR AUTHORIZATION TO EMPLOY AND RETAIN WATSON WYATT & COMPANY AS HUMAN RESOURCE CONSULTANT TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS *NUNC PRO TUNC* TO APRIL 14, 2003

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

COME NOW the Official Committee of Unsecured Creditors (the "Unsecured Creditors Committee") of Farmland Industries, Inc., Farmland Foods, Inc., Farmland Transportation, Inc., Farmland Pipeline Company, and SFA, Inc. (collectively, the "Debtors") with this Motion for Emergency Hearing on the Application Pursuant to Bankruptcy Code Section 1103(a) for Authorization to Employ and Retain Watson Wyatt & Company as Human Resource Consultant to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to April 14, 2003 (the "Motion"). In support of this Motion, the Unsecured Creditors Committee would respectfully show the Court as follows:

I.
FACTUAL AND PROCEDURAL 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. There are two committees in these cases. On June 3, 2002, pursuant to Section 1102(a)(1) of the Bankruptcy Code, the United States Trustee (the "U.S. Trustee") appointed the Unsecured Creditors 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 the Official Committee of Bondholders (the "Bondholders Committee"). No other official committees have been appointed.

4. On April 14, 2003, the Unsecured Creditors Committee filed the Application Pursuant to Bankruptcy Code Section 1103(a) for Authorization to Employ and Retain Watson Wyatt & Company as Human Resource Consultant to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to April 14, 2003 (the "Application").

II.
REQUEST FOR EMERGENCY HEARING

5. The Unsecured Creditors Committee requests that this Court consider the Application on an expedited basis at the hearing scheduled for April 15, 2003. The Unsecured Creditors Committee urgently requires the services of an actuarial consulting firm such as Watson Wyatt & Company ("Watson Wyatt"). Given the current status of these cases, the Unsecured Creditors Committee needs Watson Wyatt to begin its review of the Debtors' consultants' analysis immediately and would be unduly burdened by waiting until the next scheduled hearing of this Court for review and approval of the Application. The Unsecured Creditors Committee has been delayed for several weeks in finalizing the Application and

accompanying exhibits because (i) it took several days to determine that the initial actuarial consulting firms that were contacted had conflicts of interest that precluded their involvement, (ii) it took several more days to identify and perform reference checks for Watson Wyatt and (iii) it took several additional days for Watson Wyatt to complete its internal conflicts check.

6. In anticipation of filing the Application, the Unsecured Creditors Committee contacted the U.S. Trustee, the Debtors, the Bondholders Committee and other parties in interest on April 10, 2003, to discuss Watson Wyatt and the proposed terms of its engagement by the Unsecured Creditors Committee. None of these parties expressed any objection to the retention of Watson Wyatt by the Unsecured Creditors Committee or the proposed terms of engagement.

WHEREFORE, PREMISES CONSIDERED, the Unsecured Creditors Committee respectfully request that the Court enter an order: (i) setting the Application for an emergency hearing on April 15, 2003, and (ii) granting such further relief to which it may show itself justly entitled.

Respectfully submitted this 14th day of April, 2003.

THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

By: /s/ Christopher A. Artzer

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Motion has been served by first class mail, postage pre-paid on those parties on the Master Service List not receiving e-mail notice on this 14th day of April, 2003.

/s/ Christopher A. Artzer
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