

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI**

JAN 10 PM 3:03

CHARLENE J. KENNEDY  
CLERK

In re ) Chapter 11  
MISSISSIPPI CHEMICAL CORPORATION et al.,<sup>1</sup> ) Case No. 03-02984 WEE  
Debtors. ) (Jointly Administered)  
)

**AFFIDAVIT OF SERVICE RE: [Docket #53]**

**AMENDED MOTION FOR ORDER DEEMING UTILITIES  
ADEQUATELY PROTECTED UNDER §366**

I, James H. Myers, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o Bankruptcy Management Corporation, 1330 East Franklin Avenue, El Segundo, California 90245.

2. On June 3, 2003, at the direction of Phelps Dunbar LLP, counsel for the Debtors and Debtors in Possession, I caused service of the document attached hereto as Exhibit 1 to be effected on those parties who have filed requests for special notice and the Core Group listed in Exhibit 2. Those parties who have filed requests for special notice are referenced as Service List 3725 and the Utilities are referenced as Service List 3753.

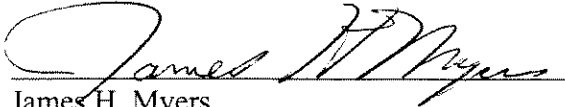
///

<sup>1</sup> The Debtors are the following entities: Mississippi Chemical Corporation; Mississippi Nitrogen, Inc.; MissChem Nitrogen, L.L.C.; Mississippi Chemical Company, L.P.; Mississippi Chemical Management Company; Mississippi Phosphates Corporation; Mississippi Potash, Inc.; Eddy Potash, Inc.; Triad Nitrogen, L.L.C.; and Melamine Chemicals, Inc.

3. Such service was effected via first-class mail and deposited with the United States Postal Service with postage thereon fully prepaid.

I declare under penalty of perjury that the foregoing is true and correct.

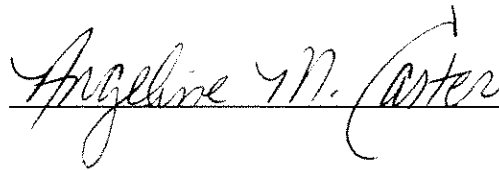
DATED: June 7, 2003  
El Segundo, California

  
James H. Myers

State of California            )  
  ) ss  
County of Los Angeles        )

Personally appeared before me on June 9, 2003, James H. Myers, an individual, known to me to be the person who executed the foregoing instrument and acknowledged the same.





## **EXHIBIT 1**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI

US BANKRUPTCY COURT  
SOUTHERN DISTRICT OF MISSISSIPPI

2003 JUN -3 PM 1:44

In re:

MISSISSIPPI CHEMICAL  
CORPORATION, *et al.*<sup>1</sup>

Debtors.

CASE NO. 03-02984-WEE  
Chapter 11  
Jointly Administered

**AMENDED MOTION FOR ORDER  
DEEMING UTILITIES ADEQUATELY PROTECTED UNDER § 366**

COME NOW Mississippi Chemical Corporation, *et al.*, Debtors and debtors-in-possession in these jointly administered reorganization proceedings ("Debtors"), and submit their amended motion for an order deeming the Debtors' utilities adequately protected under § 366 of the Bankruptcy Code ("Motion"). In support of the Motion, the Debtors submit the Affidavit of Charles O. Dunn, President and Chief Executive Officer of Mississippi Chemical Corporation ("Dunn Affidavit") simultaneously filed herewith, and further show as follows:

1. Each of the above-captioned Debtors has filed its voluntary petition under Chapter 11 of the Bankruptcy Code, 11 U.S.C. § 101, *et seq.*
2. The Debtors remain in possession of their property and continue to operate their businesses as debtors-in-possession pursuant to §§ 1107 and 1108. No trustees, examiners or committees have been appointed in these cases.
3. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334, and this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue of these cases is proper in this

<sup>1</sup> The Debtors are the following entities: Mississippi Chemical Corporation; Mississippi Nitrogen, Inc.; MissChem Nitrogen, L.L.C.; Mississippi Chemical Company, L.P.; Mississippi Chemical Management Company; Mississippi Phosphates Corporation; Mississippi Potash, Inc.; Eddy Potash, Inc.; Triad Nitrogen, L.L.C.; and Melamine Chemicals, Inc.

Court pursuant to 28 U.S.C. § 1408. The relief requested in this Motion is sought pursuant to §§ 105, 363 and 366 of the Bankruptcy Code.

4. This Motion has been designated by the Debtors as a First Day Motion and has been approved for expedited consideration by the Court. This Motion was filed contemporaneously with the Debtors' Petitions.

### **Summary of Operations**

5. Mississippi Chemical Corporation ("MCC") was incorporated in Mississippi on May 23, 1994, and is the successor by merger to a business of the same name which was incorporated in Mississippi in September 1948 as the first fertilizer cooperative in the United States. The Debtors' corporate headquarters is located in Yazoo City, Mississippi. The Debtors employ approximately 1,100 persons throughout all of their locations, none of whom are represented by unions.

6. The Debtors operate three strategic business units that offer different products: nitrogen, phosphate and potash. The Debtors produce nitrogen products at their production facilities in Yazoo City, Mississippi, Donaldsonville, Louisiana, and through Farmland MissChem Limited in Point Lisas, The Republic of Trinidad and Tobago ("FMCL"). The Debtors' principal nitrogen products include anhydrous and aqua ammonia; fertilizer-grade ammonium nitrate sold under the trade name Amtrate®; UAN solution sold under the trade name N-Sol 32®; urea synthesis; nitric acid and nitrogen tetroxide. The Debtors recently acquired a melamine crystal production facility located within the Donaldsonville, Louisiana, nitrogen complex, and production is anticipated to begin in June 2003. The Debtors sell their nitrogen products to fertilizer dealers and distributors as well as industrial users located primarily in the

southern region of the United States where the Debtors' facilities are located. The Debtors transport their nitrogen products by barge, rail, pipeline, truck and oceangoing vessels.

7. The Debtors produce diammonium phosphate fertilizer ("DAP") at their facility in Pascagoula, Mississippi. Almost all of the Debtors' DAP sales are for agricultural use, and the majority of its DAP sales are for international markets. Since October 1, 1997, all of the Debtors' export sales of DAP have been made through Phosphate Chemicals Export Association, Inc. ("PhosChem"), a Webb-Pomerene corporation, and all domestic sales of DAP have been made through the Debtors' internal sales staff.

8. The Debtors produce potash at two mines and related facilities and operate a granular compaction plant near Carlsbad, New Mexico. The Debtors' potash reserves are controlled under long-term federal and state potassium leases on approximately 100,000 surface acres, which consist of approximately 220,000 subsurface acres due to the naturally occurring overlap of ore zones in the Carlsbad potash basin. The majority of the Debtors' agricultural potash sales are in domestic markets in the states west of the Mississippi River where it enjoys freight cost advantages over Canadian and overseas potash producers.

9. MCC is a publicly held stock corporation traded over the counter under the symbol "MPSI".

### **Summary of Financing**

10. In August 1997, Mississippi Phosphate Corporation ("MPC") issued \$14,500,000 in industrial revenue bonds, a portion of which was tax-exempt, to finance the development of a new phosphogypsum disposal facility at its Pascagoula, Mississippi, DAP manufacturing plant. On April 1, 1998, MPC issued \$14,500,000 in tax-exempt industrial revenue bonds (the "1998 IRBs"), the proceeds of which were used to redeem the initial industrial revenue bonds issued in

August 1997. The 1998 IRBs mature on March 1, 2022, and carry a 5.80% fixed rate of interest. The 1998 IRBs may be redeemed at the Debtors' option at a premium from March 1, 2008 to February 28, 2010, and may be redeemed at face value at any time after February 28, 2010, through the maturity date. MCC has guaranteed the obligations under the 1998 IRBs.

11. On November 25, 1997, MCC issued \$200,000,000 of 7.25% Senior Notes due November 15, 2017, pursuant to a \$300,000,000 shelf registration statement filed with the Securities and Exchange Commission. Semiannual interest payments of approximately \$7,250,000 are due on each May 15 and November 15. The holders may elect to have the Senior Notes repaid on November 15, 2007.

12. The Debtors have a secured revolving credit facility with Harris Trust and Savings Bank ("Harris Bank") as administrative agent, totaling approximately \$163,500,000 (reduced from the original \$165,000,000 facility amount due to certain asset sales) (the "Harris Facility"). The Harris Facility, as amended, currently matures on November 10, 2003. The Harris Facility bears interest at rates related to the Prime Rate or Federal Funds Rate. The Debtors had letters of credit outstanding at May 9, 2003, in the amount of \$900,000 (that lower the Debtors' available draw under the Harris Facility) and borrowings outstanding in the amount of \$150,527,155.74. Based on the Debtors' borrowing base calculation as of May 5, 2003, the Debtors had \$11,980,844 available under the Harris Facility.

### **Current Operations**

13. For the nine-month period ended March 31, 2003, the Debtors continued to experience operating losses in each of their operating segments. High natural gas prices caused the Debtors to temporarily idle portions of its nitrogen facilities. The Debtors' nitrogen losses included significant impairments of its long-lived assets at its Donaldsonville, Louisiana facility.

Due to continued negative operating results, the Debtors determined that one of their anhydrous ammonia plants and the assets associated with the prilling section of its urea plant would be idled indefinitely. During the nine-month period ended March 31, 2003, the Debtors' nitrogen net sales increased slightly from the comparable prior year period; however, it was not enough to overcome higher natural gas costs, the primary raw material in the production of anhydrous ammonia. The Debtors' DAP segment operating losses primarily resulted from limited availability of certain raw materials, mainly sulfur and sulfuric acid, and the higher cost of ammonia. This resulted in reduced DAP production tonnage and higher raw material costs. The Debtors' potash segment had reduced export sales due to unfavorable pricing in those markets as well as reduced sales domestically. Each of the Debtors' segments incurred general and administrative expenses and interest charges. During the nine-month period ended March 31, 2003, the Debtors also incurred increased insurance costs, increased costs associated with its refinancing efforts and additional costs associated with reductions in workforce and completion of an early retirement offer.

14. The Debtors' declining performance results over the past five years have been primarily attributable to dramatic increases in, and the volatility of, the price of natural gas (the Debtors' primary raw material), an imbalance in the global supply and demand of fertilizer products, and highly unexpected conditions in the agricultural industry related to low farm commodities prices, farmer planting decisions, and adverse weather. When coupled with an influx of unfairly, low-priced imports into the Debtors' primary trade area, these conditions resulted in a continuing diminution of available working capital and increasing liquidity concerns. The Debtors have been faced with the need to restructure their debt and capital in order



to obtain relief from the continued financial strain imposed by current market conditions and to maintain the viability of their businesses.

### **Pre-Petition Refinancing and Restructuring Activities**

15. The Debtors have spent the last several months negotiating the restructuring of their financial obligations with various parties. In 2002, the Debtors retained Credit Suisse First Boston ("CSFB") and Gordian Group, LLC ("Gordian") as financial advisors to assist in the refinancing efforts and to evaluate other financial alternatives. CSFB was initially engaged to assist in exploring financing alternatives prior to the execution of the Harris Facility. After the Debtors entered into the current amendment to the Harris Facility, CSFB was retained with the specific mandate to assist the Debtors in the marketing of the Debtors' interest in FMCL in accordance with the terms of the Harris Facility.

16. Gordian was initially engaged by the Company in September 2002. Gordian's services include providing financial advisory services in respect of (i) a potential financial restructuring of the Debtors' debt obligations, (ii) raising new or replacement capital for the Debtors, (iii) any merger, consolidation, reorganization, recapitalization, joint venture or other business combination or sale of assets of the Debtors or the acquisition of substantially all or a portion of the assets or outstanding securities of another entity, and/or (iv) obtaining debtor-in-possession financing, in one or a series of transactions. Gordian has assisted the Debtors in the evaluation of business plans, determination of debt capacity values, and development of external and internal restructuring plan alternatives.

17. The Debtors' primary financial restructuring efforts since the execution of the Harris Facility have included (i) negotiating with a private equity fund regarding a restructuring of the Debtors' capital structure, (ii) negotiating with holders of MCC's Senior Notes regarding

various restructuring alternatives, (iii) sourcing debtor-in-possession financing from a variety of sources and (iv) actively and continuously marketing MCC's interest in FMCL in accordance with requirements of the Harris Facility. These initiatives have been pursued simultaneously whenever possible, in order to preserve franchise value and provide for a more orderly restructuring process.

18. Notwithstanding the considerable efforts of the Debtors and their professionals and advisors, the Debtors now believe that reorganization under Chapter 11 is the mechanism by which they will best be able to (i) obtain necessary working capital to address their immediate liquidity concerns, (ii) continue to pursue and implement the best strategic alternatives for restructuring their companies, and (iii) maximize the value of their businesses for the benefit of all creditor and equity interests.

#### **Relief Requested**

19. In connection with the operation of their businesses, the Debtors obtain electricity, natural gas, water, telephone services and/or similar services through accounts with various utility companies (the "Utility Companies"). The Utility Companies are identified Exhibit "A" attached hereto and incorporated herein by reference.

20. Pursuant to § 366 of the Bankruptcy Code, the Utility Companies may not alter, refuse or discontinue service to a debtor for the first twenty (20) days of a bankruptcy case (the "Stay Period"). Upon expiration of the Stay Period, however, § 366(b) provides that a utility company may (but need not) terminate services if a debtor has not furnished adequate assurance of payment. The Debtors request that the Court continue the Stay Period until such time as this Motion has been finally ruled upon so as to prevent any prejudice to the Debtors in the *interim*.

21. Uninterrupted utility services are essential to ongoing operations and, consequently, to the success of the Debtors' reorganization. The Debtors operations, as described above, simply cannot function without utility services. Should the Utility Companies refuse or discontinue services for even a brief period, operations would be severely disrupted. The impact on business operations, revenue and reorganization efforts would be extremely harmful and would jeopardize the Debtors' reorganization efforts. Accordingly, it is critical that utility services continue uninterrupted.

22. The Debtors believe that substantially all of its Utility Companies will hold no pre-petition claims against the estates, and to the extent that any such claims exist, they will arise only due to the intervening filings of the petitions herein during the middle of a billing or payment cycle. Stated differently, but for the filing of the petitions, the Debtors would have paid all amounts owed to their Utility Companies on a current and timely basis, as always.

23. The Debtors request that the Court obviate the need to make any post-petition deposit or provide any security in accordance with § 366. The Debtors' payment history to their utilities have been good, and in fact in most cases there are and have never been any defaults under any contracts or other arrangement, and the Debtors' going concern value remains sufficient to provide adequate assurance of payment through other means (whether *via* allowed administrative expense claim, application of sufficient pre-petition deposits or otherwise). Thus, security deposits are unnecessary and should not be required of any Debtor. *See Virginia Electric & Power Co. v. Caldor, Inc.*, 117 F.3d 646 (2nd Cir. 1997)(holding same).

24. The Debtors propose that all Utility Companies be permitted, as adequate assurance under § 366, to invoice the Debtors no more frequently than twice monthly, on the 15th and the 30th of each month. The Debtors will then be obligated to pay each invoice within

ten (10) days from receipt thereof, failing in which the Debtors will have a seven (7) day cure period by which to pay the past due amounts and to also provide to the affected Utility Company a deposit sufficient to cover the average cost of service provided by such Utility Company for a period of fourteen (14) days. If the Debtors fail to cure any default in this fashion, the affected Utility Company shall then be free to alter, refuse or discontinue service to the Debtor.

25. Accordingly, the Debtors request that the Court deem all Utility Companies adequately protected under § 366 by adequate assurance of payment through other available means and by implementation of the procedures set forth hereinabove.

WHEREFORE, the Debtors respectfully request that the Court enter an Order granting them the following relief:

- A. Granting the Motion in its entirety;
- B. Deeming all Utilities Companies adequately protected under § 366 as provided herein; and
- C. Granting such other and more general relief as the Court deems just.

[Signatures On Following Page]

Respectfully submitted,

**MISSISSIPPI CHEMICAL CORPORATION, *et al.***

By: 

James W. O'Mara, MS Bar No. 3929

Douglas C. Noble, MS Bar No. 10526

Christopher R. Maddux, MS Bar No. 100501

**PHELPS DUNBAR LLP**

Suite 500, SkyTel Centre North

200 South Lamar Street

Post Office Box 23066

Jackson, Mississippi 39225-3066

Telephone: (601) 352-2300

Facsimile: (601) 360-9777

Alan J. Bogdanow

William D. Young

**VINSON & ELKINS L.L.P.**

3700 Trammel Crow Center

2001 Ross Avenue

Dallas, TX 75201-2975

Telephone: (214) 220-7700

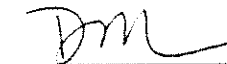
Facsimile: (214) 220-7716

### CERTIFICATE OF SERVICE

I do hereby certify that I have this date mailed *via* electronic mail and/or U.S. Mail, postage prepaid, a true and correct copy of the above and foregoing pleading to all parties listed below. The Debtors' Noticing Agent, BMC, shall likewise serve a copy of same to all parties on the Shortened Service List.

James E. Spiotto Chapman and Cutler 111 W. Monroe Street Chicago, Illinois 60603	Stephen W. Rosenblatt Butler, Snow, O'Mara, Stevens & Cannada Post Office Box 22567 Jackson, MS 39225-2567
Anthony Princi Thomas L. Kent Orrick, Herrington & Sutcliffe LLP 666 Fifth Avenue New York, New York 10103	Craig M. Geno Harris, Geno & Dunbar P.O. Box 3919 Jackson, MS 39207-3919
Ronald H. McAlpin Assistant U.S. Trustee Suite 706 100 W. Capitol Street Jackson, Mississippi 39269	

SO CERTIFIED, this the 3<sup>rd</sup> day of June, 2003.



JAMES W. O'MARA  
DOUGLAS C. NOBLE

**EXHIBIT "A"**  
**UTILITY VENDORS**

AllTel PO Box 53053 Atlanta, GA 30353-0533	AT&T Wireless PO Box 8220 Aurora, IL 60572	Cellular South PO Box 519 Meadville, MS 39653
AT&T PO Box 2969 Omaha, NE 68103	BellSouth PO Box 740144 Atlanta, GA 30374	Cox PO Box 61060 New Orleans, LA 70161
Plateau Cellular PO Box 9000 Clovis, NM 88102	PCT Networks 1101 West Pierce Carlsbad, NM 88220	Southwestern Bell PO Box 940012 Dallas, TX 75394
T Speed Broadband Comm, Inc. 1440 Corporate Dr. Irving, TX 75038	Valor Telecom PO Box 1366 Española, NM 87532-1366	Cingular Wireless PO Box 31488 Tampa, FL 33631
AT&T Wireless PO Box 2971 Omaha, NE 68103	Yazoo Valley Electric Power P O Box 8 Yazoo City, MS 39194	Mississippi Valley Gas Box 3377 Jackson, MS 39207-3377
MS Power Company P O Box 4275 Gulfport, MS 39502-4275	Jackson County Port Authority P O Box 70 Pascagoula, MS 39568-0070	Pascagoula Utilities P O Box 908 Pascagoula, MS 39568-0908
Lea County Electric P O Box 1447 Lovington, NM 88260	Xcel Energy P O Box 1261 Amarillo, TX 79120-5000	Peoples Water Service P O Box 230 Donaldsonville, LA 70346

## **EXHIBIT 2**



# Amended Utility Motion for Mississippi Chemical

Total number of parties: 191

Mode of Service: US Mail (1st Class)

## Exhibit 2 - First Day Orders

### Svc Lst Name and Address of Served Party

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3725 A C M EQUIP RENTAL SALES, PO BOX 271427, SALT LAKE CITY, UT 84127-1427  
3725 A T AND T, PO BOX 9001307, LOUISVILLE, KY 40290-1307  
3725 ACBL, 23078 NETWORK PL, CHICAGO, IL 60673-1230  
3725 AIRMASTER EQUIP CORP, 3001 KERMIT HWY, ODESSA, TX 79764-7306  
3725 ALAN H KATZ ESQ, 639 LOYOLA AVE, 26TH FL, NEW ORLEANS, LA 70113  
3725 ALAN J BOGDANOW, VINSON & ELKINS LLP, 3700 TRAMMELL CROW CTR, 2001 ROSS AVENUE,  
DALLAS, TX 75201-2965  
3725 AM COMM BARGE LINE, 23078 NETWORK PL, CHICAGO, IL 60673-1230  
3725 AMERICAN PLANT FOOD CORP, PO BOX 584, GALENA PARK, TX 77547-0584  
3725 ANNA HOWELL, INTERNAL REVENUE SERVICE, 100 W CAPITOL ST, STOP 15, JACKSON, MS 39269-1602  
3725 ANTHONY PRINCI, ORRICK, HERRINGTON & SUTCLIFFE, 666 5TH AVE, NEW YORK, NY 10103  
3725 AR SECRETARY OF STATE, CORP DIV STATE CAPITOL, LITTLE ROCK, AR 72201  
3725 ARMAZ PRODUCTS, 621 SNIVELY AVE, WINTERHAVEN, FL 33880  
3725 ARTHUR F JERNIGAN JR, WATSON & JERNIGAN, P.O. BOX 23546, JACKSON, MS 39225-3546  
3753 AT&T WIRELESS, PO BOX 2971, OMAHA, NE 68103  
3753 AT&T WIRELESS, PO BOX 8220, AURORA, IL 60572  
3753 AT&T, PO BOX 2969, OMAHA, NE 68103  
3725 ATLAS COPCO, 46 SCHOOL RD, VOORHEESVILLE, NY 12186-9696  
3753 ATTEL, PO BOX 53053, ATLANTA, GA 30353-0533  
3725 AVAYA INC, PO BOX 5332, NEW YORK, NY 10087-5332  
3725 AWF INC, 4940 TIMBER CREEK DR, HOUSTON, TX 77017-5952  
3725 B AND A CHEMICAL COMPANY, PO BOX 11, CLINTON, MS 39060-0011  
3725 B AND M MACHINERY COMPANY, 7170 COPPERQUEEN DR, EL PASO, TX 79915-1225  
3725 BABIN, 13511 VIVIAN RD, GONZALES, LA 70737-6871  
3725 BAGGETT III INDUSTRIAL CONSTRUCTORS, PO BOX 1683, PASCAGOULA, MS 39568-1683  
3725 BAKER DISTRIBUTING, 930 HIGH ST, JACKSON, MS 39202-3545  
3725 BAKER PROCESS COMPANY, 12734 TANNER RD, HOUSTON, TX 77041-6511  
3725 BARECO, 140 EAST MAIN STREET(USA), PO BOX 10312, ROCK HILL, SC 29731-0312  
3753 BELL SOUTH, PO BOX 740144, ATLANTA, GA 30374  
3725 BETTER MARKETING KONNECTION, INC, PO BOX 7537, JACKSON, MS 39284-7537  
3725 BLUE CROSS BLUE SHIELD OF MS INC, PO BOX 1043, JACKSON, MS 39215-1043  
3725 BNSF, PO BOX 847347, DALLAS, TX 75284-7347  
3725 BOOT STORE, PO BOX 3098, WEST MONROE, LA 71294-3098  
3725 BRUCEOAK, PO BOX 17880, NORTH LITTLE ROCK, AR 72119  
3725 C/O TRIUNE INC, EIMCO COAL & MACHINERY - CARLSBAD, 1602 E GREENE ST, CARLSBAD, NM 88220-  
9705  
3725 C/O US BANK, AMERICAN RAILCAR INDUSTRIES, PO BOX 641469, CINCINNATI, OH 45264  
3725 CARLSBAD AUTO SUPPLY CO, 710 S CANYON ST, CARLSBAD, NM 88220-5563  
3753 CELLULAR SOUTH, PO BOX 519, MEADVILLE, MS 39653  
3725 CERTIFIED LABORATORIES, PO BOX 38, FLORA, MS 39071-0038  
3725 CERTIFIED MAP CORP, PO BOX 5293, BRANDON, MS 39047-5293  
3725 CHENEY LIME AND CEMENT CO, PO BOX 160, ALLGOOD, AL 35013-0160  
3725 CHEVRON PHILLIPS CHEM CO L, PO BOX 4910, THE WOODLANDS, TX 77387-4910

## Exhibit 2 - First Day Orders

### Svc Lst Name and Address of Served Party

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3753 CINGULAR WIRELESS, PO BOX 31488, TAMPA, FL 33631

3725 CITY TRUCK & TRAILER PARTS, 624 HIGHWAY 49 S, RICHLAND, MS 39218-9443

3725 CLAYTON CHARLES, 463 WILDWOOD TER EXT, YAZOO CITY, MS 39194-2120

3725 CLINTON P HANSEN, FAGELHABER LLC, 55 E MONROE ST, 40TH FL, CHICAGO, IL 60603

3725 CN, PO BOX 530164, ATLANTA, GA 30353-0164

3725 CNR LP, PO BOX 78740, MILWAUKEE, WI 53278-0740

3725 CONNELLS OFFICE SUPPLIES, 424 N CANAL ST, CARLSBAD, NM 88220-5802

3725 CONTINENTAL NIT, 12955 COURT HOUSE BL, ROSEMOUNT, MN 55068-2613

3725 CORPORATE TRUST, BANCORPSOUTH BANK, PO BOX 1605, JACKSON, MS 39215-1605

3753 COX, PO BOX 61060, NEW ORLEANS, LA 70161

3725 CRAIG GENO, HARRIS, GENO & DUNBAR, PO BOX 3919, JACKSON, MS 39207-3919

3725 CRDU, PO BOX 4301, JACKSON, MS 39296-4301

3725 CSXT, PO BOX 532652, ATLANTA, GA 30353-2652

3725 DAVID N USRY, 188 E CAPITOL ST STE 500, JACKSON, MS 39201

3725 DOUGLAS C NOBLE, PHELPS DUNBAR LLP, PO BOX 23066, SUITE 500, SKYTEL CENTRE N, JACKSON, MS 39225-3066

3725 DUNN LAMPTON, US ATTORNEY, 188 E CAPITOL ST, STE 500, JACKSON, MS 39201-2126

3725 EASTERN TELECOM SERVICES, SERVICES COMPANY, PO BOX 1947, CLOVIS, NM 88102-1947

3725 EIMCO COAL MACH CARLSBAD, C/O TRIUNE INC, 1602 E GREENE ST, CARLSBAD, NM 88220-9705

3725 ELEVON INC, PO BOX 60000, FILE NO 73028, SAN FRANCISCO, CA 94160

3725 ENGLISH BOILER AND TUBE INC, PO BOX 50218, RICHMOND, VA 23250-0218

3725 EXXON MOBIL, 13501 KATY FWY, HOUSTON, TX 77079-1306

3725 FAIRBANKS SCALES, 4850 BROADWAY, DENVER, CO 80216-6344

3725 FARMLAND IND-KANSAS CITY KS, 6833 GRIFFIN RD, KANSAS CITY, KS 66111-2405

3725 FARMLAND MISSCHEM LIMITED, PO BAG 38, COUVA POST OFFICE, POINT LISAS, TRINIDAD

3725 FEDERAL CONTAINER CORPORATION, 4935 TIMBER CREEK DR, PO BOX 877298, HOUSTON, TX 77287

3725 FMH MATERIAL HANDLING SOLUTIONS, FKA CLARKLIFT OF EL PASO, 1054 HAWKINS BLVD, EL PASO, TX 79915-1213

3725 FORMOSA PLASTICS CORPORATION USA, 9 PEACH TREE HILL RD, LIVINGSTON, NJ 07039-5702

3725 FORREST TIRE COMPANY, 414 S CANAL ST, CARLSBAD, NM 88220-5676

3725 G E BETZ INC, PO BOX 846046, DALLAS, TX 75284-6046

3725 GAINWELL TIRE SERVICE, PO BOX 942, YAZOO CITY, MS 39194-0942

3725 GLOBAL COMPUTER SUPPLIES, 1050 NORTHBROOK PKWY, SUWANEE, GA 30024-2930

3725 GRANTHAM POOLE, 6360 I 55 N STE 101, IBM BUILDING, JACKSON, MS 39211-2038

3725 GRESON TECHNICAL SALES AND SERVICE, PO BOX 192, BEAUMONT, TX 77704-0192

3725 GSE LINING TECHNOLOGY, 19103 GUNDLE RD, HOUSTON, TX 77073-3598

3725 HALL MACHINE & WELDING CO, 102-108 W MERMOD ST, CARLSBAD, NM 88220-6202

3725 HARCROS CHEMICALS, 1030 WHOLESALE ROW, BOX 8278, JACKSON, MS 39201-6150

3725 HARRELSON, JIM, PO BOX 1049, UNION CITY, TN 38281-1049

3725 HENRY F OWSLEY, GORDIAN GROUP LLC, 499 PARK AVE FL 5, NEW YORK, NY 10022-1240

3725 HIGHLAND MACHINERY, PO BOX 215, 355 KY RT 114, PRESTONSBURG, KY 41653-0215

3725 HILTON JACKSON, 1001 E COUNTY LINE RD, JACKSON, MS 39211-1817

3725 IKON OFFICE SOLUTIONS, SOUTHEAST DISTRICT, PO BOX 532530, ATLANTA, GA 30353-2530

3725 INDUSTRIAL ELECTRIC MOTORS INC, 838 S CANYON ST, PO BOX 926, CARLSBAD, NM 88220-5565

3725 INTER CHEM, 1887 E 71ST ST, SOUTHBRIDGE OFFICE PK, TULSA, OK 74136-3984

3725 INTERNATIONAL COMMODITIES, EXPORT CORPORATION, 2975 WESTCHESTER AV, PURCHASE, NY 10577

3725 IOS CAPITAL, PO BOX 740540, ATLANTA, GA 30374-0540

3753 JACKSON COUNTY PORT AUTHORITY, PO BOX 70, PASCAGOULA, MS 39568-0070

## Exhibit 2 - First Day Orders

### Svc Lst Name and Address of Served Party

---

3725 JACKSON MEDICAL CLINIC, 501 MARSHALL ST STE 208, JACKSON, MS 39202-1687

3725 JACKSON PAULINE D, 1812 GRAND AVE, YAZOO CITY, MS 39194-2331

3725 JAMES CONSTRUCTION GROUP LLC, PO BOX 90022, BATON ROUGE, LA 70879-9022

3725 JAMES E SPIOTTO, CHAPMAN AND CUTLER, 111 W MONROE ST STE 1700, CHICAGO, IL 60603-4080

3725 JAMES W O'MARA, PHELPS DUNBAR LLP, PO BOX 23066, SUITE 500, SKYTEL CENTRE N, JACKSON, MS 39225-3066

3725 JASON DUNN, FLEET PRIDE-JACKSON, 533 HIGHWAY 49 S, RICHLAND, MS 39218-9495

3725 JIM F SPENCER JR, LATHAM & WATKINS, SEARS TOWER, STE 5500, CHICAGO, IL 60603

3725 JOHN M FLYNT, MISSISSIPPI CHEMICAL CORPORATION, PO BOX 388, YAZOO CITY, MS 39194-0388

3725 JOSEF S ATHANAS, LATHAM & WATKINS, SEARS TOWER, STE 5500, CHICAGO, IL 60603

3725 JOY MANUFACTURING COMPANY, 507 PARK DR, CARLSBAD, NM 88220-6257

3725 KIRBY, PO BOX 200788, HOUSTON, TX 77216-0788

3725 LA DEPT OF REVENUE, PO BOX 3440, BATON ROUGE, LA 70821-3440

3725 LANGSTON COMPANIES INC, 1100 N 7TH ST, WEST MEMPHIS, AR 72301-2003

3725 LAWRENCE BASS, HOLME ROBERTS & OWEN, 1700 LINCOLN # 4100, DENVER, CO 80203

3753 LEA COUNTY ELECTRIC, PO BOX 1447, LOVINGTON, NM 88260

3725 LIQUID TRANSPORT INC, PO BOX 1331, OAK GROVE, LA 71263-1331

3725 LIQUIDTR, PO BOX 1331, OAK GROVE, LA 71263-1331

3725 LONGSTRA, PO BOX 2146, PASCAGOULA, MS 39569-2146

3725 LPC PACKAGING, PO BOX 600, LODI, CA 95241-0600

3725 LSI LUBRICATION SERVICES LP, PO BOX 1319, HOBBS, NM 88241-1319

3725 MANNING TRUCKING, 5209 INDUSTRIAL RD, PASCAGOULA, MS 39581-5247

3725 MARATHON TRANSPORTATION INC, 2224 EAGLE BLUFF DR, VALRICO, FL 33594-7218

3725 MARK RUBIN, CHANIN CAPITAL PARTNERS, 330 MADISON AVE, 11TH FLOOR, NEW YORK, NY 10017-5001

3725 MARLEY COOLING TOWER COMPANY, PO BOX 99038, CHICAGO, IL 60693-9038

3725 MARLEY COOLING TOWER, PO BOX 808, WALKER, LA 70785-0808

3725 MARTIN MARIETTA BASIC PRODUCTS, MAGNESIA SPECIALTIES DIVISION, PO BOX 15470, BALTIMORE, MD 21220-0470

3725 MAYFIELD OILS INC, 1970 JERRY CLOWER BLVD, YAZOO CITY, MS 39194-2559

3725 MCMASTER CARR SUPPLY CO, PO BOX 54960, LOS ANGELES, CA 90054-0960

3725 METALLURGICAL AND MATERIALS TECH, I, 11701 SUN BELT CT, PO BOX 77110, BATON ROUGE, LA 70809-4211

3725 MFA INCORPORATED, 201 RAY YOUNG DR, COLUMBIA, MO 65201-3599

3753 MISSISSIPPI VALLEY GAS, BOX 3377, JACKSON, MS 39207-3377

3725 MOBIL OIL CORPORATION, 3225 GALLOWS ROAD, FAIRFAX, VA 22037

3725 MOTION INDUSTRIES INC, 4000 N COUNTY RD W, ODESSA, TX 79764-6417

3753 MS POWER COMPANY, PO BOX 4275, GULFPORT, MS 39502-4275

3725 MS STATE TAX COMMISSION, 1577 SPRINGRIDGE RD, RAYMOND, MS 39154-9452

3725 NATURE CONSERVANCY, 6400 LAKEOVER RD, STE C, JACKSON, MS 39213-8007

3725 NEWSOM, PO BOX 768, YAZOO CITY, MS 39194-0768

3725 NM TAX AND REV DEPT, BOX 630, SANTA FE, NM 87509-0630

3725 OAKLEY LOUISIANA INC, 11210 DOUG ATTAWAY BL, SHREVEPORT, LA 71115-9562

3725 OFFICESOURCE INC, PO BOX 258, JACKSON, MS 39205-0258

3725 OFFISOURCE INC, PO BOX 13709, JACKSON, MS 39236-3709

3753 PASCAGOULA UTILITIES, PO BOX 908, PASCAGOULA, MS 39568-0908

3753 PCT NETWORKS, 1101 WEST PIERCE, CARLSBAD, NM 88220

3753 PEOPLES WATER SERVICE, PO BOX 230, DONALDSONVILLE, LA 70346

3725 PEPCO, PO BOX 1088, PASCAGOULA, MS 39568-1088

## Exhibit 2 - First Day Orders

### Svc Lst Name and Address of Served Party

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3725 PEPCO, PO BOX 911649, DALLAS, TX 75391-1649

3725 PETER S KAUFMAN, GORDIAN GROUP LLC, 499 PARK AVE FL 5, NEW YORK, NY 10022-1240

3725 PEYTON MICHAEL D, 9715 MYRLEVILLE RD, BENTONIA, MS 39040-9201

3725 PIRNIE MALCOLM INC, 104 CORPORATE PK DR, WHITE PLAINS, NY 10602

3725 PLAINS WELDING SUPPLY INC, 522 S MAIN ST, CARLSBAD, NM 88220-6241

3725 PLANT SERVICES, 4000 8TH AVE N, BIRMINGHAM, AL 35222-1110

3753 PLATEAU CELLULAR, PO BOX 9000, CLOVIS, NM 88102

3725 PRESSURE PRODUCTS, 900 LOUIS DR, WARMINSTER, PA 18974-2864

3725 PROCESS PUMP REPAIR INC, PO BOX 501, 1438 INDUSTRIAL PKWY, SARALAND, AL 36571-0501

3725 PUBLIC SERVICE COMMISSION, PO BOX 660, YAZOO CITY, MS 39194-0660

3725 QUEEN OIL AND GAS, PO BOX 959, CARLSBAD, NM 88221-0959

3725 R MILLER, 230 S BEMISTON AV, STE 1230, CLAYTON, MO 63105-1912

3725 RESCAR INC, DEPT 77-3318, CHICAGO, IL 60678

3725 RIA, 33317 TREASURY CTR, CHICAGO, IL 60694-3300

3725 ROBERT PAUL, FTI CONSULTING INC, 333 W WACKER DR, STE 600, CHICAGO, IL 60606-1284

3725 RONALD H MCALPIN, ASSISTANT US TRUSTEE, 100 W CAPITOL ST, STE 706, JACKSON, MS 39269-1602

3725 RXPOWER, 10800 FARLEY ST STE 165, 75 CORPORATE WOODS, OVERLAND PARK, KS 66210-1418

3725 SABER SUPPLY COMPANY INC, PO BOX 936, BECKLEY, WV 25802-0936

3725 SECURITY SUPPORT SERVICES, PO BOX 2633, JACKSON, MS 39207-2633

3725 SHIPP, MARY SUE, YAZOO COUNTY TAX COLLECTOR, POST OFFICE BOX 108, YAZOO CITY, MS 39194

3725 SHPS INC EBS A/R, LOCKBOX 94893, LOUISVILLE, KY 40294

3725 SMITH EPHRAIM, 236 WOODRIDGE DR, YAZOO CITY, MS 39194-2567

3725 SOUTHTOW, PO BOX 1000, DEPT 124, MEMPHIS, TN 38148-0124

3753 SOUTHWESTERN BELL, PO BOX 940012, DALLAS, TX 75394

3725 SPARKS COMPANIES INC, 775 RIDGE LAKE BLVD, STE 400, MEMPHIS, TN 38120-9464

3725 SPENCER GILBERT, (REPRESENTING: MS WORKER'S COMPENSATION), WISE CARTER LAW FIRM, PO BOX 651, JACKSON, MS 39205-0651

3725 STEPHEN W ROSENBLATT, BUTLER, SNOW, O'MARA AND STEVENS, PO BOX 22567, JACKSON, MS 39225-2567

3725 T GLOVER ROBERTS, ROBERTS & GRANT PC, 3102 OAK LAWN AVE, STE 700, DALLAS, TX 75219

3753 T SPEED BROADBAND COMM INC, 1440 CORPORATE DR, IRVING, TX 75038

3725 TAXATION AND REVENUE DEPARTMENT, PO BOX 25127, SANTA FE, NM 87504-5127

3725 TERRAL, 10100 HIGHWAY 65 S, LAKE PROVIDENCE, LA 71254-4019

3725 THE FINANCIAL CENTER, BANK OF NEW YORK TRUST CO, 505 20TH ST N STE 750, BIRMINGHAM, AL 35203-4601

3725 THOMAS L KENT, ORRICK, HERRINGTON & SUTCLIFFE, 666 5TH AVE, NEW YORK, NY 10103

3725 TINAMARIE FEIL, BMC, 1330 E FRANKLIN AVE, EL SEGUNDO, CA 90245

3725 TITAN, PO BOX 1353, LEVELLAND, TX 79336-1353

3725 TRANSAMMONIA, 4211 W BOY SCOUT BL, STE 600, TAMPA, FL 33607-5757

3725 TURBO SPECIALTIES, 4301 N COUNTY RD W, ODESSA, TX 79764-3942

3725 UHI, 1108 W PIERCE ST, CARLSBAD, NM 88220-4015

3725 UNION HOME & INDUST CORP, 1108 W PIERCE ST, CARLSBAD, NM 88220-4015

3725 UNITED PARCEL SERVICE, LOCKBOX 577, CAROL STREAM, IL 60132

3725 UNIVERSAL BOILER WORKS, 10125 BOSQUE CIR NW, ALBUQUERQUE, NM 87114-8826

3725 UP, PO BOX 502453, SAINT LOUIS, MO 63150-2453

3725 US FUSION, PO BOX 69, GONZALES, LA 70707-0069

3725 US SEC, 3475 LENOX RD NE, STE 1000, ATLANTA, GA 30326-1239

3725 V R C COMPANY, PO BOX 250, BRUNSWICK, TN 38014-0250

## Exhibit 2 - First Day Orders

### Svc Lst Name and Address of Served Party

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3753 VALOR TELECOM, PO BOX 1366, ESPANOLA, NM 87532-1366  
3725 VANGUARD GROUP, PO BOX 2600, VALLEY FORGE, PA 19482-2600  
3725 VBGPLANT, PO BOX 51, VICKSBURG, MS 39181-0051  
3725 VERTEX TAX TECHNOLOGY ENTERPRISES L, PO BOX 905735, CHARLOTTE, NC 28290-5735  
3725 VOPAK USA, 3909 OUTLAND RD, MEMPHIS, TN 38118-6323  
3725 W ROBERTS JONES, WATSON & JERNIGAN, PO BOX 23546, JACKSON, MS 39225-3546  
3725 WAGNER EQUIPMENT, PO BOX 2627, HOBBS, NM 88241-2627  
3725 WARE, WES, 7615 MAGNOLIA BEACH RD, APT 13D, DENHAM SPRINGS, LA 70726-8940  
3725 WASCOM, MALCOLM JR, PO BOX 501, FRANKLINTON, LA 70438  
3725 WESPORT STEEL AND SUPPLY INC, PO BOX U, CARLSBAD, NM 88221-7516  
3725 WILLIAM D YOUNG, VINSON & ELKINS LLP, 3700 TRAMMELL CROW CTR, 2001 ROSS AVENUE, DALLAS,  
TX 75201-2965  
3753 XCEL ENERGY, PO BOX 1261, AMARILLO, TX 79120-5000  
3725 XCEL ENERGY, PO BOX 9477, MINNEAPOLIS, MN 55484-9477  
3753 YAZOO VALLEY ELECTRIC POWER, PO BOX 8, YAZOO CITY, MS 39194

**Subtotal for this group: 191**