

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

03 DEC 10 PM 3:54
CHARLENE J. KENNEDY
CLERK

In re

MISSISSIPPI CHEMICAL CORPORATION et al.,¹

Debtors

) Chapter 11 BY _____ DEPUTY
) Case No 03-02984 WEE
)
) (Jointly Administered)
)

AFFIDAVIT OF SERVICE RE:

ORDER AND SUPPLEMENTAL NOTICE OF RE-SET HEARING
ON QUARTERLY FEE APPLICATIONS

I, Yvette Hassman, 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 December 5, 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 listed in Exhibit 2


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¹ 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 December 9, 2003
El Segundo, California


Yvette Hassman

State of California)
) ss
County of Los Angeles)

Personally appeared before me on December 9, 2003, Yvette Hassman, an individual, known to me to be the person who executed the foregoing instrument and acknowledged the same


James H Myers
My Commission Expires July 19, 2005

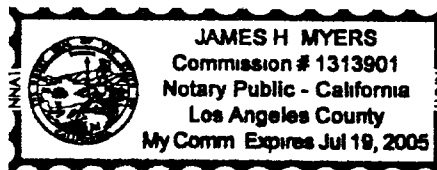


EXHIBIT 1

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

U.S. BANKRUPTCY COURT
SOUTHERN DISTRICT OF MISSISSIPPI
FILED

DEC 05 2003

CHARLENE J. KENNEDY, CLERK
BY _____ DEPUTY

In re)
)
MISSISSIPPI CHEMICAL)
CORPORATION, *et al*¹)
)
Debtors)
_____)

CASE NO 03-02984 WEE
Chapter 11
Jointly Administered

**ORDER AND SUPPLEMENTAL NOTICE OF RE-SET HEARING
ON QUARTERLY FEE APPLICATIONS**

THIS CAUSE came before the court on the following Quarterly Fee Applications

- (1) First Quarterly Fee Application of Phelps Dunbar LLP for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$386,725 00, Expenses \$16,872 50, TOTAL: \$403,597 50
- (2) Quarterly Fee Application Request of Akin Gump Strauss Hauer & Feld LLP, Ordinary Course Counsel Fees: \$49,166 83, Expenses: \$1,684 76, TOTAL \$50,851 59
- (3) First Quarterly Application of Orrick, Herrington & Sutcliffe, LLP, Co-Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation and Reimbursement of Expenses Fees: \$565,037 75, Expenses: \$42,556 50, TOTAL: \$607,594 25
- (4) First Quarterly Application for Allowance of Compensation and Reimbursement of Necessary Expenses (Harris Geno, P A) Fees: \$56,017 50, Expenses: \$3,245 87, TOTAL: \$59,263 37
- (5) First Quarterly Fee Application of Vinson & Elkins LLP for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$139,628 50, Expenses: \$1,228 90, TOTAL: \$140,857 40
- (6) First Quarterly Fee Application of Ordinary Course Counsel Rodey, Dickason, Sloan, Akin & Robb, P A for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$18,792 19, Expenses: \$1,032 90, TOTAL: \$19,825 09
- (7) First Quarterly Fee Application of Baldwin & Haspel, L L C for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$2,791 50, Expenses: \$2 98, TOTAL: \$2,794 48

¹ 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
JO 99227341-1

- (8) First Application of Jones Walker for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$40,481 00, Expenses: \$1,118 59, TOTAL: \$41,599 59
- (9) First Quarterly Application of KPMG, LLP as Accountants, Auditors, Tax Consultants and Bankruptcy Compliance Advisors for Debtors and Debtors-in-Possession for Allowance of Compensation and Reimbursement of Expenses for the Period from May 15, 2003 through September 30, 2003 Fees: \$355,719 00, Expenses: \$9,634 00, TOTAL \$363,353 00
- (10) First Application of Glass & Associates, Inc., as Operational Restructuring Advisors for Mississippi Chemical Corporation, et al., for Allowance of Compensation for Services Rendered from August 4, 2003 through September 28, 2003, and for Reimbursement of Expenses Fees: \$310,890 00, Expenses: \$40,505 67, TOTAL: \$351,395 67
- (11) First Quarterly Fee Application of Lemle & Kelleher, LLP for Interim Allowance of Administrative Claim for Compensation and Reimbursement of Expenses Fees: \$41,746, Expenses: \$1,961 98, TOTAL: \$43,707 98

(collectively, the "Quarterly Fee Applications", or each individually, a "Quarterly Fee Application") Copies of the Quarterly Fee Applications may be obtained (i) electronically via the internet by special posting at <http://www.bmccorp.net/misschem>, the website of BMC, the Debtors' Notice and Claims Agent, or (ii) by requesting copies thereof from Quick Print Plus by facsimile at (601) 355-3565 or by telephone at (601) 352-7874

PLEASE TAKE NOTICE that, with respect to the Court's consideration of the Quarterly Fee Applications, it is hereby

ORDERED as follows

The deadline for objections currently set for Friday, December 5, 2003 and the preliminary hearing currently set for Tuesday, December 9, 2003, at 2:30 p.m. are hereby re-set as specified below

Any objection to a Quarterly Fee Application shall be made in writing and filed with the Clerk of Court (mailing address: P.O. Box 2448, Jackson, MS 39225-2448; physical address: 100 East Capitol Street, Suite 100, Jackson, MS 39201) so as to be stamped "FILED" by 4:00 p.m. Central Time on Friday, December 12, 2003, ("Objection Deadline") and served on the following persons by such Objection Deadline: (a) Counsel for the Debtors, James W. O'Mara and Douglas C. Noble, Phelps Dunbar LLP, 111 East Capitol Street, Suite 600, Jackson, Mississippi 39201 or Post Office Box 23066, Jackson, Mississippi 39225-3066, (b) Counsel for Harris Bank, James E. Spiotto, Chapman and Cutler, 111 W. Monroe Street, Chicago, Illinois 60603 and Stephen W. Rosenblatt, Butler, Snow, O'Mara, Stevens & Cannada, PLLC, Post Office Box 22567, Jackson, MS 39225-2567, (c) Counsel for Official Committee of Creditors, Thomas L. Kent, Orrick, Herrington & Sutcliffe, 666 Fifth Avenue, New York, New York 10103 and Craig M. Geno, Harris Geno, P.A., P.O. Box 3919, Jackson, Mississippi 39207-3919, and (d) Office of the United States Trustee, Ronald H. McAlpin, Assistant United States Trustee, Suite 706, 100 W. Capitol Street, Jackson, Mississippi 39269

A preliminary hearing on approval of the Quarterly Fee Applications shall be held on Tuesday, December 16, 2003, at 2:30 p.m. in the Bankruptcy Courtroom, Room 526, James O. Eastland Courthouse, 245 East Capitol Street, Jackson, Mississippi. If no objections are timely filed thereto, the Court may consider and enter an order approving each of the Quarterly Fee Applications at that time. No evidence will be presented at the preliminary hearing. If any timely objections to the Quarterly Fee Applications are made, a **final hearing** on approval thereof shall be scheduled by the Court.

SO ORDERED THIS the 5th day of December, 2003

Original Signed By
EDWARD ELLINGTON
US BANKRUPTCY JUDGE

EDWARD ELLINGTON
United States Bankruptcy Judge

AGREED

See Attached

UNITED STATES TRUSTEE

A preliminary hearing on approval of the Quarterly Fee Applications shall be held on Tuesday, December 16, 2003, at 2:30 p.m. in the Bankruptcy Courtroom, Room 526, James O. Eastland Courthouse, 245 East Capitol Street, Jackson, Mississippi. If no objections are timely filed thereto, the Court may consider and enter an order approving each of the Quarterly Fee Applications at that time. No evidence will be presented at the preliminary hearing. If any timely objections to the Quarterly Fee Applications are made, a final hearing on approval thereof shall be scheduled by the Court.

SO ORDERED THIS the ____ day of December, 2003.

EDWARD ELLINGTON
United States Bankruptcy Judge

AGREED:



UNITED STATES TRUSTEE

EXHIBIT 2

Order & Suppl Ntc Re-Set Hearing re Quarterly Fee Appl for Mississippi Chemical

Total number of parties 84

Preferred Mode of Service US Mail (1st Class)

Exhibit 2 - Mississippi Chemical Mailing

Svc Lst Name and Address of Served Party

Svc Lst	Name and Address of Served Party
7010	ALAN H KATZ ESQ 639 LOYOLA AVE 26TH FL NEW ORLEANS LA 70113
7010	AMROC INVESTMENTS LLC AMROC INVESTMENTS LLC, SHRI LEVINE, 535 MADISON AVE 15TH FLR NEW YORK NY 10022
7010	ASSISTANT US TRUSTEE RONALD H MCALPIN 100 W CAPITOL ST STE 706 JACKSON MS 39269-1602
7010	BALCH & BINGHAM LLP PAUL J DELCAMBRE JR ESQ P O BOX 130 GULFPORT MS 39502
7010	BENNETT LOTTERHOS SULSER & WILSON P MARCUS M WILSON PO BOX 98, JACKSON MS 39205-0098
7010	BMC TINAMARIE FEIL 1330 E FRANKLIN AVE EL SEGUNDO CA 90245
7010	BONDHOLDERS/SHAREHOLDER BANCORP SOUTH BANK/INDENTURE TRUSTE LISA NEELD CORPORATE TRUST PO BOX 1605 JACKSON MS 39215
7010	BONDHOLDERS/SHAREHOLDER WALLER LANSDEN DORTCH & DAVIS ERIC B SCHULTENOVER 511 UNION ST STE 2100 NASHVILLE TN 37219
7010	BONDHOLDERS/SHAREHOLDER WALLER LANSDEN DORTCH & DAVIS JOHN TISHLER 511 UNION ST STE 2100 NASHVILLE TN 37219
7010	BONDHOLDERS/SHAREHOLDER WALLER LANSDEN DORTCH & DAVIS ROBERT A GUY JR 511 UNION ST STE 2100 NASHVILLE TN 37219
7010	BONDHOLDERS/SHAREHOLDER/ HSBC WALTER NEWMAN 539 TRUSTMARK BANK BLDG JACKSON MS 39201
7010	BONDHOLDERS/SHAREHOLDERS VP ISSUER SERVICES RUSS PALADINO HSBC BANK USA 10 E 40TH ST NEW YORK NY 10016
7010	BUTLER SNOW O MARA AND STEVENS STEPHEN W ROSENBLATT PO BOX 22567 JACKSON MS 39225-2567
7010	CHANIN CAPITAL PARTNERS MARK RUBIN 330 MADISON AVE 11TH FL, NEW YORK NY 10017-5001
7010	CHAPMAN AND CUTLER JAMES E SPIOTTO 111 W MONROE ST STE 1700 CHICAGO IL 60603-4080
7010	CONAGRA INTERNATIONAL FERTILIZER BYRD & WISER ROBERT ALAN BYRD, 145 MAIN ST PO BOX 1939 BILOXI MS 39533
7010	CONSECO CAPITAL MGMT CORP GREG J SEKATA 11825 N PENNSYLVANIA ST CARMEL IN 46032
7010	DAVID N USRY 188 E CAPITOL ST STE 500 JACKSON MS 39201
7010	DEFENSE ENERGY SUPPORT CENTER KAY BUSHMAN ASSISTANT COUNSEL 8725 JOHN J KINGMAN RD FT BELVOIR VA 22060
7010	DEPARTMENT OF JUSTICE BRENDAN COLLINS ATTORNEY CIVIL DIVISION PO BOX 875 BEN FRANKLIN STATION WASHINGTON DC 20044-0875
7010	DUKE ENERGY FIELD SERVICES LP STEVE VAN HOOSER 5718 WESTHEIMER STE 2000 HOUSTON TX 77057
7010	DURHAM ASSET MANAGEMENT LLC PETER COURI 680 FIFTH AVE 22ND FL NEW YORK, NY 10019
7010	EXPORT BANK OF THE UNITED STATES KELLEY DRYER & WARREN LLP ANNELEISE H PAK ESQ 101 PARK AVE NEW YORK, NY 101078
7010	FAGELHABER LLC CLINTON P HANSEN 55 E MONROE ST 40TH FL CHICAGO IL 60603
7010	FLETCHER C LEWIS PO BOX 410 MCCORY AR 72101
7010	FTI CONSULTING INC ROBERT PAUL 333 W WACKER DR STE 600 CHICAGO IL 60606-1284
7010	GORDIAN GROUP LLC HENRY F OWSLEY 499 PARK AVE 5TH FL NEW YORK NY 10022-1240
7010	GORDIAN GROUP LLC PETER S KAUFMAN 499 PARK AVE FL 5 NEW YORK NY 10022-1240
7010	HARRIS GENO & DUNBAR CRAIG GENO PO BOX 3919 JACKSON MS 39207-3919
7010	HOLME ROBERTS & OWEN LAWRENCE BASS 1700 LINCOLN # 4100 DENVER CO 80203
7010	HSBC BANK USA NEWMAN & NEWMAN WALTER NEWMAN ESQ 539 TRUSTMARK BANK BLDG JACKSON MS 39201
7010	HSBC BANK USA WALLER LANSDEN ET AL ERIC B SCHULTENOVER 511 UNION ST STE 2100 NASHVILLE TN 37219
7010	HSBC BANK USA WALLER LANSDEN ET AL JOHN C TISHLER 511 UNION ST, STE 2100 NASHVILLE TN 37219

Exhibit 2 - Mississippi Chemical Mailing

Svc Lst Name and Address of Served Party

Svc Lst	Name and Address of Served Party
7010	HSBC BANK USA WALLER LANSDEN ET AL ROBERT GUY 511 UNION ST, STE 2100 NASHVILLE TN 37219
7010	IBM CORPORATION IBM CORPORATION BEVERLY H SHIDELER TWO LINCOLN CENTER OAKBROOK TERRACE IL 60181
7010	INDENTURE TRUSTEE BANCORPSOUTH BANK LISA NEELD/CORPORATE TRUST PO BOX 1605 JACKSON MS 39215
7010	INTEGRITY LIFE INSURANCE, BERNARD M CASEY 420 EAST FOURTH ST CINCINNATI, OH 45202
7010	INTERNAL REVENUE SERVICE ANNA HOWELL 100 W CAPITOL ST STOP 15 JACKSON, MS 39269-1602
7010	IOS CAPITAL LLC BANKRUPTCY ADMINISTRATION PO BOX 13708 MACON GA 31208-3708
7010	JAMES H SHENWICK CARNEGIE HALL TOWER 152 WEST 57TH ST NEW YORK NY 10019
7010	JEFFERSON COUNTY LINEBARGER GOGGAN BLAIR & SAMPSON L CLAYTON E MAYFIELD 1148 PARK ST BEAUMONT TX 77701-3614
7010	KANE RUSSELL COLEMAN & LOGAN P C JOESPH M COLEMAN 1601 ELM STREET 3700 THANKSGIVING TOWER DALLAS TX 75201
7010	KING & SPENCER ROBERT KING PO BOX 123 JACKSON MS 39205-0123
7010	LA DEPT OF REVENUE, PO BOX 3440, BATON ROUGE LA 70821-3440
7010	LATHAM & WATKINS JIM F SPENCER JR SEARS TOWER STE 5500 CHICAGO IL 60606
7010	LATHAM & WATKINS JOSEF S ATHANAS SEARS TOWER STE 5800 233 S WACKER DR CHICAGO IL 60606-6362
7010	LATHAM & WATKINS JOSEF S ATHANAS SEARS TOWER STE 5800 CHICAGO IL 60606
7010	MARTIN MARIETTA MAGNESIA SPECIALITI JOHN HARMAN 195 CHESAPEAK PARK PLZ STE 200 BALTIMORE MD 21220
7010	MCKAY SIMPSON LAWLER ET AL EDWARD E LAWLER JR PO BOX 2488 RIDGELAND MS 39158-2488
7010	MILLER LAW FIRM JIMMY L MILLER PO BOX 209 MARKS MS 38646
7010	MISSISSIPPI CHEMICAL CORPORATION JOHN M FLYNT PO BOX 388 YAZOO CITY MS 39194-0388
7010	MISSOURI DEPT OF REVENUE JEREMIAH W NIXON 301 W HIGH ST RM 670 JEFFERSON CITY MO 65105-0475
7010	MO DEPARTMENT OF REVENUE TRACY POWELL P O BOX 475 JEFFERSON CITY MO 65105-0475
7010	MS STATE TAX COMMISSION 1577 SPRINGRIDGE RD RAYMOND MS 39154-9602
7010	MS WORKER'S COMPENSATION WISE CARTER LAW FIRM SPENCER GILBERT PO BOX 651 JACKSON MS 39205-0651
7010	OBER KALER GRIMES & SHIVER JEFFREY E SCHMITT 120 EAST BALTIMORE ST BALTIMORE MD 21202-1643
7010	OBER KALER GRIMES & SHIVER RANDALL L HAGEN 120 E BALTIMORE ST BALTIMORE MD 21202-1643
7010	OFFICE OF REORG/SEC E GORDON ROBINSON 3475 LENOX ROAD N E , ATLANTA GA 30326-1232
7010	OFFICE OF REORG/SEC SUSAN R SHERRILL 3475 LENOX ROAD, N E ATLANTA GA 30326-1232
7010	ORRICK HERRINGTON & SUTCLIFFE ANTHONY PRINC 666 5TH AVE NEW YORK NY 10103
7010	ORRICK HERRINGTON & SUTCLIFFE THOMAS L KENT 666 5TH AVE NEW YORK NY 10103
7010	PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE GENERAL COUNSEL JOSEPH M KRETTEK ESQ 1200 K ST NW WASHINGTON DC 20005-2046
7010	PERRY CAPITAL LLC RICHARD PAIGE 599 LEXINGTON AVE NEW YORK NY 10022
7010	PHELPS DUNBAR LLP DOUGLAS C NOBLE PO BOX 23066 STE 500 SKYTEL CENTRE N JACKSON, MS 39225-3066
7010	PHELPS DUNBAR LLP JAMES W O MARA PO BOX 23066 STE 500 SKYTEL CENTRE N JACKSON MS 39225-3066
7010	POYNER & SPRUILL LLP TERRI L GARDNER PO BOX 10096 RALEIGH, NC 27605
7010	PURSUE ENERGY CORPORATION FRED HOSEY 1601 ELM ST STE 3900 THANKSGIVING TOWER DALLAS TX 75201-7201
7010	PURSUE ENERGY CORPORATION ROBERTS & GRANT PC RICHARD G GRANT, 3102 OAK LAWN AVE STE 700 DALLAS TX 75219
7010	PURSUE ENERGY CORPORATION ROBERTS & GRANT PC T GLOVER ROBERTS 3102 OAK LAWN AVENUE DALLAS TX 75219
7010	REGEN CAPITAL I INC NEIL H HERSKOWITZ PO BOX 626 PLANETARIUM STATION, NEW YORK NY 10024-0540

Exhibit 2 - Mississippi Chemical Mailing

Svc Lst Name and Address of Served Party

7010 ROZIER LAW FIRM DAVID E ROZIER PO BOX 988 JACKSON MS 39205
7010 SEC MICHAEL A BERMAN 450 FIFTH STREET N W , WASHINGTON DC 20549-0606
7010 STEPHEN H LEECH JR, ATTORNEY AT LAW PO BOX 3623 JACKSON MS 39207
7010 TARRANT COUNTY LINEBARGER GOOGAN ET AL ELIZABETH WELLER 2323 BRYAN ST, STE
1600 DALLAS TX 75201
7010 TAXATION AND REVENUE DEPARTMENT PO BOX 25127 SANTA FE NM 87504-5127
7010 US ATTORNEY DUNN LAMPTON 188 E CAPITOL ST, STE 500 JACKSON MS 39201-2126
7010 US SEC 3475 LENOX ROAD NE STE 1000 ATLANTA, GA 30326-1232
7010 VINSON & ELKINS LLP ALAN J BOGDANOW 3700 TRAMMELL CROW CTR, 2001 ROSS AVE,
DALLAS TX 75201-2965
7010 VINSON & ELKINS LLP, WILLIAM D YOUNG, 3700 TRAMMELL CROW CTR, 2001 ROSS AVE DALLAS
TX 75201 2975
7010 VOLVO COMMERCIAL CREDIT CORP OF UTA, CATHERINE TUCKER ESQ PO BOX 26131
GREENSBORO NC 27402
7010 WATKINS & EAGER PLLC JIM F SPENCER JR, P O BOX 650, JACKSON MS 39205
7010 WATSON & JERNIGAN ARTHUR F JERNIGAN JR PO BOX 23546 JACKSON MS 39225-3546
7010 WATSON & JERNIGAN W ROBERTS JONES PO BOX 23546, JACKSON, MS 39225-3546
7010 WHITTINGTON BROCK SWAYZE & DALE HD BROCK PO BOX 941, GREENWOOD MS 38935-0941

Subtotal for this group 84