

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

OCT 29 2004

In re:

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

CHARLENE J. KENNEDY, CLERK  
BY \_\_\_\_\_ DEPUTY

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

**DEBTORS' FIRST OMNIBUS OBJECTION TO  
AMENDED CLAIMS**

COME NOW the above-captioned debtors and debtors-in-possession, Mississippi Chemical Corporation, *et al.* (collectively, the "Debtors"), and hereby file this First Omnibus Objection to Amended Claims (the "Objection") and respectfully request that the Court enter an Order disallowing Claims as set forth herein, and in support thereof, the Debtors respectfully state as follows:

**I. JURISDICTION**

1. This Court has jurisdiction to hear this Objection pursuant to 28 U.S.C. §§ 157 and 1334. This Objection presents a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) & (B). The relief requested by this Objection may be granted in accordance with the provisions of 11 U.S.C. §§ 102(1), 105(a), and 502(b) and FED. R. BANKR. P. 3007.

**II. BACKGROUND**

2. On May 15, 2003, the Debtors filed their voluntary petitions under Chapter 11 of the Bankruptcy Code (the "Petition Date").

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<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. The Court entered an Order directing joint administration of the affiliated cases for procedural purposes and in the interest of convenience and judicial economy pursuant to Rule 1015(b), on May 15, 2003.

4. The Debtors have continued in possession and in operation of their businesses as debtors-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108.

5. The last day for creditors and parties-in-interest, with the exception of the government, to file claims or proofs of interest against the Debtors was September 26, 2003 (the "Bar Date"). The Bar Date for governmental units was November 11, 2003.

### **III. RELIEF REQUESTED**

6. The Debtors are seeking entry of an Order, pursuant to Bankruptcy Code Sections 102(1), 105(a), and 502(b) and FED. R. BANKR. P. 3007, directing the disallowance of the proofs of claim identified on Exhibit A and detailed below.

7. The Amended Claims: The Debtors object to the "Amended Claims" listed on **Exhibit A**, pursuant to Section 502(b)(1) of the Bankruptcy Code, because the Amended Claims are amended by other, later filed claims. The Debtors propose that the "Surviving Claims" shown on **Exhibit A** replace the Amended Claims noted on **Exhibit A**. Therefore, the Amended Claim should be disallowed and expunged for all purposes. The Surviving Claim will not be affected by this objection unless the claim has also been objected to on other grounds, in which case the claimant will be served with a separate objection to the Surviving Claim.

8. The Debtors expressly reserve the right to amend, modify or supplement this Objection, and to file additional objections to the proofs of claim or any other claims (filed or not) that have been or may be asserted against the Debtors. Should any of the grounds of

objection stated in this Objection be dismissed, the Debtors reserve their rights to object on other grounds.

9. Nothing contained in this Objection is intended to or shall be construed to constitute a waiver of any additional defenses, claims or other issues Debtors may have with the allowance or propriety of the claims identified on **Exhibit A**. Furthermore, nothing contained in this Objection is intended to or shall be construed as a representation that **Exhibit A** is a complete and final list of all objectionable claims filed in these Chapter 11 proceedings.

WHEREFORE, the Debtors respectfully request that this Court enter an order disallowing and expunging each claim described in this Objection and shown on the Exhibit attached hereto and for such further relief as is just and proper.

THIS the 29<sup>th</sup> day of October, 2004.

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**

111 East Capitol, Suite 600

Post Office Box 23066

Jackson, Mississippi 39225-3066

Telephone: (601) 352-2300

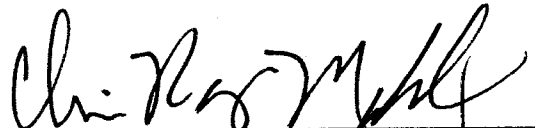
Facsimile: (601) 360-9777

**CERTIFICATE OF SERVICE**

I do hereby certify that I have this date caused to be served 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.

Thomas L. Kent Orrick, Herrington & Sutcliffe LLP 666 Fifth Avenue New York, New York 10103	Craig M. Geno Harris Geno, P.A. P.O. Box 3919 Jackson, MS 39207-3919
Ronald H. McAlpin Assistant U.S. Trustee 100 W. Capitol Street, Suite 706 Jackson, Mississippi 39269	Bankruptcy Management Corporation Attn: Tinamarie Feil 1330 E. Franklin Ave. El Segundo, CA 90245
John C. Tishler Waller, Lansden, Dortch & Davis 511 Union Street, Suite 2100 Nashville, TN 37219	J. Walter Newman, IV Newman & Newman 539 Trustmark Building Jackson, MS 39201
Mark J. Thompson David J. Mack Simpson, Thacher & Bartlett LLP 425 Lexington Avenue New York, NY 10017	Luther M. Dove, Jr. Dove & Chill 4266 I-55 North, Suite 108 Jackson, MS 3921
James W. Kapp, III Kirkland & Ellis LLP 200 E. Randolph Drive Chicago, IL 60601-6636	

SO CERTIFIED, this the 29<sup>th</sup> day of October, 2004.



JAMES W. O'MARA  
DOUGLAS C. NOBLE  
CHRISTOPHER R. MADDUX

**Mississippi Chemical Corporation**  
**OMNIBUS 1: EXHIBIT A - AMENDED CLAIMS**

Claim To Be Expunged				Surviving Claim				
Creditor Name and Address	Case No	Claim Number	Total Claims Dollars*	Surviving Creditor Name and Address	Case No	Claim Number	Total Claims Dollars*	Reason For Proposed Disallowance
<b>1</b> AT&T CORP REGENT CAPITAL I INC ADMIN AGENT 55 CORPORATE DR BRIDGEWATER NJ 08807-1265	03-02984	3	\$11,266.58	AT&T CORP REGEN CAPITAL I INC PO BOX 237210 ANSONIA STATION NEW YORK NY 10023	03-02984	1080	\$41,524.74	AMENDED CLAIM
<b>2</b> DOUGHTERY COUNTY TAX DEPARTMENT PO BOX 1827 ALBANY GA 31702-1827	03-02987	668	\$2.00	DOUGHERTY COUNTY TAX DEPARTMENT PO BOX 1827 ALBANY GA 31702-1827	03-02987	1029	\$5,652.22	AMENDED CLAIM
<b>3</b> FARMLAND INDUSTRIES INC DEPT 62 PO BOX 20111 KANSAS CITY MO 64195-0111	03-02987	678	\$4,546.36	FARMLAND INDUSTRIES INC KELLY SCHEMENAUER DEPT 62 PO BOX 20111 KANSAS CITY MO 64195-0111	03-02984	877	\$28,903.66	AMENDED CLAIM
<b>4</b> HERCULES TRANSPORT INC PO BOX 536 CHOUDRANT LA 71227-0536	03-02984	1015	\$750.00	HERCULES TRANSPORT INC PO BOX 536 RUSTON LA 71270	03-02987	1014	\$2,250.00	AMENDED CLAIM
<b>5</b> HPE INC PO BOX 828 WAXHAW NC 28173-1005	03-02986	132	\$2,102.00	HPE INC PO BOX 828 WAXHAW NC 28173	03-02986	383	\$2,102.00	AMENDED CLAIM
<b>6</b> JACKSON COUNTY TAX COLLECTOR PO BOX 998 PASCAGOULA MS 39568-0998	03-02984	1042	\$3,239.41	JACKSON COUNTY TAX COLLECTOR PO BOX 998 PASCAGOULA MS 39568-0998	03-02984	1070	\$18,604.03	AMENDED CLAIM
<b>7</b> JACKSON COUNTY TAX COLLECTOR PO BOX 998 PASCAGOULA MS 39568-0998	03-02989	1041	\$537,428.39	JACKSON COUNTY TAX COLLECTOR PO BOX 998 PASCAGOULA MS 39568-0998	03-02989	1069	\$725,600.92	AMENDED CLAIM
<b>8</b> MA, ZHONGXIN R 300 FEATHER GLN RIDGELAND MS 39157-8746	03-02984	603	BLANK	MA, ZHONGXIN R 300 FEATHER GLEN DR RIDGELAND MS 39157	03-02984	934	\$181,241.39	AMENDED CLAIM

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

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<b>9</b> MISSISSIPPI STATE TAX COMMISSION BANKRUPTCY SECTION PO BOX 23338 JACKSON MS 39225-3338	03-02984	587	\$253,829.00	MISSISSIPPI STATE TAX COMMISSION BANKRUPTCY SECTION PO BOX 23338 JACKSON MS 39225-3338	03-02984	1065	\$760,869.00	AMENDED CLAIM
<b>10</b> PAYNE & KELLER INC PO BOX 840391 DALLAS TX 75284-0391	03-02992	986	\$81,752.73	PAYNE & KELLER CO INC PO BOX 14803 4949 ESSEN LN BATON ROUGE LA 70809-3406	03-02992	985	\$87,019.27	AMENDED CLAIM
<b>11</b> PROFESSIONAL BUILDING SVCS 4 3010 LAKELAND CV STE I JACKSON MS 39232-9708	03-02984	239	\$9,721.87	PROFESSIONAL BUILDING SERVICES PAMELA L HANCOCK HANCOCK LAW FIRM PLLC PO BOX 2372 MADISON MS 39130-2372	03-02984	671	\$19,813.53	AMENDED CLAIM
<b>12</b> RW INDUSTRIAL PRODUCTS INC 108 E BLODGETT ST CARLSBAD NM 88220-5151	03-02990	68	\$22,492.94	R & W INDUSTRIAL 108 E BLODGETT ST CARLSBAD NM 88220-5151	03-02990	493	\$22,492.94	AMENDED CLAIM
<b>13</b> SAFETY KLEEN SYSTEM INC 5400 LEGACY DR CLUSTER II BLDG 3 PLANO TX 75024	03-02990	1081	\$1,270.10	SAFETY KLEEN SYSTEMS INC 5400 LEGACY DR CLUSTER II BLDG 3 PLANO TX 75024	03-02984	1082	\$3,146.85	AMENDED BY CLAIM 1082
<b>14</b> STATE OF LOUISIANA DEPARTMENT OF REVENUE PO BOX 66658 BATON ROUGE LA 70896	03-02984	1083	\$24,707.98 UNLIQUIDATED	STATE OF LOUISIANA DEPARTMENT OF REVENUE PO BOX 66658 BATON ROUGE LA 70896	03-02984	1087	\$29,546.46	AMENDED CLAIM
<b>15</b> STATE OF LOUISIANA LOUISIANA DEPARTMENT OF REVENUE PO BOX 66658 BATON ROUGE LA 70896-6658	03-02984	515	\$8,445.00	STATE OF LOUISIANA DEPARTMENT OF REVENUE PO BOX 66658 BATON ROUGE LA 70896	03-02984	1083	\$24,707.98 UNLIQUIDATED	AMENDED CLAIM

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

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Creditor Name and Address	Case No	Claim Number	Total Claims Dollars*	Surviving Creditor Name and Address	Case No	Claim Number	Total Claims Dollars*	Reason For Proposed Disallowance	
<b>16</b> TENNESSE FARMERS CO OP  ATTN ACCOUNTS PAYABLE PO BOX 3003 LA VERGNE TN 37086-1983	03-02987	923	\$162,412.10	TENNESSEE FARMERS CO OP  ATTN ACCOUNTS PAYABLE PO BOX 3003 LA VERGNE TN 37086-1983	03-02987	971	\$162,412.10	AMENDED CLAIM	
<b>17</b> TRANSCANADA TURBINES INC  150 PALMER RD NE CALGARY AB T2E 7R3 CANADA	03-02984	2	\$4,626.85	TRANSCANADA TURBINES  150 PALMER RD NE CALGARY AB T2E 7R3 CANADA	03-02986	216	\$4,626.85	AMENDED CLAIM	
<b>18</b> US FILTER/ ION PURE  75 TECHNOLOGY DR LOWELL MA 01851-2729	03-02989	53	\$500.00	US FILTER IONPURE  75 TECHNOLOGY DR LOWELL MA 01851-2729	03-02989	126	\$81.45	AMENDED CLAIM	
Total Claims Expunge		18	Total Dollars Expunged:	\$1,129,093.31	Total Claims Remaining:		18	Total Dollars Remaining	\$2,120,595.39

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.