

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

U.S. BANKRUPTCY COURT
SOUTHERN DISTRICT OF MISSISSIPPI

2004 MAY -5 AM 10:41

CLERK

In re:

MISSISSIPPI CHEMICAL CORPORATION, et al.

Case No. 03-02984 WEE
(Jointly Administered)
Chapter 11

Debtors

**THIRD QUARTERLY APPLICATION OF KPMG LLP AS
ACCOUNTANTS, AUDITORS, TAX CONSULTANTS AND BANKRUPTCY
COMPLIANCE ADVISORS FOR DEBTORS AND DEBTORS-IN-POSSESSION
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name of Applicant:

KPMG LLP

Authorized to Provide Professional Services to:

Debtors and Debtors-in-Possession

Date of Retention:

May 15, 2003

Period for which Compensation and
Expense Reimbursement is sought:

January 1, 2004 through March 31, 2004

Amount of Compensation sought as actual,
reasonable and necessary:

\$100,298

Amount of Expense Reimbursement sought
as actual, reasonable and necessary:

\$285

This is an: ☒ interim ☐ final application

If this is not the first application filed, disclose the following for each prior application:

Date	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
11/07/03	05/15/03 - 09/30/03	\$ 355,719	\$ 9,634	\$ 355,719	\$ 9,634
02/02/04	10/01/03 - 12/31/03	\$ 140,210	\$ 382	\$ 140,210	\$ 382

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

In re:	§	Chapter 11 Case
	§	
MISSISSIPPI CHEMICAL CORPORATION, et al.¹	§	Case No. 03-02984 WEE
	§	
	§	
	§	Jointly Administered
Debtors.	§	

**THIRD 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 JANUARY 1, 2004 THROUGH MARCH 31, 2004**

KPMG LLP ("KPMG"), hereby files its Third Quarterly Application (the "Third Fee Application") for allowance of compensation and for reimbursement of expenses incurred by KPMG during the period from January 1, 2004 through March 31, 2004 (the "Compensation Period") pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 2016 of the Local Rule of the United States Bankruptcy Court for the Southern District of Mississippi (the "Bankruptcy Local Rules") and respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider this Third Fee Application pursuant to 28 U.S.C. §§ 157 and 1334. Consideration of this Application is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

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.

BACKGROUND

2. On May 15, 2003, (the "Petition Date"), Mississippi Chemical Corporation, et al., Debtors and Debtors-in-Possession ("**Debtors**") filed voluntary petitions under the Chapter 11 of the Bankruptcy Code. Each of the Debtors continues in possession of its respective property and assets, and each continues operating and managing its respective businesses as a debtor-in-possession under §§ 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in any of the Debtors' cases.

3. On May 16, 2003, the Debtors filed an application (the "Employment Application") to retain KPMG as Accountants, Auditors, Tax Consultants and Bankruptcy Compliance Advisors for Debtors and Debtors-in-Possession for the Debtors, effective as of May 15, 2003.

4. On May 16, 2003, the Court entered the Administrative Order governing procedures for submitting monthly statements and quarterly applications by professionals ("Administrative Order").

5. On May 20, 2003 the Court approved KPMG's Employment Application (Docket #43), in an "Order Authorizing Debtors-in-Possession to Retain and Employ KPMG LLP as Accountants, Auditors, Tax Consultants and Bankruptcy Compliance Advisors" (Attached as Exhibit A) the Debtors was authorized to retain KPMG as their accountants, auditors, tax consultants and bankruptcy compliance advisors effective as of the respective petition dates, with regard to audit and review of the financial statements of the Debtors, analysis of accounting issues and advice, audit or review of certain filings of Debtors' financial statements with the SEC, audit of the financial statements of the Debtors' benefit plans, and performance of other

accounting services as may be necessary or desirable, (the "Retention Order"). The Retention Order authorizes the Debtors to compensate KPMG at KPMG's hourly rates charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that it incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Bankruptcy Rules, all applicable local rules and orders of the Court and pursuant to Sections 105(a) and 331 of the Bankruptcy Code.

6. On November 7, 2003, KPMG filed its "First Quarterly Application of KPMG LLP as Accountants, Auditors, Tax Consultants and Bankruptcy Compliance Advisors for the Debtors and Debtors-in-Possession for Allowance of Compensation and Reimbursement of Expenses for the period from May 15, 2003 through September 30, 2003" (Docket #383) ("First Fee Application"). The First Fee Application sought allowance of fees in the amount of \$355,719.00 and actual and necessary expenses in the amount of \$9,634.00 for services rendered and reimbursement of actual and necessary expenses incurred by KPMG during the period from May 15, 2003 through September 30, 2003.

7. On December 23, 2003, the Court entered an "Order Approving First Quarterly Fee Application of KPMG LLP" (Docket #489), approving allowance of the requested fees and actual and necessary expenses in full.

8. On February 2, 2004, KPMG filed its "Second Quarterly Application of KPMG LLP as Accountants, Auditors, Tax Consultants and Bankruptcy Compliance Advisors for the Debtors and Debtors-in-Possession for Allowance of Compensation and Reimbursement of Expenses for the period from October 1, 2003 through December 31, 2003" (Docket # 547) ("Second Fee Application"). The Second Fee Application sought allowance of fees in the amount of \$140,210.00 and actual and necessary expenses in the amount of \$382.00 for services

THIRD 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 JANUARY 1, 2004 THROUGH MARCH 31, 2004 3

rendered and reimbursement of actual and necessary expenses incurred by KPMG during the period from October 1, 2003 through December 31, 2003.

9. On March 2, 2004, the Court entered an "Order Approving Second Quarterly Fee Application of KPMG LLP" (Docket #586), approving allowance of the requested fees and actual and necessary expenses in full.

COMPENSATION REQUESTED

10. Section 330 of the Bankruptcy Code allows a court to award a professional (a) "reasonable compensation for actual, necessary services" rendered by a professional and by any such person, based on "the nature, the extent, and the value of such services" and taking into account factors such as the "time spent on such services" and whether the services were necessary and beneficial to the estate, and (b) "reimbursement for actual, necessary expenses" 11 U.S.C. § 330. Section 331 of the Bankruptcy Code allows a professional person to apply to the Bankruptcy Court periodically for interim compensation.

11. By this Third Fee Application and in accordance with section 330 and section 331 of the Bankruptcy Code, KPMG requests allowance of fees in the amount of \$100,298.00 and ordinary and necessary expenses of \$285.00 for a total amount \$100,583.00.

12. Since the Petition Date, in accordance with the Court's May 15, 2003 order (Docket #16), (the "Interim Compensation Order"), KPMG has submitted monthly statements to the Debtors requesting 80% of its fees and 100% of expense disbursements as follows:

Date Submitted	Period Covered	Requested		Payments Received	
		Fees	Expenses	Fees	Expenses
November 17, 2003	January 1, 2004 – January 31, 2004	\$33,109.00	\$212.00	\$26,487.00	\$212.00
December 12, 2003	February 1, 2004 – February 29, 2004	\$55,716.00	\$68.00	\$44,572.80	\$68.00
January 15, 2004	March 1, 2004 – March 31, 2004	\$11,473.00	\$5.00	\$9,178.40	\$5.00
Total		\$100,298.00	\$285.00	\$80,238.20	\$285.00

13. Other than these payments, KPMG has received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application.

14. There is no agreement or understanding between KPMG and any other person for the sharing of compensation to be received for services rendered in this case.

15. KPMG's charges for professional services rendered in this case are billed in accordance with KPMG's existing billing procedures. The rates KPMG charged for the services rendered by its professionals are comparable with rates charged for non-bankruptcy-related matters and are reasonable based on the customary compensation charged by comparably skilled professionals in comparable non-bankruptcy cases.

16. KPMG submits that this Third Fee Application complies with section 330 and section 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, and the Guidelines adopted by the Executive Office for the United States Trustee.

SUMMARY OF SERVICES

17. A summary of time billed by KPMG is attached as Exhibit B, and the detailed time records for the Compensation Period are attached hereto as Exhibit E1 – E7 and are incorporated herein by reference. These records contain daily time logs describing the professional services rendered and the time expended by each professional for this period. KPMG submits that the time entries comply with the following guidelines: (a) no lumping of time, (b) each activity description includes the type of activity, and (c) each activity description includes the subject matter.

18. Pursuant to Rule 2016(d)(3) of the Local Bankruptcy Rules, fee applications must include a detailed description of each major task performed by the applicant. Accordingly, the following is a summary of certain of the significant professional services rendered by KPMG during the Compensation Period, as well as the compensation sought for such services. Exhibit E1 – E6 provides more detailed descriptions of the services provided. These descriptions are separated into the following matters:

<u>CATEGORY</u>	<u>HOURS</u>	<u>FEES</u>
<u>Annual Audit</u>	240.4	\$62,590.00

- Audit and review services related to the financial statements of the Debtors;
- Analysis of accounting issues and advice to the Debtors' management regarding the proper accounting treatment of events;
- Audit and review of certain filings of the Debtors' financial statements and disclosure documents required by the Securities and Exchange Commission;

<u>Benefit Plan Audit</u>	3.7	\$592.00
<ul style="list-style-type: none"> Professional services rendered in connection with the annual audit of the financial statements for Mississippi Chemical Corporation Retirement Plan. 		
<u>Court Hearings and Committee Meetings</u>	5.4	\$1,701.00
<ul style="list-style-type: none"> Participation at various Audit Committee meetings and various meetings with the Debtor regarding the audit and tax services. 		
<u>Fee Statements and Fee Applications</u>	31.8	\$7,403.00
<ul style="list-style-type: none"> Preparation of the monthly fee statements and quarterly fee applications. 		
<u>Financial and Company Analysis</u>	0.0	\$0.00
<ul style="list-style-type: none"> No fees incurred at this time. 		
<u>Tax Issues: Reorganization</u>	88.2	\$25,088.00
<ul style="list-style-type: none"> Advice and assistance on the tax consequences of proposed plans of reorganization. 		
<u>Travel Time</u>	15.0	<u>\$2,925.00</u>
<ul style="list-style-type: none"> Includes time incurred during necessary non-working travel. 		
Total Fees Requested		<u>\$100,298.00</u>

ACTUAL AND NECESSARY EXPENSES

19. Attached hereto as Exhibit D1 and incorporated herein by reference, is a detailed description of the actual and necessary expenses incurred by KPMG in connection with its employment with the Debtors during the Compensation Period. As set forth on Exhibit D1,

KPMG seeks reimbursement of actual and necessary expenses incurred by KPMG during the Compensation Period in the aggregate amount of \$285.00.

20. KPMG states as follows regarding these expenses: KPMG charges only for out of pocket expenses at KPMG's actual cost or reimbursement to its employees.

21. KPMG submits that the foregoing services were necessary to the administration of this Chapter 11 case, were necessary and beneficial to the estates at the time such services were rendered, and were performed without unnecessary duplication of effort or expense. KPMG's request for compensation for the foregoing services is reflective of a reasonable and appropriate amount of time expended in performing such services commensurate with the complexity, importance and nature of the problem, issue or task involved.

FIRST COLONIAL FACTORS

22. Pursuant to Local Bankruptcy Rule 2016(a), fee applications must include a discussion of the factors considered in *American Benefit Life Ins. Co. v. Baddock (In re First Colonial Corp. of America)*, 544 F.2d 1291, 1298-99 (5th Cir.), *cert. denied*, 431 U.S. 904 (1977). Consideration of the factors listed in *First Colonial Corp.* indicates that the compensation requested by KPMG for the services rendered during the Compensation Period is reasonable:

(a) Time and Labor Required. As set forth in detail on Exhibits B – E, KPMG spent 384.5 hours during the Compensation Period performing professional and paraprofessional services on behalf of the Debtors. KPMG consistently utilizes the least expensive staff available commensurate with the degree of experience and expertise required for the task, in order to reduce the overall fees in this matter without any sacrifice to the quality of

the services being rendered. Paraprofessionals are utilized for the preparation of employment fee applications in order to further reduce overall fees. Time devoted by the paraprofessionals may be compensated through the Debtors' estates, as set forth in *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833 (3rd Cir. 1994). A list of professionals and paraprofessionals with KPMG who performed services for the Debtors during the Compensation Period and their billing rates are attached hereto as Exhibit B:

(b) Novelty and Difficulty of the Questions. Although the majority of the issues in this case were not novel, this case has presented a variety of issues normal to auditing an entity in bankruptcy. Many of the matters addressed by KPMG were complex due to the size and nature of the operations of the Debtor, however the issues presented in this case were not overly difficult or unique to the KPMG professionals assigned to the case. KPMG accomplished the tasks in a timely, effective and efficient manner.

(c) Skill Requisite to Perform the Service Properly. KPMG is a professional services firm with accountants and financial advisors having diverse experience and extensive knowledge in the fields of accounting, auditing and bankruptcy. KPMG experience and expertise facilitated and expedited the results without incurring extra time and expense had less experienced professionals handled these matters.

(d) Preclusion of Other Employment Due to the Acceptance of the Case. KPMG is unable to estimate the extent it has been precluded from other employment, as, the services provided have, to varying degrees, prevented applicant from providing its services to other clients and from developing new business.

(e) Customary Fee. The rates charged by KPMG in this application are usual and customary hourly rates charged by KPMG to this client pre-bankruptcy, to other THIRD 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 JANUARY 1, 2004 THROUGH MARCH 31, 2004 9

clients and in other bankruptcy cases. KPMG represents that these hourly rates are reasonable, fair, and customary for the degree of skill and expertise required in this case. These rates are comparable with the rates generally charged by other firms for bankruptcy services and the rates are reasonable in amount.

(f) Whether the Fee is Fixed or Contingent. The Fees requested in this Third Fee Application do not represent either a contingent or fixed fee arrangement. KPMG's compensation is, however, as is true for other professionals in every bankruptcy case, contingent upon the Court's approval of this application.

(g) Time Limitations. Time limitations were imposed due to Court imposed deadlines and statutes of limitations.

(h) Amount Involved and Results Obtained. KPMG has worked on a number of issues during the Compensation Period, including, but not limited to, i) timely review of the Debtors' September 30, 2003 Form 10-Q filing with the SEC, ii) audit of the Debtors December 31, 2002 Retirement Plan financial statements, iii) completion of audit work with respect to the Debtors' year end December 31, 2003 consolidated financial statements and Form 10-K filing. KPMG submits that its work was beneficial to the Debtors'.

(i) The experience, reputation and ability of the professionals. Each of KPMG's professionals who performed services for the Debtors possess a reputation for skill, quality, integrity and ability. KPMG's professionals have assisted many debtors, banks, trustees, creditors and official committees in some of the largest and most sophisticated bankruptcy cases.

(j) The Undesirability of the Case. Although this case required the commitment of firm resources without certainty as to compensation or reimbursement, there is no "undesirable" nature of this case or KPMG's assistance to the Debtor herein.

(k) Nature and Length of Professional Relationship with Client. KPMG

has served as accountants, auditors and tax advisors to the Debtors since May 2002.

(l) Awards in Similar Cases. The Fees for which KPMG seeks compensation and reimbursement are not excessive but are commensurate with the compensation sought and awarded in similar cases and are comparable with KPMG rates for similar services outside bankruptcy. As more fully described in Exhibit B, the fees requested by KPMG are in the amount of \$100,298.00. After taking into consideration the time and labor spent thus far and the nature and extent of the representation, KPMG believes the allowance requested is reasonable.

23. Although every effort has been made to include all fees and expenses from the Compensation Period in this Application, some fees and expenses from the Compensation Period might not be included in this application due to delays caused by accounting and processing procedures. KPMG reserves the right to make further application to the Court for allowance of fees and expenses not included herein.

CONCLUSION

WHEREFORE KPMG respectfully requests (a) Third *interim* allowance of \$100,583.00 for the Compensation Period, representing \$100,298.00 as compensation for professional services rendered during the Compensation Period and \$285.00 as reimbursement for actual and necessary expenses KPMG incurred during the Compensation Period; (b) authorization for the Debtors' to pay KPMG such sums; (c) authority to seek compensation for preparing this Application, (d) that the allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses be without prejudice to KPMG's right to seek

such further compensation for the full value of services provided; and (e) for such other and further relief as is just.

Dated: May 4, 2004

Respectfully submitted:



Scott B. Davis
KPMG LLP
401 South Tryon Street
Suite 2300
Charlotte, NC 28202-1911
(704) 371-8131
(704) 335-5567 Facsimile

ACCOUNTANTS FOR THE DEBTORS
AND DEBTORS-IN-POSSESSION

CERTIFICATE OF SERVICE

I, Scott B. Davis, do certify that a true copy of the foregoing Third Quarterly Application was sent via First Class Mail to the parties listed below on this 4th day of May, 2004.

Debtors

Mississippi Chemical Corporation
P.O. Box 388
Yazoo City, MS 39194-0388
Attn: John M. Flynt

Mark K. Thomas
Jenner & Block LLP
One IBM Plaza
Chicago, Illinois 60611-7603

Debtors' Counsel

James W. O'Mara
Douglas C. Noble
Phelps Dunbar LLP
P.O. Box 23066
Jackson, MS 39225-3066

United States Trustee

Ronald H. McAlpin, Assistant U.S. Trustee
Suite 706, A.H. McCoy Federal Building
100 W. Capitol Street
Jackson, MS 39269

Counsel for Harris Bank

James E. Spiotto
Chapman & Cutler
111 West Monroe
Chicago, IL 60603

Counsel for Ad Hoc Committee of Noteholders

Anthony Princi
Thomas L. Kent
Orrick, Herrington & Sutcliffe LLP
666 Fifth Avenue
New York, NY 10103



Scott B. Davis

EXHIBIT A

U.S. BANKRUPTCY COURT
SOUTHERN DISTRICT OF MISSISSIPPI
FILED

MAY 20 2003

CHARLENE J. KENNEDY, CLERK
BY _____ DEPUTY

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

In re:

MISSISSIPPI CHEMICAL
CORPORATION, *et al.*¹

Debtors.

CASE NO. 03-02984 WEE
Chapter 11
Jointly Administered

**ORDER AUTHORIZING DEBTORS-IN-POSSESSION TO
RETAIN AND EMPLOY KPMG LLP AS ACCOUNTANTS, AUDITORS,
TAX CONSULTANTS AND BANKRUPTCY COMPLIANCE ADVISORS**

THIS CAUSE having come on for consideration of the Application of the Debtors-in-Possession to employ KPMG LLP ("Applicant") as accountants, auditors, tax consultants and bankruptcy compliance advisors, and the Court, having considered said application and otherwise being fully advised, is of the opinion that the application is well taken and should be approved.

IT IS, THEREFORE, ORDERED AND ADJUDGED that the employment of KPMG LLP as accountants, auditors, tax consultants and bankruptcy compliance advisors for Mississippi Chemical Corporation, *et al.*, Debtors and Debtors-In-Possession, be and it is hereby approved.

IT IS FURTHER ORDERED AND ADJUDGED that said Applicant shall, within ten days of the entry hereof, file with the Court the statement of compensation required by 11 U.S.C. § 329 and Rule 2016(b), Federal Rules of Bankruptcy Procedure, if the said reports have not been filed.

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.

IT IS FURTHER ORDERED AND ADJUDGED that said Applicant shall be entitled to receive reasonable compensation and to receive reimbursement of the actual, necessary expenses only after notice and a hearing as contemplated by 11 U.S.C. § 330, Rule 2016, Federal Rules of Bankruptcy Procedure, and any other applicable or related statutes, rules and orders of the Court.

IT IS FURTHER ORDERED AND ADJUDGED that this order applies to any funds that might have been received by Applicant as a retainer or of a similar nature.

IT IS FURTHER ORDERED AND ADJUDGED that any application for compensation and reimbursement for expenses shall set forth the date of entry of all previous orders allowing compensation and expenses and the amounts so allowed.

IT IS FURTHER ORDERED AND ADJUDGED that Applicant's employment hereunder shall be subject to the budget attached hereto as Exhibit "A", and Applicant shall provide to the Debtors, all official committees (upon appointment), Harris Trust and Savings Bank and the U.S. Trustee any changes to said budget at such time as changes become necessary, if any.

ORDERED AND ADJUDGED this the 20 day of May 2003.

Original Signed By
EDWARD ELLINGTON
US BANKRUPTCY JUDGE

EDWARD ELLINGTON
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A
TO KPMG RETENTION ORDER**

Audit Services:

- Audit of the June 30, 2003 consolidated financial statements of Mississippi Chemical and subsidiaries \$350,000

Tax Services:

- Review and sign the fiscal 2003 federal and state income tax returns 35,000
- Transfer pricing study related to the Trinidad joint venture 20,000
- Other tax advisory services 45,000

Bankruptcy compliance advisory services:

- General 250,000

EXHIBIT B**MISSISSIPPI CHEMICAL CORPORATION, et al.****Summary of Professional Hours and Fees****JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Listed below are the KPMG professionals who performed services during the referenced period, their respective hourly rates, hours incurred, and associated fees.

Name	Title	Rate	Hours	Fees
Avent, Tom	Partner	\$ 650	7.5	\$ 4,875
Addington, Randall	Partner	\$ 600	9.6	5,760
Davis, Scott	Partner	\$ 590	1.5	885
Hancock, Ellen	Partner	\$ 575	6.0	3,450
Peach, Mark P.	Partner	\$ 350	21.3	7,455
Johnson, Peder	Partner	\$ 350	12.2	4,270
Hillier, Brad B.	Director	\$ 510	5.1	2,601
Robins, Richard	Senior Manager	\$ 425	8.0	3,400
Johnson, John	Senior Manager	\$ 245	93.4	22,883
Christopher, Kenneth	Senior Manager	\$ 245	73.4	17,983
Chapman, Mary	Senior Manager	\$ 245	1.0	245
Ratton, Kelli	Senior Manager	\$ 245	20.5	5,023
Simon, John F.	Senior Manager	\$ 245	5.5	1,348
Rubirosa, Patricia M.	Manager	\$ 245	6.5	1,593
Monsour, Paul	Senior Associate	\$ 170	87.8	14,926
Shuff, John	Senior Associate	\$ 160	3.7	592
Beserra, Rebecca	Paraprofessional	\$ 140	21.5	3,010

SUBTOTAL	384.5	\$	100,298
TOTAL FEES		\$	100,298
TOTAL EXPENSES		\$	285
TOTAL FEES AND EXPENSES		\$	100,583

EXHIBIT C

MISSISSIPPI CHEMICAL CORPORATION, et al. Summary of Hours and Fees by Time Category JANUARY 1, 2004 THROUGH MARCH 31, 2004

Listed below are the hours incurred and associated fees for each time category:

Time Category	Hours	Fees
Annual Audit	240.4	\$ 62,590
Benefit Plans Audit	3.7	592
Court Hearings and Committee Meetings	5.4	1,701
Fee Applications and Fee Statements	31.8	7,403
Financial and Company Analysis	-	-
Tax Issues	88.2	25,088
Travel Time	15.0	2,925
TOTALS:	384.5	\$ 100,298

EXHIBIT D

MISSISSIPPI CHEMICAL CORPORATION, et al.
Summary of Expenses by Category
JANUARY 1, 2004 THROUGH MARCH 31, 2004

Listed below are the expenses incurred for each expense category:

Expense Category	Amount
Ground Transportation	\$ 280
Miscellaneous	5

TOTAL EXPENSES **\$ 285**

EXHIBIT D1

MISSISSIPPI CHEMICAL CORPORATION, et al.
Summary of Expenses
JANUARY 1, 2004 THROUGH MARCH 31, 2004

Name	Date	Expense Type	Description	Amount
Christopher, Kenneth J.	01/19/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS for trip to client's office.	\$ 42
Monsour, Paul Victor	01/19/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	01/20/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	01/21/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	01/22/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	01/23/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	02/05/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
Monsour, Paul Victor	02/06/04	Ground Transportation	Reimbursable number of miles outside normal commute from Jackson, MS to Yazoo City, MS.	34
			Ground Transportation Subtotal	\$ 280
Beserra, Rebecca	03/15/04	Miscellaneous	First class postage expense for mailing of February statement.	\$ 5
			Miscellaneous Subtotal	\$ 5
			Grand Total	\$ 285

EXHIBIT E1

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Johnson, John	01/16/04	Plan for second quarter (December 31, 2003) quarterly review, including review and documentation of issues related to the December 30, 2003 Supplemental DIP Term Loan and sale of Mississippi Potash Inc assets.	1.5	\$ 245	\$ 368
Johnson, John	01/16/04	Prepare prepared by client listing for second quarter review.	0.8	\$ 245	\$ 196
Peach, Mark	01/16/04	Review MS Chemical Retirement Plan work papers and financial statements.	2.7	\$ 350	\$ 945
Monsour, Paul	01/18/04	Perform balance sheet analytical review procedures.	2.0	\$ 170	\$ 340
Christopher, Kenneth	01/19/04	Review Mississippi Potash Inc. second quarter tax accrual.	2.1	\$ 245	\$ 515
Christopher, Kenneth	01/19/04	Discuss tax matters related to discontinued operations with J. Johnson (KPMG).	1.4	\$ 245	\$ 343
Christopher, Kenneth	01/19/04	Review tax asset valuation allowance calculations.	2.0	\$ 245	\$ 490
Christopher, Kenneth	01/19/04	Review continuing operations accrual MS Chemical.	1.9	\$ 245	\$ 466
Christopher, Kenneth	01/19/04	Review continuing operations accrual MPC.	1.1	\$ 245	\$ 270
Johnson, John	01/19/04	Review inventory summaries and roll-forwards prepared by client.	1.4	\$ 245	\$ 343
Johnson, John	01/19/04	Address concurring review partner comments on 2002/2003 Mississippi Phosphates Corp. stand-alone financial statements.	2.1	\$ 245	\$ 515
Johnson, John	01/19/04	Review December 31, 2003 balance sheet.	1.8	\$ 245	\$ 441
Johnson, John	01/19/04	Review December 31, 2003 income statement.	1.6	\$ 245	\$ 392
Johnson, John	01/19/04	Assimilate various "prepared by client" schedules and analyses.	0.6	\$ 245	\$ 147
Johnson, John	01/19/04	Discuss tax matters related to discontinued operations with K. Christopher (KPMG).	1.4	\$ 245	\$ 343
Johnson, John	01/19/04	Review Mississippi Potash, Inc. purchase price calculation and related loss on disposal calculation .	0.8	\$ 245	\$ 196
Monsour, Paul	01/19/04	Accumulate, assimilate and review client prepared work papers and related meeting and discussions with various MCC members providing the work papers	1.0	\$ 170	\$ 170
Monsour, Paul	01/19/04	Review prior quarter/ year's work papers and planning for December 31, 2003 quarterly review work	1.5	\$ 170	\$ 255
Monsour, Paul	01/19/04	Review inventory rollforward for Nitrogen, Phosphate, and Potash.	2.0	\$ 170	\$ 340
Monsour, Paul	01/19/04	Prepare current quarter file.	1.5	\$ 170	\$ 255
Monsour, Paul	01/19/04	Perform income statement analytical review procedures.	1.0	\$ 170	\$ 170
Addington, Randy	01/20/04	Review Miss. Chemical Retirement Plan financial statements.	2.1	\$ 600	\$ 1,260
Johnson, John	01/21/04	Perform research and documentation related to discontinued operations accounting and reporting	1.4	\$ 245	\$ 343
Johnson, John	01/21/04	Perform research and documentation related to segment reporting under SFAS No. 131 when presenting discontinued operations for Mississippi Potash, Inc.	1.6	\$ 245	\$ 392
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the consolidated balance sheet.	2.5	\$ 170	\$ 425
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the Phosphate balance sheet.	1.9	\$ 170	\$ 323
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the Potash balance sheet.	1.9	\$ 170	\$ 323
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the consolidated income statement.	2.5	\$ 170	\$ 425

EXHIBIT E1

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the Phosphate income statement.	1.9	\$ 170	\$ 323
Monsour, Paul	01/21/04	Perform client inquiry and document resulting explanation of analytical of fluctuations in the Potash income statement.	1.9	\$ 170	\$ 323
Addington, Randy	01/22/04	Review Miss. Chemical Retirement Plan significant issues documentation.	1.2	\$ 600	\$ 720
Addington, Randy	01/22/04	Consult with the engagement partner on form of opinion on the MS Chemical retirement plan benefit.	0.3	\$ 600	\$ 180
Johnson, John	01/22/04	Review calculation of loss from discontinued operations in accordance with provisions of SFAS No. 144 related to sale of Mississippi Potash, Inc., review 2003 MPC financial statements and discuss other accounting and reporting matters related to the quarter ended December 31, 2003 with M. Crane (MS Chemical).	1.0	\$ 245	\$ 245
Johnson, John	01/22/04	Review December 31, 2003 quarterly review work papers.	2.3	\$ 245	\$ 564
Johnson, John	01/22/04	Meet with T. Dawson (MS Chemical) and M. Peach (KPMG) to discuss status of bankruptcy and second quarter issues.	1.0	\$ 245	\$ 245
Johnson, John	01/22/04	Meet with M. Peach (KPMG) to discuss FASB 144 issues.	1.5	\$ 245	\$ 368
Johnson, John	01/22/04	Meet with M. Peach (KPMG) and P. Monsour (KPMG) to discuss second quarter accounting issues.	1.2	\$ 245	\$ 294
Monsour, Paul	01/22/04	Prepare summary of accounts receivable from client detail.	1.1	\$ 170	\$ 187
Monsour, Paul	01/22/04	Prepare a rollforward of accounts receivable allowance for doubtful accounts and document reasons for activity in each account.	1.1	\$ 170	\$ 187
Monsour, Paul	01/22/04	Prepare rollforward of reserve accounts for the past year and document reasons for activity in each account.	1.1	\$ 170	\$ 187
Monsour, Paul	01/22/04	Meet with M. Peach (KPMG) and J. Johnson (KPMG) to discuss second quarter accounting issues.	1.2	\$ 170	\$ 204
Monsour, Paul	01/22/04	Prepare summary of significant receivables over 60 days past due	0.6	\$ 170	\$ 102
Monsour, Paul	01/22/04	Review Nitrogen inventory rollforwards	0.9	\$ 170	\$ 153
Monsour, Paul	01/22/04	Review Phosphate inventory rollforwards	2.2	\$ 170	\$ 374
Peach, Mark	01/22/04	Meeting with T. Dawson from MS Chemical and J. Johnson from KPMG to discuss status of bankruptcy and second quarter issues	1.0	\$ 350	\$ 350
Peach, Mark	01/22/04	Met with J. Flynt from MS Chemical to discuss Retirement Plan	0.3	\$ 350	\$ 105
Peach, Mark	01/22/04	Consult with concurring review partner regarding form of opinion on MS Chemical Retirement Plan financial statements.	0.3	\$ 350	\$ 105
Peach, Mark	01/22/04	Meet with J. Johnson (KPMG) to discuss FASB 144 issues.	1.5	\$ 350	\$ 525
Peach, Mark	01/22/04	Meet with J. Johnson (KPMG) and P. Monsour (KPMG) to discuss second quarter accounting issues.	1.2	\$ 350	\$ 420
Monsour, Paul	01/23/04	Review Potash inventory rollforwards.	2.1	\$ 170	\$ 357
Monsour, Paul	01/23/04	Perform testing of Nitrogen inventory for lower of cost or market adjustments.	1.9	\$ 170	\$ 323
Monsour, Paul	01/23/04	Perform testing of Phosphate inventory for lower of cost or market adjustments.	2.2	\$ 170	\$ 374
Monsour, Paul	01/23/04	Perform testing of Potash inventory for lower of cost or market adjustments.	1.8	\$ 170	\$ 306
Johnson, John	01/24/04	Read MPI asset purchase agreement .	2.1	\$ 245	\$ 515

EXHIBIT E1

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Johnson, John	01/24/04	Review calculation of estimated loss on MPI sale including agreeing amounts to MPI financial statement trial balances.	1.7	\$ 245	\$ 417
Johnson, John	01/24/04	Read December 30, 2003 Supplemental DIP Term Loan agreement and related bankruptcy court order.	2.2	\$ 245	\$ 539
Johnson, John	01/24/04	Review applicability of EITF 87-19, EITF 96-19, EITF 96-22, EITF 98-14 and EITF 02-04 to the Supplemental DIP Term Loan agreement.	2.4	\$ 245	\$ 588
Johnson, John	01/24/04	Review Gordian Group engagement letter terms related to accounting or success fees associated with the December 30, 2003 Supplemental DIP Term Loan.	0.6	\$ 245	\$ 147
Addington, Randy	01/26/04	Teleconference meeting with M. Peach and J. Johnson (both KPMG) to discuss debt issuance cost issue.	1.0	\$ 600	\$ 600
Johnson, John	01/26/04	Clear partner review comments on MPI asset purchase agreement and related to discontinued operations loss calculation.	1.4	\$ 245	\$ 343
Johnson, John	01/26/04	Review quarterly review analytical procedures - consolidated balance sheet.	1.6	\$ 245	\$ 392
Johnson, John	01/26/04	Review quarterly review analytical procedures - consolidated income statement.	2.4	\$ 245	\$ 588
Johnson, John	01/26/04	Review quarterly review analytical procedures - consolidated statement of cash flows.	0.9	\$ 245	\$ 221
Johnson, John	01/26/04	Review quarterly management reports.	0.9	\$ 245	\$ 221
Johnson, John	01/26/04	Teleconference meeting with M. Peach and R. Addington (both KPMG) to discuss debt issuance cost issue.	1.0	\$ 245	\$ 245
Peach, Mark	01/26/04	Teleconference meeting with J. Johnson and R. Addington (both KPMG) to discuss debt issuance cost issue.	1.0	\$ 350	\$ 350
Peach, Mark	01/26/04	Review and revise final draft of MS Chemical Retirement Plan financial statements for issuance.	1.3	\$ 350	\$ 455
Johnson, John	01/27/04	Discussion (via teleconference) with T. Dawson and M. Crane (both MS Chemical) related to accounting issues under EITF 96-19 and EITF 02-04 related to the December 30, 2003 Supplemental DIP Term Loan.	0.3	\$ 245	\$ 74
Johnson, John	01/27/04	Draft memo regarding facts and circumstances pertaining to the December 30, 2003 Supplemental DIP Term Loan.	1.9	\$ 245	\$ 466
Johnson, John	01/27/04	Review Supplemental Post Petition Term Loan Agreement.	1.4	\$ 245	\$ 343
Johnson, John	01/27/04	Perform and document cash flow analysis (comparison) related to pre-petition Harris debt instrument and the Supplemental Post-Petition Term Loan for purposes of EITF 02-04 analysis.	2.8	\$ 245	\$ 686
Johnson, John	01/27/04	Draft summary of authoritative literature and analysis of applicability to the December 30, 2003 Supplemental Post-Petition Term Loan transaction.	2.7	\$ 245	\$ 662
Johnson, John	01/27/04	Review draft memorandum regarding debt modification, extinguishment of debt and accounting for related financing costs prior to sending to M. Crane and T. Dawson (both MS Chemical).	0.7	\$ 245	\$ 172
Johnson, John	02/01/04	Review quarterly financial statement analytical procedures.	1.8	\$ 245	\$ 441
Johnson, John	02/01/04	Review quarterly review work papers.	2.1	\$ 245	\$ 515
Johnson, John	02/01/04	Review board minutes and quarterly executive reports.	1.1	\$ 245	\$ 270

EXHIBIT E1

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Johnson, John	02/02/04	Research discontinued operations accounting and reporting matters related to Miss Potash sale.	2.2	\$ 245	\$ 539
Johnson, John	02/02/04	Research related to accounting for Supplemental Post Petition Credit Facility, fees and debt extinguishment.	1.4	\$ 245	\$ 343
Johnson, John	02/02/04	Review December 31, 2003 Form 10Q and agree to work papers and cross reference schedules and financial statements.	1.5	\$ 245	\$ 368
Johnson, John	02/02/04	Review December 31, 2003 quarterly review work papers.	1.5	\$ 245	\$ 368
Johnson, John	02/02/04	Review December 31, 2003 Form 10Q.	1.9	\$ 245	\$ 466
Christopher, Kenneth	02/03/04	Quarterly review of tax provision.	0.6	\$ 245	\$ 147
Johnson, John	02/03/04	Review inventory reconciliations and accounts receivable work papers.	2.1	\$ 245	\$ 515
Johnson, John	02/03/04	Address concurring / SEC reviewing partner comments on December 31, 2003 Form 10Q.	0.5	\$ 245	\$ 123
Peach, Mark	02/03/04	Review quarterly review work papers.	1.7	\$ 350	\$ 595
Peach, Mark	02/03/04	Review 10-Q.	1.6	\$ 350	\$ 560
Peach, Mark	02/04/04	Review debt agreements and new financing technical issues.	1.2	\$ 350	\$ 420
Addington, Randall	02/05/04	Consult technical matters including debt refinancing and discontinued operations accounting.	1.5	\$ 600	\$ 900
Christopher, Kenneth	02/05/04	Quarterly review of tax provision.	1.2	\$ 245	\$ 294
Monsour, Paul	02/05/04	Review the Legal Executive Report from management.	0.2	\$ 170	\$ 34
Monsour, Paul	02/05/04	Perform quarterly review procedures related to natural gas futures contracts.	2.1	\$ 170	\$ 357
Monsour, Paul	02/05/04	Assimilate and compile stockholders' equity rollforward and related quarterly review work papers.	1.2	\$ 170	\$ 204
Monsour, Paul	02/05/04	Agree natural gas futures contracts that were entered into, closed and recognized during the second quarter to related contract documentation.	2.2	\$ 170	\$ 374
Monsour, Paul	02/05/04	Recalculate unrealized, realized, and recognized gains and losses related to natural gas futures contracts.	1.4	\$ 170	\$ 238
Christopher, Kenneth	02/06/04	Quarterly review of tax provision.	2.5	\$ 245	\$ 613
Hancock, Ellen	02/06/04	Initial consultation with engagement teams on accounting issues related to December post petition supplemental credit facility.	0.5	\$ 575	\$ 288
Hancock, Ellen	02/06/04	Read and review supplemental term loan credit agreement and related Form 8K filing.	0.9	\$ 575	\$ 518
Hancock, Ellen	02/06/04	Review applicability of EITF 87-19, EITF 96-19, EITF 96-22, EITF 98-14 and EITF 02-04 to the Supplemental DIP Term Loan agreement.	0.7	\$ 575	\$ 403
Hancock, Ellen	02/06/04	Research SFAS 15 debt extinguishment accounting as related to the supplemental post petition credit facility and accounting for related fees and financing costs.	1.2	\$ 575	\$ 690
Hancock, Ellen	02/06/04	Review engagement team's memorandum regarding debt modification, extinguishment of debt and accounting for related financing costs.	0.7	\$ 575	\$ 403
Hancock, Ellen	02/06/04	Consult with R. Robins (KPMG) related to supplemental post petition credit facility.	1.2	\$ 575	\$ 690
Hancock, Ellen	02/06/04	Additional consultation with R. Robins (KPMG) on supplemental DIP term loan agreement.	0.8	\$ 575	\$ 460
Monsour, Paul	02/06/04	Document fixed asset roll-forward and other related quarterly review work papers.	1.3	\$ 170	\$ 221

EXHIBIT E1

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Monsour, Paul	02/06/04	Recalculate gain unrealized, realized and recognized during quarter and tied in to OCI.	2.1	\$ 170	\$ 357
Monsour, Paul	02/06/04	Document earnings per share schedules, obtaining necessary support for both regular and dilute per share amounts.	1.2	\$ 170	\$ 204
Monsour, Paul	02/06/04	Agree activity related to stockholder's equity rollforward to related documentation.	1.4	\$ 170	\$ 238
Monsour, Paul	02/06/04	Update accounts receivable workpapers with latest client entries and explanations.	1.1	\$ 170	\$ 187
Robins, Richard	02/06/04	Initial consultation with engagement teams on accounting issues related to December post petition supplemental credit facility.	0.5	\$ 425	\$ 213
Robins, Richard	02/06/04	Read and review supplemental term loan credit agreement.	1.2	\$ 425	\$ 510
Robins, Richard	02/06/04	Review applicability of EITF 87-19, EITF 96-19, EITF 96-22, EITF 98-14 and EITF 02-04 to the Supplemental DIP Term Loan agreement.	2.1	\$ 425	\$ 893
Robins, Richard	02/06/04	Research SFAS 15 debt extinguishment accounting as related to the supplemental post petition credit facility and accounting for related fees and financing costs.	0.8	\$ 425	\$ 340
Robins, Richard	02/06/04	Review engagement team's memorandum regarding debt modification, extinguishment of debt and accounting for related financing costs.	1.4	\$ 425	\$ 595
Robins, Richard	02/06/04	Consult with E. Hancock (KPMG) related to supplemental post petition credit facility.	1.2	\$ 425	\$ 510
Robins, Richard	02/06/04	Additional consultation with E. Hancock (KPMG) on supplemental DIP term loan agreement.	0.8	\$ 425	\$ 340
Johnson, John	02/07/04	Review February 6, 2004 draft of the December 31, 2003 financial statements.	2.0	\$ 245	\$ 490
Johnson, John	02/07/04	Summarize and assimilate review comments on financial statements and Form 10Q for sending to M. Crane and S. Boutwell (both MS Chemical).	0.5	\$ 245	\$ 123
Johnson, John	02/07/04	Document conclusions (technical accounting memorandum for work papers) related to debt extinguishment and accounting for related fees.	1.8	\$ 245	\$ 441
Johnson, John	02/08/04	Review revisions to December 31, 2003 Form 10Q.	1.2	\$ 245	\$ 294
Christopher, Kenneth	02/09/04	Review of second quarter tax provision.	2.6	\$ 245	\$ 637
Christopher, Kenneth	02/09/04	Review of second quarter tax provision.	2.5	\$ 245	\$ 613
Christopher, Kenneth	02/09/04	Review of second quarter tax provision.	2.4	\$ 245	\$ 588
Johnson, John	02/09/04	Summarize and assimilate comments on Form 10Q and send to M. Crane and S. Boutwell (both MS Chemical).	0.5	\$ 245	\$ 123
Johnson, Peder	02/09/04	Review second quarter tax provision .	1.1	\$ 350	\$ 385
Monsour, Paul	02/09/04	Vouch fixed asset additions and disposals.	2.1	\$ 170	\$ 357
Monsour, Paul	02/09/04	Recalculate depreciation and gains and losses on fixed asset disposals.	1.9	\$ 170	\$ 323
Monsour, Paul	02/09/04	Perform client inquiry and documented resulting explanation of various account fluctuations.	2.2	\$ 170	\$ 374
Monsour, Paul	02/09/04	Agree PP&E schedules financial statements.	0.9	\$ 170	\$ 153
Monsour, Paul	02/09/04	Document other income & expense work papers and agreed amounts to applicable trial balance and financial statements.	1.1	\$ 170	\$ 187
Monsour, Paul	02/09/04	Analyze accounts receivable allowance and other reserve accounts.	1.3	\$ 170	\$ 221

EXHIBIT E1

MISSISSIPPI CHEMICAL CORPORATION, et al.

Annual Audit

JANUARY 1, 2004 THROUGH MARCH 31, 2004

Name	Date	Description	Hours	Rate	Fees
Christopher, Kenneth	02/10/04	Meet with J. Johnson, P. Johnson and M. Peach (all KPMG) to discuss quarterly tax provision.	1.8	\$ 245	\$ 441
Johnson, John	02/10/04	Prepare Audit Committee presentation for 2/12/04 Audit Committee meeting.	2.1	\$ 245	\$ 515
Johnson, John	02/10/04	Discuss SEC reviewing partner review comments with M. Peach (KPMG).	0.8	\$ 245	\$ 196
Johnson, John	02/10/04	Discuss SEC reviewing partner comments with S. Boutwell (MS Chemical).	0.5	\$ 245	\$ 123
Johnson, John	02/10/04	Meet with K. Christopher, M. Peach and P. Johnson (all KPMG) regarding second quarter tax provision.	1.8	\$ 245	\$ 441
Johnson, John	02/10/04	Prepare comments and recommendations for S. Boutwell (MS Chemical) related to discontinued operations footnote (note 12) of the December 31, 2003 Form 10Q.	0.8	\$ 245	\$ 196
Johnson, Peder	02/10/04	Review deferred tax asset valuation allowance analysis.	0.9	\$ 350	\$ 315
Johnson, Peder	02/10/04	Research tax considerations and implications related to Miss Potash transaction and discontinued operations.	0.5	\$ 350	\$ 175
Johnson, Peder	02/10/04	Prepare for Audit Committee meeting.	0.5	\$ 350	\$ 175
Johnson, Peder	02/10/04	Meet with K. Christopher, M. Peach and J. Johnson (all KPMG) regarding second quarter tax provision.	1.8	\$ 350	\$ 630
Monsour, Paul	02/10/04	Perform analysis of gas cost for quarter and tie out to inventory costs and costs of goods sold.	1.5	\$ 170	\$ 255
Monsour, Paul	02/10/04	Update quarterly review work papers for latest version of financials and accompanying footnotes.	1.9	\$ 170	\$ 323
Monsour, Paul	02/10/04	Tie out financial statements to workpapers: balance sheet, income sheet, CF, statement of changes in S/E.	1.1	\$ 170	\$ 187
Monsour, Paul	02/10/04	Agree amounts and disclosures in footnotes and MD&A to prior quarter and same quarter last year Form 10Qs and to the June 30, 2003 financial statements.	1.9	\$ 170	\$ 323
Monsour, Paul	02/10/04	Proof and cross-reference amounts and disclosures in the December 31, 2003 financial statements and Form 10Q with quarterly review work papers and other documentation as applicable.	1.7	\$ 170	\$ 289
Peach, Mark	02/10/04	Prepare for Audit Committee meeting.	1.2	\$ 350	\$ 420
Peach, Mark	02/10/04	Review latest 10-Q.	0.9	\$ 350	\$ 315
Peach, Mark	02/10/04	Meet with K. Christopher, J. Johnson and P. Johnson (all KPMG) regarding second quarter tax provision.	1.8	\$ 350	\$ 630
Peach, Mark	02/10/04	Discuss SEC partner review comments with J. Johnson (KPMG).	0.8	\$ 350	\$ 280
Rubirosa, Patricia M	02/10/04	Read technical memorandum regarding bankruptcy costs.	1.5	\$ 245	\$ 368
Addington, Randall	02/11/04	Review December 31, 2003 consolidated interim financial statements.	1.7	\$ 600	\$ 1,020
Addington, Randall	02/11/04	Review December 31, 2003 consolidated interim financial statement notes and MD&A and provide comments to KPMG engagement team.	1.8	\$ 600	\$ 1,080
Christopher, Kenneth	02/11/04	Review tax disclosures in December 31, 2003 consolidated financial statement notes and Form 10Q.	1.0	\$ 245	\$ 245
Christopher, Kenneth	02/11/04	Discuss quarterly accrual with J. Johnson (KPMG) and J. Scott (MS Chemical).	1.2	\$ 245	\$ 294

EXHIBIT E1

MISSISSIPPI CHEMICAL CORPORATION, et al.
Annual Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004

Name	Date	Description	Hours	Rate	Fees
Johnson, John	02/11/04	Prepare quarterly significant issues document (quarterly review summary memorandum) related to KPMG's SAS 100 review of MS Chemical's December 31, 2003 Form 10Q.	2.0	\$ 245	\$ 490
Johnson, John	02/11/04	Discuss quarterly accrual with K. Christopher (KPMG) and J. Scott (MS Chemical).	1.2	\$ 245	\$ 294
Monsour, Paul	02/11/04	Review bankruptcy debtor in possession document from Court, confirming support for figures and verbiage stated in the footnotes of the financials.	1.4	\$ 170	\$ 238
Monsour, Paul	02/11/04	Review new lender financing agreement, confirming support for figures and verbiage stated in the footnotes of the financials.	1.5	\$ 170	\$ 255
Monsour, Paul	02/11/04	Obtain various other support for items in the footnotes and MD&A of the December 31, 2003 financial statements and Form 10Q.	1.7	\$ 170	\$ 289
Monsour, Paul	02/11/04	Complete audit work program checklist and supporting documentation.	2.1	\$ 170	\$ 357
Peach, Mark	02/11/04	Review final 10-Q and completing review documentation.	1.0	\$ 350	\$ 350
Johnson, John	02/12/04	Prepare other status update sections and required communications sections of Audit Committee report.	1.5	\$ 245	\$ 368
Johnson, John	02/12/04	Prepare summary of significant accounting matters for quarterly Audit Committee report.	2.2	\$ 245	\$ 539
Johnson, John	02/12/04	Review revised draft of discontinued operations disclosures and income statement presentation in December 31, 2003 Form 10Q and discuss with M. Crane (MS Chemical).	0.8	\$ 245	\$ 196
Johnson, John	02/12/04	Draft quarterly management representation letter and send to M. Crane and T. Dawson (both MS Chemical).	0.9	\$ 245	\$ 221
Johnson, John	02/12/04	Address partner review notes on quarterly review work papers.	0.6	\$ 245	\$ 147
Johnson, Peder	02/12/04	Review second quarter financial statement and related income tax disclosures.	1.4	\$ 350	\$ 490
Monsour, Paul	02/12/04	Complete review notes from senior manager.	1.5	\$ 170	\$ 255
Johnson, John	02/20/04	Compare record copy of edgarized December 31, 2003 Form 10Q to previously reviewed drafts and to review work papers.	1.2	\$ 245	\$ 294
Total Annual Audit			240.4		\$ 62,590

EXHIBIT E2

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Benefit Plans Audit
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Shuff, John	01/12/04	Make corrections to Schedule of Assets (Held at End of Year).	1.2	\$ 160	\$ 192
Shuff, John	01/19/04	Make corrections to Schedule of Assets (Held at End of Year).	2.2	\$ 160	\$ 352
Shuff, John	01/19/04	Complete documentation for procedures performed for cut-off testing.	0.3	\$ 160	\$ 48
Total Benefit Plans Audit			<u>3.7</u>		<u>\$ 592</u>

EXHIBIT E3

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Court Hearings and Committee Meetings
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Johnson, Peder	02/12/04	Participate and attend Audit Committee meeting with M. Peach and J. Johnson (both KPMG).	1.8	\$ 350	\$ 630
Peach, Mark	02/12/04	Participate and attend Audit Committee meeting with P. Johnson and J. Johnson (both KPMG).	1.8	\$ 350	\$ 630
Johnson, John	02/12/04	Participate and attend Audit Committee meeting with M. Peach and P. Johnson (both KPMG).	1.8	\$ 245	\$ 441
Total Court Hearings and Committee Meetings			<u>5.4</u>		<u>\$ 1,701</u>

EXHIBIT E4

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Fee Applications and Fee Statements
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Beserra, Rebecca	01/06/04	Apply first quarterly application allocations to invoices.	0.7	\$ 140	\$ 98
Beserra, Rebecca	01/08/04	Combine, edit and format time detail for the December monthly statement.	0.9	\$ 140	\$ 126
Beserra, Rebecca	01/08/04	Prepare schedules and supporting exhibits for the December monthly statement.	0.6	\$ 140	\$ 84
Beserra, Rebecca	01/08/04	Prepare cover letter and WIP reconciliation for the December monthly statement.	0.3	\$ 140	\$ 42
Beserra, Rebecca	01/08/04	Prepare correspondence addressing issues with the December monthly statement and send for review.	0.2	\$ 140	\$ 28
Beserra, Rebecca	01/09/04	Address J. Johnson (KPMG) questions on the December monthly statement and send response.	0.3	\$ 140	\$ 42
Beserra, Rebecca	01/12/04	Receive comments and edit the December monthly statement.	0.4	\$ 140	\$ 56
Beserra, Rebecca	01/13/04	Receive additional comments, edit and send for final review.	0.3	\$ 140	\$ 42
Hillier, Bradley	01/13/04	Review of December monthly statement.	0.8	\$ 510	\$ 408
Beserra, Rebecca	01/16/04	Finalize, print and mail the December monthly statement.	0.6	\$ 140	\$ 84
Beserra, Rebecca	01/16/04	Update the WIP reconciliation with the final numbers for the December monthly statement and prepare correspondences for invoices.	0.3	\$ 140	\$ 42
Davis, Scott	01/16/04	Review and approve the December monthly statement.	1.0	\$ 590	\$ 590
Beserra, Rebecca	01/21/04	Prepare and send allocations for money received.	0.3	\$ 140	\$ 42
Hillier, Bradley	01/27/04	Review of second quarterly fee application.	2.5	\$ 510	\$ 1,275
Beserra, Rebecca	01/27/04	Prepare schedules and supporting exhibits for the second quarterly fee application.	1.9	\$ 140	\$ 266
Beserra, Rebecca	01/27/04	Prepare the narrative for the second quarterly fee application.	0.8	\$ 140	\$ 112
Beserra, Rebecca	01/27/04	Analyze the second quarterly fee application.	0.4	\$ 140	\$ 56
Beserra, Rebecca	01/27/04	Prepare the order for the second quarterly fee application.	0.1	\$ 140	\$ 14
Beserra, Rebecca	01/27/04	Prepare correspondence and send the second quarterly fee application for review.	0.1	\$ 140	\$ 14
Beserra, Rebecca	01/27/04	Receive comments and edit the second quarterly fee application.	0.2	\$ 140	\$ 28
Beserra, Rebecca	01/30/04	Receive additional comments and finalize, pdf, print and prepare to send the second quarterly fee application to counsel for filing with the Court.	1.6	\$ 140	\$ 224
Beserra, Rebecca	02/02/04	Analyze time and expense for the January statement and send correspondence.	0.2	\$ 140	\$ 28
Johnson, John	02/02/04	Assimilate and reconcile engagement team time detail summaries.	2.1	\$ 245	\$ 515
Beserra, Rebecca	02/10/04	Combine, edit and format time detail for the January statement.	1.1	\$ 140	\$ 154
Beserra, Rebecca	02/10/04	Prepare schedules and supporting exhibits for the January statement.	0.6	\$ 140	\$ 84
Beserra, Rebecca	02/10/04	Edit and format the expense detail for the January statement.	0.2	\$ 140	\$ 28
Beserra, Rebecca	02/10/04	Prepare the cover letter for the January statement.	0.1	\$ 140	\$ 14
Beserra, Rebecca	02/10/04	Analyze the January statement and send for review.	0.2	\$ 140	\$ 28

EXHIBIT E4

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Fee Applications and Fee Statements
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Beserra, Rebecca	02/11/04	Edit the January statement with comments received.	0.2	\$ 140	\$ 28
Beserra, Rebecca	02/12/04	Edit the January statement with comments received by S. Davis (KPMG) and finalize and prepare for submission.	0.5	\$ 140	\$ 70
Davis, Scott	02/12/04	Review, comment and approve the January statement.	0.5	\$ 590	\$ 295
Hillier, Bradley	02/12/04	Review and comment on the January statement.	1.8	\$ 510	\$ 918
Beserra, Rebecca	02/20/04	Gather fees for November, December and January.	0.2	\$ 140	\$ 28
Beserra, Rebecca	03/02/04	Analyze and correct previous invoices.	0.8	\$ 140	\$ 112
Beserra, Rebecca	03/02/04	Analyze time and expense for the February statement.	0.2	\$ 140	\$ 28
Beserra, Rebecca	03/09/04	Combine, edit and format time detail for the February statement.	1.6	\$ 140	\$ 224
Beserra, Rebecca	03/09/04	Prepare schedules and supporting exhibits for the February statement.	1.0	\$ 140	\$ 140
Beserra, Rebecca	03/09/04	Analyze and review the February statement and send for review.	0.4	\$ 140	\$ 56
Christopher, Kenneth	03/15/04	Review and comment on February statement.	1.6	\$ 245	\$ 392
Beserra, Rebecca	03/12/04	Edit the February statement with comments received.	0.6	\$ 140	\$ 84
Beserra, Rebecca	03/15/04	Edit exhibit A with comments received from engagement managers.	1.0	\$ 140	\$ 140
Beserra, Rebecca	03/15/04	Add additional time detail to the February statement and revise cover letter and mail.	1.1	\$ 140	\$ 154
Beserra, Rebecca	03/15/04	Finalize and mail the February statement.	0.8	\$ 140	\$ 112
Beserra, Rebecca	03/15/04	Create invoice analysis based on February numbers.	0.2	\$ 140	\$ 28
Beserra, Rebecca	03/16/04	Research applied corrections and apply money received from Debtor.	0.5	\$ 140	\$ 70
Total Fee Applications and Fee Statements			31.8		\$ 7,403

EXHIBIT E5

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Financial and Company Analysis
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

<u>Name</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Total Financial & Company Analysis			<u>0.0</u>		<u>\$ -</u>

****No fees incurred at this time.**

EXHIBIT E6

**MISSISSIPPI CHEMICAL CORPORATION, et al.
Tax Issues: Reorganization
JANUARY 1, 2004 THROUGH MARCH 31, 2004**

Name	Date	Description	Hours	Rate	Fees
Avent, Tom	01/21/04	Teleconferences with J. Scott (MS Chemical) on new bankruptcy cost regulations.	0.5	\$ 650	\$ 325
Avent, Tom	01/21/04	Conference with P. Rubirosa (KPMG) to review authorities on bankruptcy costs and review new regulations.	1.0	\$ 650	\$ 650
Avent Jr., Thomas W.	02/02/04	Teleconference with K. Christopher (KPMG) regarding authorization to provide consultation services on bankruptcy costs to client.	0.1	\$ 650	\$ 65
Avent Jr., Thomas W.	02/02/04	Conference with P. Rubirosa (KPMG) regarding bankruptcy expenses and client situation.	0.9	\$ 650	\$ 585
Christopher, Kenneth	02/02/04	Prepare and mail form 1099R for J. Scott (Client).	1.1	\$ 245	\$ 270
Christopher, Kenneth	02/02/04	Teleconference with T. Avent (KPMG) regarding authorization to provide consultation services on bankruptcy costs to client.	0.1	\$ 245	\$ 25
Ratton, Kelli S.	02/02/04	Discuss with J. Simon and P. Rubirosa (both KPMG) regarding technical memo requested from MS Chemical.	0.3	\$ 245	\$ 74
Rubirosa, Patricia M	02/02/04	Calls with J. Scott (MS Chemical), K. Ratton and J. Simon (both KPMG) regarding technical memorandum on Chapter 11 bankruptcy costs.	0.3	\$ 245	\$ 74
Rubirosa, Patricia M	02/02/04	Initial research regarding treatment of Chapter 11 bankruptcy costs.	1.8	\$ 245	\$ 441
Rubirosa, Patricia M	02/02/04	Conference with T. Avent (KPMG) regarding bankruptcy expenses and client situation.	0.9	\$ 245	\$ 221
Simon, John F	02/02/04	Teleconference with K. Ratton and P. Rubirosa (both KPMG) regarding technical memo requested from MS Chemical.	0.3	\$ 245	\$ 74
Simon, John F	02/02/04	Research regarding deduction of reorganization costs in bankruptcy.	2.7	\$ 245	\$ 662
Christopher, Kenneth	02/03/04	Release 1099R prepared for J. Scott (Client).	0.2	\$ 245	\$ 49
Ratton, Kelli S.	02/04/04	Research and draft technical memorandum for federal income tax treatment of bankruptcy costs.	4.5	\$ 245	\$ 1,103
Simon, John F	02/04/04	Research regarding deduction of reorganization costs in bankruptcy	2.5	\$ 245	\$ 613
Avent Jr., Thomas W.	02/05/04	Discuss with K. Ratton (KPMG) regarding memo.	0.6	\$ 650	\$ 390
Christopher, Kenneth	02/05/04	Review engagement approval requirements to determine if separate engagement letter is required for bankruptcy cost consultation.	1.2	\$ 245	\$ 294
Johnson, Peder	02/05/04	Review the release 1099.	0.8	\$ 350	\$ 280
Ratton, Kelli S.	02/05/04	Discuss with T. Avent (KPMG) regarding memo.	0.6	\$ 245	\$ 147
Ratton, Kelli S.	02/05/04	Research regarding per diems related to fees.	2.1	\$ 245	\$ 515
Ratton, Kelli S.	02/05/04	Research regarding Creditors' Committees fees, Hillsborough 2003.	1.9	\$ 245	\$ 466
Avent Jr., Thomas W.	02/06/04	Participate in conference with K. Ratton KPMG) on memo.	0.5	\$ 650	\$ 325
Avent Jr., Thomas W.	02/06/04	Review and revise federal income tax treatment of bankruptcy costs memo.	2.4	\$ 650	\$ 1,560
Ratton, Kelli S.	02/06/04	Discuss memo with T. Avent (KPMG).	0.5	\$ 245	\$ 123
Ratton, Kelli S.	02/06/04	Prepare miscellaneous changes to memo and send correspondence memo to J. Scott (MS Chemical).	4.0	\$ 245	\$ 980

EXHIBIT E6

MISSISSIPPI CHEMICAL CORPORATION, et al.

Tax Issues: Reorganization

JANUARY 1, 2004 THROUGH MARCH 31, 2004

Name	Date	Description	Hours	Rate	Fees
Ratton, Kelli S.	02/09/04	Discuss with P. Rubirosa (KPMG) regarding technical memorandum on Chapter 11 bankruptcy costs.	1.0	\$ 245	\$ 245
Rubirosa, Patricia M	02/09/04	Discuss with K. Ratton (KPMG) regarding technical memorandum on Chapter 11 bankruptcy costs. Follow-up research regarding treatment of Chapter 11 bankruptcy costs and read technical memorandum	1.0	\$ 245	\$ 245
Avent Jr., Thomas W.	02/10/04	Review comments on federal income tax treatment of bankruptcy costs memo.	0.5	\$ 650	\$ 325
Avent Jr., Thomas W.	02/10/04	Conference with P. Rubirosa (KPMG) regarding memo.	0.5	\$ 650	\$ 325
Ratton, Kelli S.	02/10/04	Prepare miscellaneous changes to memo.	0.5	\$ 245	\$ 123
Rubirosa, Patricia M	02/10/04	Conference with T. Avent (KPMG) regarding memo.	0.5	\$ 245	\$ 123
Avent Jr., Thomas W.	02/11/04	Discuss with K. Ratton and P. Rubirosa (both KPMG) regarding memo.	0.5	\$ 650	\$ 325
Ratton, Kelli S.	02/11/04	Revise to memo per conversation with P. Rubirosa (KPMG).	0.6	\$ 245	\$ 147
Ratton, Kelli S.	02/11/04	Teleconference with J. Scott (MS Chemical) regarding memo.	0.4	\$ 245	\$ 98
Ratton, Kelli S.	02/11/04	Discuss with T. Avent and P. Rubirosa (both KPMG) regarding memo.	0.5	\$ 245	\$ 123
Rubirosa, Patricia M	02/11/04	Discuss with K. Ratton and T. Avent (both KPMG) regarding memo.	0.5	\$ 245	\$ 123
Ratton, Kelli S.	02/12/04	Memo changes.	2.3	\$ 245	\$ 564
Johnson, Peder	02/17/04	Review transfer pricing issues.	0.5	\$ 350	\$ 175
Ratton, Kelli S.	02/17/04	Follow up with J. Scott (MS Chemical) regarding memo.	0.5	\$ 245	\$ 123
Ratton, Kelli S.	02/18/04	Prepare miscellaneous changes to memo.	0.5	\$ 245	\$ 123
Chapman, Mary Virginia	02/19/04	Assist J. Scott (MS Chemical) with LA franchise tax questions on short year and change of year end return.	1.0	\$ 245	\$ 245
Christopher, Kenneth	02/26/04	Review corporate federal and state tax returns.	2.8	\$ 245	\$ 686
Christopher, Kenneth	02/26/04	Review corporate federal and state tax returns.	2.7	\$ 245	\$ 662
Christopher, Kenneth	02/26/04	Review corporate federal and state tax returns.	2.8	\$ 245	\$ 686
Johnson, Peder	03/03/04	Review transfer pricing issues.	0.5	\$ 350	\$ 175
Ratton, Kelli S.	03/04/04	Participate in teleconference with J. Scott (Client) to discuss allocation methods for debt costs.	0.3	\$ 245	\$ 74
Christopher, Kenneth	03/05/04	Analyze and review federal returns.	3.9	\$ 245	\$ 956
Christopher, Kenneth	03/05/04	Continue to analyze and review federal returns.	3.9	\$ 245	\$ 956
Christopher, Kenneth	03/07/04	Analyze and review federal and state tax returns.	3.1	\$ 245	\$ 760
Christopher, Kenneth	03/07/04	Continue to analyze and review federal and state tax returns.	2.9	\$ 245	\$ 711
Christopher, Kenneth	03/08/04	Analyze and review state tax returns.	3.7	\$ 245	\$ 907
Christopher, Kenneth	03/08/04	Continue to analyze and review state tax returns.	2.5	\$ 245	\$ 613
Christopher, Kenneth	03/08/04	Final analysis and review of state tax returns.	2.1	\$ 245	\$ 515
Christopher, Kenneth	03/11/04	Analyze and review state returns in office.	4.1	\$ 245	\$ 1,005
Christopher, Kenneth	03/11/04	Continue to analyze and review state returns in office.	4.1	\$ 245	\$ 1,005
Christopher, Kenneth	03/12/04	Final review and signature of all state returns for the consolidated group.	3.3	\$ 245	\$ 809
Johnson, Peder	03/15/04	Partner review and analysis of federal and state tax returns.	2.0	\$ 350	\$ 700
Johnson, Peder	03/16/04	Partner review and analysis of federal and state tax returns.	0.4	\$ 350	\$ 140
Total Tax Issues: Reorganization			88.2		\$ 25,088

EXHIBIT E7

MISSISSIPPI CHEMICAL CORPORATION, et al.

Travel Time

JANUARY 1, 2004 THROUGH MARCH 31, 2004

Name	Date	Description	Hours	Rate	Fees
Johnson, John	01/19/04	Travel time from Yazoo City to Jackson.	0.5	\$ 245	\$ 123
Monsour, Paul	01/19/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/19/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/20/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/20/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/21/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/21/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Johnson, John	01/22/04	Travel time to Yazoo City.	0.5	\$ 245	\$ 123
Johnson, John	01/22/04	Travel time from Yazoo City to Jackson.	0.5	\$ 245	\$ 123
Monsour, Paul	01/22/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/22/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/23/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	01/23/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Johnson, John	01/19/04	Travel time to Yazoo City.	0.5	\$ 245	\$ 123
Monsour, Paul	02/05/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/05/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/06/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/06/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/09/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/09/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/10/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/10/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/11/04	Travel time to MS Chemical.	0.5	\$ 170	\$ 85
Monsour, Paul	02/11/04	Travel time from MS Chemical.	0.5	\$ 170	\$ 85
Christopher, Kenneth	02/26/04	Travel time to client location.	0.5	\$ 245	\$ 123
Christopher, Kenneth	03/05/04	Travel time to client location.	0.5	\$ 245	\$ 123
Christopher, Kenneth	03/08/04	Travel time to client location.	0.5	\$ 245	\$ 123
Christopher, Kenneth	03/11/04	Travel time to client location to deliver and discuss state returns with J. Scott (Client).	1.0	\$ 245	\$ 245
Christopher, Kenneth	03/12/04	Travel time to client location.	0.5	\$ 245	\$ 123
Total Travel Time			15.0		\$ 2,925