

**United States Bankruptcy Court
for the Northern District of Texas**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Pilgrim's Pride Corporation	Name of Joint Debtor (Spouse) (Last, First, Middle): N/A
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): AgraTech Seeds Inc. Gold Kist Inc. GK Peanuts, Inc Pilgrim's Pride Corporation of Delaware, Inc. Pilgrim's Pride Corporation of Georgia, Inc. Pilgrim's Pride Corporation of Virginia, Inc. Wampler Foods, Inc. WLR WLR Foods, Inc.	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): EIN No. 75-1285071	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): N/A
Street Address of Debtor (No. & Street, City, and State): 4845 US Hwy. 271 N., Pittsburg, Texas	Street Address of Joint Debtor (No. & Street, City, and State): N/A
ZIP CODE 75686	ZIP CODE
County of Residence or of the Principal Place of Business: Camp County, Texas	County of Residence or of the Principal Place of Business: N/A
Mailing Address of Debtor (if different from street address): N/A	Mailing Address of Joint Debtor (if different from street address): N/A
ZIP CODE	ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): N/A	
ZIP CODE	

Type of Debtor (Form of Organization) Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information (Estimates only) <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY																				
Estimated Number of Creditors (on a Consolidated Basis) <table style="width:100%; text-align: center;"> <tr> <td>1 - 49</td> <td>50 - 99</td> <td>100 - 199</td> <td>200 - 999</td> <td>1000 - 5000</td> <td>5,001 - 10,000</td> <td>10,000 - 25,000</td> <td>25,001 - 50,000</td> <td>50,001 - 100,000</td> <td>Over 100,000</td> </tr> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>	1 - 49	50 - 99	100 - 199	200 - 999	1000 - 5000	5,001 - 10,000	10,000 - 25,000	25,001 - 50,000	50,001 - 100,000	Over 100,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
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Estimated Assets (on a Consolidated Basis) <table style="width:100%; text-align: center;"> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> </tr> </table>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
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Estimated Liabilities (on a Consolidated Basis) <table style="width:100%; text-align: center;"> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> </tr> </table>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
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Voluntary Petition
(This page must be completed and filed in every case)

Name of Debtor(s): **Pilgrim's Pride Corporation**

All Prior Bankruptcy Case Filed Within Last 8 Years (If more than one, attach additional sheet)

Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: See Schedule 1	Case Number:	Date Filed:
District:	Relationship:	Judge: Pending

<p align="center">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p align="center">NOT APPLICABLE</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p align="center">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p align="center">NOT APPLICABLE</p> <p>X _____ Signature of Attorney for Debtor(s) Date</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

NOT APPLICABLE

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor – Venue

(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certificate by a Debtor Who Resides as a Tenant of Residential Property
 (Check any applicable boxes.)

NOT APPLICABLE

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

 (Name of landlord than obtained judgment)

 (Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included with his petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Pilgrim's Pride Corporation**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by § 342(b) of the Bankruptcy Code.

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by § 1515 of title 11 are attached.

Pursuant to § 1511 of title 11, United States Code, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative)

Printed Name of Foreign Representative)

Date

Signature of Attorney*

X /s/ Stephen A. Youngman
Signature of Attorney for Debtor(s)

Stephen A. Youngman, Esq.
Printed Name of Attorney for Joint Debtor(s)

Weil, Gotshal & Manges LLP
Firm Name

200 Crescent Court, Suite 300
Address

Dallas, Texas 75201

(214) 746-7700
Telephone Number

December 1, 2008
Date

* In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Richard A. Gogdill
Signature of Authorized Individual

Richard A. Gogdill
Printed Name of Authorized Individual

Chief Financial Officer
Title of Authorized Individual

December 1, 2008
Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security number (if the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

x _____

Date

Signature of Bankruptcy Petition Preparer of officer, principal, responsible person, or partner whose social security number is provided above.

Name and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment of both 11 U.S.C. § 110; 18 U.S.C. § 156.

Schedule 1

PENDING BANKRUPTCY CASES CONCURRENTLY FILED BY THIS DEBTOR AND AFFILIATED DEBTORS IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS, FORT WORTH DIVISION
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Company	Affiliation	Case Number	Date Filed
PFS Distribution Company	Subsidiary	08-_____()	December 1, 2008
Pilgrim's Pride Corporation of West Virginia, Inc.	Subsidiary	08-_____()	December 1, 2008
PPC Marketing, Ltd.	Subsidiary	08-_____()	December 1, 2008
PPC Transportation Company	Subsidiary	08-_____()	December 1, 2008
To-Ricos Distribution, Ltd.	Subsidiary	08-_____()	December 1, 2008
To-Ricos, Ltd.	Subsidiary	08-_____()	December 1, 2008

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

	§	
	§	
In re	§	Chapter 11
	§	
PILGRIM'S PRIDE CORPORATION,	§	Case No. 08-_____ ()
	§	
Debtor.	§	
	§	
	§	JOINT ADMINISTRATION REQUESTED

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of debtor's securities are registered under Section 12 of the Securities and Exchange Act of 1934, the SEC file number is 1- 09273.

2. The following financial data is the latest available information and refers to the debtor's condition on September 27, 2008.

- | | | |
|----|---|---------------------------|
| a. | Total assets | <u>\$3,751,759,571.63</u> |
| b. | Total debts (including debts listed in 2.c., below) | <u>\$2,718,971,294.84</u> |

Approximate number of holders

c. Debt securities held by more than 500 holders.

secured <input type="checkbox"/>	unsecured <input checked="" type="checkbox"/>	subordinated <input type="checkbox"/>	<u>\$400,000,000</u>	<u>Not available</u>
secured <input type="checkbox"/>	unsecured <input checked="" type="checkbox"/>	subordinated <input checked="" type="checkbox"/>	<u>\$250,000,000</u>	<u>Not available</u>

d. Number of shares of preferred stock 0 outstanding

e. Number of shares of common stock 74,055,753 outstanding

3. Brief description of debtor's business: Pilgrim's Pride is the largest producer of chicken in the United States and the second largest producer in Mexico. Through vertical integration, Pilgrim's Pride manages the processing, preparation, packaging and sale of its chicken and other poultry products.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: M&G Investment

Management Ltd., Wellington Management Company, LLP, SAC Capital Advisors, LLC, Fidelity Management and Research Company, and Pilgrim Interests, Ltd., which is owned by Lonnie A. “Bo” Pilgrim and Lonnie Ken Pilgrim.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

	§	
	§	
In re	§	Chapter 11
	§	
PILGRIM'S PRIDE CORPORATION,	§	Case No. 08-_____ ()
	§	
	§	
Debtor.	§	
	§	
	§	
	§	JOINT ADMINISTRATION REQUESTED

**CONSOLIDATED LIST OF CREDITORS
HOLDING 50 LARGEST UNSECURED CLAIMS**

The following is a list of creditors holding the fifty (50) largest unsecured claims, on a consolidated basis, against the above-captioned debtor and its debtor affiliates that also commenced chapter 11 cases in this Court on the date hereof (collectively, the "Debtors"). This list has been prepared from the unaudited books and records of the Debtors. The list reflects amounts from the Debtors' books and records as of November 22, 2008. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in the Debtors' chapter 11 case. This list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the fifty (50) largest unsecured claims. The information herein shall not constitute an admission of liability by, nor is binding on, the Debtors. All claims are subject to customary offsets, rebates, discounts, reconciliations, credits and adjustments, which are not reflected on this list.

Name of Creditor And Complete Mailing Address, Including Zip Code	Name, Telephone Number And Complete Mailing Address, Including Zip Code, Of Employee, Agent Or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Estimated Amount of Claim as of November 22, 2008
Bank of New York Mellon Towermarc Plaza 10161 Centurion Parkway Jacksonville, FL 32256	Alma Burgess (T): (713)-216-5969 (F): (713) 483-6959 601 Travis St. 16th Fl Houston TX 77002	9.25% Senior Subordinated Notes. Due November 15, 2013		\$323,565.00
Wells Fargo 1445 Ross Avenue 2nd Floor Dallas, TX 75202	Patrick Giordano (T): (214)-740-1573 (F): (214)-777-4086	7.625% Senior Notes. Due May 1, 2015		\$15,250,000.00
Wells Fargo 1445 Ross Avenue 2nd Floor Dallas, TX 75202	Patrick Giordano (T): (214)-740-1573 (F): (214)-777-4086	8.375% Senior Subordinated Note. Due May 1, 2017		\$10,468,750.00
International Paper, Inc. P.O. Box 676565 Dallas, TX 75267-6565	Don Washington (T): (901)-413-6244 (F): (318)-994-6275	Trade Debt		\$6,087,998.97
Tom Wade Companies P.O. Box 133 347 South Main Dyer, TN 38330	In Care of Vendor Relations (T): (731)-692-3677 P.O. Box 133	Trade Debt		\$2,611,942.64
Aviagen Inc. 5015 Bradford Dr. Huntsville, AL 35805	Shannon Burasco (T): (479)-524-4718 (F): 256-890-3895	Trade Debt		\$2,048,311.38
Southern Hens, Inc. P.O. Box 8000 329 Moselle- Seminary Rd Moselle, MS 39459	(T): (601)-582-2262 (F): (601)-584-4747	Trade Debt		\$1,987,369.13
Novus International, Inc. 20 Research Park Drive St. Charles, MO 63304	Shawn Atkins (T): (314)-576-8886 (F): (314)-576-6499	Trade Debt		\$1,712,830.25
Cargill, Inc. P.O. Box 841674 Dallas, TX 75284	John Coffelt (T): (952)-742-4590 (F): (316)-264-8798	Trade Debt		\$1,450,950.46
C.R. England & Sons, Inc. P.O. Box 52888 Phoenix, AZ 85072	Mike Bunnell (T): (801)-974-3246 (F): (801)-977-6623	Trade Debt		\$1,349,990.79

Name of Creditor And Complete Mailing Address, Including Zip Code	Name, Telephone Number And Complete Mailing Address, Including Zip Code, Of Employee, Agent Or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Estimated Amount of Claim as of November 22, 2008
Elkhart Grain P.O. Box 216 Elkhart, IL 62634	Don Ludwig (T): (217)-947-2751 (F): (217)-947-2942	Trade Debt		\$1,290,843.15
Trouw Nutrition USA LLC P.O. Box 219 115 Executive Dr. Highland, IL 62249	David Bradham (T): (864)-226-0384 (F): (618)-654-6700	Trade Debt		\$1,282,936.00
Kokomo Grain Company, Inc P.O. Box 745 1002 W. Morgan Street Kokomo, IN 46903	Tom Madru (T): (765)-457-7536 (F): (765) 456-1207	Trade Debt		\$1,278,704.18
Cobb Vantress, Inc. P.O. Box 1030 Siloam Springs, AR 72761	Heath Wessels (T): (479)-524-3166 (F): 479-549-2860	Trade Debt		\$1,214,041.80
Newly Weds Foods, Inc. P.O. Box 95056 150 S. Wacker Dr STE 3200 Chicago, IL 60606	Loy Shaw (T): (214)-683-4299 (F): (479) 756-5211	Trade Debt		\$1,160,191.93
Demeter LP 23619 Route 173 Harvard, IL 60033	Bob Seegers Jr. (T): (815)- 459- 1600 (F): (815)-943-5132	Trade Debt		\$1,067,710.55
Airgas Dryice 6340 Sugar Loaf Pkwy STE 300 Duluth, GA 30097	Phil Filer (T): (770)-717-2200 ext 114 (F): 877-212-6081	Trade Debt		\$1,018,345.12
Ecolab P.O. Box 905327 Charlotte, NC 28290	Dan Siegler (T): (651)-261-0075 (F): (651) 293-2069	Trade Debt		\$799,887.63
Motion Industries, Inc. 1605 Arton Rd. Birmingham, AL 35210	Gerald Sourbeer (T): (205)-951-1195 (F): (205)-951-1580	Trade Debt		\$790,394.13
Illes Company, Inc. P.O. Box 35412 5527 Redfield St. Dallas, TX 75235	Rick Illes (T): (214)-689-1304 (F): (214) 951-9625	Trade Debt		\$694,349.91

Name of Creditor And Complete Mailing Address, Including Zip Code	Name, Telephone Number And Complete Mailing Address, Including Zip Code, Of Employee, Agent Or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Estimated Amount of Claim as of November 22, 2008
Alpharma, Inc. 440 RT 22E Bridgewater, NJ 08807	Travis Goodner (T): (936)-564-4328 (F): (908)-566-4137	Trade Debt		\$674,130.72
Elanco Animal Health P.O. Box 121020 Dallas, TX 75312	Bryana Clover (T): (903) 216-2812 (F): (317)-276-9434	Trade Debt		\$656,429.50
PCS Sales (USA) Inc. P.O. Box 71029 Chicago, IL 60694	Shane Williams (T): (847) 849-4381	Trade Debt		\$645,621.20
DeGussa- Huls Corporation 65 Challenger Rd Ridgefield Park, NJ 07660	Joe Parsley (T): (479) 986-0720 (F): (201) 807-3183	Trade Debt		\$612,538.15
J.M. Swank Company, Inc. 395 Herky St. North Liberty, IA 52317	Ron Pardekooper (T): (800) 593-6375 (F): (402) 516-0639	Trade Debt		\$604,397.02
Lease Plan USA Inc. P.O. Box 930927 Atlanta, GA 31193	In Care of Vendor Relations (T): (770) 933-9090 (F): (678) 202-8700	Equipment Lease		\$603,495.04
Advantage Packaging & Paper 4019 Lake Brazos Lane Richmond, TX 77406	Mike Chisholm (T): (281) 413-0987	Trade Debt		\$562,745.85
W C Rice Oil Co., Inc. 2511 28th St. SW Birmingham AL 35211	Joe Fields (T): (205) 795-2814 (F): (205) 648-0213	Trade Debt		\$554,670.56
RFW Construction Group P.O. Box 1206 1801 Hwy 51 Bypass N Dyersburg, TN 38024	Larry Rogers (T): (731) 286-5661 (F): (731) 286-4564	Trade Debt		\$532,600.37
Millard Refrigerated Service 4715 South 132nd St. Omaha, NE 68137	Mark Conklin (T): (817) 626-2800 (F): (601) 936-6330	Trade Debt		\$490,403.97
Colormasters LLC P.O. Box 2289 632 Smith Road Albertville, AL 35950	Ben Fryer (T): (256) 572-3735 (F): (256) 878-8835	Trade Debt		\$488,167.78

Name of Creditor And Complete Mailing Address, Including Zip Code	Name, Telephone Number And Complete Mailing Address, Including Zip Code, Of Employee, Agent Or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Estimated Amount of Claim as of November 22, 2008
OK Foods Inc. P.O. Box 1787 4601 N. 6th St Fort Smith, AR 72902	In Care of Vendor Relations (T): (501) 783-4186 (F): (501) 784-1135	Trade Debt		\$465,102.86
Flint River Services, Inc. P.O. Box 50065 1019 Worth St. Albany, GA 31703	Zack Aultman (T): (229) 883-1912 (F): (229) 883-2301	Trade Debt		\$460,176.14
McCormick & Company, Inc. 211 Schilling Circle Hunt Valley, MD 21031	Phil Kafarakis (T): (410) 771-7453 (F): (972) 579-7308	Trade Debt		\$452,396.47
Alatrade Foods LLC 725 Blount Ave. Guntersville, AL 35976	Dale Carroll (T): (256) 593-3152 (F): (256) 571-9977	Trade Debt		\$448,393.04
KLLM Inc 134 Riverview Drive Richland, MS 39218	Todd Gooch (T): (866) 475-1036 (F): (770) 983-7116	Trade Debt		\$445,194.74
Kennesaw Transportation, Inc. P.O. Box 249 White, GA 30184	Coy Parker (T): (800) 443-0768 ext. 1214 (F): (770) 382-3011	Trade Debt		\$444,351.32
Hubbard Farms, Inc. P.O. Box 10065 Uniondale, NY 11555	Gary Warren (T): (479) 750-1531 (F): (423) 447-6661	Trade Debt		\$434,154.08
Southern Refrigerated, Inc. 8055 Hwy 67 N Texarkana, AR 71854	Rodney Danley (T): (888) 778-8190 (F): (870) 216-4170	Trade Debt		\$433,432.30
Hood Packaging Corporation 1887 Gateway Blvd. Arden Hills, MN 55347	Brian Steinwagner (T): (612) 718-7155 (F): (601) 833-9354	Trade Debt		\$427,144.14
Key Equipment Finance Division P.O. Box 1865 Albany, NY 12201	In Care of Vendor (T): (800) 746-2436 (F): (800) 800-3671	Trade Debt		\$424,690.19
C.H. Robinson Worldwide, Inc. 14701 Charson Rd Eden Prairie, MN 55347	Paul Moline (T): (800) 580-3385 (F): (856) 224-1801	Trade Debt		\$410,776.02

Name of Creditor And Complete Mailing Address, Including Zip Code	Name, Telephone Number And Complete Mailing Address, Including Zip Code, Of Employee, Agent Or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (trade debt, bank loan, government contract, etc.)	Indicate if Claim is contingent, unliquidated, disputed or subject to set-off	Estimated Amount of Claim as of November 22, 2008
John R. White Company, Inc. P.O. Box 10043 3701 8th Ave N Birmingham, AL 35222	Brian Smith (T): (205) 595-8381 (F): (205) 595-8386	Trade Debt		\$402,248.12
Kerry Specialty Ingredients P.O. Box 409141 Atlanta, GA 30384	Kevin Williams (T): (972) 516-1814 (F): (608) 363-1598	Trade Debt		\$388,042.20
Integral Texas Pallet Operations 6829 Flintlock Rd Houston, TX 77040	Randy Womack (T): (210) 912-6624 (F): (713) 674-3492	Trade Debt		\$378,503.13
DST Transportation 2565 Thompson BR rd STE 110 Gainesville, GA 30501	Deborah Shope (T): (800) 895-9088 (F): (770) 532-0027	Trade Debt		\$367,423.95
Specialty Industries Inc. 8685 Grand Ledge Hwy Sunfield, MI 48890	Lloyd Cunningham (T): (517) 566-7251 (F): (517) 566-7314	Trade Debt		\$350,255.00
Polytec, Inc. P.O. Box 659 191 Barley Park Mooresville, NC 28115	Martin Guthrie (T): (704) 660-5195 (F): (704) 662-3498	Trade Debt		\$348,490.93
Atlas Cold Storage USA North York, Ontario M2N 5P8	Stan Chatlen (T): (678) 432-6729 (F): (416) 225-2353	Trade Debt		\$347,913.10
Ivesco Holdings LLC 124 Country Club Rd Iowa Falls, IA 50126	Drew Weir (T): (479) 717-1840 (F): (479) 717-1836	Trade Debt		\$339,791.05
Ryder 6000 Windward Pkwy Alpharetta, GA 30005	Kevin P. Sauntry (T): (770) 569-6511 (F): (314) 298-3814	Trade Debt	Disputed	\$254,806.82

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re

PILGRIM'S PRIDE CORPORATION,

Debtor.

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Chapter 11

Case No. 08-_____ ()

JOINT ADMINISTRATION REQUESTED

**DECLARATION CONCERNING THE CONSOLIDATED LIST
OF CREDITORS HOLDING 50 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Pilgrim's Pride Corporation, named as the debtor in this case (the "Debtor"), declare under penalty of perjury that I have read the foregoing consolidated list of creditors holding fifty (50) largest unsecured claims against the Debtor and certain of its affiliates and that the list is true and correct to the best of my information and belief.

Dated: December 1, 2008

/s/ Richard A. Cogdill
By: Richard A. Cogdill
Title: Chief Financial Officer

**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF PILGRIM'S PRIDE CORPORATION**

Effective November 30, 2008

I, Richard A. Cogdill, a duly authorized officer of Pilgrim's Pride Corporation, a Delaware corporation (the "Company"), hereby certify that at a special telephonic meeting of the Board of Directors of the Company (the "Board") duly called and held on November 30, 2008, the Board duly adopted the following resolutions in accordance with the requirements of Delaware General Corporation Law and that the said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board, it is desirable and in the Company's best interests, and the interests of the Company's creditors, employees, and other interested parties, that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

FURTHER RESOLVED, that each of the officers of the Company, the President, or the Chief Financial Officer of the Company (the "Authorized Officers"), is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify petitions and amendments thereto under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Texas at such time as such Authorized Officer shall determine;

FURTHER RESOLVED, that the law firm of Weil, Gotshal & Manges LLP is hereby engaged as attorneys for the Company, under a general retainer, in the chapter 11 case (the "Chapter 11 Case"), subject to any requisite bankruptcy court approval;

FURTHER RESOLVED, that the law firm of Baker & McKenzie LLP is hereby engaged as special counsel for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

FURTHER RESOLVED, that the investment banking firm of Lazard Freres & Co. LLC is hereby employed as investment bankers for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

FURTHER RESOLVED, that the management consulting firm of CRG Partners Group, LLC is hereby employed in the Chapter 11 Case to provide the Company a chief restructuring officer and additional personnel, subject to any requisite bankruptcy court approval;

FURTHER RESOLVED, that the claims and noticing firm of Kurtzman Carson Consulting LLC, is hereby employed as a claims and noticing agent for the Company in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

FURTHER RESOLVED, that the Authorized Officers, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, are hereby

authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors and other professionals and to perform any and all further acts and deeds the Authorized Officers deem necessary, proper or desirable in connection with the Company's Chapter 11 Case with a view to the successful prosecution of the Company's Chapter 11 Case;

FURTHER RESOLVED, that in connection with the commencement of the Chapter 11 Case by the Company, the Authorized Officers be and hereby are, authorized and empowered on behalf of, and in the name of, the Company, to negotiate, execute and deliver a cash collateral stipulation and/or debtor-in-possession loan facility (including, in connection therewith, such notes, security agreements and other agreements or instruments as such officers consider appropriate) on the terms and conditions such officer or officers executing the same may consider necessary, proper or desirable, such determination to be conclusively evidenced by such execution or the taking of such action, and to consummate the transactions contemplated by such agreements or instruments on behalf of the Company and any affiliates;

FURTHER RESOLVED, that the Authorized Officers, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, are hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certifications or other documents and to take such other actions, as in the judgment of such officer shall be or become necessary, proper and desirable to effectuate a successful reorganization of the Company's business; and

FURTHER RESOLVED, that any and all past actions heretofore taken by officers or directors of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved.

Dated this 30th day of November, 2008

/s/ Richard A. Cogdill

By: Richard A. Cogdill

Title: Secretary

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re §
§
§ **Chapter 11**
§
PILGRIM’S PRIDE CORPORATION, § **Case No. 08-_____ ()**
§
§
Debtor. §
§
§ **JOINT ADMINISTRATION REQUESTED**

**CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized officer of Pilgrim’s Pride Corporation in the above captioned case certifies that Pilgrim Interests, Ltd. (owned by Lonnie A. “Bo” Pilgrim and Lonnie Ken Pilgrim), M&G Investment Management, Ltd. and Fidelity Management and Research Company directly or indirectly own 10% or more of Pilgrim’s Pride Corporation’s equity interests.

Dated: December 1, 2008

/s/ Richard A. Cogdill
Name: Richard A. Cogdill
Title: Chief Financial Officer