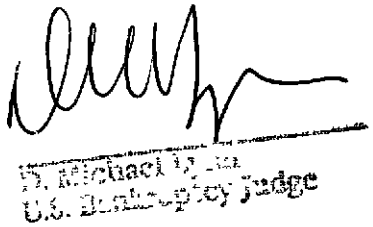
U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS
ON THE COURTS DOCKET
TAWANA C. MARSHALL, CLERK



U.S. Bankruptcy Judge

MAY 28 2009

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

	§	
	§	
In re	§	**Chapter 11**
	§	
PILGRIM'S PRIDE CORPORATION, *et al.*,	§	**Case No. 08-45664 (DML)**
	§	
	§	
Debtors.	§	
	§	**JOINTLY ADMINISTERED**
	§	

ORDER PURSUANT TO SECTION 365(a) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 6006 AND 9014 AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED EQUIPMENT LEASES

(Relates to Docket No. 1669)

Upon the motion, dated May 1, 2009 (the "Motion"), of Pilgrim's Pride Corporation and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"),[1] for authorization to reject those certain Executory

[1] The Debtors in these cases are PPC; PFS Distribution Company; PPC Transportation Company; To-Ricos, Ltd., To-Ricos Distribution, Ltd ; Pilgrim's Pride Corporation of West Virginia, Inc.; and PPC Marketing, Ltd.

Contracts[2] and Unexpired Leases identified on Exhibit A attached hereto pursuant to section 365(a) of the Bankruptcy Code and Bankruptcy Rules 6006 and 9014 as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Debtors having provided notice of the Motion and Hearing (as defined below) to the Notice Parties; and the Court having held a hearing to consider the requested relief (the "Hearing") with the appearances of all interested parties noted in the record of the Hearing; and the Court having determined that rejection of the Executory Contracts and Unexpired Leases is within the Debtors' sound business judgment; and the Court having determined that the legal and factual bases set forth in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and the Court having determined that the Debtors have provided due and proper notice of the Motion and Hearing and no further notice is necessary; and the Court having determined that the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the requested relief herein; and therefore, it is:

ORDERED that the Motion is granted; and it is further

ORDERED that, pursuant to section 365(a) of the Bankruptcy Code, the rejection of the Executory Contracts and Unexpired Leases identified on Exhibit A hereto is hereby approved, effective as of May 31, 2009 (the "Rejection Date"); and it is further

ORDERED that the objection filed by MAC Trailer Leasing, Inc., d/b/a PLM Trailer Leasing ("PLM") [Docket No. 1817] is hereby overruled ; provided, however, that (A)

[2] Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Motion.

the Debtors shall disclose to PLM, on or before the Rejection Date, the location of any trailers (collectively, the "Trailers") that are subject to the lease agreement between the Debtors and PLM, described more fully in the Motion, so that PLM may pick up the Trailers, and (B) that the Debtors shall secure the Trailers until the date that is the earlier of (i) the date that PLM picks up the Trailers, or (ii) June 31, 2009; and it is further

ORDERED that all claims for damages arising as a result of the rejection of the Executory Contracts or Unexpired Lease shall be filed by the later of (i) the Bar Date established by this Court pursuant to the Order Pursuant to 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) Establishing the Deadline for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof [Docket No. 1352] or (ii) the date which is thirty (30) days following the effective date of such rejection.; and it is further

ORDERED that the Debtors shall serve a copy of this Order on all counterparties to the Executory Contracts and Unexpired Leases and/or their respective attorneys (if known) within three business days of entry of this Order; and it is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

End of Order # #

Exhibit A

Executory Contracts and Unexpired Leases

Counterparty	Debtor Entity	Description of Contract	Contract Date	Proposed Rejection Date
LexisNexis	Pilgrim's Pride Corporation	Subscription for marketing information for Pilgrim's Pride's marketing department	March 5, 2004	May 1, 2009
Ryder Truck Rental, Inc.	Pilgrim's Pride Corporation (contract counterparty formerly ConAgra Poultry Company, Inc)	Truck shop service and lease agreement for Enterprise, Alabama facility	May 17, 1999	June 30, 2009
Ryder Truck Rental, Inc.	Pilgrim's Pride Corporation	Master service agreement for equipment at Gainesville, Alabama facility	May 17, 2005	June 30, 2009
MAC Trailer Leasing, LLC dba PLM Trailer Leasing	Pilgrim's Pride Corporation	Vehicle lease agreement for various equipment including all schedules. Debtors are rejecting entire lease, including all schedules	June 1, 2007	May 31, 2009

CERTIFICATE OF NOTICE

District/off: 0539-4 User: jalexande Page 1 of 1 Date Rcvd: May 28, 2009
Case: 08-45664 Form ID: pdf019 Total Served: 1

The following entities were served by first class mail on May 30, 2009.
aty +Stephen A. Youngman, Weil, Gotshal & Manges, 200 Crescent Court, Suite 300, Dallas, TX 75201-6903

The following entities were served by electronic transmission.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****
NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: May 30, 2009 **Signature:** Joseph Speetjens