

Pilgrim's Pride Corporation ("PPC") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"),¹ respectfully represent:

Background

1. On December 1, 2008 (the "Commencement Date"), the Debtors each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. The Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

Pilgrim's Pride's Businesses

3. PPC, together with its debtor and non-debtor subsidiaries (collectively, "Pilgrim's Pride"), has one of the best brand names in the chicken industry. It is one of the largest producers of chicken in the United States and the second-largest producer in Mexico. Pilgrim's Pride has operations throughout the continental United States, Puerto Rico, and Mexico. Based on the total annual chicken production in 2007 in the United States, the Debtors estimate that Pilgrim's Pride has the highest market share in the United States. Formed in 1946 as a retail feed store partnership between Lonnie A. "Bo" Pilgrim and his brother, Aubrey E. Pilgrim, PPC has been a publicly traded company since 1986.

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.

Jurisdiction

4. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

The Dallas Office Lease

5. The Debtors are party to that certain lease of office space located at 2777 Stemmons Freeway, Suite 850, in Dallas, Texas (the "Dallas Office Lease"). The Debtors have not yet determined whether to assume or reject the Dallas Office Lease.

6. On March 26, 2009, the Court entered the Order Pursuant to Section 365(d)(4) of the Bankruptcy Code Extending the Time to Assume or Reject Non-Residential Real Property Leases [Docket No. 1304] and, therein, extended the deadline for the Debtors to assume or reject all real property leases, including the Dallas Office Lease, from March 31, 2009 to June 29, 2009.

7. On June 16, 2009, the Court entered the Order Pursuant to Section 365(a) of the Bankruptcy Code Approving Assumption of All Real Property Leases [Docket No. 2319] (the "Assumption Order"). The Assumption Order approved the assumption of all of the Assumed Leases (as defined therein), except for the Dallas Office Lease. The Assumption Order extended the Debtors' time to determine whether to assume or reject the Dallas Office Lease to October 31, 2009.

Relief Requested

8. By this Motion, the Debtors seek, pursuant to section 365(d)(4) of the Bankruptcy Code, a further extension of the deadline (the "Deadline") to determine whether to assume or reject the Dallas Office Lease. Section 365(d)(4)(A) of the Bankruptcy Code provides

that all nonresidential real property leases not assumed or rejected prior to the earlier of (i) the date that is 120 days after the date of the commencement of the case, or (ii) the date of the entry of an order confirming a plan shall be deemed rejected. Section 365(d)(4)(B), however, provides that the Court may (i) extend such period for 90 days upon motion of the debtor, for cause, and (ii) grant a subsequent extension upon prior written consent of the applicable lessor.

9. Here, the lessor under the Dallas Office Lease (the “Lessor”) has consented to extend the Deadline to the earlier of (i) December 31, 2009 or (ii) the effective date of a confirmed chapter 11 plan, pursuant to that certain letter agreement dated October 21, 2009, a copy of which is annexed hereto as Exhibit A. Accordingly, the Debtors request that the Court grant a further extension of the Deadline to the earlier of (i) December 31, 2009 or (ii) the effective date of a confirmed chapter 11 plan.

Notice

10. Notice of this Motion has been provided to: (i) the Office of the United States Trustee; (ii) counsel to the committee of unsecured creditors; (iii) counsel to the Debtors’ prepetition secured lenders; (iv) counsel to the Agent to the Debtors’ postpetition lenders; (v) the Lessor; and (vi) all parties on the Master Service List filed with this Court (collectively, the “Notice Parties”). The Debtors submit that no other or further notice need be provided.

No Previous Request

11. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE the Debtors respectfully request that the Court grant the relief
requested herein and such other and further relief as it deems just and proper.

Dated: October 21, 2009
Fort Worth, Texas

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