

**PROPOSED ORDER**

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

|  |   |                                |
|--|---|--------------------------------|
| <b>In re:</b>                              | § |                                |
|  | § | <b>Case No. 08-45664 (DML)</b> |
| <b>Pilgrim’s Pride Corporation, et al.</b> | § |                                |
| <b>Debtors.</b>                            | § | <b>Chapter 11</b>              |
|  | § |                                |
|  | § | <b>Jointly Administered</b>    |
|  | § |                                |
|  | § |                                |

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**ORDER GRANTING DEBTORS’ THIRTY-FOURTH  
OMNIBUS OBJECTION TO CLAIMS (SATISFIED CLAIMS) AND MOTION  
REQUESTING DETERMINATION OF TAX LIABILITY PURSUANT TO SECTIONS  
105 AND 505 OF THE BANKRUPTCY CODE  
(Relates to Docket No. \_\_)**

Pursuant to the Order Approving Procedures for Objecting to Proofs of Claim and for Notifying Claimants of Such Objections [Docket No. 2723] (the “Claims Objections Procedures Order”), and upon the Thirty-Fourth Omnibus Objection to Claims (Satisfied Claims) and Motion Requesting Determination of Tax Liability Pursuant to Sections 105 and 505 of the Bankruptcy Code (the “Thirty-Fourth Omnibus Objection”) 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”),<sup>1</sup> objecting to the Satisfied Claims<sup>2</sup> as more fully set forth in the Thirty-Fourth Omnibus Objection; and the Court having jurisdiction to consider the Satisfied Claims and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Satisfied Claims 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 Thirty-Fourth Omnibus Objection 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 found sufficient legal and factual grounds for disallowing the Satisfied Claims listed on Exhibit A; and the Court having determined that the legal and factual bases set forth in the Thirty-Fourth Omnibus Objection establish just and sufficient cause to grant the requested relief herein; and therefore, it is:

ORDERED that the Thirty-Fourth Omnibus Objections is granted; and it is further

ORDERED, pursuant to section 502(b) of the Bankruptcy Code, each Satisfied Claim listed on Exhibit A hereto is hereby disallowed and expunged in its entirety; and it is further

ORDERED that, notwithstanding the foregoing, nothing herein shall be deemed an Order invalidating any payment made pursuant to the Taxing Authorities Orders; and it is further

ORDERED that the Debtors shall serve a copy of this Order on each Notice Party; and it is further

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Thirty-Fourth Omnibus Objection.

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**

**Satisfied Claims, to Be Disallowed in Their Entirety**

| Count | Date Filed | Claim No. | Schedule <sup>1</sup> | Name of Claimant                          | Claim Amount (\$) | Schedule Amount | Remaining Claim Amount | Reason for Disallowance <sup>2</sup>  |
|-------|------------|-----------|-----------------------|---|-------------------|-----------------|------------------------|---|
|       |            |           | E                     | Arkansas Dept of Finance &                |                   | 474.73          | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | Camp County Tax Office                    |                   | 1,704.27        | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | City of Harrisonburg                      |                   | 1,092           | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       | 3/05/09    | 1744      |                       | Greens Parkway Municipal Utility District | 11,715.52         |                 | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       | 4/27/09    | 2838      |                       | Hamilton County                           | 269,267.00        |                 | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | Haralson County Tax Commissi              |                   | 450.00          | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       | 1/21/09    | 797       |                       | Illinois Department of Revenue            | 3,402.25          |                 | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | North Carolina Dept of Reven              |                   | 29,096.42       | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | North Carolina Dept of Reven              |                   | 5,427.31        | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | Ohio Dept of Taxation                     |                   | 1,017.71        | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |

<sup>1</sup> All references to Schedule E refer to Pilgrim's Pride Corporation's Schedule E.

<sup>2</sup> By this Objection, the Debtors **do not** seek to recoup or recover any payment made to any Taxing Authority. The Debtors seek herein only to disallow the Claims set forth on this **Exhibit A**.



| Count | Date Filed | Claim No. | Schedule <sup>1</sup> | Name of Claimant             | Claim Amount (\$) | Schedule Amount | Remaining Claim Amount | Reason for Disallowance <sup>2</sup>  |
|-------|------------|-----------|-----------------------|------------------------------|-------------------|-----------------|------------------------|---|
|       |            |           | E                     | State of Mississippi         |                   | 331.00          | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |
|       |            |           | E                     | Titus County Appraisal Distr |                   | 599.30          | 0.00                   | Claim satisfied pursuant to Taxing Authorities Orders [Doc. No. 84, 262, or 1134] |

<sup>1</sup> All references to Schedule E refer to Pilgrim's Pride Corporation's Schedule E.

<sup>2</sup> By this Objection, the Debtors do not seek to recoup or recover any payment made to any Taxing Authority. The Debtors seek herein only to disallow the Claims set forth on this Exhibit A.