

DUPLICATE
ORIGINAL

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
	:	
PURINA MILLS, INC.,	:	Case Nos. 99-3938(SLR)
a Delaware corporation, <u>et al.</u> ,	:	
	:	Jointly Administered
Debtors.	:	

**ORDER ALLOWING THE COMPENSATION AND
REIMBURSEMENT OF EXPENSES REQUESTED
BY CERTAIN PROFESSIONALS EMPLOYED IN THESE CASES AND
DIRECTING THE DEBTORS TO PAY SUCH FEES AND EXPENSES**

Upon consideration of the interim and final fee applications for compensation and reimbursement of expenses (each, an "Application", and collectively, the "Applications") of the professionals listed on Exhibit A attached hereto (each, an "Applicant", and collectively, the "Applicants") for the period set forth on Exhibit A (the "Application Period"); and it appearing that adequate notice of the hearing to consider the Applications has been given, and that no other or further notice need be given; and no objections having been filed to the Applications; and this Court having found and determined that each of the Applicants should be allowed the compensation and reimbursement of expenses requested in their respective Applications and set forth on Exhibit A,


NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. Each of the Applications is granted and each of the Applicants is allowed final compensation and reimbursement of expenses for the Application Period in the amounts requested in their respective Applications and set forth on Exhibit A (each, an "Allowed Amount").
2. The above-captioned Debtors hereby are directed to disburse to each Applicant the respective Allowed Amount, less any amounts previously paid to such Applicant on account of such Allowed Amount.

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3. This Order shall be deemed a separate Order with respect to each of the Applications. Any stay of this Order pending appeal with respect to any one Applicant shall only apply to the particular Applicant that is the subject of such appeal, and shall not operate to stay the applicability and/or finality of this Order with respect to any other of the Applicants.

Dated: October 27, 2000
Wilmington, Delaware


United States District Judge

APPLICANT	APPLICATION	FEES	EXPENSES
Deloitte Consulting LLC Two Prudential Plaza 180 N. Stetson Chicago, IL 60601-6710 Attn: Thomas D. Williamson Restructuring Consultants to the Debtors	First Interim 10/28/99 - 11/27/99 Docket No. 1663	\$199,467.40	\$17,324.37
	Second Interim 11/28/99 - 12/25/99 Docket No. 363	\$116,266.00	\$16,741.31
	Third Interim 12/26/99 - 02/05/00 Docket No. 839	\$128,048.40	\$16,906.33
	Fourth Interim 02/06/00 - 03/06/00 Docket No. 1203	\$154,816.80	\$24,250.10
	Final 03/07/00 - 04/02/00 Docket No. 1716	\$67,132.80	\$9,950.02
	TOTAL	\$ 665,731.40	\$ 85,172.13

APPLICANT	APPLICATION	FEEs	EXPENSES
William M. Mercer, Inc. 800 Market Street St. Louis, MO 63101 Attn: R. Jeffrey Davis Employee Benefit Consultants to the Debtors	First Interim 10/28/99 - 11/30/99 Docket No. 278	\$89,726.00	\$3,005.75
	Second Interim 12/01/99 - 12/31/99 Docket No. 327	\$49,939.50	\$0.00
	Third Interim 01/01/00 - 01/31/00 Docket No. 678	\$42,199.00	\$0.00
	Fourth Interim 02/01/00 - 02/29/00 Docket No. 897	\$39,967.00	\$0.00
	Fifth Interim 03/01/00 - 03/31/00 Docket No. 1519	\$67,003.50	\$0.00
	Sixth Interim 04/01/00 - 04/30/00 Docket No. 1627	\$73,510.50	\$0.00
	Seventh Interim 05/01/00 - 05/31/00 Docket No. 1785	\$29,669.00	\$0.00
	Eighth Interim 06/01/00 - 06/30/00 Docket No. 1870	\$39,316.50	\$0.00
	TOTAL	\$ 431,331.00	\$ 3,005.75

APPLICANT	APPLICATION	FEES	EXPENSES
Sitrick And Company, Inc. 1840 Century Park East, Suite 800 Los Angeles, CA 90067 Attn: Michael S. Sitrick Corporate Communications Consultants to the Debtors	First Interim 10/28/99 - 11/30/99 Docket No. 280	\$ 150,556.50	\$ 43,729.33
	Second Interim 12/01/99 - 12/31/99 Docket No. 361	\$ 70,352.50	\$ 35,747.34
	Third Interim 01/01/00 - 01/31/00 Docket No. 679	\$ 43,399.00	\$ 10,490.59
	Fourth Interim 02/01/00 - 02/29/00 Docket No. 913	\$16,215.50	\$ 645.82
	Fifth Interim 03/01/00 - 03/31/00 Docket No. 1488	\$ 18,229.50	\$ 222.30
	Sixth Interim 04/01/00 - 04/30/00 Docket No. 1670	\$ 8,162.50	\$ 304.62
	Seventh Interim 05/01/00 - 05/30/00 Docket No. 1797	\$ 7,045.00	\$84.66
	Final 06/01/00 - 06/30/00 Docket No. 1956	\$ 1,162.50	\$ 259.62
	TOTAL	\$ 315,123.00	\$ 91,484.28

APPLICANT	APPLICATION	FEEES	EXPENSES
Yantek Enterprises 8097 Sacred Heart Lane Cincinnati, OH 45255 Attn: Frank Yantek Executory Contracts and Claims Reconciliation Consultants to the Debtors	First Interim 10/29/99 - 01/31/00 Docket No. 1452	\$ 107,011.00	\$ 22,699.75
	Second Interim 02/01/99 - 02/29/00 Docket No. 1205	\$ 53,555.50	\$ 9,842.61
	Third Interim 03/01/00 - 03/31/00 Docket No. 1500	\$ 88,580.00	\$ 14,891.99
	Fourth Interim 04/01/00 - 04/30/00 Docket No. 1697	\$66,688.50	\$15,105.06
	Fifth Interim 05/01/00 - 05/31/00 Docket No. 1803	\$77,262.75	\$13,762.33
	Sixth Interim 06/01/00 - 06/30/00 Docket No. 1899	\$ 63,595.50	\$10,824.61
	TOTAL	\$ 456,693.25	\$ 87,126.35

APPLICANT	APPLICATION	FEEES	EXPENSES
Better Business Methods, LLC 7777 Bonhomme Ave., Suite 2300 St. Louis, MO 63105 Attn: Vernon D. Singer Technology and Computer Consultant to the Debtors	First and Final 10/17/99 - 06/29/00 Docket No. 1955	\$296,899.50	\$1,387.70

APPLICANT	APPLICATION	FEES	EXPENSES
Houlihan Lokey Howard & Zukin 601 Second Avenue South, Suite 4950 Minneapolis, MN 55402-4304 Attn: P. Eric Siegert Financial Advisors for the Debtors	First Interim 10/28/99 - 12/31/99 Docket No. 608	\$ 266,129.03	\$ 13,025.43
	Second Interim 01/01/00 - 01/31/00 Docket No. 841	\$120,161.29	\$ 4,625.13
	Third Interim 02/01/00 - 02/29/00 Docket No. 1207	\$ 100,000.00	\$ 3,011.79
	Final 06/01/00 - 06/30/00 Docket No. 1953	\$ 393,978.50 plus Transaction Fee. See Note Below	\$ 1,506.54
Note: Total Transaction Fee of \$2,327,816.10, payable by issuance of a Convertible Unsecured Note With a Face Value of \$1,163,908.05, and cash in the amount of \$1,163,908.05.			
	TOTAL	\$ 3,208,084.92	\$ 22,168.89

APPLICANT	APPLICATION	FEES	EXPENSES
Deloitte & Touche, LLP 2500 One PPG Place Pittsburgh, PA 15222 Attn: Howard I. Sniderman Accountants and Tax Compensation Consultants to the Debtors	First Interim 10/28/99 - 11/27/99 Docket No. 281	\$ 2,048.00	\$ 0.00
	Second Interim 11/28/99 - 12/25/99 Docket No. 1418	\$ 32,719.60	\$ 2,878.89
	Third Interim 12/27/00 - 02/05/00 Docket No. 840	\$ 9,972.40	\$ 0.00
	TOTAL	\$ 44,740.00	\$ 2,878.89

APPLICANT	APPLICATION	FEES	EXPENSES
Chanin Capital Partners, LLC 12 East 49 th Street New York, NY 10017 Attn: Skip Victor Financial Advisor to the Official Committee of Unsecured Creditors	First Interim 11/09/99 - 11/30/99 Docket No. 274	\$ 91,666.66	\$ 5,089.59
	Second Interim 12/01/99 - 01/31/00 Docket No. 686	\$ 250,000.00	\$ 10,279.37
	Third Interim 02/01/00 - 05/31/00 Docket No. 1808	\$ 500,000.00	\$ 4,409.64
	Fourth Interim 06/01/00 - 06/30/00 Docket No. 1922	\$ 125,000.00	\$ 389.15
	Final 10/28/99 - 11/08/99 Docket No. 1949	\$ 50,000.00 See also Note below	\$ 0.00
Note: Total Transaction Fee of \$550,000.00, payable by issuance of a Convertible Unsecured Note With a Face Value of \$275,000.00, and cash in the amount of \$275,000.00.			
	TOTAL	\$ 1,566,666.66	\$ 20,167.75

APPLICANT	APPLICATION	FEES	EXPENSES
Pachulski, Stang, Ziehl, Young & Jones, P.C. 919 Market Street, 16 th Floor P.O. Box 8705 Wilmington, DE 19899-8705 Attn: Laura Davis Jones, Esq. Counsel to the Official Committee of Unsecured Creditors	First Interim 01/19/00 - 01/31/00 Docket No. 1783	\$ 2,212.50	\$ 160.35
	Second Interim 02/01/00 - 02/29/00 Docket No. 1782	\$ 4,378.50	\$ 1,621.49
	Third Interim 03/01/00 - 03/31/00 Docket No. 1781	\$ 4,071.50	\$ 465.91
	Final 04/01/00 - 06/30/00 Docket No. 1952	\$16,977.50	\$ 1,611.15
	TOTAL	\$ 27,640.00	\$ 3,858.90

APPLICANT	APPLICATION	FEES	EXPENSES
Akin, Gump, Strauss, Hauer & Feld, LLP 590 Madison Avenue New York, NY 10022 Attn: Lisa G. Beckerman, Esq. Counsel to the Official Committee of Unsecured Creditors	First Interim 11/09/99 - 11/30/99 Docket No. 230	\$ 110,258.50	\$ 13,900.11
	Second Interim 12/01/99 - 12/31/99 Docket No. 375	\$ 122,370.50	\$ 15,573.82
	Third Interim 01/01/00 - 01/31/00 Docket No. 874	\$ 212,723.75	\$ 13,232.32
	Fourth Interim 02/01/00 - 02/29/00 Docket No. 1211	\$ 82,361.75	\$ 16,772.53
	Fifth Interim 03/01/99 - 03/31/00 Docket No. 1499	\$ 83,120.50	\$ 4,610.31
	Sixth Interim 04/01/00 - 04/30/00 Docket No. 1616	\$ 29,188.00	\$ 3,680.57
	Seventh Interim 05/01/00 - 05/31/00 Docket No. 1776	\$ 23,220.50	\$ 3,844.53
	Eighth Interim 06/01/00 - 06/30/00 Docket No. 1841	\$ 11,860.00	\$ 1,027.76
	Pre-Committee 10/28/99 - 11/8/99 Docket No. 1957	\$ 60,938.00	\$ 14,733.27
	TOTAL	\$ 736,041.50	\$ 87,375.22

Matches
 non-503b

APPLICANT	APPLICATION	FEES	EXPENSES
Akin, Gump, Strauss, Hauer & Feld, LLP 590 Madison Avenue New York, NY 10022 Attn: Lisa G. Beckerman, Esq. Counsel to the Official Committee of Unsecured Creditors	Reimbursement of Committee Expenses 11/9/99 - 8/16/00 Docket No. 1959	\$ 0.00	\$ 46,348.73
	TOTAL	\$ 0.00	\$ 46,348.73