

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
: Case No. 07-11448 (MG)  
THE 1031 TAX GROUP, LLC, *et al.*, : Jointly Administered  
:   
: Debtors. :   
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**SCHEDULING ORDER**

Pursuant to Fed. R. Civ. P. 26(f), counsel for Land O'Lakes Purina Feed LLC ("Land O'Lakes"), and Gerard A. McHale, Jr. (the "Trustee"), in his capacity as Trustee of the 1031 Debtors Liquidation Trust, held a conference on January 27, 2010 to, among other things, develop a proposed discovery plan;

NOW, THEN, IT IS HEREBY STIPULATED AND AGREED, by and between the Trustee and the Land O'Lakes, in accordance with their conference:

1. Further Discovery Conference. On or before Wednesday, February 3, 2010, the parties shall meet and confer to discuss and agree upon the expedited and streamlined production of documents and designation of witnesses for this matter.
2. Fact Discovery. On or before February 19, 2009, the parties will complete all fact discovery, including all document and deposition discovery of the parties and any third-parties. Each party shall be limited to taking two depositions in this matter and each deposition shall be limited to three hours in duration.
3. Deposition Transcripts. On or before February 26, 2010, the parties will exchange deposition transcript designations. On or before March 3, 2010 the parties will exchange all counter-designations of deposition transcripts. Copies of such designations and

counter designations and any objections thereto shall be filed with the Court on or before March 8, 2010. All designations and counter designations submitted to the Court shall include a cover sheet that states the name of the individual deposed and the page and line number of the deposition testimony designated. The parties shall also include a complete transcript of the deposition testimony that also indicates by color coding the designations and counter designations made by each party.

4. Declarations. On or before March 3, 2010 the parties will file declarations, if any, with the Court. Declarations will serve as the direct testimony of the declarant, except that either party may object to all or any portion of a declaration that includes statements of material disputed fact if the declarant is unavailable for cross-examination. If either party asserts such an objection(s) to a filed declaration, the Court will conduct a telephonic hearing with the parties on Wednesday, March 5, 2010 at 10 a.m. to consider any such objection(s).

5. Exhibits. On or before March 3, 2010 the parties will exchange designations of exhibits for use at the hearing. On or before March 8, 2010 the parties will submit exhibit binders to the Court. Each party will submit two copies of pre-marked exhibits, Land O'Lakes will mark its exhibits by letter and the Trustee will mark its exhibits by number.

6. Pre- Trial Briefs. The parties will submit to the court pre-trial briefs on or before March 8, 2010. All pre-trial briefs shall not exceed twenty-five pages.

7. Admissibility. The parties agree that deposition testimony and declarations shall be admissible as direct evidence.

8. Hearing on the Merits. The hearing on this matter shall be held on March 16, 2010 at 10:00 a.m.

9. Settlement Discussions. The parties agree and shall meet and confer regarding potential settlement of this matter on or before February 26, 2010.

10. Discovery Disputes. The parties agree and shall meet and confer as necessary to resolve discovery disputes that may arise from time to time and shall contact the Court promptly for resolution if necessary.

Dated: New York, New York  
January 29, 2010

DORSEY & WHITNEY LLP

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- AND-

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SO ORDERED: **February 4, 2010**

/s/Martin Glenn  
HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY JUDGE