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 19 Peninsula Farms, LLC, Salyer Management Company,  
 LLC, SK Farms Services, LLC, SK Frozen Foods, LLC,  
 20 SS Farms, LLC, SSC Farming, LLC, SSC Farms I, LLC,  
 SSC Farms II, LLC, SSC Farms III, LLC, SKF Aviation,  
 21 LLC, and CSSS, LP d/b/a Central Valley Shippers

22 *Please see continuation page for a complete list of the*  
 23 *moving parties and their respective counsel.*

24 UNITED STATES DISTRICT COURT  
 25 EASTERN DISTRICT OF CALIFORNIA

26 In re:  
 27 SK FOODS, L.P.,

**U.S. District Court Case No.**  
**2:10-CV-03467-LKK**

Bankruptcy Court Case No.

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Debtor.

09-29162-D-11

**STIPULATION AND ORDER  
ESTABLISHING BRIEFING IN  
BANKRUPTCY APPEAL OF ORDER  
APPROVING COMPROMISE**

**CONTINUATION SHEET: PARTIES**  
**AND THEIR RESPECTIVE COUNSEL**

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1 Scott Salyer, individually and as trustee of the Scott Salyer Revocable Trust; the Scott  
2 Salyer Revocable Trust; SK PM Corp.; SK Foods, LLC; SKF Canning, LLC; Blackstone Ranch  
3 Corporation; Monterey Peninsula Farms, LLC; Salyer Management Company, LLC; SK Farms  
4 Services, LLC; SK Frozen Foods, LLC; SS Farms, LLC; SSC Farming, LLC; SSC Farms I, LLC;  
5 SSC Farms II, LLC; SSC Farms III, LLC; SKF Aviation, LLC; and CSSS, LP d/b/a Central  
6 Valley Shippers (collectively, "Appellants"), on the one hand, and Bradley D. Sharp  
7 ("Appellee"), the duly appointed and acting chapter 11 trustee of substantively consolidated  
8 debtors SK Foods, L.P., a California limited partnership, and RHM Industrial/Specialty Foods,  
9 Inc., a California corporation, d/b/a Colusa County Canning Co., on the other hand, by and  
10 through their respective counsel, hereby stipulate and agree as follows:

11 1. On December 28, 2010, the Clerk of the United States Bankruptcy Court for the  
12 Eastern District of California filed a notice with the Court that the above-captioned appeal (the  
13 "Appeal") had been transferred to the Court.

14 2. On or around January 14, 2011, Appellants and Appellee agreed to participate in  
15 mediation concerning, among other things, the Appeal with Judge Michael McManus in the next  
16 sixty (60) days (the "Mediation"). Appellants and Appellee also agreed to postpone the briefing  
17 of the Appeal as the issues in the Appeal will be negotiated as part of the Mediation.

18 3. Although the Court has not yet entered a briefing schedule for the Appeal,  
19 Appellants and Appellee expect the Court to issue such briefing schedule sometime during the  
20 next thirty (30) days, which would most likely occur while the parties are still participating in  
21 Mediation. In order to avoid focusing on the briefing of the Appeal during the Mediation,  
22 Appellants and Appellee hereby agree that the deadline for Appellants to file their opening brief  
23 and excerpts of record should be extended to March 17, 2011, and that all other briefing thereafter  
24 regarding the Appeal should be conducted pursuant to a briefing schedule in accordance with the  
25 rules of this Court and the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

26 4. Appellants and Appellee believe that postponing the briefing of the Appeal will  
27 enhance the parties' ability in the Mediation to agree to a consensual resolution of the issues in  
28 the Appeal, although the parties are unable to guarantee at this time that they will be successful.

1           5.       For the foregoing reasons, Appellants and Appellee hereby jointly request that the  
2 Court enter an order setting March 17, 2011 as the deadline for Appellants to file their opening  
3 brief and excerpts of record in the Appeal, and that all other briefing thereafter regarding the  
4 Appeal should be conducted pursuant to a briefing schedule in accordance with the rules of this  
5 Court and the Bankruptcy Rules.

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8 Dated this 1st day of February, 2011

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11 SCHNADER HARRISON SEGAL &  
LEWIS LLP

12 /s/ Michael M. Carlson

13 MICHAEL M. CARLSON

14 Counsel for Bradley D. Sharp, as Chapter 11  
Trustee of SK Foods, L.P.

FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP

15 /s/ Paul J. Pascuzzi

16 PAUL J. PASCUZZI

17 Counsel for Scott Salyer, individually and as  
trustee of the Scott Salyer Revocable Trust, and  
the Scott Salyer Revocable Trust

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SEGAL & KIRBY LLP

/s/ Malcolm S. Segal

MALCOLM S. SEGAL

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/s/ James C. Keowen

JAMES C. KEOWEN

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Canning, LLC, Blackstone Ranch Corporation,  
Monterey Peninsula Farms, LLC, Salyer  
Management Company, LLC, SK Farms  
Services, LLC, SK Frozen Foods, LLC, SS  
Farms, LLC, SSC Farming, LLC, SSC Farms I,  
LLC, SSC Farms II, LLC, SSC Farms III, LLC,  
SKF Aviation, LLC, and CSSS, LP d/b/a Central  
Valley Shippers

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GOOD CAUSE APPEARING, IT IS ORDERED AS FOLLOWS,

1. March 17, 2011 shall be the deadline for Appellants to file their opening brief and excerpts of record in the Appeal, and
2. The deadlines of all other briefing regarding the Appeal shall be determined under the rules of this Court and the Bankruptcy Rules.

Dated: February 2, 2011.

  
LAWRENCE K. KARLTON  
SENIOR JUDGE  
UNITED STATES DISTRICT COURT