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 19 American Huntsman, LLC

20 UNITED STATES DISTRICT COURT
 21 EASTERN DISTRICT OF CALIFORNIA

22 In re
 23 ZACKY FARMS, LLC,
 Debtor,
 24 RICHARD ZACKY, ET AL.,
 25 Appellants.

CASE No. 2:13-CV-00455
 Bankruptcy Court Case No. 12-37961

**STIPULATION FOR DISMISSAL WITH
 PREJUDICE OF APPEAL PURSUANT
 TO FEDERAL RULE OF BANKRUPTCY
 PROCEDURE 8001(c)(2); ORDER**

27 1414657v1 / 18027.0004
 576510.2

28 STIPULATION TO WITHDRAW APPEAL PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE
 8001(c)(2) AND [PROPOSED] ORDER

1 Appellants Richard Zacky (individually and in his capacity as trustee of the
2 Richard N. Zacky Irrevocable Trust dated 11/25/07, the Survivor's Trust of Albert and Beverly
3 Zacky Trust Dated 2/10/88, and the Barbara Jean Zacky Irrevocable Trust Dated 12/30/06), ZF
4 Enterprises, LLC, Integrated Grain & Milling, Inc., American Huntsman, LLC, Big Feather
5 Ranch, LLC, and Lucky Wishbone Ranch, LLC (collectively, "Appellants"), the Official
6 Committee of Unsecured Creditors ("Committee"), and Zacky Farms, LLC ("Debtor"), by and
7 through their respective attorneys of record, stipulate, agree and respectfully request the Court to
8 order dismissal with prejudice of the above captioned appeal based on the following:

9 A. This appeal arises out the bankruptcy court's order granting the Joint
10 Motion for Approval of Settlement Among the Committee, the Debtor and the Robert and Lillian
11 Zacky Trust Pursuant to Bankruptcy Rule 9019 (the "Lillian Settlement Motion") [Bankruptcy
12 Case, Docket No. 758], which order issued on February 21, 2013 [Docket No. 1078] (as amended
13 on May 1, 2013 [Docket No. 1541]). The instant appeal timely followed (the "Lillian Settlement
14 Order Appeal").

15 B. In the bankruptcy case, Appellants, the Committee, the Debtor, and others
16 reached a global settlement agreement, which was the subject of another motion pursuant to
17 Federal Rule of Bankruptcy Procedure 9019, heard and approved by the Bankruptcy Court on
18 October 29, 2013. [Bankruptcy Case, Docket No. 2294. ("Global Settlement Order").] Pursuant
19 to the terms of the Global Settlement Order, Appellants must "take all actions necessary to cause
20 the Lillian Settlement Order Appeal to be dismissed with prejudice." [Id.]

21 C. Federal Rule of Bankruptcy Procedure 8001(c)(2) provides as follows:
22 "If an appeal has been docketed and the parties to the appeal sign and file with the clerk of the
23 district court or the clerk of the bankruptcy appellate panel an agreement that the appeal be
24 dismissed and pay any court costs or fees that may be due, the clerk of the district court or the
25 clerk of the bankruptcy appellate panel shall enter an order dismissing the appeal. An appeal may
26 also be dismissed on motion of the appellant on terms and conditions fixed by the district court or
27 bankruptcy appellate panel."

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D. Appellants, the Committee and the Debtor are all the parties to the Lillian Settlement Order Appeal.

E. Accordingly, pursuant to the terms of the Global Settlement Order, Federal Rule of Bankruptcy Procedure 8001(c)(2), and the agreement of Appellants, the Committee and the Debtor evidenced by this stipulation, the parties jointly request this Court to dismiss with prejudice the Lillian Settlement Order Appeal, with each party bearing its own attorneys' fees and costs.

[Signatures on next page.]

1 DATED: December 3, 2013.

BAKER MANOCK & JENSEN, PC

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By: /s/ Peter G. Fashing
Joseph M. Marchini
Carl R. Refuerzo
Peter G. Fashing
Attorneys for Richard Zacky, individually and in his
capacity as trustee of the Richard N. Zacky Irrevocable
Trust dated 11/25/07, the Survivor's Trust of Albert and
Beverly Zacky Trust Dated 2/10/88, and the Barbara Jean
Zacky Irrevocable Trust Dated 12/30/06, and ZF
Enterprises, LLC,

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9 DATED: November 26, 2013.

BOUTIN JONES, INC.

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By: /s/ Mark Gorton
Mark Gorton
Attorneys for Intergrated Grain & Milling, Inc.

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DATED: November 26, 2013.

THE LAW OFFICES OF THOMAS H. ARMSTRONG

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By: /s/ Thomas H. Armstrong
Thomas H. Armstrong
Attorneys for Big Feather Ranch, LLC, Lucky Wishbone
Ranch, LLC and American Huntsman, LLC

17

18

DATED: November 26, 2013.

FELDERSTEIN FITZGERALD WILLOUGHBY &
PASCUZZI, LLP

19

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By: /s/ Thomas W. Willoughby
Thomas A. Willoughby
Attorneys for Zacky Farms, LLC

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22

DATED: November 26, 2013.

LOWENSTEIN SANDLER LLP

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By: /s/Wojciech F. Jung
Wojciech F. Jung
Attorneys for the Official Committee of Unsecured
Creditors

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[Proposed order on next page.]

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ORDER

Having read the Stipulation of the Parties, and good cause appearing, **IT IS
HEREBY ORDERED:**

1. The instant Appeal, CASE No. 2:13-CV-00455, is DISMISSED WITH
PREJUDICE.

2. The Parties shall bear their own attorney's fees and costs.

DATED: 12/3/2013

/s/ John A. Mendez

United States District Court Judge