

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION	:	
Plaintiff,	:	CASE NO. 03 cv 0063
v.	:	
ROGER D. BLACKWELL, et al.,	:	JUDGE MARBLEY
Defendants	:	MAGISTRATE JUDGE KEMP
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION	:	
Plaintiff,	:	CASE NO. 06 cv 00608
v.	:	
JOHN J. KAHL, et al.,	:	JUDGE MARBLEY
Defendants	:	MAGISTRATE JUDGE KEMP
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION	:	
Plaintiff,	:	CASE NO. 03 cv 0065
v.	:	
WILLIAM D. PARKER, et al.	:	JUDGE MARBLEY
Defendants.	:	MAGISTRATE JUDGE KEMP

ORDER

Pursuant to the Court's previous Entry in the above-captioned matter, the Court has met with the Claims Distributor and reviewed the Preliminary Report of the Claims Distributor. After review, the Court determines that the Claims Distributor has diligently sought to locate and inform the shareholders of Worthington Foods regarding the distribution of funds paid into the Court to be distributed to those shareholders who were affected by the defendants who purchased shares using inside information.

The Court has determined that additional efforts to locate those shareholders whose shares are valued at \$1,000.00 or more are reasonable. Therefore the Claims Distributor is authorized to retain a skip-trace company to locate those shareholders whose shares are valued at \$1,000.00 or more. The costs of utilizing a skip-trace company shall be paid from the Settlement Funds on deposit with the Claims Distributor.

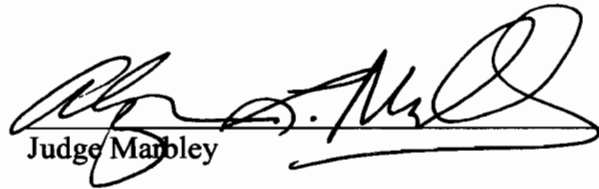
The Court has determined that those shareholders who the Claims Distributor has been unable to locate and whose shares are valued at less than \$1,000.00 are hereby denied.

The Claims Distributor is also authorized to pay those shareholders who have been located or who have received notice by certified mail and have filed a return receipt and are listed on Exhibit 1 which is attached hereto and incorporated by reference herein. The amounts to be paid to the shareholders are based upon calculations performed by the Claims Distributor with the assistance of the SEC.

The Claims Distributor is also authorized to be paid his expenses and fees in accordance with this Court's prior Order in the amount of \$45,460.00. The Claims

Distributor shall be entitled to supplemental payment of fees and expenses incurred as a result of this Court's determination to continue to find those shareholders who have not been located to date.

IT IS SO ORDERED this 2 day of June, 2009.


Judge Marbley

Approved:

Michael O'Grady, Claims Distributor

Adolph J. Dean
Attorney for the Securities and
Exchange Commission