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IT IS SO ORDERED.

Dated: May 26, 2005

  
Charles M. Caldwell  
United States Bankruptcy Judge

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UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
EASTERN DIVISION

In re

UNITED PRODUCERS, INC.

Debtor and Debtor-in-Possession

Case No. 05-55272

Joint Administration

Chapter 11

Judge: Charles M. Caldwell

Re: Dkt No. 83

**ORDER GRANTING MOTION OF UNITED PRODUCERS, INC. TO ASSUME  
CERTAIN LEASE AGREEMENTS PURSUANT TO 11 U.S.C. § 365(a) AND TO  
CONSUMMATE PURCHASE OPTIONS EXERCISED PRE-PETITION**

This matter is before the Court upon the motion of United Producers, Inc. ("UPI") debtor and debtor-in-possession ("Debtor") for an order pursuant to 11 U.S.C. § 365(a):

- (1) authorizing the Debtor to assume certain Lease Agreements by and between the

Debtor and Southern States Cooperative, Inc.; and (2) authorizing the Debtor to perform all acts necessary to consummate the options to purchase the properties, exercised prior to the Debtor's petition date, that are the subject of the Lease Agreements (Dkt. No. 83) ("Motion"). More than 20 days have passed since service of the Motion and no responses or objections have been filed thereto.

The Court finds good cause for granting said Motion.

IT IS THEREFORE ORDERED, that United Producers, Inc. is authorized

1. to assume the Owenton Lease and the Paris Lease, each more fully described in the motion;

2. to perform all acts necessary to consummate the Owenton Purchase Option and the Paris Purchase Option exercised by UPI prior to the Petition Date; and

3. execute any documents necessary to grant CoBank a mortgage and security interest upon the Owenton Property and the Paris Property as well as all fixtures and personal property associated therewith.

SO ORDERED.

cc: Core Service List No. 2

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