

FILED

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA JUN 13 2003

In Re:)
)
B & B WORM FARMS, INC.,)
)
Debtor.)

GRANT PRICE
CLERK, U.S. BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA
BY: _____, DEPUTY

No. 03-14379-BH
(Chapter 7)

MOTION TO SELL PROPERTY PURSUANT TO 11 U.S.C. §363(b) AND (f)

Trustee, Janice D. Loyd, moves the Court pursuant to 11 U.S.C. § 363(b)(1) and f(2) and Rule 6004 of the Federal Rules of Bankruptcy Procedure to approve the sale of certain personal property of the estate out of the ordinary course of business and free and clear of liens and encumbrances. In support of said Motion, the Trustee would show the Court the following:

1. The Trustee proposes to sell to Robert McDaniel, ("Purchaser") 279 Burma Ave., Minden, LA 71055 on the 30th day of June, 2003, at 10:00 A.M., for the sum of \$12,000.00 the estate's interest in the personal property described as follows:

All of the assets of B & B Worm Farm located at LAAP Section M-2-279 Burma, Minden, Louisiana, 71055, including all worm inventory, castings, bedding materials and equipment

The sale does not include castings delivered from Costa Rica, as the Trustee has been unable to determine actual ownership of same. Said sale will be at the offices of Bellingham, Collins & Loyd, P.C., 2050 Oklahoma Tower, 210 Park Ave., Oklahoma City, Oklahoma 73102.

2. The parties further agree that in addition to the money to be paid to the Trustee for the assets listed above, Purchaser, as further consideration, will assume any and all environmental remediation liability of the estate associated with the facility

at LAAP and described in the Facility Use Agreement between Valentec Systems, Inc., and B & B Worm Farms, Inc.¹ Purchaser will additionally assume any liability of the estate associated with "Immediate Use Funding" granted by the Department of the Army in the amount of \$21,010.00.²

3. The sale of said personal property will be free and clear of all liens and encumbrances pursuant to 11 U.S.C. § 363(f)(2). The Trustee is not aware of any liens which exist on the subject property.

4. Rule 6004(c) of the Federal Rules of Bankruptcy Procedure requires that this proposed sale free and clear of liens be made by motion in accordance with Rule 9014 of the Federal Rules of Bankruptcy Procedure and served on the parties who have liens or other interest in the property to be sold.

WHEREFORE, the Trustee, Janice D. Loyd, respectfully requests this Court to approve the proposed sale of the personal property described herein free and clear of any known liens on the terms and conditions described hereinabove, and for such other and further relief as is just and equitable.



JANICE D. LOYD #11910
of the Firm of
BELLINGHAM, COLLINS & LOYD, P.C.
2050 Oklahoma Tower
210 Park Avenue
Oklahoma City, Oklahoma 73102
405/235-9371
FAX 405/232-1003
ATTORNEY FOR TRUSTEE

¹This Lease terminated April 30, 2003; and the Trustee denies any further liability thereunder.

²The bankruptcy estate was not a part of this agreement and denies any liability thereunder.

CERTIFICATE OF SERVICE

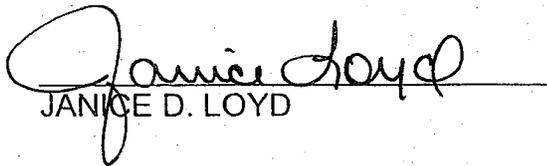
This is to certify that on the 16th day of June, 2003, a true and correct copy of the above and foregoing instrument was mailed, postage prepaid, to all parties as listed on the Matrix attached hereto and to:

Robert McDaniel
279 Burma Ave.
Minden LA 71055

Valentec Systems, Inc.
2618 York Ave.
Minden LA 71055

Department of the Army
Headquarters, US Army Operations
Support Command
Attn: Douglas A. Borgeson
1 Rock Island Arsenal
Rock Island IL 61299-6000

This is to further certify that on the 16th day of June, 2003, a true and correct copy of the above and foregoing instrument will be posted on the website described as www.Turnaroundpro.com.


JANICE D. LOYD