

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

FLYING J INC., et al.,¹

Debtors.

) Chapter 11

) Case No. 08-13384 (MFW)

) Joint Administration Requested

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON JANUARY 16, 2009 AT 11:30 A.M. (ET)**

ADJOURNED/RESOLVED MATTERS

1. Motion of the Debtors for an Order Authorizing the Debtors to (A) Pay Certain Prepetition Wages, Salaries and Other Compensation, Reimbursable Employee Expenses and (B) Employee Medical and Similar Benefits, and (C) to Continue Their Workers' Compensation Program [D.I. 4, 12/22/09]

Related Document:

- a) Order Authorizing the Debtors (A) to Pay Certain Prepetition Wages, Salaries and Other Compensation, Reimbursable Employee Expenses and Employee Medical and Similar Benefits; and (B) to Continue Their Workers' Compensation Program [D.I. 27, 12/23/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed: None

Status: The Debtors' request to pay Deferred Bonuses and amounts under the Special Bonus Plan shall be adjourned to February 4, 2009 at 3:00 p.m.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Flying J Inc. (3458); Big West of California, LLC (1608), Big West Oil, LLC (6982); Big West Transportation, LLC (1056); Longhorn Partners Pipeline, L.P. (0554); Longhorn Pipeline Holdings, LLC (0226), Longhorn Pipeline Inc. (0654). The location of the Debtors' corporate headquarters and the service address for all Debtors is: 1104 Country Hills Drive, Ogden, UT 84403.

2. Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to (A) Continue Using Their Existing Cash Management System, Bank Accounts and Business Forms; (B) Maintain Existing Investment Practices; and (C) Continue Ordinary Course Intercompany Transactions and Intercompany Loans [D.I. 5, 12/22/08]

Related Document:

- a) Notice of Entry of Order and Final Hearing [D.I. 39, 12/24/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed:

- a) Objection of Longhorn Pipeline Investors, LLC [D.I. 185, 1/9/09]

Status: This matter will be adjourned by agreement to February 4, 2009 at 3:00 p.m.

3. Motion of Debtors Flying J Inc. and Longhorn Partners Pipeline, L.P. for Injunction Under Sections 362 and 105 of the Bankruptcy Code [D.I. 2, 1/5/09]

Related Document:

- a) Complaint [D.I. 1, 2/5/-0] Flying J Inc. and Longhorn Partners Pipeline, L.P. v. Valero Marketing and Supply Company and Federal Energy Regulatory Commission, Adv. No. 09-50004
- b) Stipulation By And Between Flying J, Inc., Longhorn Partners Pipeline, L.P. And Valero Marketing And Supply Company Regarding Dismissal Of Adversary Proceeding [D.I. 7, 1/13/09]

Status: This matter is resolved under the terms set forth in the Stipulation and proposed Order filed with the Court.

UNCONTESTED MATTERS WITH CERTIFICATE OF NO OBJECTION

4. Debtors' Motion for an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [D.I. 61, 12/30/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed: None

Related Document:

- a) Certificate of No Objection [D.I. 253, 1/13/09]

Status: A Certificate of No Objection has been filed. No hearing is required.

5. Motion of the Debtors for Entry of an Order Authorizing the Debtors to Employ and Retain Epiq Bankruptcy Solutions, LLC as Notice, Claims and Balloting Agent [D.I. 63, 12/30/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed: None

Related Documents:

- a) Certificate of No Objection [D.I. 254, 1/13/09]

Status: A Certificate of No Objection has been filed. No hearing is required.

6. Debtors' Application Pursuant to Section 327(a) of the Bankruptcy Code to Authorize the Retention and Employment of Kirkland & Ellis LLP as Co-Counsel for the Debtors-in-Possession Nunc Pro Tunc to the Petition Date [D.I. 70, 12/31/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed: None

Related Documents:

- a) Certificate of No Objection [D.I. 255, 1/13/09]

Status: A Certificate of No Objection has been filed. No hearing is required.

7. Debtors' Application Pursuant to Section 327(a) of the Bankruptcy Code to Authorize the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Co-Counsel for the Debtors-in-Possession Nunc Pro Tunc to the Petition Date [D.I. 71, 12/31/08]

Objection Deadline: January 9, 2009 at 4:00 p.m.

Objections Filed: None

Related Documents:

- a) Certificate of No Objection [D.I. 256, 1/13/09]

Status: A Certificate of No Objection has been filed. No hearing is required.

CONTESTED MATTERS GOING FORWARD

8. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing the Use of the Big West Cash Collateral, (B) Granting Adequate Protection to Prepetition Lenders and (C) Scheduling a Final Hearing [D.I. 6, 12/22/08]

Related Document:

- a) Notice of Entry of Interim Orders and Final Hearing [D.I. 41, 12/24/08]

Objection Deadline: January 9, 2009 at 4:00 p.m., extended for Committee of Unsecured Creditors to January 14, 2009 at 11:30 a.m.

Objections Filed:

- a) Limited Objection of the Texas Comptroller of Public Accounts to Debtors' Motions for Orders Authorizing Use of Cash Collateral and Texas Comptroller's Motion for Adequate Protection [D.I. 202, 1/10/09]

Status: This matter will be going forward.

9. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing the Use of Longhorn Cash Collateral, (B) Granting Adequate Protection to Prepetition Lenders, and (C) Scheduling a Final Hearing [D.I. 7, 12/22/08]

Related Documents:

- a) Notice of Entry of Interim Orders and Final Hearing [D.I. 41, 12/24/08]
- b) Reply of the Debtors to the Limited Objection Of Longhorn Pipeline Investors, LLC To The Debtors' Motion For Entry Of Interim And Final Orders (A) Authorizing The Use Of The Longhorn Cash Collateral, (B) Granting Adequate Protection To Prepetition Lenders And (C) Scheduling A Final Hearing [D.I. 246, 1/13/09]

Objection Deadline: January 9, 2009 at 4:00 p.m., extended for Committee of Unsecured Creditors to January 14, 2009 at 11:30 a.m. and extended for Merrill Lynch to January 14, 2009.

Objections/Responses Filed:

- a) Limited Objection of Cadre Services, Inc., f/k/a Tanner Companies, Inc. [D.I. 180, 1/9/09]
- b) Limited Objection of Longhorn Pipeline Investors, LLC [D.I. 184, 1/9/09]
- c) Limited Objection of the Texas Comptroller of Public Accounts to Debtors' Motions for Orders Authorizing Use of Cash Collateral and Texas Comptroller's Motion for Adequate Protection [D.I. 202, 1/10/09]

Status: This matter will be going forward.

10. Motion of the Debtors for Entry of Interim and Final Orders Determining Adequate Assurance of Payment for Future Utility Services [D.I. 51, 12/22/08]

Objection Deadline: January 9, 2009 at 4:00 p.m., extended for Committee of Unsecured Creditors to January 14, 2009 at 11:30 a.m.

Related Documents:

- a) Interim Order Determining Adequate Assurance of Payment for Future Utility Services and Setting a Final Hearing [D.I. 53, 12/30/08]

Objections Filed:

- a) Objection of Constellation Newenergy, Inc. [D.I. 128, 1/7/09]
b) Idaho Power Company's Objection [D.I. 168, 1/9/09]
c) Objection of Rocky Mountain Power [D.I. 172, 1/9/09]
d) Objection of Alabama Power Company [D.I. 175, 1/9/09]
e) Objection of Southern California Gas Company [D.I. 182, 1/9/09]
f) Objection of Certain Utility Companies [D.I. 194, 1/9/09]
g) Objection of Pacific Gas and Electric Company and Request for Hearing and Briefing [D.I. 236, 1/12/09]
h) Joinder of Carolina Power & Light Company d/b/a Progress Energy Carolinas to the Objection of Certain Utility Companies [D.I. 250, 1/13/09]

Status: With respect to the items (a), (b) and (d), this matter will be adjourned by agreement to February 4, 2009 at 3:00 p.m. This matter will be going forward with respect to the remaining utilities.

11. Motion of the Debtors for Entry of an Order Authorizing the Debtors to Pay Prepetition Claims of Certain Critical Vendors and Approving Procedures Related Thereto [D.I. 59, 12/30/08]

Objection Deadline: January 12, 2009 at 4:00 p.m., extended for Committee of Unsecured Creditors to January 14, 2009 at 11:30 a.m.

Related Documents:

- a) Order Shortening the Time for Notice of Hearing to Consider Motion [D.I. 126, 1/7/09]

Objections Filed:

- a) Preliminary Response of Eastside Petroleum and Production, LLC E&B Resources Management Corp., Vaquero Energy Inc. and Vaquero Partners I L.P. [D.I. 239, 1/12/09]

Status: This matter will be going forward.

12. Debtors' Motion Pursuant to Sections 363 and 365 of the Bankruptcy Code Authorizing Flying J Inc. to Assume Certain Agreements Relating to CFG Properties and ConocoPhillips Company [D.I. 136, 1/7/09]

Objection Deadline: January 14, 2009 at 11:30 a.m.

Related Documents:

- a) Order Shortening the Time for Notice of the Hearing to Consider Debtors' Motion [D.I. 163, 1/8/09]

Objections Filed:

- a) Flint Hills Resources, LP's Limited Objection [D.I. 268, 1/14/09]

Status: This matter will be going forward.

13. Motion of Longhorn Pipeline Investors, LLC for Adequate Protection Pursuant to Sections 105(a), 361, 363(c)(2) and 363(e) of the Bankruptcy Code [D.I. 187 and 192, 1/9/09]

Objection Deadline: January 15, 2009 at 12:00 p.m.

Related Document:

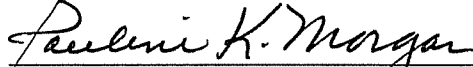
- a) Order Shortening the Time to Consider the Motion [D.I. 221, 1/12/09]

Objections Filed: None at this time.

Status: The Debtors intend to file an objection to this Motion. This matter will be going forward.

Dated: January 14, 2009
Wilmington, Delaware

**YOUNG CONAWAY
STARGATT & TAYLOR, LLP**



Pauline K. Morgan (Bar No. 6650)

Edmon L. Morton (Bar No. 3856)

Donald J. Bowman, Jr. (No. 4383)

The Brandywine Building

1000 West Street, 17th Floor

Wilmington, Delaware 19801

Telephone: (302) 571-6637

Facsimile: (302) 576-3320

- and -

KIRKLAND & ELLIS LLP

David L. Eaton (admitted *pro hac vice*)

Adam C. Paul (admitted *pro hac vice*)

Aon Center

200 East Randolph Drive

Chicago, Illinois 60601

Telephone: (312) 861-2000

Facsimile: (312) 861-2200

- and -

KIRKLAND & ELLIS LLP

Paul M. Basta (admitted *pro hac vice*)

Craig A. Bruens (admitted *pro hac vice*)

Citigroup Center

153 East 53rd Street

New York, New York 10022-4611

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Proposed Counsel for the
Debtors and Debtors in Possession