

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

In re:	)	Chapter 11
	)	
CGLA LIQUIDATION, INC., f/k/a Cagle's,	)	Case No. 11-80202-PWB
Inc.,	)	
CF LIQUIDATION, INC., f/k/a Cagle's	)	
Farms, Inc.	)	
	)	
Debtors.	)	Jointly Administered
	)	
	)	

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**CERTIFICATION OF ANGELA M. NGUYEN WITH  
RESPECT TO THE TABULATION OF VOTES ON THE AMENDED AND RESTATED  
PLAN OF LIQUIDATION FILED BY CAGLE'S, INC. AND CAGLE'S FARMS, INC.**

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I, Angela M. Nguyen, being duly sworn according to law, depose and say under the penalty of perjury:

1. I am a Senior Managing Consultant employed by Kurtzman Carson Consultants LLC ("KCC"), which has an office located at 2335 Alaska Ave, El Segundo, California 90245. I am over the age of 18 and neither I nor KCC is a party to these proceedings. KCC was retained by CGLA Liquidation, Inc., (f/k/a Cagle's, Inc.) and CF Liquidation, Inc., (f/k/a Cagle's Farms, Inc.), as debtors and debtors in possession (collectively, the "Debtors") as Claims, Noticing and Balloting Agent in the above-captioned chapter 11 cases and was appointed by the United States Bankruptcy Court for the Northern District of Georgia (the "Court") to, among other things, assist the Debtors with the solicitation and vote tabulation process in these Chapter 11 Cases.

2. David M. Sharp, a Director of the Public Securities Group at KCC, also assisted with the service and tabulation described herein.



3. On September 7, 2012, the Court entered the Order Approving (I) the Disclosure Statement; (II) Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan; and (III) Related Notice and Objection Procedures (the “Solicitation Procedures Order”) [Docket No. 848] pursuant to which the Court authorized the Debtors to solicit acceptances for the Amended and Restated Plan of Liquidation for Cagle’s Inc. and Cagle’s Farms, Inc. (the “Plan”) [Docket No. 847]. All capitalized terms used but not defined herein shall have the meanings given to them in the Solicitation Procedures Order.

4. KCC has considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans, and I am duly authorized to make and submit this certification on behalf of KCC (the “Certification”) regarding the tabulation of votes on the Plan. Except as otherwise indicated, all matters set forth herein are based upon my personal knowledge.

5. Pursuant to the Solicitation Procedures Order, KCC worked with the Debtors and the Debtors’ advisors to solicit votes to accept or reject the Plan and to tabulate the ballots of creditors or interest holders voting to accept or reject the Plan.

**A. Service and Transmittal of Solicitation Packages and Related Information**

6. Pursuant to the Solicitation Procedures Order, on or before September 12, 2012, KCC caused to be served Solicitation Packages. An Affidavit evidencing KCC’s service of the foregoing was filed with the Court on September 26, 2012 [Docket No. 907], which more fully describes the solicitation process and is incorporated by reference as though set forth herein.

**B. The Tabulation Process**

7. The Solicitation Procedures Order established September 6, 2012 as the Record Date for determining which holders of Claims or Interests were entitled to receive Solicitation Packages and, where applicable, vote on the Plan. KCC followed the tabulation procedures in the Solicitation Procedures Order to determine which holders of Claims or Interests were entitled to vote to accept or reject the Plan and to determine voting amounts.

8. Article II of the Plan specifies that Class 1 (Miscellaneous Secured Claims) and Class 2 (Priority Claims) are unimpaired and conclusively presumed to have accepted the Plan. Pursuant to the Solicitation Procedures Order, holders of Claims in Class 1 and Class 2 were not entitled to vote to accept or reject the Plan.

9. Pursuant to the Plan, holders of Claims or Interests in the following classes for each Debtor (collectively, the “Voting Classes”) are impaired and were entitled to vote to accept or reject the Plan:

- a. Class 3 (General Unsecured Claims);
- b. Class 4 (Unsecured Convenience Claims); and
- c. Class 5 (Interests in Cagle’s)

No holders of Claims or Interests in other Classes were entitled to vote on the Plan.

10. Pursuant to the Solicitation Procedures Order, KCC relied on the Security Position Report provided by The Depository Trust Company (“DTC”) to identify the nominee and beneficial holders of Class 5 Interests in Cagle’s (the “Interests”) in order to identify the holders of Interests entitled to vote to accept or reject the Plan in Class 5.

11. Pursuant to the Solicitation Procedures Order, KCC relied on the Schedules of Assets and Liabilities filed by the Debtors on December 2, 2011 and the claims information pertaining to the Debtors' Chapter 11 Case as reflected in KCC's CaseView system in order to identify the holders of Claims entitled to vote to accept or reject the Plan in Classes 3 and 4.

12. Using the information outlined above, and with specific guidance and approval from the Debtors and their advisors, KCC created a voting database reflecting the names of holders, addresses of holders, voting amounts and classifications of Claims or Interests in the Voting Classes.

13. Using its CaseView voting database, KCC generated Ballots for holders of Claims entitled to vote to accept or reject the Plan. The Solicitation Procedures Order established October 11, 2012 at 4:00 p.m. prevailing Pacific Time, as the date by which all Ballots had to be actually received by KCC in order to count as valid votes to accept or reject the Plan (the "Voting Deadline").

14. For Interests, KCC provided Solicitation Packages containing the appropriate Ballots to the banks and brokerage firms appearing on the Security Position Reports provided by DTC (the "Nominees") or the Nominees' agent Broadridge or Mediant Communications, for subsequent forwarding to the underlying beneficial holders of Interests. KCC also provided Master Ballots to each Nominee, or their agent, for their use in reporting the voting of the underlying beneficial owners.

15. Pursuant to the Solicitation Procedures Order, KCC received and tabulated the Ballots as follows: (a) each returned Ballot was opened and inspected at KCC's office; (b) Ballots were date-stamped, sorted according to the Voting Class and scanned into CaseView; and

(c) all Ballots received were then entered into CaseView, or in the case of Interests' Ballots and Master Ballots, tabulated against the security position amounts appearing for each Nominee as listed on the Security Position Reports from DTC, and tabulated in accordance with the tabulation rules outlined in the Solicitation Procedures Order.

16. In order for a Ballot to be counted as valid, the Ballot was required to have complied with the Solicitation Procedures Order, including the requirements that the Ballot be properly completed, executed by the holder of the Claim (or such holder's authorized representative) and received by KCC on or before the Voting Deadline. Ballots that did not comply with the Solicitation Procedures Order were not counted. All Ballots that complied with the Solicitation Procedures Order were tabulated in accordance with such procedures.

17. Set forth below is a summary of the voting results with respect to the Voting Classes tabulated on a consolidated basis:

<b>Class Name</b>	<b>Class Description</b>	<b>Total Ballots Filed</b>	<b>Votes to Accept</b>	<b>Votes to Reject</b>	<b>Total \$ or Shares to Accept</b>	<b>Total \$ or Shares to Reject</b>
3	General Unsecured Claims	70	70 <b>100%</b>	0 <b>0%</b>	\$8,025,681.04 <b>100%</b>	\$0.00 <b>100%</b>
4	Unsecured Convenience Claims	115	115 <b>100%</b>	0 <b>0%</b>	\$383,332.48 <b>100%</b>	\$0.00 <b>0%</b>
5	Interests in Cagle's	94	93 <b>98.94%</b>	1 <b>1.06%</b>	3,948,619 <b>100%</b>	2 <b>0%</b>

18. I hereby certify that the results of the voting by holders of Claims or Interests in the Voting Classes are as set forth in **Exhibit A** attached hereto, which is a true and correct copy of the final tabulation of votes cast by timely and properly completed Ballots received by KCC.

19. **Exhibit B** to this Certification is a detailed voting report of all Voting Classes showing all Ballots tabulated by KCC.

20. **Exhibit C** to this Certification contains copies of all Ballots that were not included in the tabulation in Exhibit A. Such Ballots were not included in the tabulation because they were received after the Voting Deadline.

To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission and tabulation of Ballots in connection with the Plan is true and correct.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: October 15, 2012

/s/ Angela M. Nguyen  
ANGELA M. NGUYEN  
Kurtzman Carson Consultants LLC  
2335 Alaska Ave.  
El Segundo, CA 90245  
Phone: (310) 823-9000

# Exhibit A

Exhibit A  
Summary of Voting Classes

Class Name	Class Description	Unacceptable Votes	Members Voted	Members Accepted	Members Rejected	Members Abstained	% Members Accepted	% Members Rejected	Total \$ Voted	\$ Accepted	\$ Rejected	\$ Abstained	% \$ Accepted	% \$ Rejected
3	General Unsecured	0	70	70	0	0	100.00	0.00	\$8,025,681.04	\$8,025,681.04	\$0.00	\$0.00	100.00	0.00
4	General Unsecured - Convenience	0	115	115	0	0	100.00	0.00	\$383,332.48	\$383,332.48	\$0.00	\$0.00	100.00	0.00
5	Common Stock	0	94	93	1	0	98.94	1.06	3,948,621.00	3,948,619.00	2.00	0	100.00	0.00



# Exhibit B

Exhibit B  
Class 3 - General Unsecured Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
AIR PRODUCTS AND CHEMICALS INC	51	\$129,550.25	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
AMERICAN DEHYDRATED	107	\$10,732.92	10/05/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Ampro Products Inc.	72	\$818,762.77	09/28/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	\$442,037.58
Archer Daniels Midland Company/ADM Grain	2	\$1,008,708.36	09/20/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
ASM Capital, L.P.	125	\$31,226.25	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
ASM SIP, L.P.	128	\$26,223.44	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BARROW-AGEE LABORATORIES	7	\$15,808.00	09/21/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BASKETT CONSULTING GROUP LLC	96	\$17,381.92	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BYRNE DAVIS AND HICKS PC	93	\$34,344.50	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
C&E Supply, L.L.C., an Alabama Limited Liability Company	113	\$83,198.47	10/08/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Chemstation of Alabama	13	\$22,950.30	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Claims Recovery Group LLC	131	\$150,635.01	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Cobb-Vantress, Inc.	76	\$176,384.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Colonial Packaging, Inc.	58	\$112,711.61	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Continental Carbonic Products, Inc.	139	\$102,879.32	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Continental Mills	31	\$61,756.80	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Contrarian Funds, LLC	73	\$132,344.31	09/28/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Contrarian Funds, LLC	124	\$55,000.00	10/09/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Diversified Ingredients, Inc.	98	\$583,055.72	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
EVONIK DEGUSSA CORPORATION	108	\$569,732.96	10/05/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	

Exhibit B  
Class 3 - General Unsecured Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
Fisher Refrigeration, Inc.	138	\$14,395.40	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Fleetcor Technologies	95	\$81,352.20	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Georgia Power Company	57	\$14,413.07	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	\$17,287.95
Gold Creek Foods, LLC	62	\$16,204.53	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
H. Nagel and Son Co.	71	\$448,660.16	09/27/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	\$178,872.20
H.J. Baker & Bro., Inc.	54	\$28,050.00	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Hain Capital Holdings, LLC	14	\$11,721.86	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
HGM Liftparts, Inc.	8	\$14,228.01	09/21/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
HILL PARTS	94	\$12,688.91	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
House of Raeford Farms, Inc.	143	\$196,882.93	10/11/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Inline Electric Supply Co. of Gadsden, LLC	137	\$31,776.69	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
International Paper	50	\$663,865.96	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
INTERVET	132	\$159,897.00	10/10/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
JAT Oil, Inc.	9	\$296,501.86	09/21/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Label Aid Systems Inc	109	\$39,151.57	10/05/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
LANGE LOGISTICS INC	141	\$119,373.00	10/11/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Leon Jones Feed & Grain, Inc.	55	\$13,189.07	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Linde LLC	60	\$113,686.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MOUNTAIRE CORPORATION	116	\$29,784.00	10/09/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
NEXTRAN TRUCK CTR	68	\$16,103.91	09/27/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	

Exhibit B  
Class 3 - General Unsecured Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
Noxwell International, Inc.	144	\$96,924.00	10/11/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Phibro Animal Health Corporation	74	\$67,320.00	10/01/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
POET Nutrition, Inc.	75	\$227,829.14	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
PREMIER PRINTING	52	\$10,718.43	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
R.L. Zeigler Company, Inc.	70	\$335,381.38	09/28/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
RALPH W BURRUSS	53	\$1.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
REPUBLIC COMMERCIAL TITLE CO LLC	142	\$14,283.35	10/11/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Sand Mountain Electric Cooperative	114	\$367,242.88	10/08/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Sonar Credit Partners II, LLC	115	\$59,350.41	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Sonar Credit Partners II, LLC	117	\$34,077.61	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Source One Packaging LLC	12	\$11,194.00	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Southeastern Minerals, Inc.	69	\$56,995.44	09/27/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
The Home Insurance Company in Liquidation	59	\$1.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
The McPherson Companies, Inc.	56	\$18,631.92	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Total Quality Logistics	97	\$137,269.00	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
TRANS-CONSOLIDATED DISTRIBUTORS INC.	1	\$18,821.40	09/18/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
TRC Master Fund LLC	106	\$101,245.95	10/05/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
UNITED SALESINC	11	\$3,081.09	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	

Exhibit B  
Class 4 - Unsecured Convenience Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
A 1 COMPRESSOR	81	\$2,598.28	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
AAA Scales & Systems, Inc.	36	\$875.00	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Air Compressor Sales, Inc	85	\$2,141.99	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
ALLIANT LABEL	6	\$5,554.15	09/21/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
ANALYTICAL INDUSTRIAL RESEARCH	23	\$729.25	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
ASM Capital IV, L.P.	126	\$29,673.65	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
ASM SIP, L.P.	127	\$15,191.08	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BANKS BOILER SERVICE INC	111	\$68.64	10/05/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BARNES PAPER COMPANY	33	\$16,066.46	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
BARROW-AGEE LABORATORIES	63	\$1,695.90	09/27/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
BEARDEN INDUSTRIAL	22	\$760.59	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Biomune Company	44	\$8,089.00	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
BRIGHT COOP INC	21	\$9,396.74	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
BYRNE BLAND	100	\$4,000.00	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CAGLE G DOUG	77	\$3,000.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CAGLE J DOUG	92	\$3,000.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CAGLE JAMES DAVID	90	\$3,000.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CARAUSTAR RECOVERED FIBER GROUP	120	\$8,393.95	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CARGO DATA	46	\$705.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	

Exhibit B  
Class 4 - Unsecured Convenience Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
CARROLLTON HYDRAULICS	45	\$171.30	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
CED	104	\$5,402.94	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CHADWICK PLUMBING SERVICE	10	\$1,563.95	09/24/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CHAPMAN CANDACE	26	\$4,000.00	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
CHIEF ADHESIVES	32	\$7,669.44	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Claims Recovery Group LLC	130	\$33,023.33	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Claims Recovery Group LLC	129	\$2,078.15	10/10/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Columbus Fire & Safety Equipment	27	\$154.27	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
COMPUTERWAY FOOD SYSTEMS	102	\$2,071.00	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
D AND F EQUIPMENT SALES INC	136	\$6,409.58	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
DALTON BEARING	91	\$99.62	10/01/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Delta Air Lines, Inc	78	\$7,300.10	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
DIVERSIFIED LABORATORIES INC	123	\$438.00	10/09/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Dolphin Products, Inc.	65	\$8,258.90	09/27/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
DTPM	134	\$2,744.00	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Fabrex Unlimited, Inc.	29	\$2,731.37	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
FILTER EQUIPMENT CO. INC.	110	\$1,969.64	10/05/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
GA DEPT OF AGRICULTURE	99	\$196.00	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Gary Hubbard	41	\$636.50	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Godwins Truck Wash and Tire Center	86	\$460.00	10/01/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
HAM MARK	87	\$3,000.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	

Exhibit B  
Class 4 - Unsecured Convenience Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
HILL MANUFACTURING CO	35	\$9,325.13	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
INTEGRATED SUPPLY OF COLUMBUS	49	\$2,909.57	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
JOHNSTONE SUPPLY	24	\$6,649.97	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Jones, Kenneth Trucking	80	\$700.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	\$770 as of 10/13/12
Kendall Electric, Inc.	4	\$372.70	09/21/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
LAMAR FOX TRUCKING	83	\$8,258.94	10/01/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
LANCE ELECTRIC MOTOR	47	\$1,018.74	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Landstar Global Logistics	48	\$3,129.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
LOHMANN ANIMAL HEALTH INTERNATIONAL	67	\$8,120.00	09/27/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
M TEK INC	20	\$3,667.77	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MANLY STEEL	40	\$457.56	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MATTCO Industrial Products, LLC	43	\$4,742.22	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MCMICHEN ELECTRIC INC.	88	\$2,000.00	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MEYHEN INTERNATIONAL CORP	34	\$6,517.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MEYN AMERICA LLC	103	\$5,233.11	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Morgan Hardware Co. Inc. Do It Best	16	\$1,105.53	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
MSC Industrial Supply	38	\$649.03	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
PAYNE AND ASSOCIATES	18	\$9,605.32	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
PHILLIPS JOSEPH	82	\$260.48	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
POLYTEC INC	66	\$147.24	09/27/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Preserve International	105	\$7,094.29	10/04/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	

Exhibit B  
Class 4 - Unsecured Convenience Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
PROCESS MANAGEMENT CONSULTING	3	\$526.87	09/21/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Processors Choice, Inc.	145	\$2,710.00	10/11/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
PSI Security Service, Inc	84	\$5,008.08	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
QUALITY FLATBEDS LLC	89	\$765.41	10/01/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
RABBIT ENTERPRISES INC	17	\$1,083.89	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
R-SQUARE	101	\$9,017.79	10/02/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
RUTKOWSKI EDWARD J	19	\$4,000.00	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
SCHUTTE BUFFALO HAMMERMILL LL	25	\$418.92	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
SIMMONS ENGINEERING COMPANY	133	\$758.84	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Sonar Credit Partners II, LLC	121	\$24,872.97	10/09/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Sonar Credit Partners II, LLC	119	\$4,615.25	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Sonar Credit Partners II, LLC	140	\$2,150.12	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
SOUTHERN PIPE BIRMINGHAM	135	\$2,470.06	10/10/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
SPECIALTY PRODUCTS INC.	5	\$3,670.10	09/21/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Storage Services, Inc.	118	\$475.00	10/09/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
STORE ROOM FASTENERS INC	64	\$632.02	09/27/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Talco Industrial Chemicals, Inc.	30	\$1,249.23	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Tannor Partners Credit Fund, LP	15	\$3,496.59	09/25/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
Tannor Partners Credit Fund, LP	61	\$18,373.12	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
TCR TOWING AND RECOVERY LLC	28	\$770.00	09/25/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	



Exhibit B  
Class 4 - Unsecured Convenience Claims

Name	Ballot Number	Voting Amount	Date Filed	Vote	Debtor Name	Voting Amount Per Creditor (Discrepancy)
Thomas Kayden Horstemeyer	37	\$984.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
TOILETS GALORE	122	\$1,099.55	10/09/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
Wayne Farms LLC	39	\$5,553.00	09/26/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	
WESCO WELDING EQUIPMENT AND SUPP	42	\$299.04	09/26/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
WEST GEORGIA FIRE EXTINGUISHER	79	\$70.00	10/01/2012	Accept	CF Liquidation, Inc., f/k/a Cagle's Farm, Inc.	
WV Graves Company	112	\$981.26	10/05/2012	Accept	CGLA Liquidation, Inc., f/k/a Cagle's, Inc.	

Exhibit B  
Class 5 - Interests in Cagle's  
Registered Holders

Name	CUSIP	Voting Amount	Date Filed	Vote
Bland Byrne	127703 10 6	1,750	10/10/12	Accept
Cagle Family Holdings Llc	127703 10 6	1,191,104	10/1/12	Accept
Cagles Inc	127703 10 6	47,590	10/1/12	Accept
Cagle's Inc	127703 10 6	79,200	10/1/12	Accept
Elisabeth Anderson	127703 10 6	250	9/21/12	Accept
G Bland Byrne	127703 10 6	250	10/3/12	Accept
Gene D Sullivan	127703 10 6	224	10/10/12	Accept
George Douglas Cagle	127703 10 6	336,116	10/1/12	Accept
Grant J Wells & Helen Wells Jt Ten	127703 10 6	2,250	9/24/12	Accept
Ido E Colantuoni	127703 10 6	2	9/18/12	Reject
J Douglas Cagle	127703 10 6	1,143,880	10/1/12	Accept
Jacqueline Fleming	127703 10 6	250	9/21/12	Accept
James David Cagle	127703 10 6	307,714	10/1/12	Accept
John H Morgado Tr Ua 6 12 97 The John H Morgado Tr	127703 10 6	100	9/18/12	Accept
Johnny W Evans & Evelyn J Evans Jt Ten	127703 10 6	374	9/21/12	Accept
Leon J La Chance & Dorothy D La Chance Jt Ten	127703 10 6	1	9/18/12	Accept
Miss Renee Linsky	127703 10 6	500	10/11/12	Accept
Mrs Gladys J Bell	127703 10 6	76	9/24/12	Accept
Mrs Louis Satterfield	127703 10 6	92	10/1/12	Accept
Patricia McGarr	127703 10 6	250	9/21/12	Accept
Richard E Yocum	127703 10 6	162	10/10/12	Accept
Robert F Bentler & Ethel M Bentler Jt Ten	127703 10 6	1,624	9/21/12	Accept
Scott D Calhoun	127703 10 6	42	9/24/12	Accept
Swift Currie Mcghee & Hiers Attorneys At Law	127703 10 6	2,000	9/24/12	Accept
Travis W Arterbury & Mary Ann Arterbury Jt Ten	127703 10 6	1,000	10/1/12	Accept
Vincent J Pellerito & Mary Pellerito Jt Ten	127703 10 6	52	10/3/12	Accept
W M Gentry Jr	127703 10 6	250	9/24/12	Accept

Exhibit B  
Class 5 - Interests in Cagle's  
Street Holders

CUSIP	Creditor Name	Date Received	Voting Amount	Total Votes	Votes Accept	Votes Reject	Votes Abstain	Total Shares	Shares Accept	Shares Reject	Shares Abstain	Accept/Reject?
127703 10 6	Goldman Sachs & Co	10/11/12	203,353	1	1	0	0	203,353	203,353	0	0	ACCEPT
127703 10 6	Morgan Stanley Smith Barney	10/11/12	3,817	3	3	0	0	3,817	3,817	0	0	ACCEPT
127703 10 6	Morgan Stanley & Co LLC	10/10/12	290,726	1	1	0	0	290,726	290,726	0	0	ACCEPT
127703 10 6	Edward D Jones & Co	10/11/12	300	2	2	0	0	300	300	0	0	ACCEPT
127703 10 6	Vanguard Marketing Corp	10/11/12	4,800	2	2	0	0	4,800	4,800	0	0	ACCEPT
127703 10 6	LPL Financial Corp	10/11/12	30	1	1	0	0	30	30	0	0	ACCEPT
127703 10 6	First Clearing LLC	10/11/12	3,595	7	7	0	0	3,595	3,595	0	0	ACCEPT
127703 10 6	APEX Clearing Corp	10/11/12	20,000	1	1	0	0	20,000	20,000	0	0	ACCEPT
127703 10 6	Charles Schwab & Co Inc	10/11/12	3,700	4	4	0	0	3,700	3,700	0	0	ACCEPT
127703 10 6	TD Ameritrade Clearing Inc	10/11/12	50,515	8	8	0	0	50,515	50,515	0	0	ACCEPT
127703 10 6	UBS Financial Services LLC	10/11/12	102,250	3	3	0	0	102,250	102,250	0	0	ACCEPT
127703 10 6	National Financial Services LLC	10/11/12	42,343	10	10	0	0	42,343	42,343	0	0	ACCEPT
127703 10 6	Knight Exec & Clearing Svcs LLC	10/11/12	5,833	1	1	0	0	5,833	5,833	0	0	ACCEPT
127703 10 6	JP Morgan Clearing Corp	10/11/12	100	1	1	0	0	100	100	0	0	ACCEPT
127703 10 6	E*Trade Clearing LLC	10/11/12	1,550	3	3	0	0	1,550	1,550	0	0	ACCEPT
127703 10 6	Stephens Inc	10/11/12	1,020	1	1	0	0	1,020	1,020	0	0	ACCEPT
127703 10 6	Goldman Sachs Clearing & Execution LP	10/11/12	24,000	1	1	0	0	24,000	24,000	0	0	ACCEPT
127703 10 6	Scottrade Inc	10/11/12	3,070	4	4	0	0	3,070	3,070	0	0	ACCEPT
127703 10 6	Raymand James & Associates Inc	10/11/12	5,000	3	3	0	0	5,000	5,000	0	0	ACCEPT
127703 10 6	Sterne Agee & Leach Inc	10/11/12	10	1	1	0	0	10	10	0	0	ACCEPT
127703 10 6	American Enterprise Investment Svcs Inc	10/11/12	88	1	1	0	0	88	88	0	0	ACCEPT
127703 10 6	Morgan Keegan & Co Inc	10/11/12	100	1	1	0	0	100	100	0	0	ACCEPT
127703 10 6	Stifel Nicolaus & Co Inc	10/10/12	1,100	2	2	0	0	1,100	1,100	0	0	ACCEPT
127703 10 6	Union Bank NA	10/11/12	55,366	1	1	0	0	55,366	55,366	0	0	ACCEPT
127703 10 6	TD Waterhouse Canada Inc	10/11/12	2,850	1	1	0	0	2,850	2,850	0	0	ACCEPT
127703 10 6	Penson Financial Svcs Inc	10/11/12	3,000	1	1	0	0	3,000	3,000	0	0	ACCEPT
127703 10 6	Merrill Lynch Pierce Fenner & Smith	10/11/12	3,002	2	2	0	0	3,002	3,002	0	0	ACCEPT
	<b>TOTAL:</b>			<b>67</b>	<b>67</b>	<b>0</b>	<b>0</b>		<b>831,518</b>	<b>0</b>	<b>0</b>	

# Exhibit C

Exhibit C  
Non Tabulated Ballots

Name	CUSIP	Voting Amount	Date Filed	Vote	Reason Unacceptable
Bernice Scales Cust Valerie N Scales UTMA NJ	127703 10 6	12	10/12/2012	Accept	Ballot received after the voting deadline for which the debtor did not grant an extention.
Marcus Rust	127703 10 6	2	10/12/2012	Accept	Ballot received after the voting deadline for which the debtor did not grant an extention.

Bernices Scales Trust

**Item 1. Voting Classification and Amount.** The undersigned hereby certifies that as of September 6, 2012, the undersigned was the registered holder (or authorized signatory for the registered holder) of Interests in Cagle's in the amount set forth below. If you do not know the amount the Interests held as of the Voting Record Date, please contact the Voting Agent.

12

**Item 2. Vote on Plan.** The undersigned registered holder (or authorized signatory for the registered holder) of an Interest in Cagle's in Class 5 under the Plan, as described in Item 1 above, votes all such Interests to (check one box):

**Accept the Plan**

OR

**Reject the Plan**

RECEIVED

OCT 12 2012

KURTZMAN CARSON CONSULTANTS

A vote to accept or reject the Plan will be deemed to be a vote to accept or reject the Plan for each of the companies.

**Item 3. Tax Information.** Under penalties of perjury, claimant certifies that:

A. Interest holder's correct taxpayer identification number is:

(Social Security Number) \_\_\_\_\_

*Don't feel okay placing*

(or Employer Identification Number) \_\_\_\_\_; and

*my SS# on this form*

B. Please check the Appropriate Box(es):

Interest holder is not subject to backup withholding because:

(a) Interest holder is exempt from backup withholding;

(b) Interest holder has not been notified by the Internal Revenue Service ("IRS") that Interest holder is subject to backup withholding as a result of a failure to report all interest or dividends; or

(c) The IRS has notified Interest holder that Interest holder is no longer subject to backup withholding.

**Item 4. Certifications.** By returning this Ballot, the undersigned registered holder of an Interest in Cagle's in Class 5 under the Plan, as described in Item 1 above, certifies that (a) it has full power and authority to vote to accept or reject the Plan; (b) it was the registered holder of the Interest(s) described in Item 1 on September 6, 2012; (c) it has received a copy of the Plan and Disclosure Statement (and all attachments and supplements thereto); and (d) all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the undersigned hereunder, shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, trustees in bankruptcy and legal representatives of

the undersigned and shall not be affected by, and shall survive, the death or incapacity of the undersigned. By signing the Ballot you also are acknowledging that your vote is subject to all terms or conditions set forth in the Disclosure Statement and the Plan.

Name of Holder: Bernice Scales Cust Valerie W Scales  
(print or type)  
Signature: Valerie Niles Scales *UTMA NJ*  
Print Name: Valerie Niles Scales  
Title: \_\_\_\_\_  
Street Address: 2008 Lynn Rd  
City, State, Zip Code: Greensboro NC 27405  
Telephone Number: 336-954-7899  
Email Address: \_\_\_\_\_  
Date Completed: 10-8-2012

C0000004596

BERNICE SCALES CUST VALERIE N SCALES UTMA

NJ

~~2008 LYNN RD~~

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTORS' VOTING AGENT AT THE FOLLOWING ADDRESS: CAGLE'S BALLOT PROCESSING, C/O KURTZMAN CARSON CONSULTANTS LLC, 559 LEXINGTON AVENUE, 39<sup>TH</sup> FLOOR, NEW YORK, NY 10022, NO LATER THAN 4:00 P.M. (LOCAL TIME IN EL SEGUNDO, CA) ON OCTOBER 11, 2012, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED, EXCEPT IN THE DEBTORS' SOLE DISCRETION.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THIS BALLOT, THE DISCLOSURE STATEMENT, THE PLAN, OR OTHER RELATED MATERIALS OR DOCUMENTS, PLEASE CALL THE VOTING AGENT, KURTZMAN CARSON CONSULTANTS LLC AT (877) 606-7509.**

10-12-12 P02:23 RCVD

Marcus Trust

**Item 1. Voting Classification and Amount.** The undersigned hereby certifies that as of September 6, 2012, the undersigned was the registered holder (or authorized signatory for the registered holder) of Interests in Cagle's in the amount set forth below. If you do not know the amount the Interests held as of the Voting Record Date, please contact the Voting Agent.

RECEIVED

OCT 12 2012

2

KURTZMAN CARSON CONSULTANTS

**Item 2. Vote on Plan.** The undersigned registered holder (or authorized signatory for the registered holder) of an Interest in Cagle's in Class 5 under the Plan, as described in Item 1 above, votes all such Interests to (check one box):

Accept the Plan


OR

Reject the Plan

A vote to accept or reject the Plan will be deemed to be a vote to accept or reject the Plan for each of the companies.

**Item 3. Tax Information.** Under penalties of perjury, claimant certifies that:

A. Interest holder's correct taxpayer identification number is:

(Social Security Number) 

(or Employer Identification Number) \_\_\_\_\_; and

B. Please check the Appropriate Box(es):

Interest holder is not subject to backup withholding because:

(a) Interest holder is exempt from backup withholding;

(b) Interest holder has not been notified by the Internal Revenue Service ("IRS") that Interest holder is subject to backup withholding as a result of a failure to report all interest or dividends; or

(c) The IRS has notified Interest holder that Interest holder is no longer subject to backup withholding.

**Item 4. Certifications.** By returning this Ballot, the undersigned registered holder of an Interest in Cagle's in Class 5 under the Plan, as described in Item 1 above, certifies that (a) it has full power and authority to vote to accept or reject the Plan; (b) it was the registered holder of the Interest(s) described in Item 1 on September 6, 2012; (c) it has received a copy of the Plan and Disclosure Statement (and all attachments and supplements thereto); and (d) all authority conferred or agreed to be conferred pursuant to this Ballot, and every obligation of the undersigned hereunder, shall be binding upon the transferees, successors, assigns, heirs, executors, administrators, trustees in bankruptcy and legal representatives of



the undersigned and shall not be affected by, and shall survive, the death or incapacity of the undersigned. By signing the Ballot you also are acknowledging that your vote is subject to all terms or conditions set forth in the Disclosure Statement and the Plan.

Name of Holder: MARCUS RUST  
Signature: [Signature] (print or type) Fidelity  
Print Name: MARCUS RUST 401  
Title: \_\_\_\_\_  
Street Address: 5766 W1600S  
City, State, Zip Code: REMINGTON IN 47977  
Telephone Number: 812-498-4346  
Email Address: MARCUS.RUST@YAHOO.COM  
Date Completed: 10-6-12

C0000004502  
MARCUS RUST  
6393 WEST 1600 S

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE DEBTORS' VOTING AGENT AT THE FOLLOWING ADDRESS: CAGLE'S BALLOT PROCESSING, C/O KURTZMAN CARSON CONSULTANTS LLC, 559 LEXINGTON AVENUE, 39<sup>TH</sup> FLOOR, NEW YORK, NY 10022, NO LATER THAN 4:00 P.M. (LOCAL TIME IN EL SEGUNDO, CA) ON OCTOBER 11, 2012, OR THE VOTES TRANSMITTED HEREBY WILL NOT BE COUNTED, EXCEPT IN THE DEBTORS' SOLE DISCRETION.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THIS BALLOT, THE DISCLOSURE STATEMENT, THE PLAN, OR OTHER RELATED MATERIALS OR DOCUMENTS, PLEASE CALL THE VOTING AGENT, KURTZMAN CARSON CONSULTANTS LLC AT (877) 606-7509.**

10-12-12P02:05 RC