

AGREEMENT

THIS AGREEMENT (this "Agreement") is made and entered into as of March 18, 2010 by Northern Beef Packers Limited Partnership, a South Dakota limited partnership ("NBP"), the Limited Partners (the "Limited Partners") of NBP, and the Sole Member (the "Member") of Northern Beef Packers Management, LLC, a South Dakota limited liability company (the "Company").

WHEREAS, Section 6.1 of the Company's Operating Agreement provides that the Company shall be managed by a Board of Directors and the initial Board of Directors shall consist of five (5) members, three (3) of whom shall be elected by the Limited Partners and two (2) of whom shall be elected by the Member.

WHEREAS, pursuant to Section 6.1 of the Company's Operating Agreement, the Limited Partners elected three (3) members to the Board of Directors of the Company by Written Consent of the Majority Partners of Northern Beef Packers Limited Partnership, dated March 5, 2010 (the "NBP Consent," attached hereto as Exhibit A), and the Member elected two (2) members to the Board of Directors of the Company by Written Consent of Sole Member of Northern Beef Packers Management LLC, dated March 5, 2010 (the "Company Consent," attached hereto as Exhibit B); and

WHEREAS, the Board of Directors of the Company, elected by the NBP Consent and the Company Consent, elected Myung-Kyu David Kang ("Kang") as an officer of the Company by Unanimous Written Consent of the Board of Directors of Northern Beef Packers Management LLC, dated March 5, 2010 (the "Board Consent," attached hereto as Exhibit C).

NOW THEREFORE, the parties hereto, intending to be legally bound, hereby agree as follows:

1. The Limited Partners hereby rescind the NBP Consent, the Member hereby rescinds the Company Consent and the Board of Directors of the Company shall be and hereby is dissolved as of the date hereof;

2. The Board Consent shall be and hereby is null and void and Kang shall not be an officer of the Company as of the date hereof;

3. The Company's Operating Agreement shall be amended to include new Section 6.29, which shall state:

"Notwithstanding the foregoing provisions of this Section 6, the Company shall be managed by the Members of the Company."

4. This Agreement shall be deemed to be made under, construed in accordance with, and governed by the laws of the State of South Dakota. This Agreement may be executed in counterpart, each of which, when taken together, shall constitute one and the same Agreement.

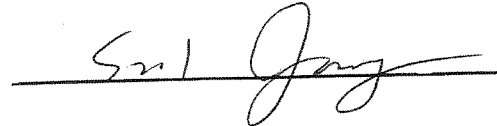
[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto through their authorized signatories have executed this Agreement as of the date first written above.

James J. Park Esq.



Si Il Jang Esq.



Being the Attorneys-in-Fact of the Limited
Partners of Northern Beef Packers Limited
Partnership, a South Dakota limited
partnership

Oshik Song



Being the Sole Member of Northern Beef
Packers Management, LLC, a South Dakota
limited liability company

NORTHERN BEEF PACKERS LIMITED
PARTNERSHIP, a South Dakota limited
partnership

By: Northern Beef Packers Management,
LLC, its general partner


By: _____

Name: Oshik Song
Title: Sole Member

EXHIBIT A

NBP CONSENT

**WRITTEN CONSENT
OF THE MAJORITY PARTNERS OF
NORTHERN BEEF PACKERS LIMITED PARTNERSHIP**

March 5, 2010

The undersigned, being all the limited partners (the "Majority Partners") of Northern Beef Packers Limited Partnership, a South Dakota limited partnership (the "Company"), acting pursuant to the authority contained in the Company's limited partnership agreement, do hereby vote for, consent to, authorize and adopt the following resolutions and waive all notice required to be given in connection therewith:

WHEREAS, the operating agreement of the Company's general partner, Northern Beef Packers Management LLC (the "General Partner"), provides that the initial Board of Directors of the General Partner shall consist of five (5) members, of which two (2) members shall be elected by the members of the General Partner and three (3) members shall be elected by the limited partners of the Company.

NOW, THEREFORE, BE IT RESOLVED, that the following three (3) individuals are hereby elected by the Majority Partners to serve as members of the Board of Directors of the General Partner as of the date hereof and continuing until their successors are elected and qualified or until their earlier death, resignation or removal:

Si Il Jang,

James Park, and

Hee Sung Yun.

FURTHER RESOLVED, this Consent may be executed in counterpart, each of which, when taken together, shall constitute one and the same Consent.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the undersigned has executed and delivered this Consent as of the date first above written.

James J. Park Esq.



Si Il Jang Esq.



Being the Attorneys in Fact of the Majority
Partners of Northern Beef Packers Limited
Partnership, a South Dakota limited
partnership

EXHIBIT B

COMPANY CONSENT

**WRITTEN CONSENT
OF SOLE MEMBER OF
NORTHERN BEEF PACKERS MANAGEMENT LLC**

March 5, 2010

The undersigned, being the sole member (the "Member") of Northern Beef Packers Management LLC, a South Dakota limited liability company (the "Company"), acting pursuant to the authority contained in the Company's operating agreement, do hereby vote for, consent to, authorize and adopt the following resolutions and waive all notice required to be given in connection therewith:

WHEREAS, the Company's operating agreement provides that the initial Board of Directors of the Company shall consist of five (5) members, of which two (2) members shall be elected by the members of the Company and three (3) members shall be elected by the limited partners of Northern Beef Packers Limited Partnership.

NOW, THEREFORE, BE IT RESOLVED, that the following two (2) individuals are hereby elected by the Member to serve as members of the Board of Directors of the Company as of the date hereof and continuing until their successors are elected and qualified or until their earlier death, resignation or removal:

Oshik Song and Myung-Kyu David Kang

IN WITNESS WHEREOF, the undersigned has executed and delivered this Consent as of the date first above written.

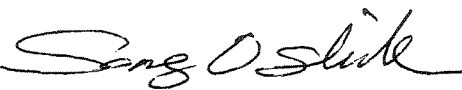
By: 
Name: Oshik Song
Title: Sole Member

EXHIBIT C

BOARD CONSENT

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
NORTHERN BEEF PACKERS MANAGEMENT LLC**

March 5, 2010

The undersigned, being all of the members of the Board of Directors of Northern Beef Packers Management LLC, a South Dakota limited liability company (the "Company"), acting pursuant to the authority contained in the Company's operating agreement, do hereby vote for, consent to, authorize and adopt the following resolutions and waive all notice required to be given in connection therewith:

NOW, THEREFORE, BE IT RESOLVED, that the following individual is hereby elected to the office of the Company set forth opposite his name below, to perform such other duties and have such other powers as may from time to time be prescribed by the Board of Directors of the Company, and to hold such office as provided in the Company's operating agreement and until his successor is elected and qualified or until his earlier death, resignation or removal:

Office

Name

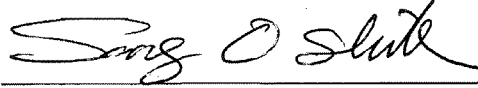
Interim General Manager

Myung-Kyu David Kang

FURTHER RESOLVED, this Consent may be executed in counterpart, each of which, when taken together, shall constitute one and the same Consent.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed and delivered this Consent as of the date first above written.



Name: Oshik Song



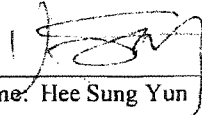
Name: Si Il Jang



Name: James Park



Name: Myung-Kyu David Kang



Name: Hee Sung Yun

being all of the members of the Board of Directors
of Northern Beef Packers Management LLC, a
South Dakota limited liability company