

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----)	Case No. 08-12606 (BLS)
In re:)	
)	
VERASUN ENERGY CORPORATION,)	Chapter 11
<u>et al.</u> ,)	Jointly Administered
)	
)	
Debtors.)	
)	
-----)	

STIPULATION BY AND AMONG THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FIRST BANK AND TRUST, DOUGHERTY FUNDING LLC, WELLS FARGO BANK, N.A., WAYZATA OPPORTUNITIES FUND II, L.P., WAYZATA OPPORTUNITIES FUND OFFSHORE II, L.P., TRILOGY PORTFOLIO COMPANY LLC, TRILOGY SPECIAL SITUATIONS FUND LLC, AIG GLOBAL INVESTMENTS, UBS AG STAMFORD BRANCH AND WESTLB AG, NEW YORK BRANCH TO EXTEND THE DEADLINE FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO CHALLENGE PREPETITION OBLIGATIONS UNDER THE DEBTOR IN POSSESSION FINANCING FACILITIES AND CASH COLLATERAL ORDERS

This stipulation regarding the extension of time for the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of VeraSun Energy Corporation et al. to file an adversary proceeding or contested matter challenging the stipulations and admissions contained in the (i) final order authorizing use of cash collateral entered on December 3, 2008 [Docket No. 278] (the “US Bio Marion Cash Collateral Order”), (ii) final order authorizing postpetition financing entered on December 4, 2008 [Docket No. 305] (the “Senior Noteholder DIP Facility Order”), (iii) amended final order authorizing use of cash collateral dated January 8, 2009 [Docket No. 473] (the “UBS Cash Collateral Order”), and (iv) the final order authorizing postpetition financing entered on February 5, 2009 [Docket No. 613] (the “West LB DIP Facility Order”) and together with the US Bio Marion Order, the Senior Noteholder DIP Facility Order and the UBS

Cash Collateral Order, the “Orders”) is made as of February 6, 2009, by and among the Creditors’ Committee, First Bank and Trust (“First Bank”), Dougherty Funding, LLC (“Dougherty”), Wells Fargo Bank, N.A. (“Wells Fargo”), Wayzata Opportunities Fund II, L.P. and Wayzata Opportunities Fund Offshore II, L.P. (together, “Wayzata”), Trilogy Portfolio Company LLC and Trilogy Special Situations Fund LLC (together, “Trilogy”), AIG Global Investments (“AIG”), UBS AG Stamford Branch (“UBS”), WestLB AG, New York Branch (“WestLB” and together with First Bank, Dougherty, Wells Fargo, Wayzata, Trilogy, AIG and UBS, the “Lenders”).

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED BY THE PARTIES HERETO:

1. The deadlines established by paragraph 11 of the Dougherty Cash Collateral Order, paragraph 17 of the Senior Secured Noteholder Facility Order, paragraph 19 of the UBS Cash Collateral Order and paragraph 25 of the WestLB DIP Facility Order with respect to the Creditors’ Committee’s time to file an adversary proceeding or contested matter challenging the stipulations and admissions contained in the Orders shall be extended until March 16, 2009 at 9:00 AM (ET) (or such later date as (x) may be agreed among counsel for the respective Lenders and the Creditors’ Committee or (y) ordered by the Court for cause shown).

2. Notwithstanding the extension for the Creditors’ Committee set forth in the preceding paragraph, this Stipulation shall not entitle any other party to an extension of time to challenge the stipulations and admissions contained in the Orders beyond February 12, 2009.

Dated: February 6, 2009

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