

Batista Flora Mendonca
 Form 4
 November 08, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JBS USA Holdings, Inc.

2. Issuer Name and Ticker or Trading Symbol
PILGRIMS PRIDE CORP [PPC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1770 PROMONTORY CIRCLE,
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/05/2010

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

GREELEY,, CO 80634

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 11/05/2010 | | P | V A | Amount 7,000,000 Price \$ 5.96 | 144,140,425 | D ⁽¹⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JBS USA Holdings, Inc. 1770 PROMONTORY CIRCLE GREELEY,, CO 80634 | | X | | |
| Sobrinho Jose Batista C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO,, D5 01452-000 | | X | | |
| Batista Flora Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO,, D5 01452-000 | | X | | |
| Ramos Valeria Batista Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO,, D5 01452-000 | | X | | |
| Batista Vanessa Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO,, D5 01452-000 | | X | | |
| Batista Vivianne Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO,, D5 01452-000 | | X | | |
| JJB Participacoes LTDA. C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2, SAO PAULO, D5 01452-000 | | X | | |

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JJMB Participacoes LTDA.
C/O AV. BRIGADEIRO FERIA LIMA, 2391
2 ANDAR CONJUNTO 22, SALA 2,
SAO PAULO, D5 01452-000 X

VLBM Participacoes LTDA.
C/O AV. BRIGADEIRO FERIA LIMA, 2391
2 ANDAR CONJUNTO 22, SALA 2,
SAO PAULO, D5 01452-000 X

VNBM Participacoes LTDA.
C/O AV. BRIGADEIRO FERIA LIMA, 2391
2 ANDAR CONJUNTO 22, SALA 2,
SAO PAULO, D5 01452-000 X

Signatures

| | |
|--|------------|
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of Jose Batista Sobrinho) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of Flora Mendonca Batista) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of Valeria Batista Mendonca Ramos) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vanessa Mendonca Batista) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vivianne Mendonca Batista) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBBJ Participacoes LTDA.) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of JJMB Participacoes LTDA.) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of VLBM Participacoes LTDA.) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of VNBM Participacoes LTDA.) | 11/08/2010 |
| __Signature of Reporting Person | Date |
| /s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS USA Holdings, Inc.) | 11/08/2010 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
As more particularly described in the Schedule 13D filed by JBS USA Holdings, Inc. ("JBS USA") and the other reporting persons identified therein (including the Reporting Owners listed above) (the "13D Reporting Persons") with the United States Securities and Exchange Commission on January 7, 2010, as amended on November 8, 2010, the Reporting Owners listed above, together with the other 13D Reporting Persons, share beneficial ownership of the 144,140,425 shares of common stock of Pilgrim's Pride Corporation directly owned by JBS USA. The ownership of all of the Reporting Owners listed above, other than JBS USA, is indirect.

Remarks:

The Form is the first of two being filed by JBS USA. Two Forms are being filed as there are more than ten joint filers. Filers o

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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