

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

| | | |
|--|---|--------------------------------------|
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION, |) | |
| |) | |
| Plaintiff, |) | Civil Action No. 18-cv-5587 |
| |) | |
| v. |) | Hon. John Z. Lee |
| |) | |
| EQUITYBUILD, INC., EQUITYBUILD FINANCE, LLC, JEROME H. COHEN, and SHAUN D. COHEN, |) | Magistrate Judge Young B. Kim |
| |) | |
| Defendants. |) | |
| |) | |

DEADLINE FOR SUBMITTING CLAIMS: December 31, 2019

PLEASE TAKE NOTICE that the Honorable Young B. Kim of the United States District Court for the Northern District of Illinois (the “Court”) has entered an order establishing deadlines by which all proofs of claim by any individual or entity who purports to be owed money by, or otherwise entitled to relief against, EquityBuild, Inc. (“EquityBuild”), EquityBuild Finance, LLC (“EquityBuild Finance”), or any of their affiliates, or the affiliate entities of Jerome Cohen and Shaun Cohen. Pursuant to this order, you have until **December 31, 2019** to submit a completed proof of claim. This proof of claim form is to be used by persons or entities who claim to be owed money by, or otherwise entitled to relief against the following:

- EquityBuild;
- EquityBuild Finance;
- Any affiliate entity of EquityBuild, EquityBuild Finance, Jerome Cohen, and/or Shaun Cohen.

The foregoing, which include but are not limited to the entities listed on Exhibit A, are collectively the “Receivership Defendants.” These entities directly or indirectly own or once owned real estate that may have served as collateral for loans or that may have been owned by entities associated with equity funds that sold membership interests to outside investors.

As a result of recovering, managing, and selling the assets of the Receivership Defendants (referred to herein as the “Receivership Estate”) and pursuing claims on behalf of the Receivership Estate, Court-appointed receiver Kevin B. Duff (the “Receiver”) may have funds to distribute to claimants. This proof of claim form is being made available to you so that the Receiver may assess

whether and to what extent you may have one or more valid claims for relief (including claims for monetary compensation) against, or in connection with your ownership interest in, any of the Receivership Defendants. The Receiver's distribution plan will likely observe distinctions between competing claimant classes, and therefore the amount of your recovery, if any, may be affected by your ability to produce documentation supporting your claim. Accordingly, you must be clear and precise when completing this form and you must submit legible copies of requested supporting documents so that your claim can be properly evaluated.

To be eligible for any distribution, you MUST do EACH of the following, even if you have previously submitted correspondence and/or documents to the Receiver, to a lawyer, to a government agency, or to law enforcement officials:

- 1. Complete and submit the proof of claim form to the Receiver by December 31, 2019.**
- 2. Submit documentation or other evidence to the Receiver to substantiate the basis for all amounts that you believe are due and owing to you by any of the Receivership Defendants.**
- 3. Attest under oath to verify the authenticity and accuracy of the documentation and information submitted with, or otherwise provided to the Receiver in support of, your proof of claim form.**

Please note that the Receiver retains the right to dispute and verify any information you provide, to dispute the amount of your claim, and to recommend a proper distribution amount to the Court. Your submission of a proof of claim, however, does not guarantee receipt of a distribution.

Any person or entity that submits a proof of claim thereby submits to the exclusive jurisdiction of the United States District Court for the Northern District of Illinois for all purposes related to the Receivership, the Receivership Estate, and/or any of the Receivership Defendants, including, without limitation, the litigation or resolution of any claims, objections, or defenses that could be, or could have been, asserted by the Receiver against such claimant in connection with any business transacted by or with any Receivership Defendant or otherwise related to any asset in the Receivership Estate. Furthermore, claimants waive any right to a jury trial with respect to such claims, objections, and defenses.

GENERAL BACKGROUND & INSTRUCTIONS

1. WHO MUST FILE A PROOF OF CLAIM

Any persons or entities seeking a distribution from the Receivership Estate in connection with any claim arising between January 1, 2010 and August 17, 2018 must complete and submit a proof of claim on or before **December 31, 2019**. You must provide information in connection with your proof of claim for the period from January 1, 2010 to August 17, 2018.

The following paragraphs will help you understand how to complete your proof of claim form, as well as the types of documents needed to substantiate your claim(s). This proof of claim form uses the following categories of claimants that also determine which sections of the proof of claim form you must complete.

Investor-Lenders

If you loaned money to one or more of the Receivership Defendants, but do not operate a commercial lending business and relied on EquityBuild or EquityBuild Finance to document your loan, then you may be an “investor-lender.” If you are an investor-lender, you may have received, among other things, a Promissory Note evidencing your loan(s), a so-called “Collateral Agency & Servicing Agreement,” a mortgage (either in recorded or unrecorded form), and, periodically, a document titled, “Lender Statement Of Account.”

In most instances, investor-lenders were promised a mid-teen percentage annual return, with interest payable monthly and a maturity of approximately 18-24 months. In addition, you may have been given the opportunity or otherwise persuaded to “roll over” some or all of the outstanding amount of your loan(s) at maturity by extending a new loan, on new terms, to the same or a different entity, or by investing equity in an EquityBuild affiliate fund. Alternatively, you may have sold some or all of your loan(s) to a non-EquityBuild entity, with additional paperwork generated to document any of these transactions. If you are an investor-lender, you must complete Sections 1, 2, 3, 9, and 10 of this proof of claim form.

Equity Investors

If you invested in a fund that owned, or promised to acquire, one or more properties and therefore acquired a membership interest in a limited liability company (rather than a deeded interest in the land), then you may be an “equity investor.” The Receivership Defendants formed a series of real estate funds for the alleged purpose of acquiring residential apartment buildings, performing substantial rehabilitation work, and either refinancing or selling the buildings upon stabilization of the improved asset. Examples of these real estate funds include “Chicago Capital Fund” (CCF) and “South Side Development Fund” (SSDF) (all known real estate funds are included on the list of Receivership Defendants identified on Exhibit A).

If you are an equity investor, you may have received a document titled, “Confidential Private Offering Memorandum” (with exhibits, some of which you may have completed and returned). Additionally, you may have become an equity investor because you were persuaded to “roll” some

or all of the outstanding amount of a loan you made to one of the Receivership Defendants into an equity interest in a fund entity. If you are an equity investor, you must complete Sections 1, 2, 4, 9, and 10 below.

Individuals and entities who were investor-lenders and who became equity investors by rolling over the proceeds of a loan to one of the Receivership Defendants must complete this proof of claim form as both an “investor-lender” and “equity investor” and must complete Sections 1, 2, 3, 4, 9, and 10 below.

Institutional Lenders

If you are a commercial or savings bank, savings and loan association, trust company, credit union, industrial loan association, insurance company, pension fund, or business trust (including but not limited to real estate investment trusts), or any other lender regularly engaged in the business of financing the acquisition, construction, improvement, or ownership of real estate, or if you purchased or received an assignment of any loan(s) made by such a lender, you may be an “institutional lender.” Institutional lenders must complete Sections 1, 2, 5, 9, and 10 below.

Trade Creditors

If you supplied any of the Receivership Defendants with business goods or services, you may be a trade creditor. Trade creditors include actual or potential lien claimants, such as property managers, general contractors, subcontractors, materialmen, and insurance consultants. Trade creditors must complete Sections 1, 2, 6, 9, and 10 below.

Employees

If you are an individual who worked either part-time or full-time for any of the Receivership Defendants under a contract for hire or employment (whether express or implied), then you may be an employee. You may have earned wages or a salary and your earnings would have been subject to FICA (Social Security tax and Medicare) and income tax withholding. Employees must complete Sections 1, 2, 7, 9, and 10 below.

(If you are an employee, you may also have been an investor-lender or equity investor. If your claim relates to a loan or investment, then you must complete the proof of claim form as though you were an investor-lender or equity investor. If your claim relates to employment compensation, then you must complete the proof of claim form as an employee. If you have claims relating to more than one of the foregoing categories of claimants, then you must complete each applicable section for each instance in which you allege to be owed money or entitled to other relief.)

Independent Contractors

If you are an individual or entity who performed work or provided services to any of the Receivership Defendants but you were neither an employee nor a trade creditor, you may be an independent contractor. Independent contractors must pay their own Social Security and Medicare

taxes; the employer does not withhold any amounts with respect to FICA or taxes for an independent contractor. Independent contractors must complete Sections 1, 2, 7, 9, and 10 below.

(If you are an independent contractor, you may also have been an investor-lender or equity investor. If your claim relates to a loan or investment, then you must complete the proof of claim form as though you were an investor-lender or equity investor. If your claim relates to compensation from work or services provided, then you must complete the proof of claim form as an independent contractor. If you have claims relating to more than one of the foregoing categories of claimants, then you must complete each applicable section for each instance in which you allege to be owed money or entitled to other relief.)

Other Claimants

If you believe you are owed money by, or otherwise entitled to relief against, any of the Receivership Defendants, but your claim does not fit within any of the categories described above, you may submit a claim by completing Sections 1, 2, 8, 9, and 10 below.

2. WHEN AND WHERE TO FILE

Claimants can send via U.S. Mail or e-mail to the following address:

Kevin B. Duff, Receiver
EquityBuild, Inc., et al.
c/o Rachlis Duff & Peel, LLC
542 S. Dearborn Street, Suite 900
Chicago, IL 60605
equitybuildclaims@rdaplaw.net

THIS NOTICE APPLIES TO EVERY CLAIM AGAINST EQUITYBUILD, EQUITYBUILD FINANCE, ANY OF THEIR AFFILIATES, OR THE AFFILIATE ENTITIES OF JEROME COHEN AND SHAUN COHEN, OR ANY OTHER RECEIVERSHIP DEFENDANT. IF YOU FAIL TO SUBMIT A PROOF OF CLAIM, YOUR CLAIM MAY BE FOREVER BARRED. YOU MAY WISH TO CONSULT WITH YOUR OWN ATTORNEY. YOU BEAR SOLE RESPONSIBILITY FOR CORRECTLY AND TIMELY COMPLETING AND SUBMITTING YOUR PROOF(S) OF CLAIM.

3. WHAT TO FILE

A claimant should set forth on the claim form all claims that belong to him, her, or it.

If you made more than one investment or loan each of which was made in the same name, then only one proof of claim form must be completed and submitted.

For example, if you made two loans in your own name, then you should submit one proof of claim form reflecting both loans. If you made two loans made jointly with your spouse, then you should submit one proof of claim form reflecting yourself and your spouse as the joint

claimants. If you made two loans on behalf of a corporate entity, then the corporate entity should submit one proof of claim form reflecting both loans. If you made two loans for an IRA account, then you should submit one proof of claim form reflecting the IRA account as the claimant on the two loans. If two loans were made for a trust account, then the trust account should submit a claim reflecting both loans.

On the other hand, if you have claims relating to loans, investments, and/or other amounts that belong to more than one “claimant” (as illustrated by the examples below), you must complete a separate proof of claim form for each such claimant. For example:

- If you made two separate loans, one in your individual capacity and one through an IRA account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your IRA.
- If you made two separate loans, one in your individual capacity and one through a trust account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your trust account.
- If you made two separate loans, one in your individual capacity and one through a brokerage account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your brokerage account.
- If you made two separate loans, one in your individual capacity and one through a corporate entity, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of the corporate entity.
- If you made two separate loans, one in your individual capacity and one as custodian for a minor, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of the custodial account.

If you serve as a representative for a claimant (for example, as a trustee for a trust or as a parent with control over a child’s custodial account), then the proof of claim form you submit must identify your relationship to the claimant in Section 1(B) below (Secondary Contact Information).

Using the Court-approved proof of claim form, you must submit through U.S Mail or e-mail on or before December 31, 2019 (1) the information requested in this proof of claim form and (2) legible copies of all documents on which you base your claim or, to the extent that any such documents are not available, a detailed explanation as to why they are not available. You must also attest under oath to the authenticity and accuracy of the documentation and information submitted with, or otherwise provided in support of, your claim.

Any claimant who fails to timely return a completed, signed, and sworn proof of claim may be forever barred from asserting a claim against the Receivership Estate.

You must inform the Receiver if you change your address after you submit your proof of claim. In addition, you should also inform the Receiver if the electronic or physical address to which this notice was delivered is incorrect.

You should retain for your records a copy of this proof of claim form and all documents submitted therewith.

If you are an investor-lender and/or equity investor, a submission solely containing EquityBuild lender statement(s) of account may not suffice to support your claim without additional documentation. You must also provide documentation such as bank records to reflect transfers and deposits of funds, to the extent such documents are available.

Please note that you may have previously provided some or all of the information requested on the proof of claim form directly to the Receiver. To be entitled to a distribution from the Receivership Estate, however, the only documents that matter are your proof of claim and the documents you submit to support it as described in the proof of claim form.

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

DATED: November 5, 2019

EXHIBIT A
RECEIVERSHIP DEFENDANTS

The Receivership Defendants include but are not limited to the entities listed below. Parenthetical information reflects state of organization.

- EquityBuild, Inc.
- EquityBuild Finance LLC
- 109 N. Laramie, Inc.
- 400 S. Kilbourn LLC
- 1422 E68 LLC
- 1632 Shirley LLC
- 1700 Juneway LLC
- 2136 W 83RD LLC
- 2537 N McVicker LLC
- 3400 Newkirk, LLC
- 4520-26 S. Drexel LLC - n/k/a SSDF1 4520 S Drexel LLC
- 4528 Michigan LLC
- 4533-37 S. Calumet LLC
- 4611-17 S. Drexel, LLC
- 4750 Indiana LLC – n/k/a 4750 S Indiana, LLC
- 4755 S Saint Lawrence Association Co.
- 5001 S. Drexel LLC (DE)
- 5001 S. Drexel LLC (IL)
- 5411 W Wrightwood LLC
- 5450 S. Indiana LLC
- 5618 S MLK LLC
- 5955 Sacramento, Inc.
- 6001 Sacramento, Inc.
- 6217-27 S. Dorchester LLC
- 6250 S. Mozart, LLC
- 6356 California, Inc.
- 6437 S Kenwood, LLC
- 6951 S Merrill LLC
- 7024 S. Paxton LLC
- 7026 Cornell, Inc.
- 7107-29 S Bennett LLC
- 7109 S. Calumet LLC
- 7201 Constance Inc.
- 7201 S Constance LLC
- 7304 St. Lawrence, Inc.
- 7450 Luella LLC
- 7546 Saginaw, Inc.
- 7546 S. Saginaw LLC

- 7600 S Kingston, LLC
- 7625 East End, Inc.
- 7625-35 S. East End LLC
- 7760 Coles, Inc.
- 7635 East End, Inc.
- 7748 S. Essex LLC
- 7749-59 S. Yates LLC
- 7752 S. Muskegon LLC
- 7823 Essex LLC
- 7922 S Luella LLC
- 7927-49 S Essex LLC
- 7933 S Kingston LLC
- 7945 S Kenwood LLC
- 8000 Justine, Inc.
- 8100 S. Essex LLC
- 8104 S Kingston LLC
- 8153 S Avalon LLC
- 8209 S. Ellis, LLC
- 8214 Ingleside, Inc.
- 8217 Dorchester LLC
- 8311 S Green LLC
- 8432 S Throop Associates
- 8725 S Ada LLC
- 8745 S Sangamon LLC
- 8801 S Bishop LLC
- 8809 S Wood Associates
- 9158 S Dobson LLC
- 11318 S Church St Associates
- Amalgamated Capital Fund II LLC
- Amalgamated Capital Fund III LLC
- Chicago Capital Fund I LLC
- Chicago Capital Fund II LLC
- Chief Management LLC
- EB 6558 S. Vernon LLC
- EB Property Holdings LLC
- EB South Chicago 1, LLC
- EB South Chicago 2, LLC
- EB South Chicago 3 LLC
- EB South Chicago 4 LLC
- EB South Chicago 1 Manager, LLC
- EB South Chicago 2 Manager, LLC
- Eretz Private Capital LLC
- Friendship LLC
- Great Lakes Development Corp LLC

- Hard Money Company, LLC
- Heartland Capital Fund I LLC
- Heartland Capital Fund II, LLC
- Heartland Development Fund I LLC
- Heartland Private Capital, LLC
- Hybrid Capital Fund LLC
- Offsite Asset Management I LLC
- Offsite Asset Management II LLC
- Offsite Asset Management LLC
- Phoenix Capital Finance LLC
- Portfolio Asset Holdings LLC
- Portfolio Mezzanine Lender, LLC
- Rothbard Equity Fund LLC
- South Shore Property Holdings LLC (DE)
- South Shore Property Holdings LLC (WY)
- South Shore Property Holdings I LLC
- South Shore Property Holdings II LLC (DE)
- South Shore Property Holdings II LLC (WY)
- South Shore Property Holdings III LLC
- South Side Development Fund 1 LLC
- South Side Development Fund 2 LLC
- South Side Development Fund 3 LLC
- South Side Development Fund 4 LLC
- South Side Development Fund 5 LLC
- South Side Development Fund 6 LLC
- South Side Development Fund 7 LLC
- South Side Development Fund 8, LLC
- SSDF1 4611 S. Drexel LLC
- SSDF1 6751 S Merrill LLC
- SSDF1 7110 S Cornell LLC
- SSDF1 Holdco 1, LLC
- SSDF1 Holdco 2 LLC
- SSDF1 Holdco 3 LLC
- SSDF1 Holdco 4 LLC
- SSDF2 1139 E 79th LLC
- SSDF2 Holdco 1 LLC
- SSDF2 Holdco 2 LLC
- SSDF2 Holdco 3 LLC
- SSDF3 Holdco 1 LLC
- SSDF3 Holdco 2 LLC
- SSDF4 638 N Avers LLC
- SSDF4 701 S 5th LLC
- SSDF4 6217 S. Dorchester LLC
- SSDF4 6250 S. Mozart LLC

- SSDF4 7024 S Paxton LLC
- SSDF4 7255 S. Euclid LLC
- SSDF4 Holdco 1 LLC
- SSDF4 Holdco 2 LLC
- SSDF4 Holdco 3 LLC
- SSDF4 Holdco 4 LLC
- SSDF4 Holdco 5 LLC
- SSDF4 Holdco 6 LLC
- SSDF5 Holdco 1 LLC
- SSDF5 Portfolio 1 LLC
- SSDF6 6160 S MLK LLC
- SSDF6 6244 S MLK LLC
- SSDF6 Holdco 1 LLC
- SSDF6 Holdco 2 LLC
- SSDF7 2453 E 75TH LLC
- SSDF7 7600 S Kingston LLC
- SSDF7 Holdco 1 LLC
- SSDF7 Holdco 2 LLC
- SSDF7 Holdco 3 LLC
- SSDF7 Holdco 4 LLC
- SSDF7 Marquette Park LLC
- SSDF7 Portfolio 1 LLC
- SSDF8 Holdco 1 LLC
- SSDF8 Portfolio 1 LLC
- SSPH 6951 S Merrill LLC
- SSPH 7927-49 S. Essex LLC
- SSPH 11117 S Longwood LLC
- SSPH Holdco 1 LLC
- SSPH Holdco 2 LLC
- SSPH Portfolio 1 LLC
- SSPH Springer LLC
- Tikkun Holdings, LLC
- Any affiliate entity of EquityBuild Inc., EquityBuild Finance LLC, Jerome Cohen, and/or Shaun Cohen

PROOF OF CLAIM FORM

TO BE ELIGIBLE FOR A DISTRIBUTION YOU MUST SUBMIT ALL COMPLETED SECTIONS OF THIS CLAIM FORM AND ALL SUPPORTING DOCUMENTS OR OTHER EVIDENCE TO SUBSTANTIATE YOUR CLAIM ON OR BEFORE THE BAR DATE, WHICH IS DECEMBER 31, 2019.

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

SECTION 1

Claimant Contact Information

(TO BE COMPLETED BY ALL CLAIMANTS)

A Claimant should set forth on the claim form all claims that belong to him, her, or it. Please review Section 3 of the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form.

NOTE: ALL CLAIMANTS MUST PROMPTLY NOTIFY THE RECEIVER IN WRITING OF ANY CHANGES TO THE CONTACT INFORMATION PROVIDED BELOW THROUGHOUT THE DURATION OF THE RECEIVERSHIP. FAILURE TO NOTIFY THE RECEIVER OF SUCH CHANGES MAY RESULT IN YOUR NOT RECEIVING FUNDS TO WHICH YOU MAY OTHERWISE BE ENTITLED. CHANGES TO CLAIMANT CONTACT INFORMATION MAY BE EMAILED TO equitybuildclaims@rdaplaw.net OR MAILED TO THE ADDRESS BELOW:

Kevin B. Duff, Receiver
EquityBuild, Inc., et al.
c/o Rachlis Duff & Peel, LLC
542 S. Dearborn Street, Suite 900
Chicago, IL 60605

A. Claimant Contact Information. *(Provide the name and address of the actual person or entity that made the loan/investment or is making the claim):*

Claimant Name(s): _____

Address: _____

City: _____

State: _____ ZIP Code: _____

Country: _____

Telephone Number(s): _____

Email Address(s): _____

*Social Security/Tax I.D. Number(s): _____

**The Internal Revenue Service (IRS) requires that all U.S. recipients of distribution checks provide social security or tax identification numbers to the Receiver. No check will be issued without a corresponding social security or tax identification number.*

B. Secondary Contact Information

Check all that apply for the person or entity named as the Claimant in Section A above. (You may list only one Secondary Contact):

Primary contact for Claimant

Attorney representing Claimant

Person completing this form for Claimant

Successor in interest

Executor of Estate of _____

Legal successor in interest to a person or entity that is or claims to be owed money by one or more Receivership Defendants. Describe:

Trustee of a trust that is or claims to be owed money by one or more Receivership Defendants. Identify trust: _____

Alternate Contact. Describe:

Secondary Contact Name: _____

Address: _____

City: _____

State: _____ ZIP Code: _____

Country: _____

Telephone Number: _____

Email Address: _____

SECTION 2
Type of Claim
(TO BE COMPLETED BY ALL CLAIMANTS)

Please review the descriptions of the various claimant classes contained in the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form and complete the appropriate section below based upon the nature of your claim.

Each Claimant must submit his, her, or its own proof of claim form. A Claimant should set forth on the claim form all claims that belong to him, her, or it. Please review Section 3 of the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form.

Review and Determination of Claim

If you are unsure which type of claim you are filing, select the category that you believe most closely describes the nature of your claim. Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

Prior to submitting his recommendation to the Court regarding distributions to Claimants, the Receiver will review and determine whether any claims need to be reclassified. Please note that a time frame has not yet been set for the processing of claims. The Receiver will process the claims as expeditiously as possible.

A. Type of Claimant (check all that apply)

Investor-Lender (Must complete Sections 1, 2, 3, 9, and 10.)

Equity Investor (Must complete Sections 1, 2, 4, 9, and 10.)

Institutional Lender (Must complete Sections 1, 2, 5, 9, and 10.)

Trade Creditor (Must complete Sections 1, 2, 6, 9, and 10.)

Employee (Must complete Sections 1, 2, 7, 9, and 10.)

Independent Contractor (Must complete Sections 1, 2, 7, 9, and 10.)

Other (Identify): _____

(Must complete Sections 1, 2, 8, 9, and 10.)

B. Receivership Defendant Against Whom Claim Is Asserted.

Equity Build, Inc.

Equity Build Finance, LLC

Other Affiliate Entity (Select all that apply)

SECTION 3
Amount of Claim
 (TO BE COMPLETED BY INVESTOR-LENDERS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

For this Section, if you are an Investor-Lender, you must provide the total amount you contend you are owed, along with details about the money you loaned, the nature of any security for your loan(s) (if applicable), and all money returned or paid to you.

Claimant's EquityBuild Account Number(s) (if known): _____

Total amount you loaned to the Receivership Defendants: \$ _____

Total amount you received from the Receivership Defendants: \$ _____

\$ _____ Cumulative interest you received on your loan (if known)
 \$ _____ Principal returned to you (if known)
 \$ _____ Other amounts you received. Describe:

Other amounts you claim: \$ _____

Describe the basis for the other amounts you claim:

Total amount of claim (as of August 18, 2018): \$ _____

| | Loan number (if known) | Property address(es) associated with loan | | Was your loan secured?* | Other Amount | Borrower (if known)*** |
|----|---------------------------|--|------------------------------------|----------------------------|--------------|------------------------------|
| | | | | Y / N** | | |
| | Amount of loan | Interest received | Amount of principle returned | Other Amount Source*** | | Date of loan (mm/dd/yyyy) |
| 1. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 2. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 3. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 4. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 5. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 6. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 7. | | | | | \$ | |
| | \$ | \$ | \$ | | | |
| 8. | | | | | \$ | |
| | \$ | \$ | \$ | | | |

| | | | | | |
|-----|----|----|----|----|--|
| 9. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 10. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 11. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 12. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 13. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 14. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 15. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 16. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 17. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 18. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 19. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 20. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 21. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 22. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 23. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 24. | | | | \$ | |
| | \$ | \$ | \$ | | |
| 25. | | | | \$ | |
| | \$ | \$ | \$ | | |

* A claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you or if specific collateral has been pledged to secure payment of a debt owed to you.

** If you contend that your claim relating to any loan is secured, you must identify all collateral that allegedly secures your claim and provide copies of all supporting documentation, including, but not limited to, mortgages, promissory notes, and collateral agency and servicing agreements.

*** Receivership Defendant you loaned funds to.

**** List reason(s) for payment, such as dividends, fees, penalties, or bonus payments)

B. Rollover

If you “rolled over” any proceeds of your loan(s) at maturity by extending a new loan (secured and/or unsecured), on new terms, to the same or a different entity, you must complete this Section. If you “rolled over” any proceeds of your loan(s) into an investment in a fund sponsored by EquityBuild or another Receivership Defendant, you must also complete Section 4 below (the Section for Equity-Investors).

| | Original Loan Number | Original Loan Amount | Amount Converted or Rolled Over | Date | New Loan |
|-----|----------------------|----------------------|---------------------------------|------|----------|
| 1. | | \$ | \$ | | |
| 2. | | \$ | \$ | | |
| 3. | | \$ | \$ | | |
| 4. | | \$ | \$ | | |
| 5. | | \$ | \$ | | |
| 6. | | \$ | \$ | | |
| 7. | | \$ | \$ | | |
| 8. | | \$ | \$ | | |
| 9. | | \$ | \$ | | |
| 10. | | \$ | \$ | | |

C. Buyouts / Loan Purchases

Did you purchase another investor-lender's interest or note? Yes / No

If you purchased or bought out another investor-lender's interest or note, then you must complete the table below:

| | Name of Investor - Lender | Amount Paid | Secured? * | Date |
|----|---|-------------|------------|------|
| | Terms of the Purchased Loan | | | |
| | Other Information Pertinent to the Purchase | | | |
| 1. | | \$ | | |
| 2. | | \$ | | |
| 3. | | \$ | | |
| 4. | | \$ | | |
| 5. | | \$ | | |
| 6. | | \$ | | |
| 7. | | \$ | | |
| 8. | | \$ | | |
| 9. | | \$ | | |

| | | | | |
|-----|--|----|--|--|
| 10. | | \$ | | |
| | | | | |
| | | | | |

* A claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you or if specific collateral has been pledged to secure payment of a debt owed to you. If you contend that your claim relating to any loan is secured, you must identify all collateral that allegedly secures your claim and provide copies of all supporting documentation, including, but not limited to, mortgages, promissory notes, and collateral agency and servicing agreements.

D. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any obligation of any Receivership Defendant to you (such as property or funds you received that you understood were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant:
 \$ _____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 4
Amount of Claim
 (TO BE COMPLETED BY EQUITY INVESTORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

For this Section, if you are an Equity-Investor, you must provide the total amount you contend you are owed along with details about the money you invested and any money returned or paid to you.

Claimant's EquityBuild Account Number(s) (if known): _____

Total amount you invested directly with the Receivership Defendants: \$ _____

Total amount you rolled over (from Section 3(B)): \$ _____

Total amount you received from the Receivership Defendants: \$ _____

Other amounts you claim: \$ _____

Describe the basis for the other amounts you claim:

Total amount of claim (as of August 18, 2018): \$ _____

| | Fund Name | Property Address | Invested Amount | Monies received | Date of Payment |
|-----|--------------------|------------------|-----------------|-----------------|-----------------|
| | Reason for Payment | | | | |
| 1. | | | \$ | \$ | |
| 2. | | | \$ | \$ | |
| 3. | | | \$ | \$ | |
| 4. | | | \$ | \$ | |
| 5. | | | \$ | \$ | |
| 6. | | | \$ | \$ | |
| 7. | | | \$ | \$ | |
| 8. | | | \$ | \$ | |
| 9. | | | \$ | \$ | |
| 10. | | | \$ | \$ | |
| 11. | | | \$ | \$ | |
| 12. | | | \$ | \$ | |

| | | | | | |
|-----|--|--|----|----|--|
| 13. | | | \$ | \$ | |
| 14. | | | \$ | \$ | |
| 15. | | | \$ | \$ | |
| 16. | | | \$ | \$ | |
| 17. | | | \$ | \$ | |
| 18. | | | \$ | \$ | |
| 19. | | | \$ | \$ | |
| 20. | | | \$ | \$ | |
| 21. | | | \$ | \$ | |
| 22. | | | \$ | \$ | |
| 23. | | | \$ | \$ | |
| 24. | | | \$ | \$ | |
| 25. | | | \$ | \$ | |

B. Rollover

Individuals and entities who became equity investors by rolling the proceeds of a loan into a fund offering must complete this Section.

| | Original Loan Number | Name of fund into which loan was rolled over | Amount Converted | Date of Payment |
|----|---|--|------------------|-----------------|
| | Original Investment (i.e., amount of original loan, including property address(es)) | | | |
| 1. | | | \$ | |
| 2. | | | \$ | |

| | | | | |
|-----|--|--|----|--|
| 3. | | | \$ | |
| 4. | | | \$ | |
| 5. | | | \$ | |
| 6. | | | \$ | |
| 7. | | | \$ | |
| 8. | | | \$ | |
| 9. | | | \$ | |
| 10. | | | \$ | |

C. Buyout

Did you purchase or buy out another equity investor's interest in any Receivership Defendant? Y / N

If you purchased or bought out another equity-investor, then you must complete the table below:

| | Equity-Investor Name Interest Description | Purchase Price | Date of Purchase | Additional Pertinent Information |
|-----|--|----------------|------------------|----------------------------------|
| 1. | | \$ | | |
| 2. | | \$ | | |
| 3. | | \$ | | |
| 4. | | \$ | | |
| 5. | | \$ | | |
| 6. | | \$ | | |
| 7. | | \$ | | |
| 8. | | \$ | | |
| 9. | | \$ | | |
| 10. | | \$ | | |

D. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any obligation of any Receivership Defendant to you (such as property or funds you received that you understood

were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant:
\$ _____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. YOU SHOULD SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR OWN RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 5

Amount of Claim

(TO BE COMPLETED BY INSTITUTIONAL LENDERS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Total Amount of Claim

For this Section, if you are an Institutional Lender, you must itemize all components of your claim and specify the total amount you contend you are owed. Any outstanding principal amount you list below must be net of the amount of each principal payment you received on that loan.

For any loan interest you claim, describe the basis on which you calculated that amount, including references to specific sections of any documents supporting your calculations. For each other amount you claim, describe the nature of the amount sought (for example, fees, penalties, other costs) and the basis on which you are claiming the amount (including references to specific sections of any documents supporting your claim).

| Address(es) of propert(ies) serving as collateral | | | | | | |
|---|--|---|--|---|-----------------------|----|
| Outstanding principal balance | Contract interest accrued before August 18, 2018 | Contract interest accrued on or after August 18, 2018 | Default rate interest accrued before August 18, 2018 | Default rate interest accrued on or after August 18, 2018 | Other amounts claimed | |
| Basis of each other amount claimed | | | | | | |
| 1. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 2. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 3. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 4. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 5. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 6. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 7. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 8. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| 9. | | | | | | |
| \$ | \$ | \$ | \$ | \$ | \$ | \$ |

| | | | | | | |
|-----|----|----|----|----|----|----|
| | | | | | | |
| 10. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |
| 11. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |
| 12. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |
| 13. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 14. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 15. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 16. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 17. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 18. | | | | | | |
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| 19. | | | | | | |
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| 20. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 21. | | | | | | |
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| 22. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
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| 23. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |
| 24. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |
| 25. | | | | | | |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| | | | | | | |

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart above. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: AMOUNTS CLAIMED” and submit it as provided in Section 9 below.

You must check here if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

B. Details about Money you Loaned

If you are an Institutional Lender, you must provide details regarding each loan you made to any Receivership Defendant, including the amount you loaned. Do not include any amounts of interest, fees, or other sums you are claiming in this table.

| | Loan Number | Date of Loan (mm/dd/yyyy) | Original amount you loaned | Secured? |
|-----|--|---------------------------|----------------------------|----------|
| | Borrower (Receivership Defendant to which funds were sent) | | | |
| | Property address(es) associated with loan (if applicable) | | | |
| 1. | | | \$ | |
| | | | | |
| | | | | |
| 2. | | | \$ | |
| | | | | |
| | | | | |
| 3. | | | \$ | |
| | | | | |
| | | | | |
| 4. | | | \$ | |
| | | | | |
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| 5. | | | \$ | |
| | | | | |
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| 6. | | | \$ | |
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| 7. | | | \$ | |
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| 8. | | | \$ | |
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| 9. | | | \$ | |
| | | | | |
| | | | | |
| 10. | | | \$ | |
| | | | | |
| | | | | |
| 11. | | | \$ | |
| | | | | |
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|-----|--|--|----|--|
| 12. | | | \$ | |
| | | | | |
| 13. | | | \$ | |
| | | | | |
| 14. | | | \$ | |
| | | | | |
| 15. | | | \$ | |
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| 16. | | | \$ | |
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| 17. | | | \$ | |
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| 18. | | | \$ | |
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| 19. | | | \$ | |
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| 20. | | | \$ | |
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| 21. | | | \$ | |
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| 22. | | | \$ | |
| | | | | |
| 23. | | | \$ | |
| | | | | |
| 24. | | | \$ | |
| | | | | |
| 25. | | | \$ | |
| | | | | |

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart above. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]; MONEY LOANED” and submit it as provided in Section 9 below.

You must check here if you are submitting a native Excel spreadsheet in lieu of completing the

foregoing chart in the Axos Claims Portal.

C. Details about Security for your Loan(s)

If you are an Institutional Lender and you contend your claim relating to any loan is secured, you must identify any collateral that you contend secures your claim and the basis for your contention (*i.e.*, a claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you, or if specific collateral has been pledged to secure payment of a debt owed to you):

| | Description of Collateral |
|-----|--|
| | Describe the contractual or other basis for contention that loan is secured (list contract or other written basis, including section references) |
| 1. | |
| 2. | |
| 3. | |
| 4. | |
| 5. | |
| 6. | |
| 7. | |
| 8. | |
| 9. | |
| 10. | |
| 11. | |
| 12. | |
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| 13. | |
| 14. | |
| 15. | |
| 16. | |
| 17. | |
| 18. | |
| 19. | |
| 20. | |
| 21. | |
| 22. | |
| 23. | |
| 24. | |
| 25. | |

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart above. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: SECURITY FOR LOAN(S)” and submit it as provided in Section 9 below.

You must check here if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

D. Details about Money Returned and/or Paid to you

If you are an Institutional Lender making a claim, you must complete this Section.

Have you received any payment of monies including interest, principal, fees, or other sums from any Receivership Defendant?

Yes / No

If you answered "YES" you must provide the following information for each payment and amount received:

| Name of entity making payment | | | | |
|---|------------------------------|--------------------|---------------------|--|
| Loan Number | Date of payment (mm/dd/yyyy) | Amount of interest | Amount of principal | Other amounts (i.e., fees, reimbursements) |
| Description of other amounts (fees, reimbursements, etc.) | | | | |
| 1. | | \$ | \$ | \$ |
| 2. | | \$ | \$ | \$ |
| 3. | | \$ | \$ | \$ |
| 4. | | \$ | \$ | \$ |
| 5. | | \$ | \$ | \$ |
| 6. | | \$ | \$ | \$ |
| 7. | | \$ | \$ | \$ |
| 8. | | \$ | \$ | \$ |
| 9. | | \$ | \$ | \$ |
| 10. | | \$ | \$ | \$ |
| 11. | | \$ | \$ | \$ |
| 12. | | \$ | \$ | \$ |
| 13. | | \$ | \$ | \$ |

| | | | | |
|-----|--|----|----|----|
| | | | | |
| 14. | | \$ | \$ | \$ |
| | | | | |
| 15. | | \$ | \$ | \$ |
| | | | | |
| 16. | | \$ | \$ | \$ |
| | | | | |
| 17. | | \$ | \$ | \$ |
| | | | | |
| 18. | | \$ | \$ | \$ |
| | | | | |
| 19. | | \$ | \$ | \$ |
| | | | | |
| 20. | | \$ | \$ | \$ |
| | | | | |
| 21. | | \$ | \$ | \$ |
| | | | | |
| 22. | | \$ | \$ | \$ |
| | | | | |
| 23. | | \$ | \$ | \$ |
| | | | | |
| 24. | | \$ | \$ | \$ |
| | | | | |
| 25. | | \$ | \$ | \$ |
| | | | | |

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart above. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: MONEY RETURNED AND OR PAID” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

E. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any

obligation of any Receivership Defendant to you (such as property or funds you received that you understood were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant:

\$ _____

F. Amounts of any Reserve, Escrow, or Other Funds you hold Relating to your Loan(s)

If you hold any funds that constitute reserves, escrows, deposits, or other amounts that relate to your loan(s), whether or not the documents relating to your loan(s) describe any such funds as under your control as lender, you must complete the following information:

| | Loan Number | | Borrower | | |
|-----|---|---------------------------------------|-----------------------|-----------------------------|-------------|
| | Debt service reserve or escrow | Capital expenditure reserve or escrow | Tax reserve or escrow | Insurance reserve or escrow | Other funds |
| | Describe amounts listed under "other funds" | | | | |
| 1. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 2. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 3. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 4. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 5. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 6. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 7. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 8. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 9. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 10. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |

| | | | | | |
|-----|----|----|----|----|----|
| 11. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 12. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 13. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 14. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 15. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 16. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 17. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 18. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 19. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 20. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 21. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 22. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 23. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 24. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |
| 25. | | | | | |
| | \$ | \$ | \$ | \$ | \$ |

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: RESERVE, ESCROW, AND OTHER FUNDS” and submit it as provided in Section 9 below.

You must check here if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

If you have submitted a certified statement concerning receivership assets (“Statement”) pursuant to Paragraph 17(C) of the Order Appointing Receiver (Docket No. 16), you do not need to complete the chart above if the Statement includes all of the information requested in the chart above and you complete the following two items:

Claimant has submitted to the Court and served on the Receiver a Statement (as defined above) (check if yes)

Date Statement was filed and served: _____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. IF YOU ARE AN INSTITUTIONAL LENDER AND YOU PREVIOUSLY SUBMITTED DOCUMENTS TO THE RECEIVER OR HIS COUNSEL ELECTRONICALLY, YOU DO NOT HAVE TO RE-SUBMIT DOCUMENTS TO THE AXOS CLAIMS PORTAL BUT YOU MUST PROVIDE A LIST OF ALL DOCUMENTS SUBMITTED AND WHEN. YOU MUST RE-SUBMIT DOCUMENTS TO THE AXOS CLAIMS PORTAL IF YOU PREVIOUSLY SUBMITTED HARD COPY DOCUMENTS. YOU MUST SUBMIT COPIES AND RETAIN ORIGINAL DOCUMENTS FOR YOUR OWN RECORDS.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 6
Amount of Claim
 (TO BE COMPLETED BY TRADE CREDITORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

If you are a Trade Creditor (including actual or potential lienholders), you must provide the information below:

1. This claim arose from:

Services provided

Goods supplied / provided

Contract

Other. Describe:

2. Total amount of claim as of August 18, 2018: _____

You must complete the chart below if you are a Trade Creditor:

| | Date of service/delivery of goods/contract (mm/dd/yyyy) | Invoice number | Amount of invoice |
|-----|--|----------------|-------------------|
| | Description of contract and/or services or goods provided | | |
| 1. | | | \$ |
| 2. | | | \$ |
| 3. | | | \$ |
| 4. | | | \$ |
| 5. | | | \$ |
| 6. | | | \$ |
| 7. | | | \$ |
| 8. | | | \$ |
| 9. | | | \$ |
| 10. | | | \$ |
| 11. | | | \$ |
| 12. | | | \$ |

| | | |
|-----|--|----|
| 13. | | \$ |
| 14. | | \$ |
| 15. | | \$ |
| 16. | | \$ |
| 17. | | \$ |
| 18. | | \$ |
| 19. | | \$ |
| 20. | | \$ |
| 21. | | \$ |
| 22. | | \$ |
| 23. | | \$ |
| 24. | | \$ |
| 25. | | \$ |

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE MUST SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 7

Amount of Claim

(TO BE COMPLETED BY EMPLOYEES AND INDEPENDENT CONTRACTORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. EMPLOYEE SECTION

If you were an Employee of EquityBuild, Inc., EquityBuild Finance LLC, and/or any other Receivership Defendant, you must provide the information below:

1. Position(s) held: _____
2. First day of employment: _____
Last day of employment: _____
3. Total amount you claim to be owed: _____

You must specify the amounts you claim to be owed based on the following categories:

- a. Wages: \$ _____
- b. Commissions: \$ _____
- c. Expenses: \$ _____
- d. Other: \$ _____ Describe:

4. Period(s) for which compensation is owed: _____

5. At any time, did you receive any real or personal property from any of the Receivership Defendants? Yes /No

If you answered yes, you must provide the following information:

- a. Description of such real or personal property

- b. Identify Receivership Defendant from which you received such real or personal property:

- c. Specify the last known or approximate value of such realty or personal property:

- d. Do you still possess any or all of such real or personal property? Yes /No

B. INDEPENDENT CONTRACTOR SECTION

If you were an Independent Contractor for EquityBuild, Inc., EquityBuild Finance LLC, and/or any Receivership Defendant, you must provide the information below:

- 1. Total amount of claim as of August 18, 2018: _____
- 3. Description of services provided: _____
- 4. Date of contract/agreement for services: _____
- 5. Name of Receivership Defendant or other person or entity that engaged you to provide services:

6. At any time, did you receive any real or personal property from any of the Receivership Defendants? Yes /No

If you answered yes, you must provide the following information:

a. Description of such real or personal property

b. Identify Receivership Defendant from which you received such real or personal property:

c. Specify the last known or approximate value of such realty or personal property:

d. Do you still possess any or all of such real or personal property? Yes /No

You must complete the chart below if you were an Independent Contractor:

| | Date of service (mm/dd/yyyy) | Invoice number | Amount of invoice |
|----|---|----------------|-------------------|
| | Description of contract and/or services or goods provided | | |
| 1. | | | \$ |
| 2. | | | \$ |
| 3. | | | \$ |
| 4. | | | \$ |
| 5. | | | \$ |

| | | |
|-----|--|----|
| 6. | | \$ |
| 7. | | \$ |
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| 9. | | \$ |
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| 20. | | \$ |
| 21. | | \$ |
| 22. | | \$ |
| 23. | | \$ |
| 24. | | \$ |
| 25. | | \$ |

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 8
Amount of Claim

(TO BE COMPLETED BY ONLY BY CLAIMANTS NOT REQUIRED TO FILE
UNDER A PRIOR SECTION OF THIS PROOF OF CLAIM)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

If you have a claim that you do not believe fits within one of the categories described elsewhere, you must submit a detailed description of your claim together with all supporting documentation.

Amount claimed as of August 18, 2018: \$ _____

Explain the basis for your claim (*i.e.*, how did your claim arise?):

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 9
Documents Supporting Claim
(TO BE COMPLETED BY ALL CLAIMANTS)

IMPORTANT: You are required to upload copies of all documents supporting your claim. Failure to submit supporting documentation may result in your claim being rejected or reduced. There are no limitations on the size of documents that can be uploaded. Acceptable file types include .xls, .xlsx, .doc, .docx, .ppt, .pptx, .pdf, and .jpg. You must upload each document or category of documents separately. Claimants cannot submit a link containing documents and must instead submit the documents themselves in one of the file types noted above.

Documents that can be submitted to support your claim include copies of contracts, invoices, canceled checks (front and back), account statements, accrual reports, investment profiles, appraisals, loan agreements, mortgages, deeds in trust, assignments of rent, promissory notes, collateral agency and servicing agreements, mortgage releases, operating agreements, offering memoranda, private placement memoranda, and reinvestment forms.

If you are an investor-lender and/or equity investor, submitting only an EquityBuild lender statement of account to support a claim may not be sufficient without additional documentation. You must also provide documentation such as bank records to show withdrawals, transfers, and deposits of funds, to the extent available.

If you are an institutional lender, you must also submit copies of all loan applications, appraisals, underwriting files, loan documents, closing statements, wiring instructions, title commitments, and title insurance policies. To the extent that you previously submitted these documents to the Receiver or his counsel electronically, you do not have to re-submit those documents through the Axos Claims Portal, but you must submit through the Axos Claims Portal a list of each previously submitted document and the date and manner in which you submitted it (for example, “Attachment to email sent 9/1/2018 to EquityBuildReceiver@rdaplawn.net by [identify sender]”). Any documents that you provided to the Receiver only in hard copy form must be re-submitted to the Axos Claims Portal as provided in this Section 9

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTION 10.

SECTION 10
Representations
(TO BE COMPLETED BY ALL CLAIMANTS)

By signing and submitting this proof of claim, all claimants make the following representations:

- a) Claimant/creditor acknowledges and agrees that by submitting this proof of claim, claimant/creditor subjects his/her/its claim to the jurisdiction of the United States District Court for the Northern District of Illinois, Eastern Division, which is administering the Receivership Estate (“Receivership Court”). Claimant/creditor further agrees that his/her/its claim shall be adjudicated, determined, and paid as ordered by the Receivership Court. Claimant/creditor further consents to, and understands that the Receivership Court will determine, (i) his/her/its right to any money from the Receivership Estate, if any is available; (ii) the priority of his/her/its claim; (iii) the scheduling and allocation of any assets to be distributed; and (iv) all objections and disputes regarding the allowance of his/her/its claim by the Receiver, which shall be submitted to and subject to review by the Receivership Court for a final ruling without a jury.
- b) The undersigned represents that he or she possesses the authority to sign this proof of claim on behalf of the person(s) or entit(ies) for whom this proof of claim is submitted.
- c) Claimant/creditor represents that claimant/creditor has not sold, assigned, transferred, or in any way conveyed any interest in his/her/its claim against the Receivership Estate. From the date of this form, claimant/creditor agrees not to sell, convey, assign, or transfer any interest in his/her/its claim against the Receivership Estate prior to the date(s) of distribution. In the event that his/her/its interest is transferred prior to the date of any distribution, except by operation of law, claimant/creditor agrees that such transfer or assignment shall be null and void and unenforceable by any successor third party.
- d) Claimant/creditor hereby affirms and attests, under penalty of perjury, that all of the information set forth herein and submitted to the Receiver in connection with this proof of claim is truthful, accurate, complete, and presented in a manner so as to not be misleading, to the best of claimant’s/creditor’s knowledge and belief. Claimant/creditor further affirms and attests, under penalty of perjury, that all documentation submitted in connection with this proof of claim is genuine, authentic, accurate, and complete, to the best of claimant’s/creditor’s knowledge and belief.

I declare under penalty of perjury under the laws of the United States of America that all of the statements made in this Proof of Claim are true and correct.

Claimant Name(s)

Authorized Signature (Proof of Claim is invalid unless signed)

Print Name

Date

Second claimant representation

I declare under penalty of perjury under the laws of the United States of America that all of the statements made in this Proof of Claim are true and correct.

Second Claimant Name(s)

Authorized Signature (Proof of claim not valid unless signed)

Print Name

Date

YOU SHOULD RETAIN THE CONFIRMATION EMAIL YOU RECEIVE ALONG WITH YOUR REFERENCE NUMBER AND THE ORIGINALS OF ALL SUPPORTING DOCUMENTATION SUBMITTED HEREWITH. YOU SHOULD RETAIN YOUR CONFIRMATION EMAIL AND REFERENCE NUMBER TO BE USED IN THE EVENT YOUR CLAIM IS NOT RECEIVED.