FORM B10 (Official Form 10) (4/98)

USE C, Illinois Northern (4/1/98)

*FILE ORIGINAL FOR CHAPTERS 7 and 11, IN DUPLICATE FOR CHAPTER 13, FOR DATE-STAMPED COPY, SEE #9 BELOW

United States Bankruptcy Court
Northern District of Illinois, Eastern **Division**

☐ CH 7 ☐ CH 13 ☒ CH 11
PLEASE CHECK CHAPTER

Name of Debtor	Case Number
Conseco, Inc et al	02-B-49672

PROOF OF CLAIM

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case A "request" for payment of an administrative expense may be filed pursuant to 11 U S C § 503

File Claim Form With
United States Bankruptcy Court
P O Box A3613
Chicago, Illinois 60690-3612

Creditor # _____

THIS SPACE IS FOR COURT USE ONLY

Name of Creditor (The person or other entity to whom the debtor owes money or property)
Joel R Merriam

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars

Name and Address Where Notices Should be Sent
332 Minnesota Street
Suite 600
Saint Paul, MN 55101

☐ Check box if you have never received any notices from the bankruptcy court in this case

☐ Check box if the address differs from the address on the envelope sent to you by the court

Telephone No 1 800 423 9527

Account or other number by which creditor identifies debtor

Check here if this claim
☐ amends ☐ replaces a previously filed claim dated _____

1 BASIS FOR CLAIM

☐ Goods sold
☐ Money loaned
☐ Taxes
☐ Retiree benefits as defined in 11 U S C § 1114 (a)
☐ Services performed
☐ Personal injury/wrongful death
☑ Other (See Attached)
☐ Wages salaries and compensation (Fill out below)
Your social security number _____
Unpaid compensation for services performed
from _____ (date) to _____ (date)

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT DATE OBTAINED

4 Total Amount of Claim at Time Case Filed $ Unknown
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below
☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach itemized statement of all interest or additional charges

FILED
AUG 2 9 2003
BMC

5 Secured claim
☐ Check this box if your claim is secured by collateral (including a right of setoff)

Brief Description of Collateral
☐ Real Estate
☐ Motor Vehicle
☐ Other _____

Value of collateral $_____

Amount of arrearage and other charges at time case filed included in secured claim above if any $ _____

6 Unsecured Priority Claim
☐ Check this box if you have an unsecured priority claim
Amount entitled to priority $ _____
Specify the priority of the claim
☐ Wages, salaries or commissions (up to $4 300) *earned within 90 days before filing of the bankruptcy petition or cessation of the debtor s business whichever is earlier 11 U S C § 507(a)(3)
☐ Contributions to an employee benefit plan 11 U S C § 507(a)(4)
☐ Up to $1 950* of deposits toward purchase lease or rental of property or services for personal family, or household use 11 U S C § 507(a)(6)
☐ Alimony maintenance or support owed to a spouse former spouse, or child 11 U S C § 507(a)(7)
☐ Taxes or penalties owed to governmental units11 U S C § 507(a)(8)
☐ Other—Specify applic able paragraph of 11 U S C § 507(a)_____
*Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

8 SUPPORTING DOCUMENTS *Attach copies of supporting documents*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available explain If the documents are voluminous attach a summary ANY ATTACHMENT MUST BE 8-1/2" BY 11"

9 DATE-STAMPED COPY To receive an acknowledgment of the filing of your claim enclose a stamped self-addressed envelope and an additional copy of this proof of claim

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Date	Sign and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
June 30, 2003	Joel R Merriam Asst Vice President

Penalty for presenting fraudulent claim Fine of up to $500 000 or imprisonment for up to 5 years, or both 18 U S C

Conseco Finance Corp Claim
49675003692

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re·	)	**Chapter 11**
	)	
Conseco, Inc , et al ,[1]	)	
	)	**Case No. 02 B49672**
Debtors.	)	**Honorable Carol A Doyle**
	)	**(Jointly Administered)**
	)	

PROOF OF CLAIM OF JOEL R MERRIAM

1 The above-captioned debtors and debtors-in-possession (the "Debtors") are filing this proof of claim (the "Proof of Claim") on behalf of Joel R Merriam, an individual claimant (the "Claimant"), against each of the Debtors listed on Exhibit A attached hereto and made a part hereof (each a "Debtor" and collectively the "Debtors"), pursuant to Fed R Bankr P 3004

2 The claims and requests for payment of Claimant referred to herein are collectively the "Claims "

3 Claimant expressly reserves the right to amend, modify and/or supplement this Claim at any time for whatever reason including, without limitation, for the purpose of filing additional claims and/or to specify the amount of Claimant's contingent, unmatured and/or unliquidated claims, if any, as they become non-contingent, matured and/or liquidated By virtue

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1 The Debtors are the following entities (i) Conseco, Inc , CIHC, Incorporated, CTIHC, Inc , Partners Health Group, Inc , (collectively the "Reorganizing Debtors"), (ii) Conseco Finance Corp and Conseco Finance Servicing Corp (the "CFC Initial Debtors" and together with the Reorganizing Debtors, the "Initial Debtors"), (iii) Conseco Finance Corp - Alabama, Conseco Finance Credit Corp , Conseco Finance Consumer Discount Company, Conseco Finance Canada Holding Company, Conseco Finance Canada Company, Conseco Finance Loan Company, Rice Park Properties Corporation, Landmark Manufactured Housing, Inc , Conseco Finance Net Interest Margin Finance Corp I, Conseco Finance Net Interest Margin Finance Corp II, Green Tree Finance Corp - Two, Conseco Agency of Nevada, Inc , Conseco Agency of New York, Inc , Green Tree Floorplan Funding Corp , Conseco Agency, Inc Conseco Agency of Alabama, Inc , Conseco Agency of Kentucky, Inc , and Crum-Reed General Agency, Inc (collectively, the "CFC Subsidiary Debtors"), Green Tree Residual Finance Corp I, and Green Tree Finance Corp -5 (the "New Debtors '), together with the CFC Initial Debtors and the CFC Subsidiary Debtors, the "Finance Company Debtors")

of the filing this Proof of Claim, Claimant does not waive, and hereby expressly reserves, Claimant's rights to pursue claims and requests for payment (including, but not limited to, the Claims) against any of the Debtors based upon alternative legal theories

4 By virtue of filing this Proof of Claim, Claimant does not, and the Proof of Claim shall not be deemed to, consent to the jurisdiction of this Court Claimant does not waive his or her right to dispute the jurisdiction of this Court to hear any proceeding, motion or other matter related to the Proof of Claim or any of his or her other rights apart from the Proof of Claim

5 Except to the extent stated otherwise below, the Debtors were, on December 17, 2002 (the "Petition Date"), and still are, indebted and liable to the Claimant for the payment of certain contingent, undetermined or unliquidated amounts as described herein

INDEMNIFICATION

6 The Debtors are indebted and obligated to Claimant in a contingent, undetermined and unliquidated amount, except as otherwise set forth herein, with respect to any and all rights and entitlements that Claimant has or may have to indemnification, contribution, reimbursement or other payments (*e g*, including, without limitation, damages, costs and expenses, including reasonable attorneys' fees and expenses, related thereto) from Debtors based upon applicable law, each Debtor's Certificate of Incorporation, each Debtor's by-laws, sections 23-1-37-1 to 23-1-37-15 of Indiana Revised Statutes and any of the applicable statutes, or regulation or other pertinent provision, any contract, or otherwise, arising in respect of or by reason of (a) the fact that the Claimant is or was an officer of any Debtor, or is or was serving at the request of any Debtor as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, body or organization or is or was serving at the request of any Debtor in a fiduciary, managerial or administrative capacity for that Debtor or

any other corporation, partnership, joint venture, trust or other enterprise, body or organization, (b) claims, cross-claims and/or counterclaims brought against Claimant by including, but not limited to the Official Committee of Holding Company Unsecured Creditors, the Official Committee of Finance Company Unsecured Creditors, the Official Committee for Trust Originated Preferred Security Holders, the Ad Hoc Committee of Security Holders, any creditor or any other party-in-interest, under any legal or factual theory, including, without limitation, avoidance actions brought pursuant to sections 554, 547, 548, 549 and 553 of the Bankruptcy Code, and/or (c) claims brought against Claimant in connection with Claimant serving in a fiduciary, managerial or administrative capacity with any Debtor or any corporation, partnership, joint venture, trust, or other enterprise, body or organization at the request of any Debtor

GENERAL PROVISIONS APPLICABLE TO ALL CLAIMS

7 To the extent that any Debtor asserts claims against Claimant of any kind, Claimant reserves the right to assert that such claims by that Debtor are subject to rights of setoff and/or recoupment (the "Setoff Rights"), which rights are treated as secured claims under the United States Bankruptcy Code, 11 USC § 101 et seq (the "Bankruptcy Code")

8 To the extent that any of the Claims set forth herein, in whole or in part, or any component thereof, arise or relate in any manner to the period on or after the Petition Date, Claimant asserts that such Claims (or any portions thereof) are entitled to priority pursuant to sections 503 and 507 of the Bankruptcy Code This document should also be treated as a request for payment pursuant to section 503 of the Bankruptcy Code

9 The Claims described in the preceding paragraphs are filed only to preserve any and all rights and entitlements Claimant may have, as asserted herein, and nothing set forth herein should be construed as an admission that any valid claims or causes of action exist against Claimant or any Debtor

10 Solely to the extent that the value, within the meaning of 11 U S C § 506(a), of any property securing the Claims and/or the Setoff Rights, if any, is less than the allowed amount of the Claims, the Claims may be treated, in part, as general unsecured claims under the Bankruptcy Code, and in such event, and solely to such extent, the Claims asserted herein or the relevant part hereof, as the case may be, shall constitute unsecured claims and this Proof of Claim shall constitute a Proof of Claim for both the secured portion of Claimant's Claims and for any such unsecured portion of Claimant's Claims The foregoing shall not be deemed an admission regarding the amount of the Claims nor regarding the value of any property securing the claims or the Setoff Rights

11 Except as expressly described above, no judgment has been rendered on the Claims

12 All notices and distributions with respect to this Claim should be sent to

Joel R Merriam
Conseco Finance Corp
300 Landmark Towers
345 St Peter Road
Saint Paul, MN 55102

with a copy to

Roger J Higgins, Esq
Kirkland & Ellis
200 East Randolph Drive
Chicago, IL 60601
(312) 861-2000

Chicago, Illinois
Dated _____ ___, 2003

Respectfully submitted,

KIRKLAND & ELLIS

James H M Sprayregen, P C (ARDC No 6190206)
Anne Marrs Huber (ARDC No 6226828)
Anup Sathy (ARDC No 6230191)
Roger J Higgins (ARDC No 6257915)
Dryden J Liddle (admitted pro hac vice)
Kirkland & Ellis
200 East Randolph Drive
Chicago, IL 60601-6636
(312) 861-2000 (telephone)
(312) 861-2200 (facsimile)

Counsel for the Debtors and Debtors-In-Possession

Exhibit A

List of Debtors and Filing Dates

Debtor	Filing Date
Conseco Finance Corp 1100 Landmark Towers 345 St Peter Street Saint Paul, MN 55102-1639	12/17/02