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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

In re:	§	**Case No. 09-37010**
	§	
ERICKSON RETIREMENT COMMUNITIES, LLC, *et al.*,	§	**Chapter 11**
	§	
	§	**Jointly Administered**
Debtors.	§	

JOINDER OF M&T BANK, IN ITS CAPACITY AS COLLATERAL AND ADMINISTRATIVE AGENT, TO THE JOINT MOTION TO ESTABLISH PROTOCOLS UNDER FEDERAL RULES OF BANKRUPTCY PROCEDURE 3001 AND 2019 FOR PROOFS OF CLAIM

Manufacturers and Traders Trust Company, a/k/a M&T Bank ("M&T"), in its capacity as collateral and administrative agent (the "Administrative Agent") under the Building Loan Agreement (as defined below), hereby joins the Joint Motion to Establish Protocols Under Federal Rules of Bankruptcy Procedure 3001 and 2019 for Proofs of Claim (the "Motion") [Docket No. 767], filed by PNC Bank, National Association ("PNC"), Bank of America, N.A. ("Bank of America"), and Capmark Finance, Inc. ("Capmark," collectively with PNC and Bank of America, the "Movants").

BACKGROUND

I. Case Background

1. On October 19, 2009, Erickson Retirement Communities, LLC ("ERC") and certain related entities (collectively with ERC, the "Debtors") filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the "Code"), 11 U.S.C. § 101, *et seq.* The Debtors' cases are being administered jointly.

2. The Debtors remain in possession of their properties and continue to manage their businesses as debtors in possession pursuant to Code §§ 1107 and 1108.

3. On December 30, 2009, the Debtors filed their First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the "Plan") and the accompanying Disclosure Statement.

4. As set forth in the Plan and the "Definitive Agreement" (as defined in the Plan), the Debtors propose to sell substantially all of their assets to certain affiliated entities of Redwood-ERC Senior Living Holdings, LLC.

II. The Motion

5. On January 28, 2010, the Movants, in their capacities as administrative agents under the relevant governing documents, filed the Motion to establish protocols for filing proofs of claim in the Debtors' cases. Among other things, the Movants requested permission to file claims on behalf of all the lenders in their respective syndicated lending groups and submit documents evidencing perfection to the claims agent in electronic form.

JOINDER

6. The Administrative Agent hereby joins in the Motion and asserts that the relief requested therein is appropriate under the circumstances and would comply with applicable law.

7. The Administrative Agent, like the Movants under their relevant governing documents, is the Administrative Agent under the Building Loan Agreement dated July 31, 2008 (the "Building Loan Agreement") among Erickson Construction, LLC, Senior Campus Services, LLC, Senior Campus Care, LLC, and SCL Realty, LLC, as borrowers, ERC, as guarantor, M&T, as Administrative Agent and lender, and Wilmington Trust FSB ("Wilmington Trust," and together with M&T, the "M&T/Wilmington Lenders"), as lender.

8. Due to the similarity of its role under the Building and Loan Agreement to those of the Movants under their respective governing documents, and the voluminous nature of the documents supporting the claims of the M&T/Wilmington Lenders, the Administrative Agent submits that the relief requested in the Motion is appropriate for itself in addition to the Movants.

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CONCLUSION

Based upon the foregoing, the Administrative Agent respectfully requests that the Court grant the Motion and that the relief requested therein extend permissively to the Administrative Agent in addition to the Movants, and requests such other and further relief as the Court deems just and proper.

Dated: February 3, 2010
Dallas, Texas

GARDERE WYNNE SEWELL LLP

By: */s/ Deirdre B. Ruckman*

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