

UNITED STATES BANKRUPTCY COURT Northern District of Texas (Dallas Division)

PROOF OF CLAIM

Name of Debtor: Erickson Retirement Communities, LLC

Case Number: 09-37010

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.

Name of Creditor (the person or other entity to whom the debtor owes money or property):

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent:

20835747001994
SAWYER, MARK A
613 ORPINGTON ROAD
BALTIMORE, MD 21229

YOUR CLAIM IS SCHEDULED AS:
Schedule/Claim ID: s2582
AMOUNT/CLASSIFICATION
\$57,560.90 UNSECURED

Court Claim Number: 123
(If known)

Filed on: 12-14-2009

FILED

JAN 04 2010

TAWANA C. MARSHALL, CLERK
U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

Name and address where payment should be sent (if different from above):

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

Telephone number:

Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 62,497.59

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.

Specify the priority of the claim.

Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).

Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).

Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

Other - Specify applicable paragraph of 11 U.S.C. §507 (a)().

Amount entitled to priority:

\$ _____

*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

2. Basis for Claim: UNPAID GPP EQUITY UNITS
(See instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: 2727

3a. Debtor may have scheduled account as: _____
(See instruction #3a on reverse side.)

4. Secured Claim (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Other

Describe: Value of Property: \$ _____ Annual Interest Rate _____ %

Amount of arrearage and other charges as of time case filed included in secured claim,

if any: \$ _____ Basis for perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

RECEIVED

JAN 12 2010

BMC GROUP

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

Date: 12-30-09

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

[Handwritten Signature]

FOR COURT USE ONLY

Erickson Ret. Comm. LLC



00436

Exhibit A

Supporting documentation/calculation for Proof of Claim for GPP Employment Benefit Plan

Name of Debtor: Erickson Retirement Communities, LLC et al.

Case Number: 09-37010-11

Name of Creditor: Mark A. Sawyer

Address: 613 Orpington Road, Baltimore, Maryland 21229

Exhibits referenced in this documentation:

Exhibit B: GPP document showing payout conditions

Exhibit C: GPP document showing principal dollar amount owed from GPP Old Plan

Exhibit D: GPP document showing principal dollar amount owed from GPP New Plan

Per GPP document (Exhibit B), Article VI, Paragraph 6.1.c spells out the payout of the Old GPP units to be in four installments to be paid on or before June 30 of each year with 9% annual accrued interest included at each payout based on a fixed valuation stated in Paragraph 6.1.e. Exhibit C shows the principal dollar amount owed from the GPP Old Plan based on one installment (ie, the fourth installment which was due in 2009) that was not paid out as scheduled.

For New Plan GPP units, the valuation of the units is published yearly (Exhibit D).

Calculation:

New GPP Plan: Calculation is shown on Exhibit D as a total of: \$15,500

Old GPP plan: Fourth installment: principal amount as shown on Exhibit C as installment of: \$42,060.90

Subtotal of Principal Amount from New Plan and Old Plan: \$57,560.90

Accrued Interest to final installment of Old Plan GPP:

(9% interest per annum) x ((476 days of accrued interest) / (365 calendar days per year)) = Effective Interest Rate

9% x (476 / 365) = .11737

Where 476 days is calculated from prior third installment date of June 30, 2008 up until the bankruptcy filing date of October 19, 2009.

(Effective interest rate) x (Principal Amount of old GPP installment) = Accrued Interest Owed

.11737 x \$42,060.90 = \$4,936.69

(Subtotal of Principal from Old and New Plan) + (Accrued Interest Owed) = Total GPP owed

\$57,560.90 + \$4,936.69 = \$62,497.59



June 15, 2007
Mark A Sawyer
CARR

Dear Mark,

As you are aware, the Growth Participation Plan (GPP) has undergone significant changes over the past year. We have now completed all of the necessary updates to the Plan document and collateral materials, and we are able to provide information on your personal position in the plan.

New Plan Information:

As we announced last year, we have converted the GPP from a long-term deferred compensation plan to a more current annual profit sharing arrangement. To that end, we enclose the amended GPP Plan Document along with an overview of the changes made to the plan and your grant of units. These changes are consistent with the communication received last year.

As an existing participant in the original Plan structure, you are eligible to receive the total New Participation Unit grant associated with your position in the new Plan. The total unit grant is 200 units. This grant will be issued in four installments of 50 units each over a four year period. The installments are similar to "rolling" options, and each will have a four year growth cycle. Any value that has accumulated over the four years for the installment will be paid per the terms of the restated Plan document.

The first installment of your grant of the New Participation Units was issued in 2006 and is deemed to have increased in value \$100 per New Participation Unit.

Additionally, due to your promotion in 2006, you are now eligible for an additional unit grant of 200 units. This grant will also be issued in four installments, with each equal to 50 units. The installments may accumulate value over a four year growth cycle as stated above. The first installment for your promotion is issued in 2007.

The grant issuances are evidenced by this letter. We will not be issuing separate certificates.

Original Plan Balance:

In addition to new grants under the amended plan, we are in the second year of paying out your balance accrued under the original GPP through December 31, 2005. As was discussed at the annual meeting, we are a growth company and continue to utilize our capital to start new campuses (Tall Grass Creek in Kansas City and Ashby Ponds in Virginia) in addition to supporting existing communities. We are completing the refinancing of our capital in multiple campuses and will be positioned to both fund the second installment by the end of July as well as starting our 20th community, Hickory Chase, in Ohio this fall.

Mark Sawyer
Page 2

Your balance in the original plan was fixed in 2006, with one quarter paid last year. The remaining balance is earning 9% and the second payment is targeted to be paid by the end of July. Your balance is \$126,182.70 and the targeted 2007 installment, plus interest, is \$42,060.90. If you are not yet vested, the installment will be directed to the account at PenCal. As a reminder, the original Plan vesting remains at 5 years of service.

We will update you on this schedule as we progress through the summer. Thanks for all your support and commitment.

If you have any other questions regarding the GPP, please contact your Human Resources Department.

Sincerely,

The Plan Administrators



Dear Mark A Sawyer:

As you are now aware, big changes are ahead for the Growth Participation Plan (GPP). As we prepare for the new vision of the Plan, we prepare for the payout of the existing unit grant values.

With the establishment of the new unit value of \$1201.74, your total unit grant(s) is now worth \$168243.6. As announced, we will begin to pay out your unit grant in the existing plan over a four year period starting on May 18. The initial installment on your payout is \$42060.9. The remaining unit grant will earn interest at a rate of 9% until the final installment, scheduled to be paid in 2009.

As a vested employee, the payout will be sent to you as ordinary payroll checks are. One difference is that this will be a live check, even if your regular paycheck is normally deposited directly with your bank.

If you have any questions about your vesting date or the value of your unit grant, please contact your Human Resources department.

All funds paid out of the GPP are paid as ordinary earnings and will be taxed accordingly. We will be providing financial planning resources to help you plan how to invest the proceeds of the GPP. We will forward additional information in the coming weeks. Please remember that you have an hour of time with a financial advisor available through the Employee Help Line. Just call 1-888-300-0431 to arrange an appointment.

If you have any other questions regarding the GPP, please contact your Human Resources Department.

Sincerely,

The Plan Administrators



August, 2008

Mark Sawyer
613 Orpington Rd
Baltimore, MD 21229-2128

Re: Erickson Growth Participation Plan

We are pleased to provide this informational packet summarizing your units held in the Erickson GPP as of August 2008. The information below summarizes units granted to you since 2006. Units being granted in 2008 have been pro-rated for those who became newly eligible or received an increased Unit Level during 2007. Updated values are announced annually to those who remain eligible participants.

Please retain this statement with your important personal documents as a record of your account.

2008 GPP Statement

Units Granted In	Total Unit Level	Annual Unit Grant	Grant Value	Current Value	Estimated to Mature and be paid in
2006	200	50	\$170	\$8,500.00	2010
2007	400	100	\$ 70	\$7,000.00	2011
2008	400	100	\$ 0	\$0.00	2012
Total				\$15,500.00	

Please note that participants in the GPP prior to 12/31/2005 will receive the final annual payment in 2009. Future GPP informational events will be held later this year. In the meantime, if you have any questions about your GPP account, please contact Mary Ann Lambrechts, 443-883-4829 (600-4829) or at maryann.lambrechts@erickson.com.



John C. Erickson
Chairman and CEO

November 13, 1998

Mark A. Sawyer
Director Architectural Design

Dear Mark:

In the last 15 years, Senior Campus Living has grown from a small company that converted an abandoned college on a hillside in Baltimore to what initially was just a modest-sized retirement community, to our current position as the nation's leading provider of housing and services for the middle income elderly. In just the last two months we have launched two new campuses -- Brooksby Village in Peabody, Mass., and Riderwood Village in Silver Spring; and we are welcoming our first residents to Greenspring Village in Springfield, Va., and Seabrook Village in Tinton Falls, N.J. This growth is only possible because of the solid foundation of our success in pioneering and delivering the right product and services for the aging needs of middle America.

At the Annual Meeting this year, I spoke with you about doing more and doing better. The growth opportunities are clearly ours for the taking, limited only by our personal drive for excellence as we reach out with new communities to serve more seniors. Since you share my vision to accomplish our mission, I have decided to share with you the rewards of this effort and am currently placing 50% of the future growth of the company to be distributed to our Executive Group and the Management Team responsible for achieving our future successes. I am pleased to be able to grant you shares in the new Senior Campus Living Holdings, L.L.C., Growth Participation Plan. The details of the Plan and the rights and restrictions you have as a participant in the Plan are detailed in the Plan document. Once you have read them, I hope you will agree that participation in this Plan provides a great opportunity for you and your family in the years ahead.

Over the last 15 years, the company has achieved significant financial growth. With your commitment and help, we could double, triple, or quadruple these values over the next five or ten years. To accomplish this goal, we will have to be very good at doing more and doing better. Thank you for your past contribution. I look forward to sharing the future with each of you.

Sincerely,

John C. Erickson
Chairman

Senior Campus Living Holdings, L.L.C.

Growth Participation Plan

Certificate For

200 Units

In The Growth Participation Plan Of

Senior Campus Living Holdings, L.L.C.

Granted To


Mark Sawyer

This certificate represents your right to the amount of Equity Units indicated above under the Senior Campus Living Holdings, L.L.C. Growth Participation Plan (the Plan).

The designated holder of these Equity Units is entitled to all the rights, opportunities, values, and benefits of future financial growth of the Company as specified in the Plan.

These Equity Units are granted in consideration of the holder's future contributions to corporate strategies and the holder's productive delivery of services that form the foundation of the Company's growth.

These Equity Units may be transferred and redeemed only in accordance with the Plan and are otherwise fully subject to the provisions of the Plan.


John C. Erickson
Chairman

Date 5/10/99

Earnings Statement

Erickson Retirement Communities, LLC
701 Maiden Choice Lane
Baltimore, MD 21228

Page 001 of 001
Period Ending: 10/03/2009
Advice Date: 10/09/2009
Advice Number: 0000484651
Batch Number: 000000002920

Exemptions Addl Amt Addl %
Fed: Married-09
MD: Not app-02

MARK A. SAWYER
613 Orpington Road
Baltimore, MD 21229

Earnings	Rate	Hours	This Period	Year-to-Date
Severance Wa	53.0460	0.00	4243.68	25462.08
Holiday	0.0000	0.00	0.00	1273.11
Regular Pay	0.0000	0.00	0.00	55592.21
PTO	0.0000	0.00	0.00	29199.69

Deductions	This Period	Year-to-Date
*Medical	198.83	4175.43
*Dental	13.08	641.67
*401(k)	0.00	1697.44
Spouse Life	1.29	24.51
Savings Bond	50.00	1050.00
Optional Life	0.00	432.90
Optional Life Chi	0.00	44.98

Gross Pay	0.00	4243.68	111527.09
Tot PROD	0.00	0.00	
Tot NON PROD	0.00	4243.68	

Total	263.20	8066.93
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Tax Deductions

Fed Withholdng	307.65	11770.51
Fed MED/EE	58.46	1547.29
Fed OASDI/EE	249.97	6616.02
MD Withholdng	281.86	7342.60

*Excluded from Federal Taxable Wages
** Imputed Income - Group Term Life

Leave Summary	Balance
PTO	0.00
ELB	441.83

Message

Direct Deposit Summary

Trans Type	Account	Amount
Deposit Che	XXX4372	3,082.54
Net Check		0.00

(G) (a)	897.94	27276.42
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Net Pay	3082.54	76183.74
Fed Taxable Wages	4031.77	105012.55

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VERIFY DOCUMENT AUTHENTICITY - COLORED AREA MUST CHANGE IN TONE GRADUALLY AND EVENLY FROM DARK AT TOP TO LIGHTER AT BOTTOM

Erickson Retirement Communities, LLC
701 Maiden Choice Lane
Baltimore, MD 21228

Advice Number: 0000484651

Advice Date: 10/09/2009

Deposited to the account of	Account Number	Transit ABA	Amount
MARK A. SAWYER	Checking XXX4372	52073018	3082.54

THIS IS NOT A CHECK
NON-NEGOTIABLE