

B-10 (Official Form 10) (12/08)

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): AXIOM CORPORATION (QUINETIX)
Name and address where notices should be sent: C.B. BLACKARD, III, AXIOM CORPORATION, 301 EAST DAVE WARD DR., CONWAY, AR
Telephone number: 501-342-1955 72032-7114

Check this box to indicate that this claim amends a previously filed claim.
Court Claim Number: (if known)
Filed on:

Name and address where payment should be sent (if different from above): AXIOM CORPORATION, 4057 COLLECTIONS CENTER DRIVE, CHICAGO, IL 60693
Telephone number: 501-342-5911

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

J. Amount of Claim as of Date Case Filed: \$72,598.99
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.

2. Basis for Claim: SEE ATTACHED (See instruction #2 on reverse side.)

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

3. Last four digits of any number by which creditor identifies debtor: D58962
3a. Debtor may have scheduled account as: QUINETIX (See instruction #3a on reverse side.)

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).

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: \$

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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).

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

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

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.)

Amount entitled to priority: \$

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

\*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.

If the documents are not available, please explain:

Date: 1-22-10 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.
C.B. BLACKARD, III, CORPORATE COUNSEL

FOR COURT USE ONLY
Erickson Ret. Comm. LLC
00607

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



## ERC Analytics and Modeling Support

Statement of Work

8/20/08

**Erickson<sup>®</sup>**

# ERC Analytics and Modeling Support

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## Overview

As part of Erickson Retirement Communities' ongoing efforts to improve precision marketing ROI, assess potential market opportunity, and advance fact-based decisioning, Quinetix proposes to provide dedicated analytics and modeling support to ERC in-house marketing, strategy and development teams.

Building on the predictive marketing models and market forecasting tools developed with ERC to date, Quinetix will continue ongoing development of analytic tools to drive implementation of existing models, execution of direct marketing response analysis to build sophisticated, regionalized prospecting models, and efforts to build a more comprehensive absorption model and other market assessment tools.

Quinetix will continue project planning and prioritization based on work plans to be developed in conjunction with ERC direct marketing and strategy teams. Work-to-date has focused on the areas below. Detailed project recommendations are outlined on page 2:

### Business Focus Areas: Quinetix Analytic & Modeling Support

<b>Current Model Application</b>	<ul style="list-style-type: none"><li>• Implementation within ERC Workflow</li><li>• Model Scoring and DM Use</li><li>• Prospect Database Support</li></ul>
<b>Precision DM Support</b>	<ul style="list-style-type: none"><li>• Analytic Dataset Management</li><li>• Model Scoring</li><li>• Monthly Marketing File Prep</li><li>• Campaign Response / DM Contribution Analysis</li><li>• Data Purchase Support</li><li>• Contact/Continuity Enhancement</li><li>• Response Model Development</li><li>• Monthly ad-hoc marketing/analytical support</li></ul>
<b>ERC Market Forecasting</b>	<ul style="list-style-type: none"><li>• Market Assessment</li><li>• Metric Refinement / MSA Scoring Calculator</li><li>• Integration of Exogenous Variables into Refined Models</li><li>• ERC Research Analytic Support</li></ul>

# ERC Analytics and Modeling Support

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## Scope of Work

Based on projects completed to-date and discussions with ERC leadership, Quinetix would expect initial work with ERC to comprise three broad areas:

- *Direct Marketing Support and Analysis*
- *Enterprise/Absorption Modeling / Market Assessment Tools*
- *Ad Hoc Analytic and Modeling Support*

Quinetix will maintain weekly project plans and status and prioritization meetings with ERC. ERC will direct project priorities.

## Services Provided

### 1. Direct Marketing Support and Analysis

- Direct Marketing testing and analysis (site-specific)
  - *Top Nodes/Business Assumptions (renters, income, distance) Cells*
  - *Control Design and Confidence Testing*
  - *Contact Frequency Analysis*
  - *Creative/Messaging Campaign assessment*
  - *Other ERC-directed initiatives*
- Work closely with internal ERC teams to perform backend analysis for all DM programs and expand systematic test and control environment
- Campaign Tracking Database Implementation (launched May 08)
  - *Periodic and annual Enterprise-wide campaign assessments*
- Ongoing response analysis for next-generation model development
- Sensitivity testing for campaign quantity determination
- ERC Flagship Campaign support and model scoring (multiple sites)
- Campaign ROI and cost of acquisition assessment
- Prospect list purchase analysis and support
- Comprehensive DM support (mail file setup / model-driven continuity)

### 2. Enterprise Modeling and Market Assessment Tools

- Establish series of predictive models to optimize site absorption rates based on various regional drivers and site development stages
- Sales-stage specific modeling (*i.e., Targeted Chicago Event and Non-Depositor Event Models*)
- Cluster-based Customer Segmentation and application across House and Bought Lists
- Development of scoring metrics for prospect market assessment

### 3. Ad Hoc Analytic and Modeling Support

- Expanded Challenged markets analysis
- Tribune Migration / Acquisition List marketing analysis
- Prospect Modeling and Scoring – Renaissance Gardens
- Resident/Prospect Segmentation and ERC Research Support
- Ongoing lead qualification analysis
- Real Estate/Pricing Model assessment

# ERC Analytics and Modeling Support

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## Engagement and Compensation


Quinetix will assign a dedicated ERC modeling team and client strategist to support ongoing ERC analytics. All work to be based on ERC-approved Project Plan. Quinetix will invoice Erickson on a monthly basis with projects reconciled to individual communities where applicable. For successful completion of services in Scope of Work, Erickson will compensate Quinetix on a net 30 basis as follows:

Direct Marketing and Enterprise Modeling ( <i>est. 140 hours/month</i> )	\$24,000
Ad Hoc Analytic and Modeling Support ( <i>est. 50 hours/month</i> )	<u>\$8,500</u>
Sub-Total	\$32,500
Less Discount for 18-month Contract	<u>15%</u>
Estimated Monthly Total	\$27,625

This engagement will have a term of 18 months. Erickson may terminate this engagement at any time at its discretion during this term upon 30-days prior written notice. Quinetix will provide Erickson with work completed and Erickson will compensate Quinetix through termination date. All terms of the Non-Disclosure Agreement executed by Quinetix and Erickson remain in effect.

## Work Authorization

Erickson Retirement Communities



BY

Scott R. Erickson

PRINT

VP of Finance

TITLE

10/13/2008

DATE

Quinetix



BY

Rob DiCesere

PRINT

CEO

TITLE

10/13/08

DATE

# ERC Analytics and Modeling Support

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## Key Contacts

### Erickson Retirement Communities

**Scott Erickson**  
817 Maiden Choice Lane  
Suite 250  
Baltimore, MD 21228

T: (402) 402-2664

Scott.Erickson@erickson.com

### Mark Butler

817 Maiden Choice Lane  
Suite 250  
Baltimore, MD 21228

T: (402) 402-2070

F: (410) 402-2085

Mark.Butler@erickson.com

### Quinetix

**Paul Bennett**  
820 Bausch & Lomb Place  
8th Floor  
Rochester, NY 14604

T: (585) 399-8457

F: (555) 232-1342

pbennett@quinetix.com



# INVOICE

TO: D5896C

INV NO: M372406    DATE: 08/31/09

REMIT TO:

ATTN:  
ERICKSON RETIREMENT COMM  
MAIL STOP 101  
PO BOX 310  
LINTHICUM MD 21090

ACXIOM CORPORATION  
4057 COLLECTIONS CENTER DRIVE  
CHICAGO, IL 60693

CONTACT: DEE ANN SNEED  
PHONE: (501) 342-5911

REF: QUINETIX - AUGUST 2009  
CUSTOMER MODEL AND DIRECT MARKETING PO  
#10190140

----ACXIOM USE ONLY----  
CU 04443 FL 05723 TP P  
PRJ XG85 BU H53

ITEM	ITEM DESCRIPTION	QUANTITY	PRICE	AMOUNT
25028	CUSTOMER MODELING AND DIRECT MARKETING ANALYTICS SUPPORT PER "ERC ANALYTICS AND MARKETING SUPPORT PROPOSAL FOR SERVICES (2/13/08): \$24,000 LESS 15% DISCOUNT - (\$3,600) DATA PURCHASE: HL VARIABLE APPEND (38 VARIABLES) BATCH PROCESS \$1,000 DATA PURCHASE: HL DECEASED SUPPRESSION @ \$2,742.45 DATA PURCHASE: HL VARIABLE APPEND 8/20/09 @ \$6,891.07	1	31033.52 EA	31,033.52
	TOTAL INVOICE			\$31,033.52
----- TERMS ----- PAYMENT DUE UPON RECEIPT UNLESS OTHERWISE SPECIFIED IN CONTRACT -----				

Thank You For Your Business



# INVOICE

TO: D5896C

INV NO: M374155    DATE: 09/30/09

REMIT TO:

ATTN:  
ERICKSON RETIREMENT COMM  
MAIL STOP 101  
PO BOX 310  
LINTHICUM MD 21090

ACXIOM CORPORATION  
4057 COLLECTIONS CENTER DRIVE  
CHICAGO, IL 60693

CONTACT: DEE ANN SNEED  
PHONE: (501) 342-5911

REF: QUINETIX - SEPTEMBER 2009  
CUSTOMER MODEL AND DIRECT MARKETING PO  
#10190140

----ACXIOM USE ONLY----  
CU 04443 FL 05723 TP P  
PRJ XG85 BU H53

ITEM	ITEM DESCRIPTION	QUANTITY	PRICE	AMOUNT
25028	CUSTOMER MODELING AND DIRECT MARKETING ANALYTICS SUPPORT PER "ERC ANALYTICS AND MARKETING SUPPORT PROPOSAL FOR SERVICES (2/13/08): \$24,000 LESS 15% DISCOUNT - (\$3,600) AD HOC ANALYTIC SUPPORT: TRIBUNE RESPONSE ANALYSIS UPDATE - 10.5 HRS @ \$1,785.00 DATA PURCHASE: HL NCOA/CDI PREMIUM @ \$2,670.79 DATA PURCHASE: HHL VARIABLE APPEND (38 VARIABLES) BATCH PROCESS @ \$1,000.00 PO# 10190140	1	25855.79 EA	25,855.79
	TOTAL INVOICE			\$25,855.79
----- TERMS -----				
PAYMENT DUE UPON RECEIPT UNLESS OTHERWISE SPECIFIED IN CONTRACT				
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Thank You For Your Business





# INVOICE

TO: D5896C

INV NO: M376040 DATE: 10/31/09

REMIT TO:

ATTN:  
ERICKSON RETIREMENT COMM  
MAIL STOP 101  
PO BOX 310  
LINTHICUM MD 21090

ACXIOM CORPORATION  
4057 COLLECTIONS CENTER DRIVE  
CHICAGO, IL 60693

CONTACT: DEE ANN SNEED  
PHONE: (501) 342-5911

REF: QUINETIX - OCTOBER 2009  
CUSTOMER MODEL AND DIRECT MARKETING PO  
#10190140

----ACXIOM USE ONLY----  
CU 04443 FL 05723 TP P  
PRJ XG85 BU H53

ITEM	ITEM DESCRIPTION	QUANTITY	PRICE	AMOUNT
25028	CUSTOMER MODELING AND DIRECT MARKETING ANALYTICS SERVICES OCT-1-09 THRU OCT-19-09 PER SOW (2/13/08) \$14,709.68 DATA PURCHASE: HL VARIABLE APPEND (38 VARIABLES) BATCH PROCESS \$1,000	1	15709.68 EA	15,709.68
	TOTAL INVOICE			\$15,709.68

----- TERMS -----  
PAYMENT DUE UPON RECEIPT UNLESS  
OTHERWISE SPECIFIED IN CONTRACT  
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Thank You For Your Business



301 E. Dave Ward Drive  
P.O. Box 2000  
Conway, AR 72033-2000  
501.342.1000  
www.acxiom.com

January 22, 2010

VIA OVERNIGHT DELIVERY

BMC Group, Inc.  
Attn: Erickson Retirement Communities, LLC  
Claims Processing  
18750 Lake Drive East  
Chanhassen, MN 55317

Re: Erickson Retirement Communities, LLC, Chapter 11 Case no. 09-37010

Dear Sir or Madam:

Attached please find an original and 2 copies of a Proof of Claim of behalf of Acxiom Corporation / Quinetix in the above-referenced case. I also enclose a return envelope so that you may send to me a file-marked copy.

Thank you for your assistance.

Sincerely,

C. B. Blackard, III  
Corporate Counsel

Enclosure