
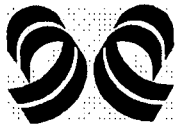


UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF TEXAS		PROOF OF CLAIM		<p style="font-size: 48px; opacity: 0.5;">COPY</p> <p>RECEIVED MAR 10 2010 BMC GROUP</p>								
		Case No.: 09-37023 SGJ										
Debtor(s): ERICKSON RETIREMENT COMMUNITIES LITTLETON CAMPUS		Case No.: 09-37010 SGJ										
Name of Creditor: Douglas County		Chapter : 11										
Please mail notices to: Douglas County Treasurer Attn. Stephanie Cook 100 Third Street Castle Rock, Colorado 80104 TEL.: 303.660.7455 FAX: 303.660.9022		<input type="checkbox"/> Check if you are aware that anyone else has filed a proof of claim relating to your proof of claim. <input type="checkbox"/> Check if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check if the address differs from the address on the envelope sent to you by the court										
Number by which creditor identifies debtor: R0464718		<input type="checkbox"/> replaces This claim <input checked="" type="checkbox"/> amends a previously filed claim, dated: 11.23.2009 <input type="checkbox"/> supplements		THIS SPACE IS FOR COURT USE ONLY								
1. BASIS FOR CLAIM:		AD VALOREM REAL PROPERTY TAXES										
2. DATE DEBT WAS INCURRED:		January 1, 2008 & January 1, 2009										
<i>Colorado Revised Statutes provide that tax liens arise at 12 noon on the assessment date for the current year C.R.S. 39-1-105</i>												
3. CLASSIFICATION OF CLAIM:		Secured Claim to extent of collateral value. Unsecured Priority Claim 11 U.S.C. 507(a)(8) to the extent of any shortfall in collateral value and or personal liability. Tax Lien created under 39-1-107 of the Colorado Revised Statutes.										
4. Total amount of Claim:		<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; border: 1px solid black; height: 20px;"></td> <td style="width: 25%; border: 1px solid black; text-align: center;">\$ 1,000,995.33</td> <td style="width: 25%; border: 1px solid black; height: 20px;"></td> <td style="width: 25%; border: 1px solid black; text-align: center;">\$ 1,000,995.33</td> </tr> <tr> <td style="text-align: center;">Unsecured</td> <td style="text-align: center;">secured</td> <td style="text-align: center;">Priority</td> <td style="text-align: center;">Total</td> </tr> </table>				\$ 1,000,995.33		\$ 1,000,995.33	Unsecured	secured	Priority	Total
	\$ 1,000,995.33		\$ 1,000,995.33									
Unsecured	secured	Priority	Total									
<input type="checkbox"/> Check this box if claim includes charges in addition to the principal amount of the claim Interest accrues at 12% per annum pursuant to Colorado Revised Statute 39-10-104.5 and 11U.S.C 506(b) 11 U.S.C 511												
5. Claim secured by: REAL PROPERTY		OTHER :										
Actual Value 2008: \$ 46,707,846 Actual Value 2009: \$ 79,757,250												
6. Credits and Setoffs: The amount of the payments on this claim has been credited and deducted for the purpose of making this claim												
7. Supporting Documents:		Attached										
Date : 1-Mar-10		FOR COURT USE ONLY Erickson Ret. Comm. LLC  01807										
Signature: Sharon K. Jones, Douglas County Treasurer												
Penalty for presenting fraudulent claim: Fine up to \$500,000 or imprisonment up to 5 years, or both 18 U.S.C 152 and 3571												



COPY

Douglas County Treasurer
Sharon K. Jones
100 Third Street
Castle Rock, CO 80104

PRE -PETITION REAL PROPERTY TAXES

The basis for the Douglas County Treasurer's Claim is stated in Article 1 through 13, Title 39, of the Colorado Revised Statutes (C.R.S.)

Chapter: 11

Case No.: 09-37023 SGJ

Property Account No.: R 0467185

Debtor(s):

- \$ 356,068.07 Real Property Taxes - Tax Year ending December 31, 2008
C.R.S. 39-1-107(1)
 - \$ 24,924.77 Accrued late Interest through date of petition C.R.S. 39-10-104.5
 - \$ 30.00 Fees - Advertising \$ 20.00 Recording \$ 6.00 Handling \$ 4.00
 - \$ 15,241.68 Investor Interest
 - \$ 604,730.82 Real Property Taxes- Tax Year ending December 31, 2009
C.R.S. 39-1-105 as allowed under 11 U.S.C. 502(c)
- Interest accrues at a rate of 12 % per annum C.R.S. 39-10-104.5, as allowed under 11 U.S.C. §506(b) and 11 U.S.C. §511.
- Late Interest on 2008 taxes commenced on 5.1. 2009
Late Interest on 2009 taxes commences on 5.1.2010

The severity for this claim is the lien created under C.R.S. 39-1-107 as to which perfection of a first prior and perpetual lien occurs by operation of law. This lien extends to Debtor's all real and personal property located in Douglas County. Said property is identified in the attached copy of the tax statement.

This claim is filed as a claim for taxes and interest including post-petition interest or charges allowed under 11 U.S.C. 506(b) and U.S.C 511, secured by a tax lien; provided however, that priority will be claimed under 11 U.S.C. 507 to the extent that the amount of the claim under 506(a) exceeds the value of the property.

COPY

U.S. BANKRUPTCY COURT NOTHERN DISTRICT OF TEXAS		PROOF OF CLAIM									
Name of Debtor: LITTLETON CAMPUS, LLC Erickson Retirement Communities, LLC		case No. 09-37023 SGJ Jointly Administered 09-37010 SGJ Chapter: 11									
Name of Creditor: DOUGLAS COUNTY		<input type="checkbox"/> Check if you are aware that anyone else has filed a proof of claim relating to your proof of claim. <input type="checkbox"/> Check if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check if the address differs from the address on the envelope sent to you by the court									
Please mail notices to: DOUGLAS COUNTY TREASURER ATTN. STEPHANIE COOK P.O. BOX 1208 100 THIRD STREET CASTLE ROCK, CO 80104 TEL.: 303.660.7455 FAX: 303.660.9022		RECEIVED NOV 23 2009 BMC GROUP									
Number by which creditor identifies debtor: R0467185		This claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: <input type="checkbox"/> supplements									
1. BASIS FOR CLAIM: AD VALOREM REAL PROPERTY TAXES											
2. DATE DEBT WAS INCURRED: January 1, 2008 & January 1, 2009											
Colorado Revised Statutes provide that tax liens arise at 12 noon on the assessment date for the current year C.R.S. 39-1-105											
3. CLASSIFICATION OF CLAIM: Secured Claim to extent of collateral value. Unsecured Priority Claim 11 U.S.C. § 507(a)(8) to the extent of any shortfall in collateral value and or personal liability. Tax Lien created under 39-1-107 of the Colorado Revised Statutes.											
4. TOTAL AMOUNT OF CLAIM:											
<table border="0" style="width: 100%;"> <tr> <td style="text-align: center;">\$0.00</td> <td style="text-align: center;">\$989,025.84</td> <td style="text-align: center;">\$</td> <td style="text-align: center;">\$989,025.84</td> </tr> <tr> <td style="text-align: center;">(Unsecured)</td> <td style="text-align: center;">(Secured)</td> <td style="text-align: center;">(Priority)</td> <td style="text-align: center;">(Total)</td> </tr> </table>				\$0.00	\$989,025.84	\$	\$989,025.84	(Unsecured)	(Secured)	(Priority)	(Total)
\$0.00	\$989,025.84	\$	\$989,025.84								
(Unsecured)	(Secured)	(Priority)	(Total)								
<input checked="" type="checkbox"/> Check this box if claim includes charges in addition to the principal amount of the claim Interest accrues at 12% per annum pursuant to Colorado Revised Statute 39-10-104.5 as allowed under 11 USC 506(b) & 11 USC 511											
5. SECURED CLAIM:		Other:									
Collateral: Real Property		The 2009 Taxes are estimated.									
2008 Actual Value: \$ 46,207,846		This claim will be supplemented with a liquidated amount once tax statements are generated in									
2009 Actual Value: 879,757,250		January, 2010 in accordance with Colorado State Law									
6. CREDITS AND SETOFFS: The amount of the payments on this claim has been credited and deducted for the purpose of making this claim		FOR COURT USE ONLY									
7. SUPPORTING DOCUMENTS: Attached											
Date: 18-Nov-09											
Signature: Sharon K. Jones, Douglas County Treasurer		Erickson Ret. Comm. LLC 00067									
Penalty for presenting fraudulent claim: Fine up to \$500,000 or imprisonment up to 5 years, or both 18 U.S.C 152 and 3571											