

UNITED STATES BANKRUPTCY COURT FOR THE 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): RPH Industrial, LLC

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

Name and address where notices should be sent:

Patricia B. Jefferson, Esquire
Miles & Stockbridge PC
10 Light Street
Baltimore, Maryland 21202

RECEIVED
NOV 14 2012
BMC GROUP

Court Claim Number: 1852
(if known)
Filed on: May 27, 2010

Telephone number: (410) 385-3406

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

Same as above

Telephone number:

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.

1. Amount of Claim as of Date Case Filed: \$ 427,350.86

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: Lease (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 of which creditor identifies debtor:

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: \$

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)(2).

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.

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: November 13, 2012

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.

Patricia B. Jefferson, Esquire; Attorney for RPH Industrial, LLC

FOR COURT USE ONLY

Erickson Ret. Comm. LLC



01870

MILES & STOCKBRIDGE P.C.

Leah M. Schweigman
(410) 385-3420
lschweig@milesstockbridge.com

November 13, 2012

VIA FEDEX

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

Re: Erickson Retirement Communities, LLC; Case No. 09-37010

Dear BMC Group:

Enclosed for filing is an Amended Proof of Claim on behalf of RPH Industrial, LLC. This claim amends Claim No. 1852 filed on May 27, 2010. Please date-stamp the extra copy of the Claim, and return it to me in the postage paid envelope provided.

Thank you for your assistance with this matter.

Very truly yours,



Leah M. Schweigman
Certified Paralegal and
Administrative Team Leader

LMS/me

Enclosures

cc: Patricia B. Jefferson, Esquire
Jennifer J. Coyne, Esquire (w/enclosure)



Express

earthsmart
FedEx carbonless

RT 66 1 A
2954
FZ 65 11.14

MILES & STOCKBRIDGE P.C.

10 Light Street, Baltimore, MD 21202-1487

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

Align top of FedEx Express® shipping label here.

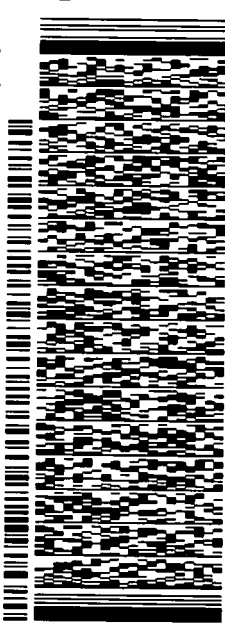
ORIGIN ID: ODMA
SHIP DATE: 13NOV12
SHIP TO: MARSHALL
ACTWTG: 1.0 LB MAN
MILES & STOCKBRIDGE
CAD: 06221327/CAFE2605
BILL SENDER

10 LIGHT STREET
11TH FLOOR
BALTIMORE, MD 21202
UNITED STATES US

TO **BMC GROUP INC.**
ERICKSON RETIREMENT COMMUNITIES
18750 LAKE DRIVE EAST RECEIVED

CHANHASSEN MN 55317
NOV 14 2012
BMC GROUP

REF: G7723*001 PBJ



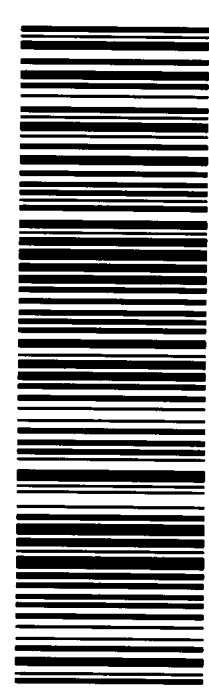
FedEx Express
E

WED - 14 NOV A1
PRIORITY OVERNIGHT

TRK# 5377 5900 2954
0201

NA FBLA

55317
MN-US MSP



512C3/EE38/CF69

J12131208168125

Part # 154254-354 RIT2 09/12