

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
RC SOONER HOLDINGS, LLC, et al.,¹) Case No. 10-10528 (BLS)
)
Debtors.) (Jointly Administered)
_____) Related Docket No. 191

AFFIDAVIT OF SERVICE RE:

Docket No. 191 NOTICE OF SECOND MONTHLY FEE APPLICATION OF BALLARD SPAHR LLP, COUNSEL TO THE DEBTORS, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD APRIL 1, 2010 THROUGH APRIL 30, 2010

I, Julie Jung, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o BMC Group, Inc., 444 North Nash Street, El Segundo, California 90245.

2. On May 28, 2010, at the direction of Ballard Spahr LLP, counsel for the Debtors and Debtors in Possession, the above referenced document was served on the parties listed in Exhibit A via the mode of service indicated thereon:

///

¹ The Debtors and the last four digits of their taxpayer identification numbers are: RC Sooner Holdings, LLC (7904); RC Brixton Square Owner, LLC (8002); RC Cedar Crest Owner, LLC (7914); RC Fulton Plaza Owner, LLC (8011), RC Magnolia Owner, LLC (7998); RC Pomeroy Park Owner, LLC (7939), RC Salida Owner, LLC (7947); RC Savannah South Owner, LLC (7983); RC Southern Hills Owner, LLC (7958); Brixton Square Apartments, LLC (1844), CC Apartments, LLC (1798); Fulton Plaza Apartments, LLC (4344); Magnolia Manor Apartments, LLC (4486); Pomeroy Park Apartments, LLC (1649); Salida Apartments, LLC (1915); Savannah South Apartments, LLC (8586); and Southern Hills Villa Apartments, LLC (1721) The business address for each of the Debtors where notices should be sent is 1515 Broadway, 11th Floor, New York, New York 10036-8901.

Exhibit A Those parties who have requested special notice, the Core Group
and the Top Creditors Address List regarding Docket No. 191

Dated: June 7, 2010
El Segundo, California


Julie Jung

State of California)
)
County of Los Angeles)

On June 7, 2010 before me, James H. Myers, a Notary Public, personally appeared Julie Jung, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



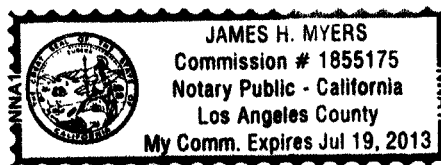


EXHIBIT A

RC Sooner Holdings, LLC

Total number of parties: 46

Exhibit A - RC Sooner Holdings

Svc Lst	Name and Address of Served Party	Mode of Service
38508	ADMIRAL INSURANCE COMPANY, 1255 CALWELL ROAD, CHERRY HILL, NJ, 08034-3220	US Mail (1st Class)
38508	ASSISTANT UNITED STATES ATTORNEY, ELLEN W. SLIGHTS, ESQUIRE, U S ATTORNEY'S OFFICE, 1007 ORANGE STREET, SUITE 700, P O. BOX 2046, WILMINGTON, DE, 19899-2046	US Mail (1st Class)
38508	AT&T, P.O BOX 105414, ATLANTA, GA, 30301-1054	US Mail (1st Class)
38508	BALLARD SPAHR LLP, CHRISTOPHER S CHOW, ESQUIRE, (RE COUNSEL FOR DEBTORS), 919 N. MARKET STREET, 12TH FLOOR, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	BALLARD SPAHR LLP, MATTHEW G SUMMERS, ESQUIRE, (RE COUNSEL FOR DEBTORS), 300 EAST LOMBARD STREET, 18TH FLOOR, BALTIMORE, MD, 21202-3268	US Mail (1st Class)
38508	BALLARD SPAHR LLP, SEAN J BELLEW, ESQUIRE, (RE COUNSEL FOR DEBTORS), 919 N. MARKET STREET, 12TH FLOOR, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	BALLARD SPAHR LLP, TOBEY M DALUZ, ESQUIRE, (RE COUNSEL FOR DEBTORS), 919 N MARKET STREET, 12TH FLOOR, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	BURNHAM LAW ASSOCIATES, LLC, NOEL C BURNHAM, (RE REMYCO ENTITIES), 10 BERGER CT, MIDDLETOWN, DE, 19709	US Mail (1st Class)
38508	CIARDI CIARDI & ASTIN, D ASTIN/J MCLAUGHLIN/M AUGUSTINE, (RE. BANK OF THE WEST), CITIZENS BANK CENTER, 919 MARKET ST, STE 700, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	CITY OF OWASSO, P O BOX 180, OWASSO, OK, 74055	US Mail (1st Class)
38508	CITY OF OWASSO, PROPERTY TAX DIVISION, P O BOX 180, OWASSO, OK, 74055	US Mail (1st Class)
38508	CITY OF TULSA, PROPERTY TAX DIVISION, 175 E. 2ND STREET, SUITE 690, TULSA, OK, 74103	US Mail (1st Class)
38508	DOERNER SAUNDERS DANIEL & ANDERSON, LEWIS CARTER, (RE. FANNIE MAE), 320 S BOSTON, STE 500, TULSA, OK, 74103	US Mail (1st Class)
38508	DOERNER SAUNDERS DANIEL & ANDERSON, SAM G BRATTON II, (RE FANNIE MAE), 320 S BOSTON, STE 500, TULSA, OK, 74103	US Mail (1st Class)
38508	EASYTEL COMMUNICATIONS, 7335 SOUTH LEWIS AVENUE, SUITE 100, TULSA, OK, 74136	US Mail (1st Class)
38508	EB COMPUTING, 19 PIPING ROCK DRIVE, OSSINING, NY, 10562	US Mail (1st Class)
38508	F ROBERT LASARACINA CPA, LLC, 209 WEST TOWN STREET, NORICH, CT, 06360	US Mail (1st Class)
38508	FANNIE MAE, 3900 WISCONSIN AVENUE, NW, WASHINGTON, DC, 20016	US Mail (1st Class)
38508	FELLERS SNIDER BLANKENSHIP, ET AL , DONEEN DOUGLAS JONES, ESQ, (RE OKLAHOMA ENERGY SOURCE), CHASE TOWER, 100 N BROADWAY, STE 1700, OKLAHOMA CITY, OK, 73102-8820	US Mail (1st Class)
38508	INTERNAL REVENUE SERVICE, 11601 ROOSEVELT BLVD , MAIL DROP N7, P O BOX 21126, PHILADELPHIA, PA, 19114	US Mail (1st Class)
38508	JH CHOI, 611 BROADWAY, SUITE 631, NEW YORK, NY, 10012	US Mail (1st Class)
38508	JP MORGAN CHASE BANK, N A , ATTN DANIEL F GERES, P.O BOX 260180, BATON ROUGE, LA, 70826-0180	US Mail (1st Class)
38508	LAW FIRM OF RUSSELL R JOHNSON, PLC, JOHN M CRAIG, ESQ, (RE. PUBLIC SVC OK/AEP), 2258 WHEATLAND DR, MANAKIN-SABOT, VA, 23103	US Mail (1st Class)
38508	LAW FIRM OF RUSSELL R JOHNSON, PLC, RUSSELL R JOHNSON III, ESQ, (RE. PUBLIC SVC OKLA/AEP), 2258 WHEATLAND DR, MANAKIN-SABOT, VA, 23103	US Mail (1st Class)
38508	LLOYDS OF LONDON, JOHN SAWYER, C/O SAWYER PHILLIPS, 6666 S SHERIDAN OXFORD PL, STE 220, TULSA, OK, 74136	US Mail (1st Class)
38508	MID-CENTURY INSURANCE COMPANY, P O BOX 2478, TERMINAL ANNEX, LOS ANGELES, CA, 90051	US Mail (1st Class)
38508	MIKE POSEY, C/O JACK G ZURAWIK, ESQUIRE, RE CASE NO CJ 2008-08257, P.O. BOX 35346, TULSA, OK, 74153	US Mail (1st Class)
38508	MMWR, M SHEPPARD, K IBACH, J CANFIELD, (RE REMY ENTITIES), 123 S BROAD ST, AVENUE OF THE ARTS, PHILADELPHIA, PA, 19109	US Mail (1st Class)
38508	MMWR, NATALIE D RAMSEY ESQ, (RE REMY ENTITIES), 1105 N MARKET ST, STE 1500, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	MONZACK MERSKY MCLAUGHLIN & BROWDER, RACHEL B MERSKY ESQ, (RE FANNIE MAE), 1201 N ORANGE ST, STE 400, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	OFFICE OF THE UNITED STATES TRUSTEE, PATRICK TINKER, ESQUIRE, 844 KING STREET, ROOM 2207, LOCKBOX NUMBER 35, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	OKES, ATTN KEN STANGLE, 8332 EAST 73RD STREET, TULSA, OK, 74133	US Mail (1st Class)

Exhibit A - RC Sooner Holdings

Svc Lst	Name and Address of Served Party	Mode of Service
38508	OKLAHOMA NATURAL GAS, P O BOX 268826, OKLAHOMA CITY, OK, 73126	US Mail (1st Class)
38508	PUBLIC SERVICE OF OKLAHOMA, P O BOX 24421, CANTON, OH, 44701-4421	US Mail (1st Class)
38508	RC REALTY MANAGEMENT, INC., 200 TRADE ZONE DRIVE, RONKONKOMA, NY, 11779	US Mail (1st Class)
38508	RC SOONER HOLDINGS, LLC, C/O DANIEL GORDON, 1515 BROADWAY, 11TH FLOOR, NEW YORK, NY, 10036	US Mail (1st Class)
38508	ROSEDALE COOLEY MANAGEMENT, INC , 1120 AVENUE OF THE AMERICAS, 4TH FLOOR, NEW YORK, NY, 10036	US Mail (1st Class)
38508	SECRETARY OF STATE, DIVISIONS OF CORPORATIONS, FRANCHISE TAX, P O BOX 7040, DOVER, DE, 19903	US Mail (1st Class)
38508	SECRETARY OF THE TREASURY, ATTN OFFICER, MANAGING AGENT, OR GENERAL AGENT, P O BOX 7040, DOVER, DE, 19903	US Mail (1st Class)
38508	SECURITIES AND EXCHANGE COMMISSION, ATTN CHRISTOPHER COX, 100 F STREET, NE, WASHINGTON, DC, 20549	US Mail (1st Class)
38508	SECURITIES AND EXCHANGE COMMISSION, GEORGE S CANELLOS, REGIONAL DIRECTOR, 233 BROADWAY, NEW YORK, NY, 10279	US Mail (1st Class)
38508	SHAI CONSULTING, N A , 220 5TH AVENUE, NEW YORK, NY, 10001	US Mail (1st Class)
38508	SNEED, LANG, HERROLD, PC, DAVID H HERROLD, ESQ, 1700 WILLIAMS TOWER I, TULSA, OK, 74103	US Mail (1st Class)
38508	STEVENS & LEE, PC, JOHN D DEMMY, (RE. PUBLIC SVC OK/AEP), 1105 NORTH MARKET ST, 7TH FL, WILMINGTON, DE, 19801	US Mail (1st Class)
38508	UTILITY SERVICES, CITY OF TULSA, 175 E 2ND STREET, SUITE 690, TULSA, OK, 74103	US Mail (1st Class)
38508	WESTON CONSULTING CORP , 17 WESTON ST, HUNTINGTON STATION, NY, 11746	US Mail (1st Class)
Subtotal for this group: 46		