

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
JACKSONVILLE DIVISION  
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In re:  TAYLOR, BEAN & WHITAKER MORTGAGE CORP., REO SPECIALISTS, LLC, and HOME AMERICA MORTGAGE, INC.,  Debtors.	Chapter 11  Case No. 3:09-bk-07047-JAF Case No. 3:09-bk-10022-JAF Case No. 3:09-bk-10023-JAF  Jointly Administered Under Case No. 3:09-bk-07047-JAF
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**JOINDER BY THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS TO THE DEBTOR'S MOTION FOR AN ORDER  
AUTHORIZING AND DIRECTING EXAMINATION OF DELOITTE  
& TOUCHE LLP AND DELOITTE LLP PURSUANT TO FEDERAL  
RULE OF BANKRUPTCY PROCEDURE 2004**

The Official Committee of Unsecured Creditors (the "Committee"), by and through its undersigned counsel, files this joinder to Debtor's Motion for an Order Authorizing and Directing Examination of Deloitte & Touche LLP and Deloitte LLP Pursuant to Federal Rule of Bankruptcy Procedure 2004 [D.E. 1726 ("2004 Motion")]. By this joinder the Committee requests that it be authorized to participate in all Rule 2004 examinations of Deloitte & Touche LLP and Deloitte LLP conducted pursuant to the 2004 Motion and be entitled to receive and review all documents produced by Deloitte & Touche LLP and Deloitte LLP pursuant to the 2004 Motion. In support of this joinder, the Committee states as follows:

1. The Debtor, based in Ocala, Florida, was one of the largest privately held mortgage lending companies in the United States before filing for bankruptcy in the

United States Bankruptcy Court for the Middle District of Florida in Jacksonville on August 24, 2009.

2. On September 11, 2009, the Office of the United States Trustee appointed the Committee.

3. For the reasons stated in the 2004 Motion, the interests of the estate and its unsecured creditors will best be served if the Committee were permitted to participate in all Rule 2004 examinations of Deloitte & Touche LLP and Deloitte LLP conducted pursuant to the 2004 Motion and be entitled to receive and review all documents produced by Deloitte & Touche LLP and Deloitte LLP pursuant to the 2004 Motion.

4. On December 2, 2009, Deutsche Bank AG (“Deutsche Bank”) filed with this Court a Notice of Subpoena to Deloitte & Touche LLP [D.E. 712] and Deloitte LLP [D.E. 713]. This Court granted Deutsche Bank’s motion for authority to obtain discovery. While limited information has been provided to Deutsche Bank and the Debtor, the 2004 Motion seeks to expand, rightfully so, the scope of discovery from Deloitte & Touche LLP and Deloitte LLP. In addition to the information sought by the 2004 Motion, the Committee requires additional information and the ability to conduct discovery in conjunction with those efforts. The Committee will coordinate with the Debtor in an effort to avoid duplication.

**RELIEF REQUESTED**

5. As a Florida corporation, the Debtor acted as a licensed mortgage lender as defined by Section 494.001(4), Florida Statutes, and held a mortgage lender license pursuant to Section 494.0061, Florida Statutes. In order to maintain its mortgage lender’s

license and originate mortgages, the Debtor was required to submit audited financial statements, pursuant to generally accepted accounting principles (“GAAP”), to Florida regulators. Pursuant to Section 494.0063, Florida Statutes, the Audits were to be prepared by an independent licensed certified public accountant.

6. As noted in the 2004 Motion, Deloitte & Touche LLP and/or Deloitte LLP audited and reported on the Debtor’s fiscal year-end financial statements and compliance with laws and specific requirements of its mortgage operations from 2002 to 2008.

7. Accordingly, the Committee is believes that Deloitte & Touche LLP and/or Deloitte LLP are in possession of information and documents regarding the Debtor’s Section 494, Florida Statutes mortgage lender license, submissions to the State of Florida, licenses issued by and maintained in other States, as well as the Debtor’s assets and liabilities for all times relevant to the events leading up to the Debtor’s Chapter 11 filing and requests that Exhibit A to the 2004 Motion be expanded or clarified to the extent it requires Deloitte & Touche LLP and Deloitte LLP to include all information and/or documents relating to the requests, issuances, maintenance, communications, audits, analyses, memoranda, work-papers, electronic work-papers and permanent file documents prepared in connection with and/or procedures performed regarding the Debtor’s compliance with Section 494, Florida Statutes mortgage lending license requirements and any other State’s mortgage lending, originating, or loan-servicing licensing requirements.

8. The Committee is also believes that Deloitte & Touche LLP and/or Deloitte LLP are in possession of information and documents relating to conflicts of

interest or risks of conflicts of interest associated with former Deloitte & Touche LLP and/or Deloitte LLP employees employed by the Debtor from December 1, 2006 up through the date of response, including but not limited to information and documents relating to Melissa Henry. On information and belief, before joining the Debtor in late 2006, Ms. Henry was a Deloitte & Touche LLP and/or Deloitte LLP senior manager and the manager on the Debtor's audit for the year ending April 30, 2006 and for years 2003, 2004, and 2005. On information and belief, Ms. Henry was actively involved in the 2007 and 2008 audits of the Debtor as its financial reporting manager. Accordingly, the Committee is informed and believes that Deloitte & Touche LLP and/or Deloitte LLP are in possession of information and documents regarding Ms. Henry's conduct and actions associated with the issuance of audits by Deloitte & Touche LLP and/or Deloitte LLP in years 2006, 2007, 2008 and the investigation of the Debtor in 2009.

9. The Committee is also informed and believes that Deloitte & Touche LLP and/or Deloitte LLP are in possession of information and documents relating to the double-pledging of Loans Held For Sale ("LHFS") by the Debtor. LHFS are residential mortgage loans originated by the Debtor to consumers and underwritten in accordance with standards set forth by the institutional investor to whom the Debtor would sell the loans, i.e. Freddie Mac. Loan proceeds were used for the purchase or refinance of the property securing the loan. Once the LHFS were closed by the Debtor and the loan was purchased and delivered to the investor, the loan should no longer have been carried on the Debtor's accounting records and balance sheet. In the event of double-pledging, the

LHFS could remain on the Debtor's balance sheet even though the loan(s) were already delivered to the investor such as Freddie Mac.

10. On information and belief, the LHFS line item was repeatedly the single largest asset on the Debtor's consolidated balance sheet which was used to represent the Debtor's economic health such that the Debtor could maintain its licenses to operate as a mortgage lender, servicer, seller and issuer of mortgage-backed securities. On information and belief Deloitte & Touche LLP and/or Deloitte LLP are in possession of information and documents relating to the evaluations of discrepancies in the Debtor's accounting records associated with LHFS, conflicting or missing evidential matter, and problematic or unusual relationships between Deloitte & Touche LLP's and/or Deloitte LLP's audit team and the Debtor's management team.

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WHEREFORE, the Committee respectfully requests this Court authorize it to participate in the 2004 Motion and examinations of Deloitte & Touche LLP and Deloitte LLP and to review the documents produced pursuant to the 2004 Motion. The Committee further requests that the scope of the 2004 Motion and Exhibit A thereto be expanded to include the information and documents requested in paragraphs 7, 8, 9 and 10 of this joinder.

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of Unsecured Creditors*  
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**CERTIFICATE OF SERVICE**

I **HEREBY CERTIFY** that on August 9, 2010, the Joinder by the Official Committee of Unsecured Creditors to Debtor's Motion for an Order Authorizing and Directing Examination of Deloitte & Touche LLP and Deloitte LLP Pursuant to Federal Rule of Bankruptcy Procedure 2004 was electronically filed with the Clerk of Court by using the Case Management/Electronic Case Filing (CM/ECF) system which will send a notice of electronic filing, and I will complete service of the foregoing as required by Rule 5, Federal Rules of Civil Procedure, made applicable by Rule 7005, *Federal Rules of Bankruptcy Procedure*, to all parties indicated on the attached Service List.

By:           /s/ James D. Gassenheimer            
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