

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**ORDER APPROVING: (I) PROCEDURES FOR THE SOLICITATION
AND TABULATION OF VOTES TO ACCEPT OR REJECT THE PLAN
AND LIMITED WAIVER OF LOCAL RULE 3018-1; (II) RELATED
NOTICE AND OBJECTION PROCEDURES; (III) PROCEDURES TO
DETERMINE HOLDERS OF CLAIMS IN TBW CLASS 9; AND
(IV) WAIVER OF LOCAL RULE 3071-1(b)**

This matter came before the Court for hearing on November 5, 2010 (the "Hearing") on the Motion of Plan Proponents for Entry of an Order Approving (I) Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents' Chapter 11 Plan and Limited Waiver of Local Rule 3018-1; (II) Related Notice and Objection Procedures; (III) Procedures to Determine Holders of Claims in TBW Class 9; and (IV) Waiver of Local Rule 3071-1(b) (the "Motion") filed on October 26, 2010 [Dkt. No. 2093] by Taylor, Bean & Whitaker Mortgage Corp. ("TBW"); REO Specialists, LLC ("REO Specialists"); Home America Mortgage, Inc. ("HAM"), together with TBW and REO Specialists, the "Debtors"; and the Official Committee of Unsecured Creditors (the "Committee", together with the Debtors, the "Plan Proponents"). All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Upon the Motion, it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, and other parties in interest; the Court having jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); venue being proper before this Court pursuant to 28 U.S.C. § 1408; the Plan Proponents having filed with the Court the Disclosure Statement, as amended by the First Amended and Restated Disclosure Statement [Dkt. No. 2120] (hereinafter, the “Disclosure Statement”) and the Plan, as modified by the First Amended and Restated Joint Plan of Liquidation [Dkt. No. 2119] (hereinafter, the “Plan”); the Disclosure Statement Hearing Notice having been served on the Debtors’ creditors and equity security holders; the Court having reviewed the Disclosure Statement, the Motion, the papers in support thereof and the responses thereto, if any; there being no objections to the Motion or the relief sought therein; and upon such documents and the record established at the Hearing, the Court having found and determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein and that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY FOUND THAT:

1. The form of notice of non-voting status (“Notice of Non-Voting Status”) to be sent to holders of claims and interests in TBW Classes 1, 10, and 11; HAM Classes 1, 4, and 5; and REO Classes 1, 4, and 5, substantially in the form annexed hereto as Exhibit 1, complies with Bankruptcy Rule 3017, and adequately addresses the particular needs of the Chapter 11 Cases.

2. The forms of the Ballots annexed hereto as Exhibit 2 are substantially consistent with Official Form No. 14, adequately address the particular needs of the Chapter 11 Cases, and, together with any substantially similar Ballots contemplated in the Plan, are appropriate for each Class of Claims entitled to vote to accept or reject the Plan.

3. The Ballots require the furnishing of sufficient information to assure that duplicate Ballots are not submitted and tabulated and that Ballots reflect the votes of creditors.

4. Ballots need not be provided to the Holders of Claims in TBW Class 1, HAM Class 1, and REO Class 1 because the Plan provides that such Classes are unimpaired and, therefore, deemed to accept the Plan.

5. Ballots need not be provided to the Holders of Interests in TBW Classes 10 and 11, HAM Classes 4 and 5, and REO Classes 4 and 5 because the Plan provides that such Holders will not receive or retain any property under the Plan on account of such Interests and, therefore, are deemed to reject the Plan on account of such Interests.

6. The period set forth below during which the Plan Proponents may solicit acceptances of the Plan is a reasonable and adequate period of time for creditors to make an informed decision to accept or reject the Plan.

7. The procedures for the solicitation and tabulation of votes to accept or reject the Plan (as more fully set forth in the Motion and below) provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

8. The Confirmation Hearing Notice substantially in the form annexed hereto as Exhibit 3, the procedures set forth below for providing notice to all creditors and equity security holders of the time, date and place of the Confirmation Hearing, and the contents of

the Solicitation Packages comply with Rules 2002 and 3017 of the Bankruptcy Rules and constitute sufficient notice to all interested parties.

9. The procedures to determine Holders of Claims in TBW Class 9 are fair and equitable and consistent with the Bankruptcy Code and Bankruptcy Rules.

10. The form of the solicitation letter which the Committee proposes to include in the Solicitation Packages attached hereto as Exhibit 5 is approved.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

11. The Motion is granted.

12. BMC Group, Inc. is authorized to serve as the Plan Proponents' solicitation and noticing agent to assist the Plan Proponents in soliciting votes on and providing notice of the Plan, including mailing solicitation packages and notices, receiving and tabulating ballots cast on the Plan, and certifying to the Court the results of the balloting (the "Voting Agent").

13. November 5, 2010 is established as the Voting Record Date for purposes of this Order and determining the creditors who are entitled to vote for or against the Plan.

14. The Court has scheduled a hearing to take place on November 19, 2010 on approval of contemplated amendments to the Disclosure Statement related to a potential settlement among the Debtor, the Committee and Wells Fargo. No later than ten days after the later of entry of this Order or the Order with respect to the Disclosure Statement following the November 19, 2010 hearing (the "Solicitation Date"), the Plan Proponents are directed to distribute or cause to be distributed Solicitation Packages to all Holders of Claims in TBW Classes 2, 3, 4, 5, 6, 7, 8, and 9; HAM Classes 2 and 3; and REO Classes 2 and 3 (collectively, the "Voting Classes"), including: (a) all persons or entities identified in the Debtors' Schedules as holding liquidated, noncontingent and undisputed Claims in an

amount greater than zero dollars, excluding scheduled Claims that have been paid in full or superseded by filed proofs of claim, (b) all parties having timely filed proofs of claim, as reflected in the official claims register maintained by the Voting Agent that have not been disallowed or expunged prior to the Solicitation Date, (c) the assignee of a transferred and assigned Claim (whether a filed or scheduled Claim) whose transfer and assignment has been properly noted on the Court's docket and is effective pursuant to Bankruptcy Rule 3001(e) as of the close of business on the Voting Record Date and whose claims have not been disallowed or expunged prior to the Solicitation Date, and (d) any other known Holders of Claims as of the Voting Record Date.

15. The Solicitation Packages shall contain copies, in either paper copy or on compact disc at the discretion of the Plan Proponents, of the following materials:

- (a) A cover letter describing the contents of the Solicitation Package;
- (b) The Disclosure Statement (together with the Plan, annexed thereto as Exhibit A, and all other exhibits, appendices, or other attachments to the Disclosure Statement);
- (c) The Order of this Court approving the Disclosure Statement;
- (d) This Order, as entered by the Court (without exhibits);
- (e) The Confirmation Hearing Notice;
- (f) An appropriate form of Ballot together with a pre-addressed return envelope addressed to BMC Group, Inc., Taylor, Bean & Whitaker Mortgage Corp., Ballot Processing Center, PO Box 3020, Chanhassen, MN 55317-3020;
- (g) A letter from the Committee soliciting votes to accept the Plan in the form attached hereto as Exhibit 5; and
- (h) The Plan Trust Agreement.

16. The form of Notice of Non-Voting Status, substantially in the form annexed hereto as Exhibit 1 is approved and shall be distributed to Holders, as of the Voting Record

Date, of: (a) unimpaired Claims and Interests in TBW Class 1, HAM Class 1, and REO Class 1, which classes are deemed to accept the Plan, and (b) Interests in TBW Classes 10 and 11, HAM Classes 4 and 5, and REO Classes 4 and 5, which are deemed to reject the Plan.

17. The Confirmation Hearing Notice substantially in the form annexed hereto as Exhibit 3 is approved and (together with a copy of this Order without exhibits) shall be transmitted to the Office of the United States Trustee, the parties that have filed requests for service of documents in this case, the Local Rule 1007(d) Parties in Interest List, and all creditors and equity security holders of the Debtors.

18. Except as otherwise provided herein, to be counted as a vote to accept or reject the Plan, each Ballot must be properly executed, completed and the original thereof delivered to the Voting Agent so as to be actually received by the Voting Agent no later than 5:00 p.m. (Prevailing Eastern Time) on the date that is seven days prior to the Confirmation Hearing (the "Voting Deadline").

19. The Plan Proponents may extend the Voting Deadline, if necessary, without further order of this Court by publishing on www.bmcgroup.com/tbwmortgage an announcement of such extension.

20. Solely for purposes of voting to accept or reject the Plan, not for the purposes of the allowance of or distribution on account of a Claim, and without prejudice to the rights of the Plan Proponents in any other context, each Claim within a Class of Claims entitled to vote to accept or reject the Plan shall be entitled to vote the amount of such Claim as set forth in the Schedules (as may be amended from time to time) unless (a) such Holder has timely filed a proof of claim, in which event such Holder would be entitled to vote the amount of such Claim as set forth in such proof of claim; or (b) the Debtors have satisfied such Claim in

accordance with orders of the Court, in which event such Holder would be entitled to vote only the amount of such Claim that had not been satisfied (if any). The foregoing general procedure will be subject to the following exceptions:

- a. if a Claim is deemed "Allowed" under the Plan or an order of the Court, such Claim is Allowed for voting purposes in the deemed "Allowed" amount set forth in the Plan or the Court's order;
- b. if a Claim for which a proof of claim has been timely filed is wholly contingent, unliquidated or disputed (as determined by the Plan Proponents after a reasonable review of the Claim and its supporting documentation), the Plan Proponents propose that such Claim be temporarily Allowed for voting purposes only, and not for purposes of allowance or distribution, at \$1.00, and the Ballot mailed to the Holder of such Claim shall be marked as voting at \$1.00;
- c. if a Claim is partially liquidated and partially unliquidated, the Plan Proponents propose that the Claim be Allowed for voting purposes only in the liquidated amount;
- d. if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim is temporarily Allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- e. if a Claim is listed in the Schedules as contingent, unliquidated or disputed and a proof of claim was not (a) filed by the applicable bar date for the filing of proofs of claim established by the Court or (b) deemed timely filed by an order of the Court prior to the Voting Deadline, then, unless the Plan Proponents have consented in writing, the Plan Proponents propose that such Claim be disallowed for voting purposes and for purposes of allowance and distribution pursuant to Bankruptcy Rule 3003(c);
- f. if the Plan Proponents have filed an objection to a claim before the Voting Deadline, the Plan Proponents propose that such Claim be disallowed for voting purposes only and not for purposes of allowance or distribution, except to the extent and in the manner as may be set forth in such objection (unless such Claim has been estimated in accordance with subparagraph d. above); and
- g. notwithstanding anything to the contrary contained herein, any creditor who has filed or purchased duplicate or amended Claims (whether against the same or multiple Debtors) that are classified under the Plan in the same Class, shall be provided with only one Solicitation Package

and one Ballot for voting a single Claim in such Class, regardless of whether the Plan Proponents have objected to such duplicate or amended Claims.

21. If any claimant seeks to challenge the allowance of its Claim for voting purposes in accordance with the above procedures, such claimant is directed to serve on counsel for the Plan Proponents and file with the Court no later than the later of (a) 10 days after the Solicitation Date and (b) 5:00 p.m. (Prevailing Eastern Time) on the seventh day after the date of service of an objection, if any, to such Claim, a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such Claim in a different amount for purposes of voting to accept or reject the Plan.

22. As to any creditor filing a motion pursuant to Bankruptcy Rule 3018(a), such creditor's Ballot shall not be counted unless temporarily Allowed by the Court for voting purposes after notice and a hearing or if the Plan Proponents consent, in writing, to the estimation of such creditor's Claim for voting purposes.

23. If a creditor casts more than one Ballot voting the same claim(s) before the Voting Deadline, the last Ballot received before the Voting Deadline is deemed to reflect the voter's intent and, thus, to supersede any prior Ballots, without prejudice to the Plan Proponents' right to object to the validity of the second Ballot on any basis permitted by law, including under Bankruptcy Rule 3018(a), and, if the objection is sustained, to count the first Ballot for all purposes.

24. Creditors with multiple Claims within a particular Class must vote all of their Claims within a particular Class under the Plan either to accept or reject the Plan and may not split their votes, and thus neither (i) any Ballot that partially rejects and partially accepts the Plan nor (ii) any Ballot filed by a creditor with multiple Claims within a Class who votes inconsistently will be counted.

25. Any Ballot timely received that contains sufficient information to permit the identification of the claimant and that is cast as an acceptance or rejection of the Plan shall be counted and be deemed to be cast as an acceptance or rejection, as the case may be, of the Plan. The authority of the signatory of each Ballot to sign that Ballot on behalf of the relevant creditor shall be presumed.

26. Any Ballot that is properly completed, executed and timely returned to the Voting Agent but does not indicate an acceptance or rejection of the Plan or indicates both an acceptance and a rejection of the Plan, shall not be counted.

27. Any Ballot actually received by the Voting Agent after the Voting Deadline shall not be counted unless the Plan Proponents granted an extension of the Voting Deadline with respect to such Ballot.

28. Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant shall not be counted.

29. Any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan shall not be counted.

30. Any Ballot cast for a Claim identified as unliquidated, contingent or disputed in the Schedules and for which no proof of claim was timely filed shall not be counted.

31. Any unsigned Ballot or non-originally signed Ballot shall not be counted.

32. Any Ballot sent directly to any of the Plan Proponents, their agents (other than the Voting Agent), or the Plan Proponents' financial or legal advisors or to any party other than the Voting Agent shall not be counted.

33. Any Ballot cast for a Claim that has been disallowed (for voting purposes or otherwise) shall not be counted.

34. Any Ballot transmitted to the Voting Agent by facsimile or other electronic means shall not be counted.

35. The Plan Proponents may reject any and all Ballots the acceptance of which, in the opinion of the Plan Proponents, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules. The Plan Proponents may also waive any defects or irregularities as to any particular Ballot at any time, either before or after the Voting Deadline; provided, however, that any such waivers shall be documented in the tabulation report filed by the Voting Agent with the Bankruptcy Court.

36. None of the Plan Proponents, the Voting Agent or any other person or entity shall be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor shall the Plan Proponents, the Voting Agent or any other person or entity incur any liability for failure to provide such notification.

37. The Voting Agent may disregard any and all defective Ballots with no further notice to any other person or entity.

38. The Plan Proponents may permit any claimant who has delivered a valid Ballot for the acceptance or rejection of the Plan to withdraw such acceptance or rejection by delivering a written notice of withdrawal to the Voting Agent at any time prior to the Voting Deadline. A notice of withdrawal, to be valid, shall (a) contain the description of the claim to which it relates and the aggregate principal amount represented by such claim, (b) be signed by the withdrawing party in the same manner as the Ballot being withdrawn, (c) contain a certification that the withdrawing party owns the claim and possesses the right to withdraw the vote sought to be withdrawn, and (d) be received by the Voting Agent prior to the Voting Deadline.

39. Any provision of Local Rule 3018-1 that is contrary to the procedures set forth in paragraphs 17-37 of this Order is hereby waived.

40. The Confirmation Hearing will be held at 9:30 a.m. (Prevailing Eastern Time) on JANUARY 19, 2011; IN COURT ROOM 13A ~~provided, however,~~ that the Confirmation Hearing may be adjourned from time to time by the Court or the Plan Proponents without further notice to parties other than an announcement in Court at the Confirmation Hearing or any adjourned Confirmation Hearing.

41. The Plan Proponents shall publish the Confirmation Hearing Notice electronically on www.bmcgroup.com/tbwmortgage.

42. The Plan Proponents shall publish a short-form notice of the information contained in the Confirmation Hearing Notice, substantially in the form annexed hereto as Exhibit 4 (the "Publication Notice"), in *The Wall Street Journal* (National Edition).

43. Objections to confirmation of the Plan or proposed modifications to the Plan, if any, must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name and address of the objecting party and the amount and nature of the Claim or Interest of such party; (d) state with particularity the basis and nature of any objection to the Plan; and (e) be filed, together with proof of service, with the Court and served on the parties listed in the Confirmation Hearing Notice so as to be actually received no later than 5:00 p.m. (Prevailing Eastern Time) on the date that is seven days prior to the Confirmation Hearing.

44. Objections to confirmation of the Plan not timely filed and served in the manner set forth above may not be considered and may be overruled.

45. The Plan Proponents are authorized to take any action and expend such funds as may be necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

46. The Plan Proponents are authorized to make nonsubstantive changes to the Disclosure Statement, Plan, Ballots, the Confirmation Hearing Notice, any other notice related to the Plan or Disclosure Statement and all exhibits and appendices to any of the foregoing without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan and any other materials in the Solicitation Package prior to their distribution.

47. The Plan Proponents shall, on or before the Solicitation Date, publish their determination of which Holders of General Unsecured Claims are entitled to treatment as a Holder of Claims in TBW Class 9 ("Trade Creditors") by filing a notice thereof in the docket of these Cases and by making the list of Trade Creditors available to view online, free of charge, by accessing www.bmcgroup.com/tbwmortgage and following the links to information regarding TBW Class 9.

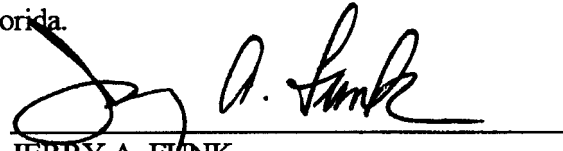
48. If any Holder of a Claim disagrees with the determination of the Plan Proponents that such Holder either is or is not a Trade Creditor, then such Holder shall file with the Court a motion seeking a final determination by the Court whether such Holder is properly classified as a Trade Creditor (a "Trade Creditor Status Motion"). In adjudicating any Trade Creditor Status Motions, the Court will consider the intent of the Plan Proponents by the description of the Classes, as set forth in the Plan and the Disclosure Statement.

49. Any Trade Creditor Status Motions must be filed and served upon counsel for the Plan Proponents so as to be received by them no later than 14 days after the Solicitation Date.

50. If any Holder of a Claim fails to file a Trade Creditor Status Motion within the time set forth above or otherwise fails to follow the foregoing procedures regarding status as a Trade Creditor, such Holder will be deemed to have waived its right to object to the Plan Proponents' determination regarding such Holder's status as a Trade Creditor.

51. The requirements of Local Rule 3017-1(b) are waived to the extent they are in conflict with the provisions of the Plan. The terms of the Plan and the order confirming the Plan shall govern the establishment of a bar date for filing Administrative Expense Claims.

DATED: November 10, 2010, in Jacksonville, Florida.


JERRY A. FUNK
United States Bankruptcy Judge

Copies furnished to:

Local Rule 1007-2 Parties-In-Interest

EXHIBIT 1

NOTICE OF NON-VOTING STATUS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**NOTICE OF NON-VOTING STATUS UNDER THE JOINT PLAN OF LIQUIDATION
OF THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS**

1. On August 24, 2009, above-captioned debtor, Taylor, Bean & Whitaker Mortgage Corp. ("TBW"), filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). On November 25, 2009, above-captioned debtors REO Specialists, LLC ("REO") and Home America Mortgage, Inc. ("HAM") collectively with TBW and REO, the "Debtors") filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

2. On [____], 2010, the United States Bankruptcy Court for the Middle District of Florida, Jacksonville Division (the "Bankruptcy Court") entered an Order Approving (I) Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan and Limited Waiver of Local Rule 3018-1; (II) Related Notice and Objection Procedures; (III) Procedures to Determine Holders of Claims in TBW Class 9; and (IV) Waiver of Local Rule 3071-1(b) (Docket No. __, the "Procedures Order").

3. Among other things, the Procedures Order: (a) established certain procedures (collectively, the "Solicitation Procedures") for the solicitation and tabulation of votes to accept or reject the *Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors* dated as of September 21, 2010 (Docket No. 1966, the "Plan"); (b) approved the contents of the proposed solicitation packages to be distributed to the Debtors' stakeholders who are entitled to vote to accept or reject the Plan (collectively, the "Solicitation Packages"); (c) approved the forms of notice to be sent to certain stakeholders who are not entitled to vote to accept or reject the Plan; and (d) approved other notice and objection procedures in connection with the hearing to confirm the Plan (the "Confirmation Hearing").

4. Pursuant to Rule 3017(d) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and the Procedures Order, the Debtors and the Official Committee of Unsecured Creditors (together with the Debtors, the "Plan Proponents"): (a) are required to provide Solicitation Packages to all creditors entitled to vote to accept or reject the Plan; and (b)

are not required to provide Solicitation Packages to holders of claims or interests in classes under the Plan that are conclusively presumed to either accept or reject the Plan (collectively, the "Non- Voting Classes").

5. The Non-Voting Classes, and their proposed treatment under the Plan, are set forth immediately below:

TBW Class 1: Priority Non-Tax Claims against TBW are not impaired under the Plan and will be satisfied in full. Holders of claims in TBW Class 1 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such claims.

HAM Class 1: Priority Non-Tax Claims against HAM are not impaired under the Plan and will be satisfied in full. Holders of claims in HAM Class 1 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such claims.

REO Class 1: Priority Non-Tax Claims against REO are not impaired under the Plan and will be satisfied in full. Holders of claims in REO Class 1 are conclusively presumed to have accepted the Plan and are not entitled to vote to accept or reject the Plan on account of such claims.

TBW Class 10: Subordinated Claims against TBW are impaired under the Plan. Under the Plan, holders of TBW Class 10 Claims do not receive or retain any property on account of such interests. Holders of TBW Class 10 Claims are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

TBW Class 11: Interests in TBW are impaired under the Plan. Under the Plan, holders of TBW Class 11 Interests do not receive or retain any property on account of such interests. Holders of TBW Class 11 Interests are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

HAM Class 4: Subordinated Claims against HAM are impaired under the Plan. Under the Plan, holders of HAM Class 4 Claims do not receive or retain any property on account of such interests. Holders of HAM Class 4 Claims are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

HAM Class 5: Interests in HAM are impaired under the Plan. Under the Plan, holders of HAM Class 5 Interests do not receive or retain any property on account of such interests. Holders of HAM Class 5 Interests are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

REO Class 4: Subordinated Claims against REO are impaired under the Plan. Under the Plan, holders of REO Class 4 Claims do not receive or retain any property on account of such interests. Holders of REO Class 4 Claims are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

REO Class 5: Interests in REO are impaired under the Plan. Under the Plan, holders of REO Class 5 Claims do not receive or retain any property on account of such interests. Holders of REO Class 5 Interests are conclusively presumed to reject the Plan and are not entitled to vote to accept or reject the Plan.

6. **YOU HAVE BEEN IDENTIFIED AS THE HOLDER OF A CLAIM OR INTEREST IN A NON-VOTING CLASS UNDER THE PLAN AND THEREFORE ARE NOT ENTITLED TO VOTE TO ACCEPT OR REJECT THE PLAN ON ACCOUNT OF SUCH CLAIM OR INTEREST.** Accordingly, pursuant to the Procedures Order, you are receiving this Notice in lieu of a Solicitation Package containing, among other things, copies of the Disclosure Statement and the Plan. Should you wish to obtain a copy of either the Disclosure Statement or the Plan, copies of both documents (including any exhibits and appendices thereto) are available at no charge via the internet at: www.bmcgroup.com/tbwmortgage. Copies of the Disclosure Statement and the Plan (excluding any publicly-filed exhibits and appendices thereto) are also available upon a written request made to the Plan Proponents at Taylor, Bean & Whitaker Mortgage Corp., Ballot Processing Center, c/o BMC Group, Inc., PO Box 3020, Chanhassen, MN 55317-3020.

7. If you wish to challenge the Debtors' classification of your Claim, you must file a motion, pursuant to Bankruptcy Rule 3018(a) (a "Rule 3018(a) Motion"), for an order temporarily allowing your Claim in a different classification or amount for purposes of voting to accept or reject the Plan and serve such motion on the Plan Proponents **so that it is received by the later of (a) [] and (b) seven days after the date of service of a notice of an objection, if any, to your Claim or Interest.** In accordance with Bankruptcy Rule 3018, as to any creditor filing a Rule 3018 Motion, such creditor's ballot will not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes, after notice and a hearing on or prior to [] (i.e., the last date fixed for creditors to vote to accept or reject the Plan). Rule 3018(a) Motions that are not timely filed and served in the manner set forth above will not be considered. The ballot of any creditor filing a Rule 3018 Motion shall not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes.

8. The Confirmation Hearing will be held before the Honorable Jerry A. Funk at the United States Bankruptcy Court for the Middle District of Florida, Bryan Simpson United States Courthouse, 300 North Hogan Street Suite 3-350, Jacksonville, Florida 32202 on [] at : .m., **Prevailing Eastern Time.** The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

9. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party;

(c) state with particularity the basis and nature of any objection; and (d) be filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties by no later than 5:00 p.m. Prevailing Eastern Time, on []:

- the Debtors, c/o Taylor, Bean & Whitaker Mortgage Corp., 315 NE 14th Street, Ocala, Florida, 34470 (Attn: Neil Luria);
- special counsel for the Debtors, Troutman Sanders LLP, 600 Peachtree Street NE, Suite 5200, Atlanta, Georgia 30308 (Attn: Jeffrey W. Kelley and J. David Dantzler);
- counsel for the Debtors, Stichter, Riedel, Blain & Prosser, P.A., 110 East Madison Street, Suite 200, Tampa, Florida 33602 (Attn: Russell M. Blain and Edward J. Peterson, III);
- the Office of The United States Trustee, 135 W. Central Blvd., Suite 620, Orlando, Florida 32801;
- counsel to the Official Committee of Unsecured Creditors, Berger Singerman PA, 200 South Biscayne Blvd., 10th Floor, Miami, Florida 33131 (Attn: Paul Steven Singerman and Arthur J. Spector).

Dated: _____, 2010

BY ORDER OF THE COURT

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Tampa, Florida 33602

Telephone No.: 813-229-0144

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**COUNSEL FOR THE DEBTORS AND DEBTORS
IN POSSESSION**

EXHIBIT 2

FORMS OF BALLOTS

Exhibit 2A: TBW Class 2 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 2 – FDIC SECURED CLAIM (AOT FACILITY)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 2 in the amount of \$_____.

Item 2. TBW Class 2 – FDIC Secured Claim (AOT Facility)

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

- Item 4.** By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 2 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 P.O. BOX 3020
 CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 18750 LAKE DRIVE EAST
 CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2B: TBW Class 3 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 3 – FDIC SECURED CLAIM (OVERLINE FACILITY)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 3 in the amount of \$_____.

Item 2. TBW Class 3 – FDIC Secured Claim (Overline Facility)

The holder of the Claim(s) set forth in Item 1 votes, (*check one box only – if you do not check a box, or you check more than one box, your vote will not be counted*):

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

- Item 4.** By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 3 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 P.O. BOX 3020
 CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 18750 LAKE DRIVE EAST
 CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.

7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-010 OR VIA EMAIL AT info@bmcbgroup.com.**

Exhibit 2C: TBW Class 4 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 4 – SOVEREIGN SECURED CLAIM (SOVEREIGN LOAN FACILITY)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 4 in the amount of \$_____.

Item 2. TBW Class 4 – Sovereign Secured Claim (Sovereign Loan Facility)

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
--	--

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 4 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmcgroup.com.**

Exhibit 2D: TBW Class 5 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE DEBTORS
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 5 – NATIXIS SECURED CLAIM (NATIXIS FACILITY)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 5 in the amount of \$_____.

Item 2. TBW Class 5 – Natixis Secured Claim (Natixis Facility)

The holder of the Claim(s) set forth in Item 1 votes, (*check one box only – if you do not check a box, or you check more than one box, your vote will not be counted*):

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 5 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 P.O. BOX 3020
 CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)
**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
 BALLOT PROCESSING CENTER
 c/o BMC GROUP, INC.
 18750 LAKE DRIVE EAST
 CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "*Voting Agent*"), on or before ____ p.m., Prevailing Eastern Time, on ____, 2011, unless extended in the sole discretion of the Debtors (the "*Voting Deadline*") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith. Ballots received by any party other than the Voting Agent will not be counted.

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN ORDER FOR IT TO COUNT.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC. AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.

Exhibit 2E: TBW Class 6 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE DEBTORS
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 6 – PLAINFIELD SECURED CLAIMS (PLAINFIELD TERM LOAN)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 6 in the amount of \$_____.

Item 2. TBW Class 6 – Plainfield Secured Claims (Plainfield Term Loan)

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 6 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST**

CHANHASSEN, MN 55317
INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.

7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith. Ballots received by any party other than the Voting Agent will not be counted.

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN ORDER FOR IT TO COUNT.

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC. AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.

Exhibit 2F: TBW Class 7 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE DEBTORS
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 7 – OTHER SECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 7 in the amount of \$_____.

Item 2. TBW Class 7 – Other Secured Claims

The holder of the Claim(s) set forth in Item 1 votes, (*check one box only – if you do not check a box, or you check more than one box, your vote will not be counted*):

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 7 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2G: TBW Class 8 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 8 – GENERAL UNSECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 8 in the amount of \$_____.

Item 2. TBW Class 8 – General Unsecured Claims

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 8 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on ____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2H: TBW Class 9 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

TBW CLASS 9 – GENERAL UNSECURED CLAIMS (TRADE CREDITORS)

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Taylor Bean & Whitaker Mortgage, Corp., holding a Claim in TBW Class 9 in the amount of \$_____.

Item 2. TBW Class 9 – General Unsecured Claims (Trade Creditors)

The holder of the Claim(s) set forth in Item 1 votes, (*check one box only – if you do not check a box, or you check more than one box, your vote will not be counted*):

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of TBW Class 9 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on ____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2I: HAM Class 2 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE DEBTORS
AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

HAM CLASS 2 – OTHER SECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Home American Mortgage, Inc., holding a Claim in HAM Class 2 in the amount of \$_____.

Item 2. HAM Class 2 – Other Secured Claims

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) of HAM Class 2 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on ____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2J: HAM Class 3 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

HAM CLASS 3 – GENERAL UNSECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE "TO ACCEPT THE PLAN" BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, Home American Mortgage, Inc., holding a Claim in HAM Class 3 in the amount of \$_____.

Item 2. HAM Class 3 – General Unsecured Claims

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) HAM Class 3 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "*Voting Agent*"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "*Voting Deadline*") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmcgroup.com.**

Exhibit 2K: REO Class 2 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

REO CLASS 2 – OTHER SECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE “TO ACCEPT THE PLAN” BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, REO Specialists, LLC, holding a Claim in REO Class 2 in the amount of \$_____.

Item 2. REO Class 2 – Other Secured Claims

The holder of the Claim(s) set forth in Item 1 votes, *(check one box only – if you do not check a box, or you check more than one box, your vote will not be counted)*:

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) REO Class 2 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevailing Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

Exhibit 2L: REO Class 3 Ballot

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

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**

**BALLOT FOR ACCEPTING OR REJECTING THE JOINT PLAN OF LIQUIDATION OF THE
DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

REO CLASS 3 – GENERAL UNSECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED VOTING INSTRUCTIONS
CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**PLEASE CHECK THE APPROPRIATE BOX BELOW TO INDICATE
YOUR ACCEPTANCE OR REJECTION OF THE PLAN.**

**THE DEBTORS AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS RECOMMEND
THAT YOU ACCEPT THE PLAN BY CHECKING THE "TO ACCEPT THE PLAN" BOX IN ITEM 2.**

Item 1. Amount and Type of Claim

The undersigned is a creditor of Debtor, REO Specialists, LLC, holding a Claim in REO Class 3 in the amount of \$_____.

Item 2. REO Class 3 – General Unsecured Claims

The holder of the Claim(s) set forth in Item 1 votes, (*check one box only – if you do not check a box, or you check more than one box, your vote will not be counted*):

<input type="checkbox"/> to ACCEPT the Plan	<input type="checkbox"/> to REJECT the Plan
---	---

Authorization

Item 3. By signing this Ballot, the undersigned creditor certifies that it has been provided with a copy of the Disclosure Statement.

Item 4.

By signing this Ballot, the undersigned creditor hereby certifies that it is the holder of the Claim(s) REO Class 3 only as set forth in Item 1 and has full power and authority to vote to accept or reject the Plan. The undersigned also acknowledges that the solicitation is subject to all the terms and conditions set forth in the Disclosure Statement.

	Print or Type Name
	Signature
	Title (If Corporation or Partnership)
	Name of Institution
	Street Address
	City, State, Zip Code
	Telephone Number
	Date Completed

YOUR VOTE MUST BE FORWARDED IN AMPLE TIME FOR YOUR VOTE TO BE RECEIVED BY THE VOTING AGENT, BMC GROUP, INC., BY ____ P.M., PREVAILING EASTERN TIME, ON ____, 2011, AT THE FOLLOWING ADDRESS OR YOUR VOTE WILL NOT BE COUNTED:

(By U.S. Regular Mail)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
P.O. BOX 3020
CHANHASSEN, MN 55317-3020**

(By Messenger or Overnight Courier)

**TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
BALLOT PROCESSING CENTER
c/o BMC GROUP, INC.
18750 LAKE DRIVE EAST
CHANHASSEN, MN 55317**

INSTRUCTIONS FOR COMPLETING THE BALLOT

To have your vote count, you must complete, sign and return this Ballot so that it is received by BMC Group, Inc. (the "***Voting Agent***"), on or before ____ p.m., Prevaling Eastern Time, on _____, 2011, unless extended in the sole discretion of the Debtors (the "***Voting Deadline***") or your Ballot will not be counted. **ANY BALLOT THAT IS VALIDLY EXECUTED BUT DOES NOT INDICATE AN ACCEPTANCE OF THE PLAN OR REJECTION OF THE PLAN, OR INDICATES BOTH AN ACCEPTANCE OF THE PLAN AND REJECTION OF THE PLAN, SHALL NOT BE COUNTED.**

1. Capitalized terms not defined in this Ballot shall have the meaning set forth in the Plan.
2. To properly complete the Ballot, you must follow the procedures described below:
 - a) cast vote to accept the Plan or reject the Plan by checking the appropriate box in Item 2;
 - b) make sure that the information required by Item 4 has been inserted;
 - c) sign and date your Ballot;
 - d) if you believe that you have received the wrong Ballot, please contact the Voting Agent;
 - e) if you are completing this Ballot on behalf of another entity, please indicate your relationship with such entity and the capacity in which you are signing;
 - f) please use additional sheets of paper clearly marked to indicate the applicable item of the Ballot if additional space is required to respond to any item on the Ballot;
 - g) use the enclosed pre-addressed, postage pre-paid envelope to return the Ballot to the Voting Agent at the address indicated; and
3. It is important that you vote. The Plan can be confirmed by the Court and thereby made binding on you if it is accepted by Holders of Claims in such voting Class that hold at least two-thirds (2/3) in amount and more than one-half (1/2) in number of Claims of such voting Class that vote to accept the Plan.
4. This Ballot has been marked to reflect the Debtor and Class in which you are eligible to vote. If you have Claims against more than one Debtor or in more than one Class, you may receive more than one Ballot. **IF YOU RECEIVE MORE THAN ONE BALLOT, YOU SHOULD ASSUME THAT EACH BALLOT IS FOR A CLAIM IN A SEPARATE CLASS AND YOU SHOULD COMPLETE AND RETURN ALL BALLOTS RECEIVED.** If you have Claims in Classes or against a Debtor other than those listed in this Ballot and you do not receive Ballots for all such Claims, contact the Voting Agent to obtain additional Ballots. If you have any questions about this Ballot, please contact the Voting Agent.
5. This Ballot is for voting purposes only and does not constitute, and shall not be deemed, a proof of claim or an admission by the Debtors of the validity of a Claim. Should your Claim be estimated or otherwise allowed for voting purposes by order of the Bankruptcy Court, your Claim shall be allowed for voting purposes only in the amount estimated or allowed by the Bankruptcy Court, unless, prior to the Claim Voting Deadline, the Bankruptcy Court enters an order disallowing such Claim.
6. **YOUR SIGNATURE IS REQUIRED IN ORDER FOR YOUR VOTE TO BE COUNTED.** If a Claim is held by a partnership, the Ballot must be executed in the name of the partnership by a general partner. If a Claim is held by a corporation, the Ballot must be executed by an officer of the corporation. If you are signing in a representative capacity, also indicate your title after your signature.
7. By signing this Ballot you are making certain certifications. You are also acknowledging that such vote is subject to all the terms and conditions set forth in the Disclosure Statement.

8. If a Ballot is validly executed and returned without indicating an acceptance or a rejection with respect to the Plan, or indicates both an acceptance and a rejection with respect to the Plan, it will not be counted.

**The attached Ballot should be returned by mail in the pre-addressed envelope provided herewith.
Ballots received by any party other than the Voting Agent will not be counted.**

Please mail your Ballot so that it will be received by the Voting Agent by the Voting Deadline.

PLEASE MAIL YOUR BALLOT PROMPTLY!

**YOUR BALLOT MUST BE RECEIVED BY THE CLAIM VOTING DEADLINE IN
ORDER FOR IT TO COUNT.**

**IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES,
OR IF YOU NEED A BALLOT OR ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT OR
OTHER ENCLOSED MATERIALS, PLEASE CONTACT THE VOTING AGENT, BMC GROUP, INC.
AT (888) 909-0100 OR VIA EMAIL AT info@bmccgroup.com.**

EXHIBIT 3

CONFIRMATION HEARING NOTICE

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION

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

NOTICE OF (A) ENTRY OF ORDER APPROVING DISCLOSURE
STATEMENT; (B) SOLICITATION PROCEDURES AND ESTABLISHING
VOTING RECORD DATE; (C) DEADLINE FOR CASTING VOTES TO
ACCEPT OR REJECT CHAPTER 11 PLAN; (D) DEADLINE TO OBJECT
TO CONFIRMATION OF CHAPTER 11 PLAN; (E) HEARING TO
CONSIDER CONFIRMATION OF CHAPTER 11 PLAN

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Pursuant to an order entered [], 2010 (Docket No. ___, the "Approval Order"), the United States Bankruptcy Court for the Middle District of Florida, Jacksonville Division (the "Court") approved the *Disclosure Statement of the Debtors, Pursuant to Section 1125 of the Bankruptcy Code, with Respect to the Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors* dated as of September 21, 2010 (Docket No. 1968, as may be amended, the "Disclosure Statement") filed by the above-captioned debtors and debtors in possession (the "Debtors"). Pursuant to an order entered [], 2010 (Docket No. ___, the "Procedures Order"), the Court authorized the Debtors and the Official Committee of Unsecured Creditors (the "Committee", together with the Debtors, the "Plan Proponents") to solicit votes to accept the *Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors* dated as of [], 2010 (Docket No. 1966, as may be amended, the "Plan"), which Plan was filed by the Plan Proponents.

2. The Procedures Order establishes [], 2010, as the voting record date for determining the holders of prepetition claims entitled to vote to accept or reject the Plan and establishes **5:00 p.m. (Prevailing Eastern Time) on []**, 2011 as the voting deadline for submission of ballots to accept or reject the Plan (the "Ballots"). Holders of claims entitled to vote to accept or reject the Plan will receive the following materials: (a) this Notice, (b) a copy of the Procedures Order (without exhibits) to which this Notice corresponds, (c) a copy of the Approval Order, (d) the Disclosure Statement, together with the Plan, annexed thereto as Exhibit A, and all other exhibits, appendices, or other attachments to the Disclosure Statement, (e) one or more Ballots (and return envelopes) to be used in voting to accept or reject the Plan, and (f) a letter from the Committee soliciting votes to accept the Plan (collectively, the

"Solicitation Package"). Failure to follow the instructions set forth in the Ballot may disqualify that Ballot and the vote represented thereby.

3. Holders of (a) unimpaired claims and (b) claims or interests that will receive no distribution under the Plan are not entitled to vote on the Plan and, therefore, will receive a notice of non-voting status rather than a ballot. If you are not entitled to vote to accept or reject the Plan but believe that you should be entitled to vote to accept or reject the Plan, then you must serve on the Notice Parties (defined below) and file with the Bankruptcy Court a motion for an order pursuant to Bankruptcy Rule 3018(a) (a "Rule 3018(a) Motion") temporarily allowing your claim for purposes of voting to accept or reject the Plan by the later of (a) [____], 2010 and (b) seven days after the date of service of a notice of an objection, if any, to your claim or interest. Rule 3018(a) Motions that are not timely filed and served in the manner set forth above will not be considered. The ballot of any creditor filing a Rule 3018(a) Motion shall not be counted unless temporarily allowed by the Bankruptcy Court for voting purposes.

4. A hearing to consider confirmation of the Plan (the "Confirmation Hearing") will be held before the Honorable Jerry A. Funk at the United States Bankruptcy Court for the Middle District of Florida, Bryan Simpson United States Courthouse, 300 North Hogan Street Suite 3-350, Jacksonville, Florida 32202 on [____] at ____:____.m., **Prevailing Eastern Time**. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date at the Confirmation Hearing or any continued hearing.

5. Objections, if any, to the confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; and (d) be filed with the Bankruptcy Court at the address set forth in the preceding paragraph and served on the following parties (the "Notice Parties") so as to be received by them no later than 5:00 p.m. Prevailing Eastern Time, on [____]:

- the Debtors, c/o Taylor, Bean & Whitaker Mortgage Corp., 315 NE 14th Street, Ocala, Florida, 34470 (Attn: Neil Luria);
- special counsel for the Debtors, Troutman Sanders LLP, 600 Peachtree Street NE, Suite 5200, Atlanta, Georgia 30308 (Attn: Jeffrey W. Kelley and J. David Dantzler);
- counsel for the Debtors, Stichter, Riedel, Blain & Prosser, P.A., 110 East Madison Street, Suite 200, Tampa, Florida 33602 (Attn: Russell M. Blain and Edward J. Peterson, III);
- the Office of The United States Trustee, 135 W. Central Blvd., Suite 620, Orlando, Florida 32801;
- counsel to the Official Committee of Unsecured Creditors, Berger Singerman PA, 200 South Biscayne Blvd., 10th Floor, Miami, Florida 33131 (Attn: Paul Steven Singerman and Arthur J. Spector).

6. **THE PLAN CONTAINS CERTAIN RELEASE, INJUNCTION AND EXCULPATION PROVISIONS. THESE PROVISIONS ARE SET FORTH IN THE PLAN AND DESCRIBED IN THE DISCLOSURE STATEMENT.**

7. Requests for copies of the Disclosure Statement and the Plan by parties in interest may be made in writing to the Plan Proponents at:

If by regular Mail: Taylor, Bean & Whitaker Mortgage Corp., Ballot Processing Center, c/o BMC Group, Inc. PO Box 3020, Chanhassen, MN 55317-3020.

If by messenger or overnight delivery: Taylor, Bean & Whitaker Mortgage, Corp., Ballot Processing Center, c/o BMC Group, Inc. 18750 Lake Drive East, Chanhassen, MN 55317.

In addition, any party may view and download the Plan, the Disclosure Statement and related exhibits (as they are filed) without charge at www.bmcgroup.com/tbwmortgage. If you have any questions regarding this Notice, please call the Voting Agent at (888) 909-0100 or email the Voting Agent at info@bmcgroup.com.

UNLESS AN OBJECTION TO CONFIRMATION OF THE PLAN IS TIMELY FILED AND SERVED AS PROVIDED HEREIN, IT MAY NOT BE CONSIDERED AT THE CONFIRMATION HEARING.

BY ORDER OF THE COURT

TROUTMAN SANDERS LLP

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**COUNSEL FOR THE DEBTORS AND DEBTORS
IN POSSESSION**

EXHIBIT 4

FORM OF PUBLICATION NOTICE

PUBLICATION NOTICE

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION

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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**NOTICE OF (I) APPROVAL OF DISCLOSURE STATEMENT; (II) HEARING TO
CONSIDER CONFIRMATION OF THE PLAN; (III) DEADLINE FOR FILING
OBJECTIONS TO CONFIRMATION OF THE PLAN; AND (IV) DEADLINE FOR
VOTING ON THE PLAN**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Pursuant to an order entered _____, 2010, (the "Disclosure Statement Order"), the United States Bankruptcy Court for the Middle District of Florida, Jacksonville Division (the "Court") approved the *Disclosure Statement of the Debtors, Pursuant to Section 1125 of the Bankruptcy Code, with Respect to the Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors*, dated September 21, 2010 (the "Disclosure Statement") for Taylor, Bean & Whitaker Mortgage Corp. and its affiliated Debtors (including all exhibits thereto and as amended, modified or supplemented from time to time), as containing adequate information within the meaning of section 1125 of chapter 11 of title 11 of the United States Code. Pursuant to an order dated [], 2010 (Docket No. ___, the "Procedures Order"), the Court authorized the Debtors and the Official Committee of Unsecured Creditors of Taylor, Bean & Whitaker Mortgage Corp. (the "Committee", together with the Debtors, the "Plan Proponents") to solicit votes to accept the *Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors* dated as of [_____] , 2010 (as may be amended, the "Plan").

2. By the Procedures Order, the Court established _____, **2010** as the Record Date for determining the holders of prepetition claims entitled to vote to accept or reject the Plan and establishes _____, **2011 at 5:00 p.m. (Prevailing Eastern Time)** as the deadline by which ballots ("Ballot") accepting or rejecting the Plan are to be actually received by the Voting Agent, BMC Group, Inc. Failure to follow the instructions set forth in the Ballot may disqualify that Ballot and the vote represented thereby.

3. On _____, **2011 at __:__ p.m. (Prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, a hearing will be held before the Honorable Jerry A Funk in the United States Bankruptcy Court for the Middle District of Florida, Jacksonville Division, Bryan Simpson United States Courthouse, 300 North Hogan Street, Jacksonville, Florida 32202 to consider confirmation of the Plan, as the same may be amended or modified (the "Plan Confirmation Hearing"). The Plan Confirmation Hearing may be adjourned from time to time, without further notice.

4. The Plan may be modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Plan and other applicable law, without further notice, prior to or as a result of the Plan Confirmation Hearing.

5. Objections, if any, to confirmation of the Plan, shall (a) be in writing; (b) state the name and address of the objecting party; (c) state with particularity the basis and nature of the objection; and (d) be filed with the Bankruptcy Court at the address set forth above **no later than 5:00 p.m. (Prevailing Eastern Time) on _____, 2011** and be served upon: (i) the undersigned counsel; (ii) the Debtors, c/o Taylor Bean & Whitaker Mortgage Corp., 315 NE 14th Street, Ocala Florida 34470 Attn: Neil Luria; and (iii) the Office of the United States Trustee, 135 W. Central Blvd, Suite 620, Orlando, FL 32801.

6. Requests for copies of the Plan and/or the Disclosure Statement, may be made upon written request to Taylor, Bean & Whitaker Mortgage Corp., Ballot Processing Center, c/o BMC Group, Inc., 18750 Lake Drive East, Chanhassen, MN 55317, or by telephone at (888) 909-0100 or via email at info@bmcbgroup.com. Copies of the Plan and Disclosure Statement can also be viewed online, free of charge, at www.bmcbgroup.com/tbwmortgage.

Dated: _____, 2010

BY ORDER OF THE COURT

TROUTMAN SANDERS LLP
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**COUNSEL FOR THE DEBTORS AND DEBTORS IN
POSSESSION**

EXHIBIT 5

COMMITTEE LETTER

**The Official Committee of Unsecured Creditors of
Taylor, Bean & Whitaker Mortgage Corp.**

Case Number 3:09-bk-07047-JAF

Pending in the United States Bankruptcy Court
Middle District of Florida - Jacksonville Division

**To Holders of Class 8 & Class 9 Claims against
Taylor, Bean & Whitaker Mortgage Corp. ("TBW"):**

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF TAYLOR, BEAN &
WHITAKER URGES YOU TO VOTE TO ACCEPT THE PLAN**

The Official Committee of Unsecured Creditors (the "Committee") has joined with the Debtors to propose the Plan that accompanies this letter. The Committee unanimously supports the Plan and urges you to vote to accept it by filling out the accompanying ballot, marking the box labeled "Accept", and promptly mailing it to the address listed at the bottom of the ballot.

The Committee has worked hard since it was appointed by the Office of the United States Trustee to protect and advance the interests of Holders of Class 8 and Class 9 Claims. We have had telephonic meetings with our counsel weekly for over a year and some Committee members have had several in person meetings with the Debtors' representatives and counsel too. We have done this work for you voluntarily. The Committee voted unanimously to be a co-proponent of the Plan, and our recommendation to you to vote to accept the Plan is based on our belief that the Plan presents the opportunity for the best result reasonably possible for all unsecured creditors. The Committee has been actively involved in the recovery of assets for the benefit of TBW's creditors. We have also worked with the Debtors to understand the potential outcomes to the unsecured creditors of alternatives to the Plan. And while there are no assurances of the results of the Plan or any alternatives to the Plan, we believe that the Plan provides the best path to maximizing recoveries for the unsecured creditors.

The Plan is essentially a plan of liquidation and contemplates the formation of a liquidating trust to hold the assets, claims and liabilities of the Debtors and to wind up their respective affairs. Representatives of the Committee will continue to have an oversight function in respect of the Liquidating Trust after the Plan is confirmed in order to protect and advance the interests of unsecured creditors.

You should carefully review the Plan and the Disclosure Statement that is included with this package. The contents of this letter are entirely subject to the terms of the Plan and the disclosures in the Disclosure Statement and if anything stated in this letter differs, you should rely on the Plan terms and the statements in the Disclosure Statement.

Respectfully,

The Official Committee of Unsecured Creditors of TBW