


EXHIBIT A

UNITED STATES BANKRUPTCY COURT MIDDLE DISTRICT OF FLORIDA JACKSONVILLE DIVISION		PROOF OF CLAIM	
In re: TAYLOR, BEAN & WHITAKER MORTGAGE CORP.		Case Number: 3:09-bk-07047-JAF	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Name of Creditor and Address: the person or other entity to whom the debtor owes money or property If necessary, please cross out pre-printed address and write a change of address.			
Michael DeMarco U.S. Department of HUD 52 Corporate Circle Albany, New York 12203 518-862-2859		Glenn D. Gillett, Esq. U.S. DOJ 1100 L Street, NW Room 10018 Washington, D.C. 20005 CLERK, U.S. BANKRUPTCY COURT MIDDLE DISTRICT OF FLORIDA	
Creditor Telephone Number ()		<input checked="" type="checkbox"/> Check box if address is where Notice is to be sent.	
Name and address where payment should be sent (if different from above): U.S. Department of HUD HUD-FOC Debt P.O. Box 9979056 St. Louis, Mo. 63197-9000 (Please include the Lender I.D. on all disbursements)		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case. Claim Number (if known): Filed on: _____	
1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ 42,122,128.60 If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5.			
<input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.			
2. BASIS FOR CLAIM: Insurance premiums, indemnification agreements, etc. (see attached summary)		3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: 4991 3a. Debtor may have scheduled account as:	
4. SECURED CLAIM (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of set off and provide the requested information Nature of property or right of setoff: Describe: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other See summary - right to setoff Value of Property: \$ _____ Annual Interest Rate: _____ % if any: \$ _____ Basis for Perfection: _____ Secured Claim Amount: \$ _____ DO NOT include the priority portion of your claim here. Unsecured Claim Amount: \$ _____ Amount of arrearage and other charges as of time case filed included in secured claim.			
5. PRIORITY CLAIM <input checked="" type="checkbox"/> Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Unsecured Priority Claim Amount: \$ 17,934,587.93 Include ONLY the priority portion of your unsecured claim here. You MUST specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(b)(7). <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input checked="" type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (<u>2</u>). * Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.			
6. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.			
7. SUPPORTING DOCUMENTS: Attach redacted copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are not available, please explain. DATE-STAMPED COPY To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim. DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.			
The original of this completed proof of claim form must be sent by mail, hand, courier or overnight delivery (facsimile, telecopy or other electronic means NOT accepted), so that it is actually received on or before 5:00 p.m. prevailing Eastern Time on June 15, 2010, the Bar Date (as defined in the Bar Date Notice). By Regular Mail to: BMC Group, Inc. Attn: Taylor, Bean & Whitaker Mortgage Corp. Claim Processing PO Box 3020 Chanhassen, MN 55317-3020		THIS SPACE FOR COURT USE ONLY T, B & W Mortgage Corp.  02929	
DATE 6/10/2010	SIGNATURE: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <i>Samuel N Lomner</i> Scanned: 6/14/2010 8:48:17 PM DIRECTOR, OFFICE OF FINANCIAL SERVICES		

**Attachment "A" to Proof of Claim of
U.S. Department of Housing and Urban Development – Federal Housing Administration**

IN RE: TAYLOR, BEAN & WHITAKER MORTGAGE CORP.
315 N.E. 14th St.
Ocala, FL 34470
Tax ID / EIN: 59-3069391

PROOF OF CLAIM SUMMARY

The United States Department of Housing and Urban Development ("HUD") - Federal Housing Administration ("FHA") submits this Proof of Claim against Taylor, Bean & Whitaker Mortgage Corp. ("TBW"), a mortgagee whose FHA approval to originate and underwrite FHA-insured mortgage loans under the FHA's Single Family Insured Loan Program was suspended on August 4, 2009, for a period of eighteen (18) months.

FHA's Proof of Claim consists of unpaid mortgage insurance premiums and late fees, debts relating to insurance over-claims, debts and contingent debts arising from indemnification agreements, and actual and contingent debt relating to violations of FHA-insured loan origination and servicing requirements.

A. Claim for Unpaid Mortgage Insurance Premiums and Late Fees:

As a HUD-approved mortgagee, TBW is required to pay periodic mortgage insurance premiums ("MIP") for each mortgage loan held and/or serviced pursuant to the FHA's Single Family insured loan program, as more specifically set forth at 24 C.F.R. §§ 203.259-203.288.

TBW has failed to pay certain periodic MIPs as set forth in 24 C.F.R. §§ 203.260-203.269, in connection with 178,046 FHA-insured loans that were held and/or serviced by TBW. Pursuant to 24 C.F.R. §§ 203.265, periodic MIPs are subject to a late charge in the amount of 4% of any amount not received as of the due date.

1. Prepetition Mortgage Insurance Premium Debt: \$21,945,528.32

At the time of its August 24, 2009, Bankruptcy Petition, TBW owed HUD **\$21,988,838.64** in prepetition MIP-related debt that accrued prior to and during the month of August 2009, including **\$21,528,782.46** in unpaid MIPs and **\$460,056.18** in late fees in connection with 178,046 FHA-insured mortgage loans.

HUD has subtracted credits in the amount of **\$43,310.64**, for a total of **\$21,945,528.32** in unpaid mortgage insurance premiums and late fees.

HUD's bill to TBW reflecting the referenced MIPs, late fees and credits is attached hereto at Exhibit "A." The bill is based upon loan-related data reported to FHA by the lender.

2. Postpetition Mortgage Insurance Premium Debt: \$2,784,966.68

During the month of September of 2009, TBW accrued \$2,813,160.32 in post-petition MIP debt, in connection with 45,267 FHA-insured mortgage loans.

HUD has subtracted credits in the amount of \$28,193.64 for a total of \$2,784,966.68 in unpaid mortgage insurance premiums for the month of September 2009.

HUD's bill to TBW reflecting the referenced MIPs and credits is attached hereto at Exhibit "B." The bill is based upon loan-related data reported to FHA by the lender.

B. Pre-Petition Debts Arising from Insurance Over-Claims

FHA-approved mortgagees, following a default by a borrower with an FHA-insured mortgage loan, may submit a claim for insurance to FHA. HUD's regulations at 24 C.F.R. §§ 203.355 *et seq.* provide that, in the context of a conveyance claim, FHA makes an insurance claim payment, which covers certain costs relating to the property subject to the mortgage loan, and the mortgagee conveys title to the property. FHA then expends monies to make any necessary repairs and to maintain and sell the property. If FHA subsequently discovers that a mortgagee has submitted inappropriate claim amounts relating to foreclosure, preservation and protection expenditures, tax payments, and other costs or expenses, FHA demands the return of any claim monies overpaid. Over-claims can also occur if FHA, because of a property's physical condition or title problems, must re-convey property to a mortgagee and the mortgagee fails to return the claim payment to FHA.

FHA Case No.	Principal	Interest	Penalties	Costs	Total	Date of Claim Payment
031-3402198	\$192.00	\$2.08	\$11.64	\$35.33	\$241.05	6/7/2009
031-3474069	\$130,761.81	\$2,069.61	\$10,117.35	\$110.33	\$143,059.10	6/8/2009
201-3664622	\$104,370.44	\$1,604.96	\$8,159.27	\$110.33	\$114,245.00	2/6/2009
361-2899944	\$68.06	\$0.67			\$68.73	7/10/2009
361-3080317	\$137,552.09	\$2,069.38	\$10,749.09	\$110.33	\$150,480.89	4/13/2009
483-3741940	\$162,732.32	\$2,966.79	\$13,576.36	\$110.33	\$179,385.80	3/20/2009
491-8992835	\$86.79	\$0.91			\$87.70	8/9/2009
492-7645923	\$136,667.35	\$2,056.06	\$10,679.98	\$110.33	\$149,513.72	9/5/2008
493-8193478	\$136,484.01	\$2,080.30	\$10,599.98	\$75.00	\$149,239.29	9/27/2008
493-8327219	\$2,100.00	\$23.28	\$127.29	\$35.33	\$2,285.90	11/20/2008
493-8185068	\$135.18	\$1.45	\$8.19	\$35.33	\$180.15	9/26/2008
494-3350327	\$140,000.77	\$2,002.03	\$10,819.04	\$110.33	\$152,932.17	4/6/2009
421-4281053	\$212,749.82	\$3,878.64	\$17,747.82	\$110.33	\$234,486.61	3/5/2009
491-8832797	\$197.46	\$5.37	\$19.91	\$110.33	\$333.07	1/18/2008
105-2691951	\$108,337.02	\$783.57			\$109,120.59	7/23/2009
105-3124450	\$97,651.47	\$655.09			\$98,306.56	6/18/2009
491-8832797	\$20,000.00	\$605.65	\$447.12	\$75.00	\$21,127.77	1/18/2008
491-8935605	\$595.43	\$6.25			\$601.68	7/30/2009

FHA Case No.	Principal	Interest	Penalties	Costs	Total	Date of Claim Payment
491-8996548	\$250.00	\$2.60			\$252.60	7/20/2009
491-9085146	\$85.66	\$0.89			\$86.55	7/30/2009
492-7787727	\$120.71	\$1.00			\$121.71	7/19/2009
495-7513692	\$535.60	\$5.83			\$541.43	10/11/2008
137-3223837	\$25.00	\$0.07			\$25.07	4/19/2009
132-1908310	\$75.00	\$0.21			\$75.21	2/13/2009
105-2563696	\$98,034.54	\$975.50			\$99,010.04	11/21/2008
TOTAL:	\$1,489,808.53	\$21,798.19	\$93,063.04	\$1,138.63	\$1,605,808.39	

TBW is indebted to FHA for insurance over-claims in the amount of **\$1,605,808.39**, all of which is pre-petition debt. Records reflecting these debts are attached hereto at Exhibit "C."

C. Debt Arising from Indemnification Agreements

On the basis of nine (9) indemnification agreements executed by TBW and FHA, TBW is responsible for paying and has failed to pay **\$436,622.19** to HUD in mortgage insurance claim monies, including:

Case No./Claim No.	Principal	Interest	Penalties	Costs	Total	Date of Claim Payment
092-8116042/720706186	\$52,120.48	\$781.80	\$3,158.50	\$35.33	\$56,096.11	08/25/02
091-3284594/720706189	\$33,726.84	\$505.92			\$34,232.76	05/02/03
091-3358884/720706192	\$35,152.13	\$527.28			\$35,679.41	04/21/03
091-3384855/720706193	\$45,382.71	\$680.76			\$46,063.47	04/21/03
093-5069802/720706188	\$10,787.12	\$161.82			\$10,948.94	09/06/03
101-8900574/720706187	\$26.18	\$0.42			\$26.60	06/28/02
411-3724992/720706177	\$100,081.88	\$2,501.63			\$102,583.51	10/04/08
105-1519286	\$83,436.28				\$83,436.28	05/17/08
491-9103081	\$68,235.87				\$68,235.87	03/20/09
TOTAL:					\$436,622.19	

Copies of the referenced indemnification agreements and records reflecting the claim payments are attached hereto at Exhibit "D."

D. Contingent Debt Relating to Indemnification Agreements

TBW has executed agreements requiring TBW to indemnify HUD-FHA for losses relating to certain FHA-insured loans in the event of a borrower's default and HUD's payment of an insurance claim. Specifically, in the event of a default and HUD-FHA's payment of an insurance claim, TBW is responsible for paying insurance claim monies to HUD-FHA on the basis of the following indemnification agreements:

FHA Case No.	Original FHA Case No.	Date Indemn. Agreement Expires	Date Indemn. Agreement Executed	Current Insurance Status	Unpaid Principal Balance
011-5462332		10/26/2011	6/18/2007	ACTIVE	\$95,597.36
011-5471006		1/12/2012	6/18/2007	ACTIVE	\$98,082.35
011-5521499		9/12/2011	8/20/2007	ACTIVE	\$95,974.32
011-5673287		10/29/2012	4/16/2008	ACTIVE	\$161,502.34
011-5738257		2/19/2013	12/2/2008	ACTIVE	\$133,618.68
031-3306550		4/5/2011	6/18/2007	ACTIVE	\$83,823.52
052-3411577		3/23/2035	3/14/2005	ACTIVE	\$193,692.99
091-3847131		1/18/2012	12/19/2006	ACTIVE	\$51,274.79
091-4012035		1/12/2012	6/18/2007	ACTIVE	\$119,430.64
091-4808764		11/1/2011	11/7/2008	ACTIVE	\$126,672.74
093-5990799		9/8/2011	6/18/2007	ACTIVE	\$109,753.00
095-0361240		4/19/2012	3/27/2008	ACTIVE	\$188,792.71
095-0504817		7/21/2039	7/21/2009	ACTIVE	\$292,059.62
095-0589785		6/20/2013	3/19/2009	ACTIVE	\$273,791.82
105-1738996		3/8/2011	2/15/2006	ACTIVE	\$157,636.79
105-1821326		3/8/2011	2/15/2006	ACTIVE	\$67,122.53
105-1821536		7/12/2011	7/12/2006	ACTIVE	\$63,184.57
105-1898331		3/8/2011	2/15/2006	ACTIVE	\$133,255.61
105-1944226		3/8/2011	2/15/2006	ACTIVE	\$76,958.58
105-2562268		2/5/2012	2/5/2007	ACTIVE	\$96,397.81
105-2563517		9/1/2011	6/18/2007	ACTIVE	\$184,373.96
105-2578087		11/3/2011	6/18/2007	ACTIVE	\$108,449.71
105-2593741		7/7/2011	6/18/2007	ACTIVE	\$136,622.55
105-2657007		8/22/2011	3/16/2007	ACTIVE	\$65,029.87
105-2680148		1/18/2012	6/18/2007	ACTIVE	\$127,239.82
105-2784577		1/18/2012	6/18/2007	ACTIVE	\$100,885.91
105-2882242		3/12/2012	4/15/2009	ACTIVE	\$170,025.97
105-2894677		4/30/2012	12/27/2007	ACTIVE	\$66,852.33
105-2921092		4/18/2012	4/21/2009	ACTIVE	\$49,332.80
105-3057673		1/31/2013	11/7/2008	ACTIVE	\$87,562.60

* Unpaid principal balances are calculated in HUD's "Insurance in Force" System.

Current FHA Case No.	Original FHA Case No.	Date Indemn. Agreement Expires	Date Indemn. Agreement Executed	Current Insurance Status	Unpaid Principal Balance†
105-3119551	105-2763656	12/19/2011	6/18/2007	ACTIVE	\$176,296.74
105-4602715	105-2584307	11/1/2011	6/18/2007	ACTIVE	\$118,940.03
105-4671155		3/16/2011	2/23/2006	ACTIVE	\$167,322.57
105-4747604	105-2794676	11/17/2011	11/20/2007	ACTIVE	\$208,864.46
105-4911732	105-2897571	2/9/2012	5/28/2009	ACTIVE	\$146,290.09
137-3374586		10/26/2011	6/18/2007	ACTIVE	\$241,960.49
151-8192053		1/22/2012	6/9/2008	ACTIVE	\$85,271.97
151-8489394		1/26/2013	4/17/2009	ACTIVE	\$129,719.66
201-4144137	201-3685493	1/29/2013	1/28/2009	ACTIVE	\$137,106.45
222-1708778		9/28/2012	5/15/2009	ACTIVE	\$41,951.07
231-0837706		10/18/2011	10/12/2006	ACTIVE	\$101,168.66
231-0843308		10/18/2011	10/12/2006	ACTIVE	\$166,152.45
231-0984588	231-0898977	6/9/2013	2/6/2009	ACTIVE	\$141,346.68
241-7955833		10/7/2013	9/26/2008	ACTIVE	\$143,939.36
261-8976554		1/12/2012	6/18/2007	ACTIVE	\$120,814.43
262-1765416		9/17/2038	5/28/2009	ACTIVE	\$117,916.01
263-4088266		3/15/2013	7/9/2009	ACTIVE	\$88,199.40
263-4123821		7/15/2013	4/22/2009	ACTIVE	\$174,558.31
291-3514129		8/20/2012	4/22/2009	ACTIVE	\$167,724.62
291-3632680		4/17/2038	6/30/2009	ACTIVE	\$146,118.05
292-4826363		1/11/2013	6/10/2009	ACTIVE	\$144,132.89
321-2439726		8/9/2036	7/15/2008	ACTIVE	\$90,344.18
381-8299264		4/24/2013	12/9/2008	ACTIVE	\$73,961.97
381-8336321		4/25/2013	12/11/2008	ACTIVE	\$130,493.68
381-8995360	381-8115546	9/19/2012	12/1/2008	ACTIVE	\$135,970.47
412-5626912		11/14/2012	12/29/2008	ACTIVE	\$83,140.89
413-4528438		11/8/2011	6/18/2007	ACTIVE	\$112,140.37
413-5160226		7/28/2038	3/18/2009	ACTIVE	\$68,022.43
421-4266158		2/7/2037	6/23/2008	ACTIVE	\$45,447.03
422-2716752		9/18/2011	6/18/2007	ACTIVE	\$60,417.44
422-2730471		12/2/2039	7/27/2009	ACTIVE	\$85,821.74
451-0856904		6/15/2034	6/9/2005	ACTIVE	\$211,094.03
451-0945931		7/1/2038	7/23/2009	ACTIVE	\$221,451.13

† Unpaid principal balances are calculated in HUD's "Insurance in Force" System.

Current FHA Case No.	Original FHA Case No.	Date Indemn. Agreement Expires	Date Indemn. Agreement Executed	Current Insurance Status	Unpaid Principal Balance [‡]
461-4112891		6/18/2012	4/7/2008	ACTIVE	\$73,589.25
481-2515463		1/12/2012	6/18/2007	ACTIVE	\$109,286.23
483-4159574	483-3654829	11/2/2011	6/18/2007	ACTIVE	\$142,147.37
491-8917204		8/7/2037	5/29/2009	ACTIVE	\$43,796.99
491-9115855		4/16/2038	5/29/2009	ACTIVE	\$104,089.86
494-3219282		4/7/2011	6/23/2008	ACTIVE	\$94,639.39
494-3240183		5/5/2011	6/23/2008	ACTIVE	\$56,726.55
494-3242421		8/1/2036	6/23/2008	ACTIVE	\$129,796.89
494-3255612		7/31/2011	6/23/2008	ACTIVE	\$64,314.93
494-3333805	494-3268782	11/20/2011	6/23/2008	ACTIVE	\$146,114.29
495-7511408		11/3/2011	6/18/2007	ACTIVE	\$68,571.83
495-7682802		11/8/2012	4/17/2009	ACTIVE	\$73,190.94
521-6910864		02/09/2014	7/27/2009	ACTIVE	\$225,562.99
TOTAL:					\$7,580,650.49

Copies of the referenced indemnification agreements and records reflecting the outstanding principal balances are attached hereto at Exhibit "E."

E. Actual and Contingent Losses Relating to Violations of FHA-insured Loan Origination and/or Underwriting Requirements

HUD-FHA's Quality Assurance Division reviews loans originated and serviced by mortgagees in order to ensure that mortgagees adhere to HUD-FHA's rules, regulations, and requirements pertaining to the origination, underwriting and servicing of FHA-insured loans. In the following cases, origination and underwriting violations by TBW rendered the referenced loans ineligible for HUD-FHA insurance or exposed HUD-FHA to a heightened risk of borrower default and consequent FHA payment of mortgage insurance claim monies. Mortgagees may indemnify HUD for such violations or may be brought before HUD's Mortgagee Review Board and pursued by HUD in administrative actions. In the following instances, TBW has violated HUD-FHA loan origination and/or underwriting requirements, and HUD-FHA has paid or may be forced to pay claims in the aggregate amount of \$7,768,552.53:

Pre-Petition: \$199,581.77

FHA #	Date of Claim	Claim Amount	Loan Holder
105-3116289	3/26/2009	\$199,581.77	TBW

[‡] Unpaid principal balances are calculated in HUD's "Insurance in Force" System.

Post-Petition: \$7,568,970.76

FHA Case #	Status	Unpaid Principal Balance	Loan Holder
413-4985996; refinanced to 413- 5123695	Active	\$113,302.35	TBW
105-4765331	Active	\$97,045.05	TBW
381-8217764	Active	\$94,681.90	TBW
091-4147456	Active	\$154,903.24	TBW
281-3529238	Active	\$120,970.95	TBW
263-4320363	Active	\$119,567.34	TBW
451-0988132	Active	\$227,593.56	TBW
541-8546921	Active	\$262,189.74	TBW
351-5427358	Active	\$229,743.30	TBW
541-8122915	Active	\$124,906.40	TBW
441-8889417	Active	\$89,767.16	TBW
137-4473428	Active	\$190,200.77	TBW
541-8386754	Active	\$162,874.24	TBW
411-4374303	Active	\$133,504.05	TBW
241-8501482	Active	\$364,494.54	TBW
061-3452846	Active	\$247,614.09	TBW
281-3495090	Active	\$153,204.56	TBW
381-9113281	Active	\$58,939.70	TBW
541-8064322	Active	\$122,347.41	TBW
441-8932891	Active	\$180,625.66	TBW
451-0995711	Active	\$155,484.68	TBW
412-6088011	Active	\$67,522.32	TBW
412-6164941	Active	\$99,869.37	TBW
541-8415208	Active	\$118,208.94	TBW
441-8919770	Active	\$171,205.18	TBW

FHA Case #	Status	Unpaid Principal Balance	Loan Holder
412-5959630	Active	\$145,310.54	TBW
441-8921768	Active	\$123,648.28	TBW
251-3749437	Active	\$243,548.91	TBW
352-6154891	Active	\$348,239.24	TBW
264-0113016	Active	\$124,588.64	TBW
351-5404552	Active	\$146,553.83	TBW
413-5000720	Active	\$73,608.12	TBW
483-3781378; refinanced to 483- 4157521	Active	78,775.61	Tennessee Mortgage Trust, Inc.
231-0894129	Active	\$88,774.30	Vanguard M and T
251-3533044	Active	\$124,841.24	Leader Mortgage Co., Inc.
105-4065472	Active	\$81,609.10	Homestar Financial Corp.
249-5390464	Active	\$335,607.37	Home Savings of America
441-8962937	Active	\$156,486.73	Guaranteed Home Mortgage Co., Inc.
105-4079675	Active	\$98,557.06	Buckhead Mortgage Associates, Inc.
541-8260205	Active	\$106,652.70	BAC Home Loans Servicing, LP
341-1003939	Active	\$374,910.45	BAC Home Loans Servicing, LP
241-8769157	Active	\$241,205.14	BAC Home Loans Servicing, LP
541-8376031	Active	\$137,318.90	BAC Home Loans Servicing, LP
249-5378746	Active	\$370,308.28	BAC Home Loans Servicing, LP
451-1023198	Active	\$307,659.82	BAC Home Loans Servicing, LP
TOTAL		\$7,568,970.76	

Records reflecting the underwriting violations and the claim payment or outstanding principal balance are attached hereto at Exhibit "F."

F. Summary Of Claims:

1. Prepetition:	
a. Unpaid Mortgage Insurance Premiums and Late Fees:	\$21,945,528.32
b. Debt relating to insurance claim over-claims:	\$1,605,808.39
c. Debt relating to indemnification agreements:	\$436,622.19
d. Debt relating to origination/underwriting violations:	<u>\$199,581.77</u>
TOTAL:	\$24,187,540.67
2. Post-Petition	
a. Unpaid Mortgage Insurance Premiums and Late Fees:	\$2,784,966.68
b. Contingent debt relating to indemnification agreements:	\$7,580,650.49
c. Contingent debt relating to origination/underwriting violations:	<u>\$7,568,970.76</u>
TOTAL:	\$17,934,587.93
3. TOTAL Amounts Owed To HUD-FHA By TBW:	
a. Prepetition	\$24,187,540.67
b. Post-petition	<u>\$17,934,587.93</u>
	\$42,122,128.60

Reservation of Rights

The filing of this Proof of Claim is not: (a) a waiver or release of HUD-FHA's rights against any person, entity or property; (b) a waiver or release of any right or claim of FHA arising out of any other claim, of any nature whatsoever, which HUD-FHA has against the Debtor; (c) a waiver or release of any rights of FHA under any provisions of the Bankruptcy Code or other applicable non-bankruptcy law; (d) an election of any remedy to the exclusion, express or implied, of any other remedy; (e) a consent that this Proof of Claim is a debt which is subject to discharge in this or any other subsequent bankruptcy proceeding; (f) a ratification or consent to any obligation or liability based upon or arising out of any transaction between HUD-FHA and the Debtor; (g) a waiver or release of any rights of FHA to have any and all final orders in any and all noncore matters entered only after de novo review by a United States District Court; (h) a waiver or release of any rights of FHA to trial by jury in any proceeding as to any and all matters so triable; or (i) a waiver or release of any rights of HUD-FHA to have the reference in this matter withdrawn by the United States District Court in any matter or proceeding subject to mandatory or discretionary withdrawal. All of such rights are hereby expressly reserved by HUD-FHA, without exemption and with no purpose of confessing or conceding any of the foregoing in any way by this filing or by any other participation in this case.