

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
JACKSONVILLE DIVISION

In re:

Chapter 11 Case

TAYLOR, BEAN & WHITAKER  
MORTGAGE CORP.,  
REO SPECIALISTS, LLC, and  
HOME AMERICA MORTGAGE, INC.,

Case No. 3:09-bk-07047-JAF  
Case No. 3:09-bk-1022-JAF  
Case No. 3:09-bk-10023-JAF

Debtors.

Jointly Administered Under  
Case No. 3:09-bk-07047-JAF

\_\_\_\_\_  
In re:

TAYLOR, BEAN & WHITAKER  
MORTGAGE CORP.,

Case No. 3:09-bk-07047-JAF

Applicable Debtor.  
\_\_\_\_\_

**SECOND AMENDED<sup>1</sup> ORDER RESOLVING IN PART THE CORRECTED  
THIRTY FOURTH OMNIBUS OBJECTION TO CLAIMS**

THIS MATTER came before the Court without a hearing in connection with the *Corrected Thirty Fourth Omnibus Objection to Claims* (D.E. 4605) (the "Thirty Fourth Omnibus Objection") dated December 15, 2011 and filed by Neil F. Luria as Plan Trustee ("Plan Trustee") for the Taylor, Bean & Whitaker Mortgage Plan Trust<sup>2</sup> (the "Plan Trust") on behalf of the Debtor, Taylor, Bean & Whitaker Mortgage Corp., pursuant to Local Rules 2002-4 and 3007-1. Pursuant to Sections 547, 548 and/or 550 of the Bankruptcy Code, the Plan Trustee sued a number of defendants (the "Defendants") in various adversary proceedings (the "Avoidance Adversaries") who also held claims against the Debtor's estate, including scheduled claims, filed

<sup>1</sup> The *Order Resolving in Part the Corrected Thirty Fourth Omnibus Objection to Claims* (D.E. 5218) and the *Amended Order Resolving in Part the Corrected Thirty Fourth Omnibus Objection to Claims* (D.E. 5229) (The, collectively "Prior Orders") contained certain numerical errors that have been since resolved. Accordingly, this order and Exhibit A attach to this order supersede the Prior Orders.

<sup>2</sup> As of the effective date of the *Third Amended and Restated Joint Plan of Liquidation of the Debtors and the Official Committee of Unsecured Creditors* (D.E. 3240), August 10, 2011, the Debtors have been replaced by the Plan Trust.

claims, and scheduled or filed claims subsequently transferred to a third party (collectively, the "Claims"). Certain of the Defendants have agreed to waive, in full or in part, their respective Claims against the Debtor's estate and have accomplished this waiver in connection with a resolution of the Avoidance Adversaries. The Plan Trustee represents that:

1. Claims listed on **Exhibit "A"** attached hereto were objected to in the Thirty Fourth Omnibus Objection on the basis that such claims must be disallowed pursuant to 11 U.S.C. § 502(d) of the Bankruptcy Code because the Defendant received avoidable transfers under Sections 547 and/or 548 of the Bankruptcy Code and failed to disgorge such transfers.

2. Claims listed on Exhibit A have been waived or partially waived in connection with the resolution of the certain of the Avoidance Adversaries.

The Court, having considered that agreements were reached between the Plan Trustee and the Defendants in connection with certain claims listed in the Thirty Fourth Omnibus Objection and the Avoidance Adversaries hereby

ORDERS as follows:

1. The Thirty Fourth Omnibus Objection is hereby resolved as to those Claims listed on Exhibit A to this Order.

2. All Claims listed on Exhibit A to this Order are therefore disallowed, reduced, or

otherwise modified on the basis that the Claims have been waived or partially waived as part of a resolution of the respective Avoidance Adversaries.

DATED this 13 day of June, 2012, in Jacksonville, Florida,

  
\_\_\_\_\_  
Jerry A. Funk  
United States Bankruptcy Judge

Copies furnished to:  
Alisa Paige Mason, Esq.  
Berger Singerman LLP  
1450 Brickell Avenue, Suite 1900  
Miami, FL 33131

## EXHIBIT 'A'

## CLAIMS WAIVED AS PART OF THE RESOLUTION OF CERTAIN AVOIDANCE ADVERSARIES

Defendant	Claim No.	Claim Amount	Adv. Proc. Case No.	Claim Amounts Waived				Claim Amounts Remaining			
				IBW Class 8 Claims Waived	IBW Class 9 Claims Waived	IBW Admin. Claims Waived	IBW Class 8 Claims Remaining	IBW Class 9 Claims Remaining	IBW Admin. Claims Remaining	IBW Class 8 Claims Remaining	IBW Class 9 Claims Remaining
443 BUILDING CORPORATION BRENNAN MANNA & DIAMOND PL ROBERT D. WILCOX 800 W. MONROE STREET JACKSONVILLE, FL 32202	3357	\$ 21,176.67	11-619	\$0.00	\$0.00	\$12,500.00	\$0.00	\$0.00	\$8,676.67	\$0.00	\$0.00
CDW CORPORATION C/O RMS BANKRUPTCY RECOVERY SERVICES PO BOX 5126 TIMONIUM, MD 21094	121	\$ 13,922.52	11-558	\$13,922.52	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
DELL MARKETING LP C/O SABRINA L STREUSAND ESQ STREUSAND, LANDON & OZBURN LLP 811 BARTON SPRINGS RD, STE 811 AUSTIN, TX 78704	3441	\$ 46,931.99	11-916	\$0.00	\$46,931.99	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
DOUBLE ENVELOPE DIVISION d/b/a BSC Ventures LLC PO BOX 532914 ATLANTA, GA 30353-2914	s6115	\$ 21,617.22	11-681	\$0.00	\$21,617.22	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

<u>Defendant</u>	<u>Claim No.</u>	<u>Claim Amount</u>	<u>Adv. Proc. Case No.</u>	<u>TBW Class 8 Claims Waived</u>	<u>TBW Class 9 Claims Waived</u>	<u>TBW Admin. Claims Waived</u>	<u>TBW Class 8 Claims Remaining</u>	<u>TBW Class 9 Claims Remaining</u>	<u>TBW Admin. Claims Remaining</u>
DOWN TO EARTH, INC. PO BOX 738 TANGERINE, FL 32777 Purchased by ARGO PARTNERS 12 WEST 37TH STREET, 9TH FLOOR NEW YORK, NY 10018	1469	\$ 15,537.71	11-610	\$0.00	\$15,537.71	\$0.00	\$0.00	\$0.00	\$0.00
EMBARQ FLORIDA INC, CENTURY LINK PO BOX 165000 ALTAMONTE SPRINGS, FL 32716	676	\$ 44,255.61	11-624	\$0.00	\$17,755.61	\$0.00	\$0.00	\$26,500.00	\$0.00
GARRETT, GARY J 10070 SW 67TH CT OCALA, FL 34476	254	\$ 986,734.19	11-00651	\$986,734.19	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
GROUP 360 PO BOX 790379 ST LOUIS, MO 63179	199	\$ 6,484.68	11-618	\$0.00	\$6,484.68	\$0.00	\$0.00	\$0.00	\$0.00
JACKSON WALKER LLP ATTN: RICK HERLAN 901 MAIN ST STE 6000 DALLAS, TX 75202	964	\$ 2,059.06	11-494	\$0.00	\$2,059.06	\$0.00	\$0.00	\$0.00	\$0.00

SECOND AMENDED Exhibit A to Agreed Order Waiving Claims (2)

<u>Defendant</u>	<u>Claim No.</u>	<u>Claim Amount</u>	<u>Adv. Proc. Case No.</u>	<u>IBW Class 8 Claims Waived</u>	<u>IBW Class 9 Claims Waived</u>	<u>IBW Admin. Claims Waived</u>	<u>IBW Class 8 Claims Remaining</u>	<u>IBW Class 9 Claims Remaining</u>	<u>IBW Admin. Claims Remaining</u>
LASER ACTION PLUS, INC. 1228 SW 15TH AVENUE OCALA, FL 34471	1328	\$ 14,570.61	11-553	\$0.00	\$14,570.61	\$0.00	\$0.00	\$0.00	\$0.00
MARTIN PALMER CONSTRUCTION INC PO BOX 367 OCALA, FL 34478	1258(P)	\$ 4,246.33	11-629	\$0.00	\$4,246.33	\$0.00	\$0.00	\$0.00	\$0.00
MICROSOFT CORPORATION & MICROSOFT LICENSING GP C/O MARIA ANN MILANO RIDDELL WILLIAMS PS 1001 4TH AVE., STE 4500 SEATTLE, WA 98154-1192	2548	\$1,166,250.52	11-608	\$0.00	\$1,166,250.52	\$0.00	\$0.00	\$0.00	\$0.00
NATIONWIDE TITLE CLEARING INC ERIKA L LANCE SVP ADMINISTRATION 2100 ALT 19 NORTH PALM HARBOR, FL 34683	3	\$ 381,218.24	11-493	\$0.00	\$381,218.24	\$0.00	\$0.00	\$0.00	\$0.00
NDS USA, LLC 406 E. SILVER SPRINGS BLVD. OCALA, FL 34470	s5930	\$ 428,575.00	11-578	\$0.00	\$428,575.00	\$0.00	\$0.00	\$0.00	\$0.00

SECOND AMENDED Exhibit A to Agreed Order Waiving Claims (2)

Defendant	Claim No.	Claim Amount	Adv. Proc. Case No.	IBW Class 8 Claims Waived	IBW Class 9 Claims Waived	IBW Admin. Claims Waived	IBW Class 8 Claims Remaining	IBW Class 9 Claims Remaining	IBW Admin. Claims Remaining
QWEST COMMUNICATIONS COMPANY LLC ATTN: JANE FREY 1801 CALIFORNIA ST RM 900 DENVER, CO 80202-2658	42	\$ 14,262.12	11-546	\$0.00	\$7,262.12	\$0.00	\$0.00	\$7,000.00	\$0.00
SPHERION CORPORATION 2050 SPECTRUM BLVD FT LAUDERDALE, FL 33309	52	\$ 83,996.00	11-620	\$0.00	\$83,996.00	\$0.00	\$0.00	\$0.00	\$0.00
TEKSYSTEMS INC 7437 RACE RD HANOVER, MD 21076	145	\$ 38,264.18	11-559	\$0.00	\$38,264.18	\$0.00	\$0.00	\$0.00	\$0.00

SECOND AMENDED Exhibit A to Agreed Order Waiving Claims (2)