

<b>UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF FLORIDA</b>		<b>PROOF OF CLAIM</b>
<b>In re TOUSA, Inc., et al., Case No. 08-10928 (JKO) (Jointly Administered)</b>		
<b>Name of Debtor:</b>		<b>Case Number:</b>
NOTE: This form should not be used to make a claim for administrative expenses 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(a).		
Name of Creditor (the person or other entity to whom the debtor owes money or property):		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. <b>Court Claim Number:</b> <i>(If known)</i> Filed on: _____
If address and name different from above, please provide the name and address where notices should be sent: Creditor Name:  Address:  City/State/ZIP _____ Telephone number: _____		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
<b>1. Amount of Claim as of Date Case Filed:</b> \$ _____ (Unsecured)      \$ _____ (Secured)      \$ _____ (Priority)      \$ _____ (Total)		<b>5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a) or 11 U.S.C. § 503(b)(9). If any portion of your claim falls in one of the following categories, check the box and state the amount.</b>  Specify the priority of the claim.  <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 debtors business, whichever is earlier — 11 U.S.C. § 507(a)(4).  <input type="checkbox"/> Contributions to an employee benefit plan — 11 U.S.C. § 507(a)(5).  <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(a)(7).  <input type="checkbox"/> Taxes or penalties owed to governmental units — 11 U.S.C. § 507(a)(8).  <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).  <b>Amount entitled to priority:</b> \$ _____
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 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.		
<b>2. Basis for Claim:</b> _____ (See instruction #2 on reverse side.)		
<b>3. Last four digits of any number by which creditor identifies debtor:</b> _____  <b>3a. Debtor may have scheduled account as:</b> _____ (See instruction #3a on reverse side.)		
<b>4. Secured Claim</b> (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.  <b>Nature of property or right of setoff:</b> <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other <b>Describe:</b>  <b>Value of Property:</b> \$ _____ <b>Annual Interest Rate</b> ___%  <b>Amount of arrearage and other charges as of time case filed included in secured claim,</b> <b>if any:</b> \$ _____ <b>Basis for perfection:</b> _____  <b>Amount of Secured Claim:</b> \$ _____ <b>Amount Unsecured:</b> \$ _____		
<b>6. Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		<i>*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</i>
<b>7. Documents:</b> Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. If the supporting documents are in excess of 100 pages, you may attach a summary of them and a list of each document you have relied upon. You may also attach a summary. (See definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.		
<b>Date:</b>	<b>Signature:</b> 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.	<b>FOR COURT USE ONLY</b>

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

**INSTRUCTIONS FOR PROOF OF CLAIM FORM**

*The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.*

**Items to be completed in Proof of Claim form (if not already filled in)\***

**Court, Name of Debtor, and Case Number:**

Fill in the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the bankruptcy debtor's name, and the bankruptcy case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is located at the top of the notice.

**Creditor's Name and Address:**

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

**1. Amount of Claim as of Date Case Filed:**

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

**2. Basis for Claim:**

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. **If any information provided on this form is incomplete or incorrect, please cross-out the incorrect information and/or provide the correct information.**

**3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:**

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor. **The last four-digits of the tax identification number for each Debtor in these cases is included in the notice of bar date and may be obtained at [www.tousadocket.com](http://www.tousadocket.com).**

**3a. Debtor May Have Scheduled Account As:**

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

**4. Secured Claim.**

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien

documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

**5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a).**

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

**6. Credits:**

An authorized signature on this proof of claim serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

**7. Documents:**

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). Do not send original documents, as attachments may be destroyed after scanning.

**Date and Signature:**

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

**DEFINITIONS**

**INFORMATION**

<p><b>Debtor</b> A debtor is the person, corporation, or other entity that has filed a bankruptcy case. <b>A list of each Debtor, including respective trade names, is provided on page 3.</b></p> <p><b>Creditor</b> A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.</p> <p><b>Claim</b> A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.</p> <p><b>Secured Claim Under 11 U.S.C. § 506(a)</b> A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.</p>	<p><b>Secured Claim (con't)</b> A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).</p> <p><b>Unsecured Claim</b> An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.</p> <p><b>Claim Entitled to Priority Under 11 U.S.C. § 507(a)</b> Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.</p>	<p><b>Acknowledgement of Filing a Claim</b> To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or to view your filed proof of claim you may access the court's PACER system (<a href="http://www.pacer.psc.uscourts.gov">www.pacer.psc.uscourts.gov</a>) for a small fee to view your filed proof of claim.</p>
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\* If you disagree with any information provided on this form, you may make corrections directly to this form. You may also download a blank form, free of charge, by visiting [www.tousadocket.com](http://www.tousadocket.com) or by contacting Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245.

**DEFINITIONS (continued)**

**INFORMATION (continued)**

**Proof of Claim**

A proof of claim form is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed. **Proof of claims are to be mailed to the TOUSA Claim Processing Center, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245**

**Redacted**

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

**Evidence of Perfection**

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

**Offers to Purchase a Claim**

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

The Debtors in these chapter 11 cases are:

**DEBTOR**

**CASE NO.**

Tousa, Inc.	08-10928
TOUSA Homes Florida, LP	08-10929
TOUSA Homes, Inc.	08-10930
Newmark Homes, LLC	08-10931
LB/TE #1, LLC	08-10932
Lorton South Condominium, LLC	08-10933
Engle Homes Commercial Construction, LLC	08-10934
McKay Landing, LLC	08-10935
TOUSA, LLC	08-10936
TOUSA Homes Investment #2, LLC	08-10937
Newmark Homes Purchasing, LP	08-10938
TOUSA Mid-Atlantic Investment, LLC	08-10939
Engle/Gilligan, LLC	08-10940
Preferred Builders Realty, Inc.	08-10941
Newmark Homes, LP	08-10942
TOUSA Investment #2, Inc.	08-10943
Reflection Key, LLC	08-10944
TOUSA Homes, LP	08-10945
TOUSA Realty, Inc.	08-10946
Engle/James LLC	08-10947
TOUSA/West Holdings, Inc.	08-10948
TOUSA Homes Mid-Atlantic Holding, LLC	08-10949
Silverlake, Interests LLC	08-10950
TOUSA Homes Investment #2, Inc.	08-10951
TOUSA Funding, LLC	08-10952
TOI, LLC	08-10953
TOUSA Homes Nevada, LLC	08-10954
TOUSA Homes Investment #1, Inc.	08-10955
TOUSA Homes Arizona, LLC	08-10956
TOUSA Delaware, Inc.	08-10957
TOUSA Homes Colorado, LLC	08-10958
TOUSA Associates Services Company	08-10959
Engle Homes Residential Construction, L.L.C.	08-10960
Engle Homes Delaware, Inc.	08-10961
Engle Sierra Verde P4, LLC	08-10962
TOUSA Homes Mid-Atlantic, LLC	08-10963
Engle Sierra Verde P5, LLC	08-10964
Newmark Homes Business Trust	08-10965

Please note that the Debtors may have used the following other names over the last six years:

**Tousa, Inc.:** Technical Olympic USA, Inc.; Technical USA, Inc.; Engle Homes; Newmark Homes, L.P.; TOUSA Homes, Inc.; Newmark Homes Corporation

**TOUSA Homes Florida, LP:** Engle Homes; TOUSA Homes Investment #1, L.P.; Transeastern Communities; Transeastern Development; Transeastern Neighborhood; Transeastern Lifestyles; Transeastern Lifestyle Homes; Transeastern Lifestyle Neighborhood; Transeastern Lifestyle Developments; TE/TOUSA, LLC; TE/TOUSA Mezzanine Two, LLC; TE/TOUSA Mezzanine, LLC; TE/TOUSA Senior, LLC; EH/Transeastern, LLC Transeastern Homes

**TOUSA Homes, Inc.:** Engle Homes Colorado; Engle Homes South Florida; Engle Homes Orlando; Engle Homes Southwest Florida; Engle Homes Jacksonville; Engle Homes Virginia; Trophy Homes; James Construction Company; JamesCompany; D.S. Ware Homes of Florida; D.S. Ware Homes; Engle Homes; Engle Homes Arizona; Engle Homes/Broward; Engle Homes Colorado, a division of TOUSA Homes, Inc.; Engle Homes/Georgia; Engle Homes/Nevada; Engle Homes Palm Beach; Engle Homes Pembroke; Gilligan Homes; James Construction Company, a division of TOUSA Homes

**Lorton South Condominium, LLC:** Lorton South, LLC

**Engle Homes Commercial Construction, LLC:** TOUSA LV-NV, LLC

**TOUSA, LLC:** TOUSA I, LLC

**TOUSA Mid-Atlantic Investment, LLC:** Engle Homes; TOUSA Homes Investment #1, LLC

**Engle/Gilligan, LLC:** Engle Homes

**Newmark Homes, LP:** Frederick Harris Estate Homes; Trophy Homes; Homes by Newmark, L.P.; Marksman Homes; Engle Homes/Texas; Engle Homes; Newmark Homes (TOSA)

**TOUSA Homes, LP:** Engle Homes; TOUSA Homes I, L.P.; TOUSA Homes, L.P. I; Engle Homes, Colorado; Engle Real Estate Company

**TOUSA Realty, Inc.:** TOUSA Investment #1, Inc.

**TOUSA Homes Mid-Atlantic Holding, LLC:** TOUSA Investment #4, LLC

**TOUSA Homes Nevada, LLC:** TOUSA Investment #3, LLC

**TOUSA Homes Arizona, LLC:** TOUSA Investment #1, LLC

**TOUSA Homes Colorado, LLC:** TOUSA Investment #2, LLC

**TOUSA Associates Services Company:** Newmark Homes Realty

**Engle Homes Residential Construction, L.L.C.:** Engle Homes/Arizona Construction I, LLC

**Engle Sierra Verde P4, LLC:** Engle Homes

**TOUSA Homes Mid-Atlantic, LLC:** TOUSA Investment #5, LLC

**Engle Sierra Verde P5, LLC:** Engle Homes