

UNITED STATES BANKRUPTCY COURT FOR DISTRICT OF DELAWARE PROOF OF CLAIM

Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form. If you wish to assert claims against multiple Debtors, you must file a separate form against each separate debtor against whom you are asserting a claim. If multiple boxes are checked, claims will be deemed as filed against the first checked Debtor for all purposes.)

- SAI Holdings, Inc. (Case No. 13-10062)
Penson Worldwide, Inc. (Case No. 13-10061)
Penson Financial Services, Inc. (Case No. 13-10063)
Penson Execution Services, Inc. (Case No. 13-10067)
Penson Financial Futures, Inc. (Case No. 13-10064)
Nexa Technologies, Inc. (Case No. 13-10068)
Penson Holdings, Inc. (Case No. 13-10065)
Penson Futures (Case No. 13-10069)
GHP1, Inc. (Case No. 13-10070)
GHP2, LLC (Case No. 13-10071)

NOTE: This form should not be used to make a claim for an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) arising after the commencement of the case. A "request" for payment of an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) may be filed pursuant to 11 U.S.C § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property): Allen E Russell

Name and address where notices should be sent: Allen E Russell, 70-A Greenwich Ave 155, New York, NY 10011-8300

Name and address where payment should be sent (if different from above): Allen E Russell

Telephone number: 212-674-4377 email: aerussell@delaware.com

1. Amount of Claim as of Date Case Filed: \$ 8587.26

2. Basis for Claim: Investment in Penson Worldwide Inc Stock (Common)

3. Last four digits of any number by which creditor identifies debtor: 6358

4. Secured Claim (See instruction #4)
Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.
Nature of property or right of setoff: Other
Describe:
Value of Property: \$ 8587.26 Annual Interest Rate 0 % Fixed Variable

6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business.

7. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7)

8. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction 8, and the definition of "redacted".)
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.
If the documents are not available, please explain:

9. Signature: (See instruction #9)
Check the appropriate box.
[X] I am the creditor. [] I am the creditor's authorized agent. [] I am the trustee, or the debtor, or their authorized agent. [] I am a guarantor, surety, indorser, or other codebtor.
(Attach copy of power of attorney, if any.) (See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.
Print Name: Allen Russell
Title: Owner
Company:
Address and telephone number (if different from notice address above): Same as Above

Telephone number: Email:
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment

Check this box if this claim amends a previously filed claim.
Court Claim Number:
Filed on:
Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.
5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.
Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).
Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier - 11 U.S.C. §507 (a)(4).
Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).
Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).
Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).
Other - Specify applicable paragraph of 11 U.S.C. §507 (a)().
Amount entitled to priority:
* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

COURT USE ONLY
RECEIVED
MAR 08 2013
KURTZMAN CARSON CONSULTANTS



ORIGINAL

BUCKMAN, BUCKMAN & REID
174 PATTERSON AVE
SHREWSBURY NJ 07702

CONFIRMATION NOTICE

TRANSACTION DATE	08/04/2011
SETTLEMENT DATE	08/09/2011
PROCESSING DATE	08/04/2011

ACCOUNT NUMBER	876-02219
ACCOUNT TYPE	CASH 0307
TRANSACTION TYPE	31 P

ALLEN E RUSSELL TTEE
ALLEN E RUSSELL DEFINED BENEFI
U/A DTD 01/01/2000
FBO ALLEN E RUSSELL
70A GREENWICH BOX 155
NEW YORK NY 10011

WE CONFIRM THE FOLLOWING TRANSACTION(S):

SYMBOL PNSN	CUSIP 709600100	YOU BOUGHT
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DESCRIPTION

PENSON WORLDWIDE INC
UNSOLICITED
AVG PRICE SHOWN-DETAILS ON REQ

QUANTITY	PRICE	PRINCIPAL/ GROSS AMOUNT	ACCRUED INTEREST	COMMISSION/ HANDLING	MARK UP/DOWN PER SHARE	OTHER FEES	SALES CHARGE RATE
3000	2.790533	8371.60	0.00	215.66		0.00	0.000%
3000		8371.60	0.00	215.66		0.00	

THANK YOU

NET AMOUNT
8587.26

IMPORTANT TAX INFORMATION
PLEASE RETAIN FOR YOUR RECORDS

YOUR FINANCIAL ADVISOR:
GUY GALLO/CHIP BUCKMAN
CY0KJ 054
800-531-0303

PLEASE MAKE CHECKS PAYABLE TO:
RBC CORRESPONDENT SERVICES