

<b>UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK</b>		<b>PROOF OF CLAIM</b>	
Name of Debtor and Case Number: <b>Residential Accredited Loans, Inc. Case No. 12-12052 (MG)</b> 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): Acacia Life Insurance Company		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.  Court Claim Number: _____ (If known)  Filed on: _____	
Name and address where notices should be sent: Michael S. Etkin and Ira M. Levee Lowenstein Sandler PC 65 Livingston Ave. Roseland, NJ 07068 Telephone number: 973.597.2500 email: ilevee@lowenstein.com; metkin@lowenstein.com			
Name and address where payment should be sent (if different from above): <div style="text-align: right;"><b>KURTZMAN CARSON CONSULTANTS</b></div> <div style="text-align: center;"> <input checked="" type="checkbox"/> <b>Date Stamped Copy Returned</b>  <input type="checkbox"/> <b>No self addressed stamped envelope</b>  <input type="checkbox"/> <b>No copy to return</b> </div> Telephone number: _____ email: _____		<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.	
1. <b>Amount of Claim as of Date Case Filed:</b> \$ <u>Not less than approximately \$1,498,160.00</u> If all or part of your claim is secured, 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 a statement that itemizes interest or charges.			
2. <b>Basis for Claim:</b> <u>Violations of Federal Securities Laws</u> (See instruction #2)		5. <b>Amount of Claim Entitled to Priority under 11 U.S.C. §507(a).</b> If any portion of your claim falls in one of the following categories, check the box and state the amount.  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"/> Wages, salaries, or commissions (up to \$11,725*) 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"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(5).  <input type="checkbox"/> 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).  <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>  \$ _____  *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.	
Last four digits of any number by which creditor identifies debtor:  _____	3a. Debtor may have scheduled account as:  _____ (See instruction #3a)		3a. Debtor may have scheduled account as:  _____ (See instruction #3b)
4. <b>Secured Claim</b> (See instruction #4) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.  Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____  Value of Property: \$ _____ Annual Interest Rate _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable (when case was filed) Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____  Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____			
6. <b>Claim Pursuant to 11 U.S.C. §503(b)(9):</b> Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before May 14, 2012, 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. Attach documentation supporting such claim. \$ _____ (See instruction #6)			
7. <b>Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7).			
8. <b>Documents:</b> Attach 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 a security interest. (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: See attached Rider			
9. <b>Signature:</b> (See instruction #9) Check the appropriate box. <input type="checkbox"/> I am the creditor. <input checked="" type="checkbox"/> I am the creditor's authorized agent. <input type="checkbox"/> I am the trustee, or the debtor, or their authorized agent. (See Bankruptcy Rule 3004.) <input type="checkbox"/> I am a guarantor, surety, indorser, or other codebtor. (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: <u>Ira M. Levee</u> Title: <u>Attorney</u> Company: <u>Lowenstein Sandler PC</u> Address and telephone number (if different from notice address above): _____  Telephone Number: _____ Email: _____			

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

