

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF HENNEPIN

FOURTH JUDICIAL DISTRICT

Bank of Scotland plc

CASE TYPE: Civil/Breach of Contract
Court File No. 27-CV-08-22657

Plaintiff,

vs.

**NOTICE REGARDING
PROOFS OF CLAIM**

Lakeland Construction Finance, LLC,

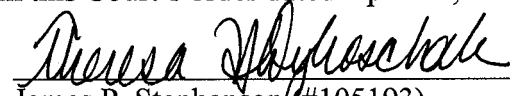
Defendant.

PLEASE TAKE NOTICE that the address for delivery of proofs of claim has been changed to:

**James A. Bartholomew and Lighthouse Management Group, Inc.,
as Receiver for Lakeland Construction Finance, LLC
c/o Faegre & Benson LLP
Attn: Theresa H. Dykoschak
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901**

The Receiver also has removed the language “arising prior to the Appointment Date” and “separate” from the third paragraph of the notice, and updated the proof of claim instructions to be consistent with the proof of claim form. No other changes have been made to the notice or proof of claim and instructions that were approved in this Court’s order dated April 21, 2009.

Dated: May 6, 2009



James P. Stephenson (#105193)
Edward T. Wahl (#15409X)
Theresa H. Dykoschak (#0349999)
Faegre & Benson LLP
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402
(612) 766-7000

*Attorneys for James A. Bartholomew and
Lighthouse Management Group, Inc. as
Receiver for Lakeland Construction
Finance, LLC*

STATE OF MINNESOTA
COUNTY OF HENNEPIN

DISTRICT COURT
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CASE TYPE: Civil/Breach of Contract
Court File No. 27-CV-08-22657

Plaintiff,

vs.

Lakeland Construction Finance, LLC,

Defendant.

**IMPORTANT NOTICE OF (a) COMMENCEMENT OF RECEIVERSHIP CASE,
AND (b) BAR DATE FOR FILING PROOFS OF CLAIM**

PLEASE TAKE NOTICE THAT:

On October 31, 2008 ("Appointment Date"), the District Court for the County of Hennepin, State of Minnesota ("Court") entered Findings of Fact, Conclusions of Law, and Order Establishing Receivership and Appointing a Receiver, which appointed James A. Bartholomew and Lighthouse Management Group, Inc. as Receiver for Lakeland Construction Finance, LLC ("Debtor").

Pursuant to the Court's order dated April 21, 2009, the deadline for all claimants to file proofs of claim against the Debtor is 5:00 p.m. on September 11, 2009. Pursuant to Minn. Stat. 322B.846, subd. 2, any claimant who fails to file its claim on or before the deadline may be barred from claiming an interest in or receiving payment out of the property or assets of the Debtor.

All creditors holding any claim(s) must deliver a completed and signed original proof of claim in accordance with the instructions set forth in this Notice. Each proof of claim form must be delivered, either by mail or hand delivery, together with accompanying supporting documentation, to:

**James A. Bartholomew and Lighthouse Management Group, Inc.,
as Receiver for Lakeland Construction Finance, LLC
c/o Faegre & Benson LLP
Attn: Theresa H. Dykoschak
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901**

so as to be actually received no later than 5:00 p.m. Central time on September 11, 2009.

ANY CLAIM HOLDER WHO IS REQUIRED TO AND FAILS TO FILE A PROOF OF CLAIM ON OR BEFORE THE DEADLINE ON ACCOUNT OF ANY CLAIM AGAINST THE DEBTOR SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO), AND SUCH CLAIM HOLDER SHALL NOT BE PERMITTED TO PARTICIPATE IN ANY DISTRIBUTION IN THIS RECEIVERSHIP CASE ON ACCOUNT OF SUCH CLAIM.

Any holder of a claim arising out of the Debtor's breach of an executory contract or unexpired lease must also file a proof of claim on or before the deadline.


If a claim holder wishes to receive acknowledgment by the Receiver of receipt of a proof of claim, the claim holder must also submit to the Receiver concurrently with its original proof of claim (a) a copy of the proof of claim, and (b) a self-addressed, stamped return envelope.

PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR EMAIL WILL NOT BE ACCEPTED.

ADDITIONAL INFORMATION

If you require additional information regarding the filing of a proof of claim against the Debtor or wish to obtain a proof of claim form, you may contact counsel to the Receiver, Theresa H. Dykoschak, electronically at tdykoschak@faegre.com or by telephone at (612) 766-7229, between 9:00 a.m. and 5:00 p.m., Central time, or by writing to the Receiver's counsel at the address listed below.

Dated: May 6, 2009


James P. Stephenson (#105193)
Edward T. Wahl (#15409X)
Theresa H. Dykoschak (#0349999)
Faegre & Benson LLP
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901
(612) 766-7000

Attorneys for James A. Bartholomew and
Lighthouse Management Group, Inc., as
Receiver for Lakeland Construction
Finance, LLC

**STATE OF MINNESOTA
DISTRICT COURT
COUNTY OF HENNEPIN
FOURTH JUDICIAL DISTRICT**

Court File No. 27-CV-08-22657

PROOF OF CLAIM FORM

Lakeland Construction Finance, LLC (“Debtor”)

PLEASE READ THE ENCLOSED BAR DATE NOTICE AND ATTACHED INSTRUCTIONS AND REQUIREMENTS FOR PROOFS OF CLAIM BEFORE COMPLETING THIS FORM.

DEADLINE FOR FILING PROOF OF CLAIM FORM. The completed original Proof of Claim form must actually be received by the Receiver by no later than 5:00 p.m. on September 11, 2009. Failure to timely file a Claim shall result in a waiver of any rights to claim an interest in or receive payment out of the property or assets of the Debtor.

<p>(1) <u>Name, Address, Phone No., and Email Address of Claimant</u></p> <p>Name: _____ Phone No.: _____</p> <p>Address: _____</p> <p>_____</p> <p>Email: _____</p>
<p>(2) <u>Name, Address, and Phone No. of Claimant’s Attorney, if Any</u></p> <p>Name: _____ Phone No. _____</p> <p>Company/Firm: _____</p> <p>Address: _____</p> <p>_____</p>
<p>(3) <u>Amount of Claim as of the date of this Claim</u> : \$ _____</p>
<p>(4) <u>Documentation of Claim:</u></p> <p>(a) Date debt was incurred: _____</p> <p>(b) Nature/description of claim: _____</p> <p>_____ (please attach rider if necessary)</p> <p>(c) Attach copies of all documents in support of this claim, in accordance with section (9) below.</p>
<p>(5) <u>Security Interests:</u></p> <p>(a) If any portion of your claim is secured by property of the Debtor, or any other entity, check this box <input type="checkbox"/></p> <p>(b) Attach copies of all documents on which you rely to establish that your claim is</p>

Providing false, misleading or incomplete information or incomplete documentation will delay any disbursement made from this Receivership and could jeopardize your Distribution altogether.

secured in whole or in part.

- (c) State the current value of all collateral securing your claim and provide all documentation on which you rely to establish such value.

(6) **Letters of Credit:** If you hold a letter of credit issued by Debtor provide the following information:

- (a) Letter of credit number: _____
- (b) Balance remaining on the letter of credit: \$ _____
- (c) Estimated cost of outstanding work or improvements under development agreement(s) secured by letter of credit: \$ _____
- (d) Have you expended any monies or directly contracted with anyone to complete any of the work required under the development agreement(s)? Yes/No If Yes, how much have you expended? \$_____ With whom have you contracted?_____
- (Attach copies of contracts)
- (e) Attach copies of all documents on which you rely to establish the amount of the letter of credit, the basis for the amount due under any development agreement(s) or amount claimed under development agreement(s), or the unfinished work costs on each item.
- (f) State whether you can assess the property subject to the development agreement and for which a letter of credit was issued. Please also provide the basis for your conclusion.

(7) If you are aware of any setoffs or counterclaims the Debtor may have against your claim, check this and provide details and documentation of such setoff or counterclaim.

(8) **Credits:** By submitting this Proof of Claim, you are confirming that the amount of all payments made by Debtor on this claim has been credited and deducted for the purpose making this Proof of Claim.

(9) **Supporting Documents:** *Attach copies of supporting documents*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. You may also attach a summary. **DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.** If the documents are not available, please explain.

(10) **Date-Stamped Copy:** To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this Proof of Claim.

Date: _____ **Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)**

Providing false, misleading or incomplete information or incomplete documentation will delay any disbursement made from this Receivership and could jeopardize your Distribution altogether.

INSTRUCTIONS

1. Where to File a Proof of Claim.

This form must be completed in accordance with the instructions below and timely filed with James A. Bartholomew and Lighthouse Management Group, Inc. (“Receiver”), as Receiver for Lakeland Construction Finance, LLC (“Debtor”). The Receiver’s mailing address is:

**James A. Bartholomew and Lighthouse Management Group, Inc.,
as Receiver for Lakeland Construction Finance, LLC
c/o Faegre & Benson LLP
Attn: Theresa H. Dykoschak
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901**

2. Deadline for Filing a Proof of Claim.

The deadline for filing this proof of claim is 5:00 p.m., Central time, on **September 11, 2009**. Any proof of claim not filed with the Receiver on or before **September 11, 2009** will be considered untimely and may result in disallowance of the claim.

3. Information and Documentation to be Provided by Claimant.

Each item of information and documentation provided by the Claimant will be used by the Receiver in determining the Claimant’s eligibility to participate in any distribution of the assets of the Debtor, and in calculating the appropriate amount of the Claimant’s Allowed Claim. Please be as detailed and complete as possible with regards to submissions, as it may affect the amount of your Allowed Claim, if any. *Providing false, misleading or incomplete information or documentation will delay any disbursement made from the Debtor’s assets and could jeopardize your distribution altogether.*

4. “You” or “your”

The terms “you” or “your” contained in the proof of claim form refer to the Claimant on whose behalf the proof of claim is being submitted.

5. Claimant Contact Information

Complete the information section on the first page of the proof of claim form, giving the names, address, telephone number, and email address of the Claimant to whom the Debtor allegedly owes money or property.

6. Claim Status

If this proof of claim form is filed to change, replace or supplement a proof of claim form previously filed by you, provide the date the previous proof of claim form was filed.

7. Supporting Documents

You must attach to the proof of claim form all documents that show the Debtor owes the amount claimed. If documents are not available, you must attach an explanation as to why they are not available. **DO NOT SEND ORIGINAL DOCUMENTS.**

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8. Signatures – Legal Authority to Submit Claim.

The proof of claim form must be signed and dated by the Claimant, or a duly authorized officer or legal representative in the space provided. To the extent that the signatory is authorized pursuant to a power of attorney or court appointment, documentation of such authority must be provided.

9. Independent Verification of Claims – Requests for Supplemental Information

All claims are subject to verification by the Receiver. It is important to provide complete and accurate information to facilitate this effort. Claimants may be asked to supply additional information to complete this process. Claims will not be considered for payment until they have been verified.

10. Acknowledgment of Filing Proof of Claim

To receive an acknowledgment of the receipt of your claim, enclose a stamped, self-addressed envelope and copy of your proof of claim form.

11. Communications with the Receiver

Any questions about this form or process (including supporting documentation) should be made by email to tdykoschak@faegre.com or in writing to the Receiver's counsel at Faegre & Benson LLP, Attn: Theresa H. Dykoschak, 2200 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402-3901.

Providing false, misleading or incomplete information or incomplete documentation will delay any disbursement made from this Receivership and could jeopardize your Distribution altogether.