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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

In re
MORTGAGES, LTD.,
Debtor.

Chapter 11
Case No. 2:08-bk-07465-RJH

BALLOT FOR CLASS 4, CLASS 5, CLASS 7 AND CLASS 12 FOR ACCEPTING OR REJECTING THE OFFICIAL COMMITTEE OF INVESTORS' FIRST AMENDED PLAN OF REORGANIZATION DATED MARCH 12, 2009

**BALLOT FOR CLASS 4, CLASS 5,
CLASS 7 AND CLASS 12**

The Voting Deadline is 5:00 p.m. Pacific Time, May 5, 2009. The Ballot must be received by that date and time by Mail or by Fax. If not timely received, the Ballot will not be counted, unless otherwise ordered by the Court.

This Ballot (the "Ballot") is being sent to you as the holder of a claim or interest in the Mortgages Ltd. bankruptcy for the Artemis Secured Claim (Class 4), Arizona Bank Secured Claim (Class 5), Radical Bunny LLC (Class 7), and Borrower Claims (Class 12) which have been set up under the Plan. The Official Committee of Investors (the "Committee") proposed a First Amended Plan of Reorganization dated March 12, 2009, including amendments, (the "Plan") under Chapter 11, of Title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the "Bankruptcy Code"). The Plan can be confirmed by the United States Bankruptcy Court for the District of Arizona (the "Bankruptcy Court") and thereby made binding upon you if it is accepted by holders of at least two-thirds in amount and more than one-half in number of claims in a class of creditors voting on the Plan. To have your vote counted in the above stated Classes, you must complete and return this Ballot.

The Plan, along with the Committee's Approved Amended Disclosure Statement in Support of the Official Committee of Investor's First Amended Plan of Reorganization Dated March 12, 2009 (the "Disclosure Statement"), are contained in the CD-ROM

1 accompanying this Ballot. If you, as of June 24, 2008 (the "Order of Relief Date"), assert
2 a claim against Mortgages Ltd., please use this Ballot to cast your vote to accept or reject
3 the Plan. The Bankruptcy Court has approved the Disclosure Statement, which provides
4 information to assist you in deciding how to vote on the Plan. Bankruptcy Court approval
5 of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy
6 Court. If you do not have a CD-ROM containing the Plan and Disclosure Statement, you
7 may obtain a CD-ROM or a hard copy of the documents by contacting Carol Levine at
8 clevine@fclaw.com.

9 **PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS**
10 **CAREFULLY. COMPLETE, SIGN AND DATE THIS BALLOT ON OR BEFORE**
11 **MAY 5, 2009 BY 5:00 P.M., PACIFIC TIME. TO BE COUNTED, YOUR BALLOT**
12 **MUST BE RECEIVED BY THIS DATE AND TIME. SEND IT TO:**

13 **Mailed to:**
14 **Edward McDonough**
15 **Alvarez & Marsal**
16 **2355 E. Camelback, Rd. Suite 805**
17 **Phoenix, AZ 85016**

18 **Or Faxed to Edward McDonough at:**
19 **(602) 459-7001**

20 **HOW TO VOTE (AS MORE FULLY SET FORTH IN THE ATTACHED**
21 **VOTING INSTRUCTIONS):**

22 COMPLETE ITEM 1, ITEM 2 AND ITEM 3.

23 REVIEW THE CERTIFICATIONS CONTAINED IN ITEM 4.

24 **SIGN THE BALLOT. UNSIGNED BALLOTS WILL NOT BE COUNTED.**

25 RETURN THE BALLOT IN THE PRE-ADDRESSED ENVELOPE (SO THAT IT IS
26 RECEIVED BEFORE THE VOTING DEADLINE) OR YOU MAY FAX IT TO
27 (602) 459-7001.

28 ANY EXECUTED BALLOT RECEIVED THAT (A) DOES NOT INDICATE
EITHER AN ACCEPTANCE OR REJECTION OF THE PLAN, OR (B) THAT
INDICATES BOTH AN ACCEPTANCE AND A REJECTION OF THE PLAN,
WILL NOT BE COUNTED.

Item 1: Aggregate Total of Claim Voted. I certify that I have an aggregate total Claim in
the following amount (insert dollar number in the box below):

Amount of Claim
\$

Item 2: The Class under which I am casting my Ballot is Class ___ under the
Committee's Plan.

1 **Item 3:** Vote. The holder of the Claim identified in Item 1 and Item 2 votes as follows
2 (check one box only—if you do not check a box, or if you check both boxes, your vote
will not be counted): to ACCEPT the Plan OR to REJECT the Plan.

3 Accept (for) the Plan Reject (against) the Plan

4 **Item 4. Certification.** By returning this Ballot, the holder, or an authorized signatory for
5 such holder, of the Claim identified in Item 1 and Item 2 certifies that: (a) this Ballot is the
6 only Ballot submitted for its Claim identified in Item 1 and Item 2; (b) it has full power
7 and authority to vote to accept or reject the Plan and to elect treatment with respect to the
8 Claim identified in Item 1 and Item 2; (c) it was the holder of the Claim identified in Item
9 1 and Item 2 as of June 24, 2008 and has not transferred its Claim to another Person; and
(d) it has received a CD-ROM containing a copy of the Disclosure Statement (including
the exhibits thereto) and understands that the solicitation of votes for the Plan and the
election of convenience claim treatment under the Plan are subject to all the terms and
conditions set forth in the Disclosure Statement and Plan.

10 Name of Creditor: _____
(Print or Type)

11 Social Security or Federal
12 Tax ID. No.: _____
(Optional)

13 Signature: _____

14 Print Name: _____

15 Title: _____
(If Appropriate)

16 Street Address: _____

17 City, State, Zip Code: _____

18 Telephone Number: () _____

19 Date Completed: _____

21 If you are completing the Ballot on behalf of another person or entity, indicate your
22 relationship with such person or entity and the capacity in which you are signing.

23 **IF YOU HAVE ANY QUESTIONS REGARDING THE BALLOT OR THE**
24 **VOTING PROCEDURES, OR IF YOU NEED ADDITIONAL COPIES OF THE**
BALLOT, PLEASE CONTACT CAROL LEVINE AT clevine@fclaw.com.

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