

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,)	
)	
Plaintiff,	)	Civil Action No. 18-CV-5587
v.)	
	)	Hon. John Z. Lee
EQUITYBUILD, INC.,)	
EQUITYBUILD FINANCE, LLC,)	
JEROME H. COHEN, and	)	Magistrate Judge Young B. Kim
SHAUN D. COHEN,)	
)	
Defendants.)	
)	

**RECEIVER’S MOTION FOR ENTRY OF AN ORDER:
(1) ESTABLISHING CLAIMS BAR DATE;
(2) FINDING THAT THE RECEIVER GAVE FAIR, ADEQUATE,
AND SUFFICIENT NOTICE TO ALL INTERESTED PARTIES; AND
(3) APPROVING PROOF OF CLAIM FORM AND SUMMARY PROCEDURES**

Kevin B. Duff, as the receiver (“Receiver”) for the Estate of Defendants EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Defendants Jerome Cohen and Shaun Cohen (collectively, the “Receivership Defendants”), and pursuant to the powers vested in him by the Order of this Court entered on August 17, 2018, hereby files his Motion for entry of an Order: (i) Establishing Claims Bar Date; (ii) Finding that the Receiver has given fair, adequate, and sufficient notice to all interested parties; and (iii) Approving Proof Of Claim Form And Summary Procedures (the “Motion”).

I. SUMMARY OF RELIEF REQUESTED

The Receiver brings this Motion to address issues generally relating to the establishment of: (i) a claims bar date for creditors of the Receivership Defendants; (ii) procedures for the

submission of claims against the Receivership Defendants; and (iii) guidelines for allowance of claims, as set forth in more detail herein.

Pursuant to the Order Appointing Receiver (the “Receiver Order”), the Receiver is charged with administering and managing the business affairs and assets of EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Jerome Cohen and Shaun Cohen as defined in the Receiver Order. (*See* Docket No. 16, Order Appointing Receiver) To that end, the Receiver believes it is in the best interest of the Receivership Estate to establish a claims bar date by which all claimants must assert any claims they have against the Receivership Defendants to allow the Receiver to have complete information regarding such claims and time to evaluate and process those claims for the purpose of recommending an eventual distribution plan to the Court.

Accordingly, the Receiver requests entry of an order: (i) establishing a deadline by which all creditors must file claims against the Receivership Defendants; (ii) finding that the Receiver has given fair, adequate, and sufficient notice to all interested parties; and (iii) approving the proof of claim form and summary claims procedures.

II. STATEMENT OF FACTS

Kevin B. Duff was appointed as the Receiver of EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Jerome Cohen and Shaun Cohen pursuant to this Court’s Order Appointing Receiver. (Docket. No. 16) In his role as Receiver, he has diligently executed his duties, including managing EquityBuild properties and assets, with the aim of maximizing returns to the Estate and EquityBuild’s investors. *See* Exhibit A, Declaration of Kevin B. Duff at ¶ 4 (“Duff Decl.”). He continues the process of evaluating the assets and liabilities of the Receivership Defendants.

The Receiver Order specifically identified certain Receivership Defendants and affiliates. (*See Id.* pp. 1-2) As of the filing of the Receiver's First Status Report, the Receiver and his retained professionals compiled an updated and comprehensive list of EquityBuild affiliate entities and the properties they own, directly or indirectly. At this time, the Receiver has identified a total of 158 entities associated with the Receivership Estate that are presently believed to be within the Estate. (Ex. A, Duff Decl. at ¶ 3 and Exhibit 1 thereto) The Receiver has filed a motion to amend and clarify the Order Appointing Receiver to make it clear that all such 158 entities are within the Receivership Estate. (Docket No. 226)

Based on the progress made in the administration of the Estate to date thus far, the Receiver believes it is appropriate to seek Court approval of a claims bar date and claims procedure, as set forth below, and the related notice of bar date and claim form. (Ex. A, Duff Decl. at ¶ 8) The Receiver believes the procedure described below will minimize expense and delay and also maximize distributions to eligible claimants. (Ex. A, Duff Decl. at ¶ 7) The proposed procedure is based in part on recognition of the fact that it appears quite likely that the Receivership Defendants' collective assets will be insufficient to pay claimants 100% of the amounts the Receiver anticipates will be claimed. (Ex. A, Duff Decl. at ¶ 4)

III. ENTRY OF AN ORDER ESTABLISHING A CLAIMS BAR DATE AND SUMMARY CLAIMS PROCEDURE IS WARRANTED

Pursuant to the Securities Act of 1933 and the Securities Exchange Act of 1934, the Securities and Exchange Commission sought and obtained the appointment of the Receiver. Under the Receiver Order, the Receiver has authority in equity, as well as under 28 U.S.C. §§ 754, 959 and 1692, and Rule 66 of the Federal Rules of Civil Procedure, and was given broad powers to investigate and safeguard the assets of Receivership Defendants. It is well settled that this Court has the authority to grant the relief requested herein. *See SEC v. Hardy*, 803 F.2d

1034, 1037 (9th Cir. 1986) (“district court’s power to supervise an equity receivership and to determine the appropriate action to be taken in the administration of the receivership is extremely broad”); *see also SEC v. Billion Coupons, Inc.*, 2009 WL 2143534, at * 4 (D. Haw. July 13, 2009) (approving receiver’s claims procedures and bar date); *SEC v. Alanar, Inc.*, 2009 WL 1664443, at *3-4 (S.D. Ind. June 12, 2009) (same). The court’s “broad powers and wide discretion” stem from the inherently complex transactions and multiple parties to a receivership action and the need for orderly administration of the estate. *Hardy*, 803 F.2d at 1037. Accordingly, a “primary purpose of equity receiverships is to promote orderly and efficient administration of the estate by the district court for the benefit of creditors,” and “reasonable procedures instituted by the district court” that ultimately serve these basic principles are generally upheld. *Id.* at 1038.

In order to execute his duties under the Receiver Order, including distribution of the assets of the Receivership Estate and eventually bring the Receivership to a conclusion, the Receiver must ensure that all claims that he is required to consider have been submitted and analyzed. The implementation of a claims bar date and related procedures are necessary to allow the Receiver to determine the liabilities of the Receivership Estate and administer EquityBuild’s assets for the benefit of creditors. Particularly given the limited funds available for distribution, these processes are vital to ensure the available assets are maximized and distributed to claimants holding valid, timely claims. The Receiver and his retained professionals have been in the process of reviewing records from the Receivership Defendants to perform a funds tracing.

A. Proposed Summary Claims Procedure

The Receiver anticipates that investigating and calculating the claims of investors and creditors will take at least a year from the proposed bar date because the process will entail a

period for discovery related activities, the final review and confirmation of all investor and non-investor claims by the Receiver, and if appropriate, the filing of objections to any claims determined to be unacceptable and resolution of all claims disputes by the Court.

1. Bar Date. The Receiver seeks entry of an order establishing a date approximately 120 days from entry of the order sought by this Motion as the deadline by which all investors, creditors, and other claimants must submit all claims against EquityBuild (the “Bar Date”). The proposed Bar Date will allow sufficient time for (i) the Receiver to arrange for the proposed notices to be sent and (ii) claimants to file a proof of claim form with the Receiver. Further, the Bar Date is necessary to allow as many claimants as possible to participate in the claims process while still permitting the Receiver to obtain certainty in a reasonably prompt fashion of the total potential claims against EquityBuild. Moreover, setting such a deadline is critical to the claims process because the Receiver cannot make a determination regarding the distribution of the assets of the Receivership Estate until all claims have been received and analyzed, and the claims process has been administered.

The cover page of each proof of claim form will prominently display the Bar Date. And, the Bar Date will be displayed on the Receivership web site at the following link:
<http://rdaplawnet.com/receivership-for-equitybuild>

2. Notice and Procedures for Submitting and Determining Proofs of Claims.

The Receiver proposes a claims procedure to efficiently, equitably, and promptly identify potential claimants and the amount and validity of any claim. The proposed procedure will allow the Receiver to establish certainty as to the total number and amount of claims against EquityBuild and allow for an equitable distribution among claimants.

The Receiver also seeks Court approval to retain a third-party vendor – Axos Fiduciary Services – to setup and host a claims portal for the Receiver (hereinafter “Axos Claims Portal”). Given the magnitude of potential claimants (at least 700 investors and nearly a hundred others such as conventional lenders and creditors), the potential cost and burden on the Receiver’s retained professionals to gather all proof of claim forms and supporting documents and organize in a useable fashion would far exceed any benefit.

The Receiver proposes the following notification efforts: serve all known potential claimants of which the Receiver is currently aware by email (through Axos Fiduciary Services email noticing service), to the extent he has an email address, or by regular mail if he has a known mailing address and no known email address, within thirty (30) days¹ after entry of the order sought by this Motion, with the following: (a) notice of the Bar Date and the procedures for submitting proofs of claim, substantially in the form of the notice attached as **Exhibit 2** to the Declaration of Kevin B. Duff in support of the motion at bar (the “Bar Date Notice”) and (b) a link to the Axos Claims Portal containing a proof of claim form substantially in the form of the document attached as **Exhibit 3** to the Declaration of Kevin B. Duff in support of the motion at bar (“Claim Form”). (Ex. A, Duff Decl. at ¶¶ 5-6 and Exhibits 2 & 3 thereto) Within this thirty day time period, the Receiver will also file a notice and certification so advising the Court of the service of the Bar Date Notice and link containing the Claim Form.

¹ The Receiver anticipates needing thirty days to ensure that the Bar Date Notice and link to the Axos Claims Portal with the proof of claim form are sent to all interested parties (including at least 700 investors and nearly a hundred others such as conventional lenders and creditors). Further, the Receiver is building additional time into his proposed claims schedule to send individualized emails or mailings in limited circumstances where the first email notice (sent by Axos) “bounces back.” Under this proposed timeframe, potential claimants will have at least 90 days from when the Bar Date Notice and link to the Axos Claims Portal are sent and the Bar Date itself.

Claimants will be provided a link to the Axos Claims Portal where they will be prompted to create login information, complete and submit their Claims Forms (which can be amended prior to the Bar Date), and upload all supporting documentation. Additionally, the Receiver proposes to send a follow-up email (or mail, where necessary) 30 days and 60 days before the Bar Date. This follow-up email will remind claimants of the Bar Date, and will again include the Bar Date Notice and link to the Axos Claims Portal. (Ex. A, Duff Decl. at ¶¶ 5-6)

The claimant must complete and sign the Claim Form under penalty of perjury and submit such form to the Axos Claims Portal before the Bar Date with supporting documentation.² The claimant must provide the amount(s) contended to be owed, as well as legible copies of documents supporting the claim or, if such documents are not available, an explanation as to why documentation is lacking. The Bar Date Notice, Claims Form, and link to the Axos Claims Portal will all be displayed on the Receiver's webpage at the following link <http://rdaplawnet/receivership-for-equitybuild>

The submission of a proof of claim form will subject the claimant to the jurisdiction of the United States District Court for the Northern District of Illinois.

The Axos Claims Portal will include all Claims Forms and supporting documents organized by claimant for use by the Receiver. The Receiver has determined in his business judgment that the Axos Claims Portal is an efficient and cost-effective way to collect Claims Form and supporting documents. And, one of the many benefits to the Axos Claims Portal is the periodic extraction of data (for which the Receiver can use in relation to a tracing and claims

² Any Claim Form in writing or in hard copy will still be accepted. However, because electronic submission is more efficient and cost-effective for the Receiver, claimants are encouraged to complete the Claim Form electronically through the Axos Claims Portal.

analysis) and the ability to sort claims by claimant. The Receiver anticipates the following costs associated with the Axos Claims Portal and related claims process:

ESTIMATED STATEMENT OF WORK	APPROXIMATE NUMBER OF HOURS	RATES
Email Noticing Set Up – includes upload of data file and verification of email addresses from standard format in Excel/Word	N/A	\$500
Email Notices – 900 notices @ \$0.05 per notice	N/A	\$45
Claim Portal Form Setup	N/A	\$3000
5 months portal hosting - \$200 per month x 5 months. This includes the 120 days claims process, and an additional month following the Bar Date. The Receiver will not need to keep the Axos Claims Portal live through the entire Receivership; following the Bar Date and any additional months of live hosting, the Receiver and his team will be able to access the Claims Forms and supporting documents in a separate database at no additional charge to the Receivership.	N/A	\$1,000
IT/Programming - \$100 per hour – Monthly Claims Extraction (per pull) and delivery to client in Excel file (estimate of 2 hours per month x 4 months)	8	\$800
Axos Claims Portal Estimate Based on 900+ claims, 5 months of portal hosting service, and email set up and email notices	N/A	\$5,345

3. Approval of Claim Form.

Attached as **Exhibit 3** to the Declaration of Kevin B. Duff in support of the motion at bar is the Receiver’s proposed Claim Form and related instructions for EquityBuild creditors and investors. The Receiver asks the Court to approve the Claim Form substantially in the form of **Exhibit 3** to the Declaration of Kevin B. Duff in support of the motion at bar for the submission

of any and all types of claims (subject to minor changes necessary to format with the Claims Portal).³

4. Effect of Failure to Submit Claim Form Before Bar Date.

Failure of an investor, creditor, or any other person or entity to submit a claim verification form by the Bar Date shall be a basis for objection to and denial of that claim. Accordingly, any untimely-filed claims may not be entitled to receive distribution unless the Court excuses the failure.

5. Status Date and Discovery.

The Receiver has not set a time frame for the processing of claims. Instead, the Receiver is asking the Court to set a status date thirty (30) days after the Bar Date for the Receiver to report at least initially on the general response to the claims process. At this status date, and with claims at least having been submitted and the Bar Date having expired, the Receiver intends to propose a timetable and schedule for the review and analysis of all claims and distribution plan – including when the Receiver will report to the Court regarding the number, amount, categories of all claimants, his proposed distribution plan, and a schedule for objections to the distribution plan and resolution of same.

The Receiver also intends on proposing a discovery schedule to the Court to account for any reasonable discovery that the parties to the litigation, the Receiver, and claimants deem necessary and appropriate. Ideally, the Receiver believes that such discovery would be

³ The Receiver has provided a copy of his proposed Claim Form to Axos Fiduciary Services so it can be formatted for the Claims Portal. To the extent Axos Fiduciary Services requires substantive changes or a re-write of the proposed Claims Form in order to be formatted for the Claims Portal, the Receiver will file a revised Claims Form. If only minor formatting changes are needed, the Receiver does not intend on filing anything further.

completed in advance of the submission of a proposed distribution plan, but that can be discussed further at the proposed status conference.

The Receiver has consulted with counsel for the Securities and Exchange Commission, and the SEC does not oppose this motion.

The Receiver believes that the requirements requested herein are critically important in order to prevent delays to the administration of claims submitted to the Receivership Estate, and are not unduly burdensome, but rather are necessary and common in Receiverships of this nature.

WHEREFORE, the Receiver respectfully requests that this Court grant this Motion and enter an Order (proposed order attached hereto as Exhibit B):

- a. Establishing a deadline for submitting proof of claim forms (“Bar Date”) and approving the initial claims procedures as described above;
- b. Approving the Receiver’s retention of a third-party vendor – Axos Fiduciary Services – to setup and host a claims portal for the Receiver as described above;
- c. Approving the proof of claim form attached as **Exhibit 3** to the Declaration of Kevin B. Duff in support of the motion at bar;
- d. Finding that the Receiver has given fair, adequate, and sufficient notice to all interested parties;
- e. Setting a status date on the Receiver’s claims process thirty (30) days after the Bar Date; and
- f. For such other relief as the Court deems just and proper.

Dated: February 22, 2019

Kevin B. Duff, Receiver

By: /s/ Michael Rachlis

Michael Rachlis
Nicole Mirjanich
Rachlis Duff Adler Peel & Kaplan, LLC
542 South Dearborn Street, Suite 900
Chicago, IL 60605
Phone (312) 733-3950; Fax (312) 733-3952
mrachlis@rdaplaw.net
nm@rdaplaw.net

EXHIBIT A

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

<hr/>)	
UNITED STATES SECURITIES)		
AND EXCHANGE COMMISSION,)		
)		
Plaintiff,	)	Civil Action No. 18-cv-5587	
)		
v.	)	Hon. John Z. Lee	
)		
EQUITYBUILD, INC., EQUITYBUILD	)	Magistrate Judge Young B. Kim	
FINANCE, LLC, JEROME H. COHEN,)		
and SHAUN D. COHEN,)		
)		
Defendants.)		
<hr/>)	

**DECLARATION OF KEVIN B. DUFF IN SUPPORT OF
RECEIVER’S MOTION FOR ENTRY OF AN ORDER:
(1) ESTABLISHING A CLAIMS BAR DATE;
(2) FINDING THAT THE RECEIVER GAVE FAIR, ADEQUATE,
AND SUFFICIENT NOTICE TO ALL INTERESTED PARTIES; AND
(3) APPROVING PROOF OF CLAIM FORM AND SUMMARY PROCEDURES**

I, Kevin B. Duff, declare:

1. I am the Court’s appointed Receiver for EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Jerome Cohen and Shaun Cohen as described in the Order Appointing Receiver (“Receivership Defendants.”) (Docket No. 16)

2. I have personal knowledge of the contents of this declaration and am competent to testify as set forth herein.

3. Attached as **Exhibit 1** is a list of 158 affiliate entities that I presently believe to be within the Receivership Estate.

4. As Receiver, I have worked diligently to administer the Receivership Estate. My team and I have spent considerable time and resources examining the numerous documents

related to the Receivership Defendants. Our work to date reveals to a near certainty that the collective assets of the Receivership Defendants will be insufficient to pay 100% of the amounts anticipated to be claimed. It is therefore necessary to establish a procedure to administer claims against the Receivership Defendants.

5. A copy of the Notice of Bar Date that I propose to serve all known potential claimants is attached hereto as **Exhibit 2**. I will serve all known potential claimants of which I am currently aware by email (through Axos Fiduciary Services email noticing service), to the extent I have an email address, or by regular mail if I have a known mailing address and no known email address, within thirty (30) days after entry of the order sought by this Motion, with a Notice of Bar Date and a link to the Axos Claims Portal containing a proof of claim form (“Claim Form”). I will also send a follow-up email (or mail, where necessary) 30 days and 60 days after the Bar Date Notice and Claim Form are first sent. This follow-up email will remind claimants of the Bar Date, and will again include the Bar Date Notice and link to the Axos Claims Portal.

6. I will also serve all known potential claimants with a link to the Axos Claims Portal containing a Claim Form substantially in the form of the document attached hereto as **Exhibit 3**.

7. I believe the proposed summary procedure set forth in the Motion will both minimize expense and delay and maximize distributions to investors and creditors of EquityBuild and the Receivership Estate. I believe these procedures are in the best interest of the estate and therefore respectfully request the Court grant the Motion.

8. Based on the progress made thus far in the administration of the Estate, I believe it is now appropriate for, and therefore request, the Court to enter an Order: (i) establishing a

claims bar date; (ii) finding that the Receiver has given fair, adequate, and sufficient notice to all interested parties; and (iii) approving a proof of claim form and summary claims procedure.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 22, 2019



Kevin B. Duff, Receiver

EXHIBIT 1

RECEIVERSHIP DEFENDANTS

The Receivership Defendants include but are not limited to the entities listed below. Parenthetical information reflects state of organization (where needed to distinguish entities of similar name).

- EquityBuild, Inc.
- EquityBuild Finance LLC
- 109 N. Laramie, Inc.
- 400 S. Kilbourn LLC
- 1422 E68 LLC
- 1632 Shirley LLC
- 1700 Juneway LLC
- 2136 W 83RD LLC
- 2537 N McVicker LLC
- 3400 Newkirk, LLC
- 4520-26 S. Drexel LLC - n/k/a SSDF1 4520 S Drexel LLC
- 4528 Michigan LLC
- 4533-37 S. Calumet LLC
- 4611-17 S. Drexel, LLC
- 4750 Indiana LLC – n/k/a 4750 S Indiana, LLC
- 4755 S Saint Lawrence Association Co.
- 5001 S. Drexel LLC (DE)
- 5001 S. Drexel LLC (IL)
- 5411 W Wrightwood LLC
- 5450 S. Indiana LLC
- 5618 S MLK LLC
- 5955 Sacramento, Inc.
- 6001 Sacramento, Inc.
- 6217-27 S. Dorchester LLC
- 6250 S. Mozart, LLC
- 6356 California, Inc.
- 6437 S Kenwood, LLC
- 6951 S Merrill LLC
- 7024 S. Paxton LLC
- 7026 Cornell, Inc.
- 7107-29 S Bennett LLC
- 7109 S. Calumet LLC
- 7201 Constance Inc.
- 7201 S Constance LLC
- 7304 St. Lawrence, Inc.
- 7450 Luella LLC
- 7546 Saginaw, Inc.
- 7546 S. Saginaw LLC

- 7600 S Kingston, LLC
- 7625 East End, Inc.
- 7625-35 S. East End LLC
- 7760 Coles, Inc.
- 7635 East End, Inc.
- 7748 S. Essex LLC
- 7749-59 S. Yates LLC
- 7752 S. Muskegon LLC
- 7823 Essex LLC
- 7922 S Luella LLC
- 7927-49 S Essex LLC
- 7933 S Kingston LLC
- 7945 S Kenwood LLC
- 8000 Justine, Inc.
- 8100 S. Essex LLC
- 8104 S Kingston LLC
- 8153 S Avalon LLC
- 8209 S. Ellis, LLC
- 8214 Ingleside, Inc.
- 8217 Dorchester LLC
- 8311 S Green LLC
- 8432 S Throop Associates
- 8725 S Ada LLC
- 8745 S Sangamon LLC
- 8801 S Bishop LLC
- 8809 S Wood Associates
- 9158 S Dobson LLC
- 11318 S Church St Associates
- Amalgamated Capital Fund II LLC
- Amalgamated Capital Fund III LLC
- Chicago Capital Fund I LLC
- Chicago Capital Fund II LLC
- Chief Management LLC
- EB 6558 S. Vernon LLC
- EB Property Holdings LLC
- EB South Chicago 1, LLC
- EB South Chicago 2, LLC
- EB South Chicago 3 LLC
- EB South Chicago 4 LLC
- EB South Chicago 1 Manager, LLC
- EB South Chicago 2 Manager, LLC
- Eretz Private Capital LLC
- Friendship LLC
- Great Lakes Development Corp LLC

- Hard Money Company, LLC
- Heartland Capital Fund I LLC
- Heartland Capital Fund II, LLC
- Heartland Development Fund I LLC
- Heartland Private Capital, LLC
- Hybrid Capital Fund LLC
- Offsite Asset Management I LLC
- Offsite Asset Management II LLC
- Offsite Asset Management LLC
- Phoenix Capital Finance LLC
- Portfolio Asset Holdings LLC
- Portfolio Mezzanine Lender, LLC
- Rothbard Equity Fund LLC
- South Shore Property Holdings LLC (DE)
- South Shore Property Holdings LLC (WY)
- South Shore Property Holdings I LLC
- South Shore Property Holdings II LLC (DE)
- South Shore Property Holdings II LLC (WY)
- South Shore Property Holdings III LLC
- South Side Development Fund 1 LLC
- South Side Development Fund 2 LLC
- South Side Development Fund 3 LLC
- South Side Development Fund 4 LLC
- South Side Development Fund 5 LLC
- South Side Development Fund 6 LLC
- South Side Development Fund 7 LLC
- South Side Development Fund 8, LLC
- SSDF1 4611 S. Drexel LLC
- SSDF1 6751 S Merrill LLC
- SSDF1 7110 S Cornell LLC
- SSDF1 Holdco 1, LLC
- SSDF1 Holdco 2 LLC
- SSDF1 Holdco 3 LLC
- SSDF1 Holdco 4 LLC
- SSDF2 1139 E 79th LLC
- SSDF2 Holdco 1 LLC
- SSDF2 Holdco 2 LLC
- SSDF2 Holdco 3 LLC
- SSDF3 Holdco 1 LLC
- SSDF3 Holdco 2 LLC
- SSDF4 638 N Avers LLC
- SSDF4 701 S 5th LLC
- SSDF4 6217 S. Dorchester LLC
- SSDF4 6250 S. Mozart LLC

- SSDF4 7024 S Paxton LLC
- SSDF4 7255 S. Euclid LLC
- SSDF4 Holdco 1 LLC
- SSDF4 Holdco 2 LLC
- SSDF4 Holdco 3 LLC
- SSDF4 Holdco 4 LLC
- SSDF4 Holdco 5 LLC
- SSDF4 Holdco 6 LLC
- SSDF5 Holdco 1 LLC
- SSDF5 Portfolio 1 LLC
- SSDF6 6160 S MLK LLC
- SSDF6 6244 S MLK LLC
- SSDF6 Holdco 1 LLC
- SSDF6 Holdco 2 LLC
- SSDF7 2453 E 75TH LLC
- SSDF7 7600 S Kingston LLC
- SSDF7 Holdco 1 LLC
- SSDF7 Holdco 2 LLC
- SSDF7 Holdco 3 LLC
- SSDF7 Holdco 4 LLC
- SSDF7 Marquette Park LLC
- SSDF7 Portfolio 1 LLC
- SSDF8 Holdco 1 LLC
- SSDF8 Portfolio 1 LLC
- SSPH 6951 S Merrill LLC
- SSPH 7927-49 S. Essex LLC
- SSPH 11117 S Longwood LLC
- SSPH Holdco 1 LLC
- SSPH Holdco 2 LLC
- SSPH Portfolio 1 LLC
- SSPH Springer LLC
- Tikkun Holdings, LLC
- Any affiliate entity of EquityBuild Inc., EquityBuild Finance LLC, Jerome Cohen, and/or Shaun Cohen

EXHIBIT 2

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION,</p> <p>Plaintiff,</p> <p>v.</p> <p>EQUITYBUILD, INC., EQUITYBUILD FINANCE, LLC, JEROME H. COHEN, and SHAUN D. COHEN,</p> <p>Defendants.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Civil Action No. 18-cv-5587</p> <p>Hon. John Z. Lee</p> <p>Magistrate Judge Young B. Kim</p>
--	---	--

DEADLINE FOR SUBMITTING CLAIMS: _____

PLEASE TAKE NOTICE that the Honorable _____ of the United States District Court for the Northern District of Illinois (the "Court") has entered an order establishing _____ as the deadline (the "Bar Date") by which all proofs of claim by any individual or entity who purports to be owed money by, or otherwise entitled to relief against, EquityBuild, Inc. ("EquityBuild"), EquityBuild Finance, LLC ("EquityBuild Finance"), or any of their affiliates, or the affiliate entities of Jerome Cohen and Shaun Cohen. This proof of claim form is to be used by persons or entities who claim to be owed money by, or otherwise entitled to relief against the following:

- EquityBuild;
- EquityBuild Finance;
- Any affiliate entity of EquityBuild, EquityBuild Finance, Jerome Cohen, and/or Shaun Cohen.

The foregoing, which include but are not limited to the entities listed on Exhibit A, are collectively the "Receivership Defendants." These entities directly or indirectly own or once owned real estate that may have served as collateral for loans or that may have been owned by entities associated with equity funds that sold membership interests to outside investors.

As a result of recovering, managing, and selling the assets of the Receivership Defendants (referred to herein as the "Receivership Estate") and pursuing claims on behalf of the Receivership Estate, Court-appointed receiver Kevin B. Duff (the "Receiver") may have funds to distribute to claimants. This proof of claim form is being made available to you so that the

Receiver may assess whether and to what extent you may have one or more valid claims for relief (including claims for monetary compensation) against, or in connection with your ownership interest in, any of the Receivership Defendants. The Receiver's distribution plan will likely observe distinctions between competing claimant classes, and therefore the amount of your recovery, if any, may be affected by your ability to produce documentation supporting your claim. Accordingly, you must be clear and precise when completing this form and you must submit legible copies of requested supporting documents so that your claim can be properly evaluated.

To be eligible for any distribution, you MUST do EACH of the following, even if you have previously submitted correspondence and/or documents to the Receiver, to a lawyer, to a government agency, or to law enforcement officials:

- 1. Complete and submit the proof of claim form to the Receiver by [Bar Date].**
- 2. Submit documentation or other evidence to the Receiver to substantiate the basis for all amounts that you believe are due and owing to you by any of the Receivership Defendants.**
- 3. Attest under oath to verify the authenticity and accuracy of the documentation and information submitted with, or otherwise provided to the Receiver in support of, your proof of claim form.**

Please note that the Receiver retains the right to dispute and verify any information you provide, to dispute the amount of your claim, and to recommend a proper distribution amount to the Court. Your submission of a proof of claim, however, does not guarantee receipt of a distribution.

Any person or entity that submits a proof of claim thereby submits to the exclusive jurisdiction of the United States District Court for the Northern District of Illinois for all purposes related to the Receivership, the Receivership Estate, and/or any of the Receivership Defendants, including, without limitation, the litigation or resolution of any claims, objections, or defenses that could be, or could have been, asserted by the Receiver against such claimant in connection with any business transacted by or with any Receivership Defendant or otherwise related to any asset in the Receivership Estate. Furthermore, claimants waive any right to a jury trial with respect to such claims, objections, and defenses.

GENERAL BACKGROUND & INSTRUCTIONS

1. WHO MUST FILE A PROOF OF CLAIM

Any persons or entities seeking a distribution from the Receivership Estate in connection with any claim arising between January 1, 2010 and August 17, 2018 must complete and submit a proof of claim on or before _____, 2019. You must provide information in connection with your proof of claim for the period from January 1, 2010 to August 17, 2018.

The following paragraphs will help you understand how to complete your proof of claim form, as well as the types of documents needed to substantiate your claim(s). This proof of claim form uses the following categories of claimants that also determine which sections of the proof of claim form you must complete.

Investor-Lenders

If you loaned money to one or more of the Receivership Defendants, but do not operate a commercial lending business and relied on EquityBuild or EquityBuild Finance to document your loan, then you may be an "investor-lender." If you are an investor-lender, you may have received, among other things, a Promissory Note evidencing your loan(s), a so-called "Collateral Agency & Servicing Agreement," a mortgage (either in recorded or unrecorded form), and, periodically, a document titled, "Lender Statement Of Account."

In most instances, investor-lenders were promised a mid-teen percentage annual return, with interest payable monthly and a maturity of approximately 18-24 months. In addition, you may have been given the opportunity or otherwise persuaded to "roll over" some or all of the outstanding amount of your loan(s) at maturity by extending a new loan, on new terms, to the same or a different entity, or by investing equity in an EquityBuild affiliate fund. Alternatively, you may have sold some or all of your loan(s) to a non-EquityBuild entity, with additional paperwork generated to document any of these transactions. If you are an investor-lender, you must complete Sections 1, 2, 3, 9, and 10 of this proof of claim form.

Equity Investors

If you invested in a fund that owned, or promised to acquire, one or more properties and therefore acquired a membership interest in a limited liability company (rather than a deeded interest in the land), then you may be an "equity investor." The Receivership Defendants formed a series of real estate funds for the alleged purpose of acquiring residential apartment buildings, performing substantial rehabilitation work, and either refinancing or selling the buildings upon stabilization of the improved asset. Examples of these real estate funds include "Chicago Capital Fund" (CCF) and "South Side Development Fund" (SSDF) (all known real estate funds are included on the list of Receivership Defendants identified on Exhibit A).

If you are an equity investor, you may have received a document titled, "Confidential Private Offering Memorandum" (with exhibits, some of which you may have completed and returned). Additionally, you may have become an equity investor because you were persuaded to "roll"

some or all of the outstanding amount of a loan you made to one of the Receivership Defendants into an equity interest in a fund entity. If you are an equity investor, you must complete Sections 1, 2, 4, 9, and 10 below.

Individuals and entities who were investor-lenders and who became equity investors by rolling over the proceeds of a loan to one of the Receivership Defendants must complete this proof of claim form as both an "investor-lender" and "equity investor" and must complete Sections 1, 2, 3, 4, 9, and 10 below.

Institutional Lenders

If you are a commercial or savings bank, savings and loan association, trust company, credit union, industrial loan association, insurance company, pension fund, or business trust (including but not limited to real estate investment trusts), or any other lender regularly engaged in the business of financing the acquisition, construction, improvement, or ownership of real estate, or if you purchased or received an assignment of any loan(s) made by such a lender, you may be an "institutional lender." Institutional lenders must complete Sections 1, 2, 5, 9, and 10 below.

Trade Creditors

If you supplied any of the Receivership Defendants with business goods or services, you may be a trade creditor. Trade creditors include actual or potential lien claimants, such as property managers, general contractors, subcontractors, materialmen, and insurance consultants. Trade creditors must complete Sections 1, 2, 6, 9, and 10 below.

Employees

If you are an individual who worked either part-time or full-time for any of the Receivership Defendants under a contract for hire or employment (whether express or implied), then you may be an employee. You may have earned wages or a salary and your earnings would have been subject to FICA (Social Security tax and Medicare) and income tax withholding. Employees must complete Sections 1, 2, 7, 9, and 10 below.

(If you are an employee, you may also have been an investor-lender or equity investor. If your claim relates to a loan or investment, then you must complete the proof of claim form as though you were an investor-lender or equity investor. If your claim relates to employment compensation, then you must complete the proof of claim form as an employee. If you have claims relating to more than one of the foregoing categories of claimants, then you must complete each applicable section for each instance in which you allege to be owed money or entitled to other relief.)

Independent Contractors

If you are an individual or entity who performed work or provided services to any of the Receivership Defendants but you were neither an employee nor a trade creditor, you may be an independent contractor. Independent contractors must pay their own Social Security and

Medicare taxes; the employer does not withhold any amounts with respect to FICA or taxes for an independent contractor. Independent contractors must complete Sections 1, 2, 7, 9, and 10 below.

(If you are an independent contractor, you may also have been an investor-lender or equity investor. If your claim relates to a loan or investment, then you must complete the proof of claim form as though you were an investor-lender or equity investor. If your claim relates to compensation from work or services provided, then you must complete the proof of claim form as an independent contractor. If you have claims relating to more than one of the foregoing categories of claimants, then you must complete each applicable section for each instance in which you allege to be owed money or entitled to other relief.)

Other Claimants

If you believe you are owed money by, or otherwise entitled to relief against, any of the Receivership Defendants, but your claim does not fit within any of the categories described above, you may submit a claim by completing Sections 1, 2, 8, 9, and 10 below.

2. WHEN AND WHERE TO FILE

The Receiver has retained Axos Fiduciary Services to create and host a claims portal for the Receiver (the “Axos Claims Portal”).

Claimants will be provided a link to the Axos Claims Portal where they will be prompted to create login information and complete and submit a proof of claim form (which can be amended prior to the Bar Date). Each claimant must complete and verify the proof of claim under penalty of perjury, and the proof of claim must be submitted with all required supporting documentation to the Axos Claims Portal on or before the Bar Date of _____.

THIS NOTICE APPLIES TO EVERY CLAIM AGAINST EQUITYBUILD, EQUITYBUILD FINANCE, ANY OF THEIR AFFILIATES, OR THE AFFILIATE ENTITIES OF JEROME COHEN AND SHAUN COHEN, OR ANY OTHER RECEIVERSHIP DEFENDANT. IF YOU FAIL TO SUBMIT A PROOF OF CLAIM, YOUR CLAIM MAY BE FOREVER BARRED. YOU MAY WISH TO CONSULT WITH YOUR OWN ATTORNEY. YOU BEAR SOLE RESPONSIBILITY FOR CORRECTLY AND TIMELY COMPLETING AND SUBMITTING YOUR PROOF(S) OF CLAIM.

3. WHAT TO FILE

A claimant should set forth on the claim form all claims that belong to him, her, or it.

If you made more than one investment or loan each of which was made in the same name, then only one proof of claim form must be completed and submitted.

For example, if you made two loans in your own name, then you should submit one proof of claim form reflecting both loans. If you made two loans made jointly with your spouse, then

you should submit one proof of claim form reflecting yourself and your spouse as the joint claimants. If you made two loans on behalf of a corporate entity, then the corporate entity should submit one proof of claim form reflecting both loans. If you made two loans for an IRA account, then you should submit one proof of claim form reflecting the IRA account as the claimant on the two loans. If two loans were made for a trust account, then the trust account should submit a claim reflecting both loans.

On the other hand, if you have claims relating to loans, investments, and/or other amounts that belong to more than one “claimant” (as illustrated by the examples below), you must complete a separate proof of claim form for each such claimant. For example:

- If you made two separate loans, one in your individual capacity and one through an IRA account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your IRA.
- If you made two separate loans, one in your individual capacity and one through a trust account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your trust account.
- If you made two separate loans, one in your individual capacity and one through a brokerage account, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of your brokerage account.
- If you made two separate loans, one in your individual capacity and one through a corporate entity, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of the corporate entity.
- If you made two separate loans, one in your individual capacity and one as custodian for a minor, you must complete and submit two separate proofs of claim: one reflecting your individual claim, and a separate one for the claim on behalf of the custodial account.

If you serve as a representative for a claimant (for example, as a trustee for a trust or as a parent with control over a child’s custodial account), then the proof of claim form you submit must identify your relationship to the claimant in Section 1(B) below (Secondary Contact Information).

Using this Court-approved proof of claim form, you must submit through the Axos Claims Portal on or before the Bar Date: (1) the information requested in this proof of claim form and (2) legible copies of all documents on which you base your claim or, to the extent that any such documents are not available, a detailed explanation as to why they are not available. You must also attest under oath to the authenticity and accuracy of the documentation and information submitted with, or otherwise provided in support of, your claim.

Any claimant who fails to timely return a completed, signed, and sworn proof of claim may be forever barred from asserting a claim against the Receivership Estate.

You must inform the Receiver if you change your address after you submit your proof of claim. In addition, you should also inform the Receiver if the electronic or physical address to which this notice was delivered is incorrect.

You should retain for your records a copy of this proof of claim form and all documents submitted therewith.

If you are an investor-lender and/or equity investor, a submission solely containing EquityBuild lender statement(s) of account may not suffice to support your claim without additional documentation. You must also provide documentation such as bank records to reflect transfers and deposits of funds, to the extent such documents are available.

Please note that you may have previously provided some or all of the information requested on the proof of claim form directly to the Receiver. To be entitled to a distribution from the Receivership Estate, however, the only documents that matter are your proof of claim and the documents you submit to support it as described in the proof of claim form.

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

DATED: _____, 2019

EXHIBIT 3

PROOF OF CLAIM FORM

TO BE ELIGIBLE FOR A DISTRIBUTION YOU MUST SUBMIT ALL COMPLETED SECTIONS OF THIS CLAIM FORM AND ALL SUPPORTING DOCUMENTS OR OTHER EVIDENCE TO SUBSTANTIATE YOUR CLAIM ON OR BEFORE THE BAR DATE, WHICH IS _____, 2019.

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

SECTION 1

Claimant Contact Information

(TO BE COMPLETED BY ALL CLAIMANTS)

A Claimant should set forth on the claim form all claims that belong to him, her, or it. Please review Section 3 of the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form.

NOTE: ALL CLAIMANTS MUST PROMPTLY NOTIFY THE RECEIVER IN WRITING OF ANY CHANGES TO THE CONTACT INFORMATION PROVIDED BELOW THROUGHOUT THE DURATION OF THE RECEIVERSHIP. FAILURE TO NOTIFY THE RECEIVER OF SUCH CHANGES MAY RESULT IN YOUR NOT RECEIVING FUNDS TO WHICH YOU MAY OTHERWISE BE ENTITLED. CHANGES TO CLAIMANT CONTACT INFORMATION MAY BE EMAILED TO equitybuildclaims@rdaplawn.net OR MAILED TO THE ADDRESS BELOW:

Kevin B. Duff, Receiver
EquityBuild, Inc., et al.
c/o Rachlis Duff Peel & Kaplan, LLC
542 S. Dearborn Street, Suite 900
Chicago, IL 60605

A. Claimant Contact Information. *(Provide the name and address of the actual person or entity that made the loan/investment or is making the claim):*

Claimant Name(s): _____

Address: _____

Telephone Number(s): _____

Email Address(s): _____

*Social Security/Tax I.D. Number(s): _____

**The Internal Revenue Service (IRS) requires that all U.S. recipients of distribution checks provide social security or tax identification numbers to the Receiver. No check will be issued without a corresponding social security or tax identification number.*

B. Secondary Contact Information

Check all that apply for the person or entity named as the Claimant in Section A above. (You may list only one Secondary Contact):

_____ Primary contact for Claimant

_____ Attorney representing Claimant

_____ Person completing this form for Claimant

_____ Successor in interest

Executor of Estate of _____

Legal successor in interest to a person or entity that is or claims to be owed money by one or more Receivership Defendants. Describe _____

Trustee of a trust that is or claims to be owed money by one or more Receivership Defendants. Identify trust _____

_____ Alternate Contact. Describe _____

Secondary Contact Name: _____

Address: _____

Telephone Number: _____

Email Address: _____

SECTION 2

Type of Claim

(TO BE COMPLETED BY ALL CLAIMANTS)

Please review the descriptions of the various claimant classes contained in the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form and complete the appropriate section below based upon the nature of your claim.

Each Claimant must submit his, her, or its own proof of claim form. A Claimant should set forth on the claim form all claims that belong to him, her, or it. Please review Section 3 of the General Background & Instructions at the beginning of this Notice of Bar Date & Proof of Claim Form.

Review and Determination of Claim

If you are unsure which type of claim you are filing, select the category that you believe most closely describes the nature of your claim. Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

Prior to submitting his recommendation to the Court regarding distributions to Claimants, the Receiver will review and determine whether any claims need to be reclassified. Please note that a time frame has not yet been set for the processing of claims. The Receiver will process the claims as expeditiously as possible.

A. Type of Claimant (check all that apply)

___ Investor-Lender (Must complete Sections 1, 2, 3, 9, and 10.)

___ Equity Investor (Must complete Sections 1, 2, 4, 9, and 10.)

___ Institutional Lender (Must complete Sections 1, 2, 5, 9, and 10.)

___ Trade Creditor (Must complete Sections 1, 2, 6, 9, and 10.)

___ Employee (Must complete Sections 1, 2, 7, 9, and 10.)

___ Independent Contractor (Must complete Sections 1, 2, 7, 9, and 10.)

___ Other _____ (Must complete Sections 1, 2, 8, 9, and 10.)

B. Receivership Defendant Against Whom Claim Is Asserted.

___ EquityBuild, Inc.

___ EquityBuild Finance, LLC

___ Other Affiliate Entity (Identify): _____

SECTION 3
Amount of Claim

(TO BE COMPLETED BY INVESTOR-LENDERS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

For this Section, if you are an Investor-Lender, you must provide the total amount you contend you are owed, along with details about the money you loaned, the nature of any security for your loan(s) (if applicable), and all money returned or paid to you.

Claimant's EquityBuild Account Number(s) (if known): _____

Total amount you loaned to the Receivership Defendants: \$ _____

Total amount you received from the Receivership Defendants: \$ _____

\$ _____ Cumulative interest you received on your loan (if known)

\$ _____ Principal returned to you (if known)

\$ _____ Other amounts you received. Describe: _____

Other amounts you claim: \$ _____

Describe the basis for the other amounts you claim: _____

Total amount of claim (as of August 18, 2018): \$ _____

Loan number (if known)	Property address(es) associated with loan	Was your loan secured? Y / N**	Borrower (i.e., Receivership Defendant you loaned funds to) (if known)	Amount of loan	Total Amount of interest you received	Amount of principal returned to you	All other amounts received (and reason(s) for payment, such as dividends, fees, penalties, or bonus payments)	Date of loan (mm/dd/yyyy)
				\$	\$	\$	\$	__/__/____
				\$	\$	\$	\$	__/__/____

** A claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you or if specific collateral has been pledged to secure payment of a debt owed to you. If you contend that your claim relating to any loan is secured, you must identify all collateral that allegedly secures your claim and provide copies of all supporting documentation, including, but not limited to, mortgages, promissory notes, and collateral agency and servicing agreements.

B. Rollover

If you “rolled over” any proceeds of your loan(s) at maturity by extending a new loan (secured and/or unsecured), on new terms, to the same or a different entity, you must complete this Section. If you “rolled over” any proceeds of your loan(s) into an investment in a fund sponsored by EquityBuild or another Receivership Defendant, you must also complete Section 4 below (the Section for Equity-Investors).

Original loan number (if known)	Original loan amount	Amount converted or rolled over	Date converted or rolled over (mm/dd/yyyy)	New loan (including the new loan number, property address, and terms of the new loan or note, if available) into which original loan was rolled over
	\$	\$	__ / __ / ____	
	\$	\$	__ / __ / ____	

C. Buyouts / Loan Purchases

Did you purchase another investor-lender’s interest or note? Y__ / N __

If you purchased or bought out another investor-lender’s interest or note, then you must complete the table below:

Name of the investor-lender whose interest you purchased	Amount you paid for the loan	Terms of the loan you purchased	Was the loan you purchased secured? Y / N **	Date of purchase (mm/dd/yyyy)	Other information pertinent to the purchase
	\$		Y __ / N __		
	\$		Y __ / N __		

** A claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you or if specific collateral has been pledged to secure payment of a debt owed to you. If you contend that your claim relating to any loan is secured, you must identify all collateral that allegedly secures your claim and provide copies of all supporting documentation, including, but not limited to, mortgages, promissory notes, and collateral agency and servicing agreements.

D. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any obligation of any Receivership Defendant to you (such as property or funds you received that you understood were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant: \$_____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 4
Amount of Claim
 (TO BE COMPLETED BY EQUITY INVESTORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

For this Section, if you are an Equity-Investor, you must provide the total amount you contend you are owed along with details about the money you invested and any money returned or paid to you.

Claimant's EquityBuild Account Number(s) (if known): _____

Total amount you invested directly with the Receivership Defendants: \$ _____

Total amount you rolled over (from Section 3(B)): \$ _____

Total amount you received from the Receivership Defendants: \$ _____

Other amounts you claim: \$ _____

Describe the basis for the other amounts you claim: _____

Total amount of claim (as of August 18, 2018): \$ _____

Name of fund or entity in which you invested	Property address(es) associated with fund (if applicable)	Amount you invested	Date of investment (mm/dd/yyyy)	Monies received from this investment (i.e., distributions and/or return of capital)	Reason for payment (if known)	Entity making payment (if known)
		\$	__/__/____			
		\$	__/__/____			

B. Rollover

Individuals and entities who became equity investors by rolling the proceeds of a loan into a fund offering must complete this Section.

Original loan number (if known)	Original investment (i.e., amount of original loan, including property address(es))	Amount converted or rolled over	Date converted or rolled over (mm/dd/yyyy)	Name of fund or entity into which original loan was rolled over
		\$	/ / ____	
		\$	/ / ____	

C. Buyout

Did you purchase or buy out another equity investor’s interest in any Receivership Defendant?
 Y__ / N __

If you purchased or bought out another equity-investor, then you must complete the table below:

Name of equity-investor whose interest you purchased	Purchase price	Description of the interest you purchased	Date of purchase (mm/dd/yyyy)	Other pertinent information
	\$			
	\$			

D. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any obligation of any Receivership Defendant to you (such as property or funds you received that you understood were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant: \$ _____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. YOU SHOULD SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR OWN RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 5
Amount of Claim

(TO BE COMPLETED BY INSTITUTIONAL LENDERS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Total Amount of Claim

For this Section, if you are an Institutional Lender, you must itemize all components of your claim and specify the total amount you contend you are owed. Any outstanding principal amount you list below must be net of the amount of each principal payment you received on that loan.

For any loan interest you claim, describe the basis on which you calculated that amount, including references to specific sections of any documents supporting your calculations. For each other amount you claim, describe the nature of the amount sought (for example, fees, penalties, other costs) and the basis on which you are claiming the amount (including references to specific sections of any documents supporting your claim).

Address(es) of propert(ies) serving as collateral	Outstanding principal balance	Contract interest accrued before August 18, 2018	Contract interest accrued on or after August 18, 2018	Default rate interest accrued before August 18, 2018	Default rate interest accrued on or after August 18, 2018	Other amounts claimed	Basis of each other amount claimed
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	
	\$	\$	\$	\$	\$	\$	

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: AMOUNTS CLAIMED” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

B. Details about Money you Loaned

If you are an Institutional Lender, you must provide details regarding each loan you made to any Receivership Defendant, including the amount you loaned. Do not include any amounts of interest, fees, or other sums you are claiming in this table.

Loan number	Date of loan (mm/dd/yyyy)	Borrower (Receivership Defendant to which funds were sent)	Original amount you loaned	Is loan secured? Y/N	Property address(es) associated with loan (if applicable)
	__/__/____		\$		
	__/__/____		\$		

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart below. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: MONEY LOANED” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

C. Details about Security for your Loan(s)

If you are an Institutional Lender and you contend your claim relating to any loan is secured, you must identify any collateral that you contend secures your claim and the basis for your contention (*i.e.*, a claim may be secured if you are the beneficiary under a deed of trust or mortgage relating to the debt owed to you, or if specific collateral has been pledged to secure payment of a debt owed to you):

Description of Collateral	Describe the contractual or other basis for contention that loan is secured (list contract or other written basis, including section references)

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart below. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: SECURITY FOR LOAN(S)” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

D. Details about Money Returned and/or Paid to you

If you are an Institutional Lender making a claim, you must complete this Section.

Have you received any payment of monies including interest, principal, fees, or other sums from any Receivership Defendant?

Yes / No

If you answered “YES” you must provide the following information for each payment and amount received:

Loan number	Date of payment (mm/dd/yyyy)	Name of entity making payment	Amount of interest	Amount of principal	Other amounts (i.e., fees, reimbursements)	Description of other amounts (fees, reimbursements, etc.)
	__/__/____		\$	\$	\$	
	__/__/____		\$	\$	\$	

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart below. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: MONEY RETURNED AND OR PAID” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

E. Other Payments, Property, or Items you Received from any Receivership Defendant

If not set forth in your response to earlier questions, provide information regarding any other payment, property, or other consideration you received from any Receivership Defendant in partial or full satisfaction of any obligation of any Receivership Defendant to you (such as property or funds you received that you understood were intended to be applied to repay amounts that were due to you from a Receivership Defendant):

Total value of such other payment, property, or consideration you received from any Receivership Defendant: \$_____

F. Amounts of any Reserve, Escrow, or Other Funds you hold Relating to your Loan(s)

If you hold any funds that constitute reserves, escrows, deposits, or other amounts that relate to your loan(s), whether or not the documents relating to your loan(s) describe any such funds as under your control as lender, you must complete the following information:

Loan number	Borrower	Debt service reserve or escrow	Capital expenditure reserve or escrow	Tax reserve or escrow	Insurance reserve or escrow	Other funds	Describe amounts listed under "other funds"
		\$	\$	\$	\$	\$	
		\$	\$	\$	\$	\$	

If you are an Institutional Lender, you may submit an Excel spreadsheet (in native format) in lieu of completing the foregoing chart in the Axos Claims Portal. The spreadsheet must be in format identical to the chart below. You must name the spreadsheet as follows: “[NAME OF CLAIMANT]: RESERVE, ESCROW, AND OTHER FUNDS” and submit it as provided in Section 9 below.

You must check this box if you are submitting a native Excel spreadsheet in lieu of completing the foregoing chart in the Axos Claims Portal.

If you have submitted a certified statement concerning receivership assets (“Statement”) pursuant to Paragraph 17(C) of the Order Appointing Receiver (Docket No. 16), you do not need to complete the chart above if the Statement includes all of the information requested in the chart above and you complete the following two items:

Claimant has submitted to the Court and served on the Receiver a Statement (as defined above) (check if yes)

Date Statement was filed and served: _____

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. IF YOU ARE AN INSTITUTIONAL LENDER AND YOU PREVIOUSLY SUBMITTED DOCUMENTS TO THE RECEIVER OR HIS COUNSEL ELECTRONICALLY, YOU DO NOT HAVE TO RE-SUBMIT DOCUMENTS TO THE AXOS CLAIMS PORTAL BUT YOU MUST PROVIDE A LIST OF ALL DOCUMENTS SUBMITTED AND WHEN. YOU MUST RE-SUBMIT DOCUMENTS TO THE AXOS CLAIMS PORTAL IF YOU PREVIOUSLY SUBMITTED HARD COPY DOCUMENTS. YOU MUST SUBMIT COPIES AND RETAIN ORIGINAL DOCUMENTS FOR YOUR OWN RECORDS.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 6
Amount of Claim
 (TO BE COMPLETED BY TRADE CREDITORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

If you are a Trade Creditor (including actual or potential lienholders), you must provide the information below:

1. This claim arose from:
 ___ Services provided
 ___ Goods supplied / provided
 ___ Contract
 ___ Other _____

2. Total amount of claim as of August 18, 2018: _____

You must complete the chart below if you are a Trade Creditor:

Date of service/delivery of goods/contract (mm/dd/yyyy)	Invoice number	Amount of invoice	Description of contract and/or services or goods provided
___ / ___ / ____		\$	
___ / ___ / ____		\$	

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE MUST SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 7
Amount of Claim

(TO BE COMPLETED BY EMPLOYEES AND INDEPENDENT CONTRACTORS)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. EMPLOYEE SECTION

If you were an Employee of EquityBuild, Inc., EquityBuild Finance LLC, and/or any other Receivership Defendant, you must provide the information below:

1. Position(s) held: _____
2. First day of employment: _____
Last day of employment: _____
3. Total amount you claim to be owed: _____

You must specify the amounts you claim to be owed based on the following categories:

- a. Wages: \$ _____
- b. Commissions: \$ _____
- c. Expenses: \$ _____
- d. Other: \$ _____ Describe: _____
4. Period(s) for which compensation is owed: _____
5. At any time, did you receive any real or personal property from any of the Receivership Defendants? ___ Y / ___ N

If you answered yes, you must provide the following information:

- a. Description of such real or personal property _____
- b. Identify Receivership Defendant from which you received such real or personal property: _____
- c. Specify the last known or approximate value of such realty or personal property: _____
- d. Do you still possess any or all of such real or personal property? ___ Y / ___ N

B. INDEPENDENT CONTRACTOR SECTION

If you were an Independent Contractor for EquityBuild, Inc., EquityBuild Finance LLC, and/or any Receivership Defendant, you must provide the information below:

1. Total amount of claim as of August 18, 2018: _____
3. Description of services provided: _____
4. Date of contract/agreement for services: _____
5. Name of Receivership Defendant or other person or entity that engaged you to provide services: _____
6. At any time, did you receive any real or personal property from any of the Receivership Defendants? ___ Y / ___ N

If you answered yes, you must provide the following information:

- a. Description of such real or personal property _____
- b. Identify Receivership Defendant from which you received such real or personal property: _____
- c. Specify the last known or approximate value of such realty or personal property: _____
- d. Do you still possess any or all of such real or personal property? ___ Y / ___ N

You must complete the chart below if you were an Independent Contractor:

Date of services (mm/dd/yyyy)	Invoice number	Amount of invoice	Description of contract and/or services provided
__ / __ / ____		\$	
__ / __ / ____		\$	

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 8

Amount of Claim

(TO BE COMPLETED BY ONLY BY CLAIMANTS NOT REQUIRED TO FILE UNDER A PRIOR SECTION OF THIS PROOF OF CLAIM)*

* Descriptions of the Claimant categories can be found in the General Background & Instructions accompanying this form.

A. Claim Details

If you have a claim that you do not believe fits within one of the categories described elsewhere, you must submit a detailed description of your claim together with all supporting documentation.

Amount claimed as of August 18, 2018: \$ _____

Explain the basis for your claim (*i.e.*, how did your claim arise?):

YOU ARE REQUIRED TO PROVIDE COPIES OF ALL DOCUMENTATION SUPPORTING YOUR CLAIM. PLEASE SUBMIT COPIES AND RETAIN THE ORIGINALS FOR YOUR RECORDS. FAILURE TO SUBMIT SUPPORTING DOCUMENTATION MAY RESULT IN YOUR CLAIM BEING REJECTED OR REDUCED.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTIONS 9 AND 10.

SECTION 9
Documents Supporting Claim
(TO BE COMPLETED BY ALL CLAIMANTS)

IMPORTANT: You are required to upload copies of all documents supporting your claim. Failure to submit supporting documentation may result in your claim being rejected or reduced. There are no limitations on the size of documents that can be uploaded. Acceptable file types include .xls, .xlsx, .doc, .docx, .ppt, .pptx, .pdf, and .jpg. You must upload each document or category of documents separately.

Documents that can be submitted to support your claim include copies of contracts, invoices, canceled checks (front and back), account statements, accrual reports, investment profiles, appraisals, loan agreements, mortgages, deeds in trust, assignments of rent, promissory notes, collateral agency and servicing agreements, mortgage releases, operating agreements, offering memoranda, private placement memoranda, and reinvestment forms.

If you are an investor-lender and/or equity investor, submitting only an EquityBuild lender statement of account to support a claim may not be sufficient without additional documentation. You must also provide documentation such as bank records to show withdrawals, transfers, and deposits of funds, to the extent available.

If you are an institutional lender, you must also submit copies of all loan applications, appraisals, underwriting files, loan documents, closing statements, wiring instructions, title commitments, and title insurance policies. To the extent that you previously submitted these documents to the Receiver or his counsel electronically, you do not have to re-submit those documents through the Axos Claims Portal, but you must submit through the Axos Claims Portal a list of each previously submitted document and the date and manner in which you submitted it (for example, "Attachment to email sent 9/1/2018 to EquityBuildReceiver@rdaplaw.net by [identify sender]"). Any documents that you provided to the Receiver only in hard copy form must be re-submitted to the Axos Claims Portal as provided in this Section 9.

Regardless of whether you previously submitted documentation to the Receiver, or whether you are submitting documentation with this proof of claim, you must submit a sworn statement consistent with Section 10, verifying and attesting to the accuracy and completeness of all documentation you submit.

Claims lacking sufficient supporting documentation may be disallowed.

IF THE INFORMATION ABOVE INCLUDES ALL OF YOUR CLAIMS, YOU MUST PROCEED TO SECTION 10.

SECTION 10
Representations
(TO BE COMPLETED BY ALL CLAIMANTS)

By signing and submitting this proof of claim, all claimants make the following representations:

- a) Claimant/creditor acknowledges and agrees that by submitting this proof of claim, claimant/creditor subjects his/her/its claim to the jurisdiction of the United States District Court for the Northern District of Illinois, Eastern Division, which is administering the Receivership Estate (“Receivership Court”). Claimant/creditor further agrees that his/her/its claim shall be adjudicated, determined, and paid as ordered by the Receivership Court. Claimant/creditor further consents to, and understands that the Receivership Court will determine, (i) his/her/its right to any money from the Receivership Estate, if any is available; (ii) the priority of his/her/its claim; (iii) the scheduling and allocation of any assets to be distributed; and (iv) all objections and disputes regarding the allowance of his/her/its claim by the Receiver, which shall be submitted to and subject to review by the Receivership Court for a final ruling without a jury.
- b) The undersigned represents that he or she possesses the authority to sign this proof of claim on behalf of the person(s) or entit(ies) for whom this proof of claim is submitted.
- c) Claimant/creditor represents that claimant/creditor has not sold, assigned, transferred, or in any way conveyed any interest in his/her/its claim against the Receivership Estate. From the date of this form, claimant/creditor agrees not to sell, convey, assign, or transfer any interest in his/her/its claim against the Receivership Estate prior to the date(s) of distribution. In the event that his/her/its interest is transferred prior to the date of any distribution, except by operation of law, claimant/creditor agrees that such transfer or assignment shall be null and void and unenforceable by any successor third party.
- d) Claimant/creditor hereby affirms and attests, under penalty of perjury, that all of the information set forth herein and submitted to the Receiver in connection with this proof of claim is truthful, accurate, complete, and presented in a manner so as to not be misleading, to the best of claimant’s/creditor’s knowledge and belief. Claimant/creditor further affirms and attests, under penalty of perjury, that all documentation submitted in connection with this proof of claim is genuine, authentic, accurate, and complete, to the best of claimant’s/creditor’s knowledge and belief.

I declare under penalty of perjury under the laws of the United States of America that all of the statements made in this Proof of Claim are true and correct.

Claimant Name(s)

Authorized Signature (Proof of claim not valid unless signed)

Print Name

Date

YOU SHOULD RETAIN THE CONFIRMATION EMAIL YOU RECEIVE ALONG WITH YOUR REFERENCE NUMBER AND THE ORIGINALS OF ALL SUPPORTING DOCUMENTATION SUBMITTED HEREWITH. YOU SHOULD RETAIN YOUR CONFIRMATION EMAIL AND REFERENCE NUMBER TO BE USED IN THE EVENT YOUR CLAIM IS NOT RECEIVED.

EXHIBIT A
RECEIVERSHIP DEFENDANTS

The Receivership Defendants include but are not limited to the entities listed below. Parenthetical information reflects state of organization.

- EquityBuild, Inc.
- EquityBuild Finance LLC
- 109 N. Laramie, Inc.
- 400 S. Kilbourn LLC
- 1422 E68 LLC
- 1632 Shirley LLC
- 1700 Juneway LLC
- 2136 W 83RD LLC
- 2537 N McVicker LLC
- 3400 Newkirk, LLC
- 4520-26 S. Drexel LLC - n/k/a SSDF1 4520 S Drexel LLC
- 4528 Michigan LLC
- 4533-37 S. Calumet LLC
- 4611-17 S. Drexel, LLC
- 4750 Indiana LLC – n/k/a 4750 S Indiana, LLC
- 4755 S Saint Lawrence Association Co.
- 5001 S. Drexel LLC (DE)
- 5001 S. Drexel LLC (IL)
- 5411 W Wrightwood LLC
- 5450 S. Indiana LLC
- 5618 S MLK LLC
- 5955 Sacramento, Inc.
- 6001 Sacramento, Inc.
- 6217-27 S. Dorchester LLC
- 6250 S. Mozart, LLC
- 6356 California, Inc.
- 6437 S Kenwood, LLC
- 6951 S Merrill LLC
- 7024 S. Paxton LLC
- 7026 Cornell, Inc.
- 7107-29 S Bennett LLC
- 7109 S. Calumet LLC
- 7201 Constance Inc.
- 7201 S Constance LLC
- 7304 St. Lawrence, Inc.
- 7450 Luella LLC
- 7546 Saginaw, Inc.
- 7546 S. Saginaw LLC

- 7600 S Kingston, LLC
- 7625 East End, Inc.
- 7625-35 S. East End LLC
- 7760 Coles, Inc.
- 7635 East End, Inc.
- 7748 S. Essex LLC
- 7749-59 S. Yates LLC
- 7752 S. Muskegon LLC
- 7823 Essex LLC
- 7922 S Luella LLC
- 7927-49 S Essex LLC
- 7933 S Kingston LLC
- 7945 S Kenwood LLC
- 8000 Justine, Inc.
- 8100 S. Essex LLC
- 8104 S Kingston LLC
- 8153 S Avalon LLC
- 8209 S. Ellis, LLC
- 8214 Ingleside, Inc.
- 8217 Dorchester LLC
- 8311 S Green LLC
- 8432 S Throop Associates
- 8725 S Ada LLC
- 8745 S Sangamon LLC
- 8801 S Bishop LLC
- 8809 S Wood Associates
- 9158 S Dobson LLC
- 11318 S Church St Associates
- Amalgamated Capital Fund II LLC
- Amalgamated Capital Fund III LLC
- Chicago Capital Fund I LLC
- Chicago Capital Fund II LLC
- Chief Management LLC
- EB 6558 S. Vernon LLC
- EB Property Holdings LLC
- EB South Chicago 1, LLC
- EB South Chicago 2, LLC
- EB South Chicago 3 LLC
- EB South Chicago 4 LLC
- EB South Chicago 1 Manager, LLC
- EB South Chicago 2 Manager, LLC
- Eretz Private Capital LLC
- Friendship LLC
- Great Lakes Development Corp LLC

- Hard Money Company, LLC
- Heartland Capital Fund I LLC
- Heartland Capital Fund II, LLC
- Heartland Development Fund I LLC
- Heartland Private Capital, LLC
- Hybrid Capital Fund LLC
- Offsite Asset Management I LLC
- Offsite Asset Management II LLC
- Offsite Asset Management LLC
- Phoenix Capital Finance LLC
- Portfolio Asset Holdings LLC
- Portfolio Mezzanine Lender, LLC
- Rothbard Equity Fund LLC
- South Shore Property Holdings LLC (DE)
- South Shore Property Holdings LLC (WY)
- South Shore Property Holdings I LLC
- South Shore Property Holdings II LLC (DE)
- South Shore Property Holdings II LLC (WY)
- South Shore Property Holdings III LLC
- South Side Development Fund 1 LLC
- South Side Development Fund 2 LLC
- South Side Development Fund 3 LLC
- South Side Development Fund 4 LLC
- South Side Development Fund 5 LLC
- South Side Development Fund 6 LLC
- South Side Development Fund 7 LLC
- South Side Development Fund 8, LLC
- SSDF1 4611 S. Drexel LLC
- SSDF1 6751 S Merrill LLC
- SSDF1 7110 S Cornell LLC
- SSDF1 Holdco 1, LLC
- SSDF1 Holdco 2 LLC
- SSDF1 Holdco 3 LLC
- SSDF1 Holdco 4 LLC
- SSDF2 1139 E 79th LLC
- SSDF2 Holdco 1 LLC
- SSDF2 Holdco 2 LLC
- SSDF2 Holdco 3 LLC
- SSDF3 Holdco 1 LLC
- SSDF3 Holdco 2 LLC
- SSDF4 638 N Avers LLC
- SSDF4 701 S 5th LLC
- SSDF4 6217 S. Dorchester LLC
- SSDF4 6250 S. Mozart LLC

- SSDF4 7024 S Paxton LLC
- SSDF4 7255 S. Euclid LLC
- SSDF4 Holdco 1 LLC
- SSDF4 Holdco 2 LLC
- SSDF4 Holdco 3 LLC
- SSDF4 Holdco 4 LLC
- SSDF4 Holdco 5 LLC
- SSDF4 Holdco 6 LLC
- SSDF5 Holdco 1 LLC
- SSDF5 Portfolio 1 LLC
- SSDF6 6160 S MLK LLC
- SSDF6 6244 S MLK LLC
- SSDF6 Holdco 1 LLC
- SSDF6 Holdco 2 LLC
- SSDF7 2453 E 75TH LLC
- SSDF7 7600 S Kingston LLC
- SSDF7 Holdco 1 LLC
- SSDF7 Holdco 2 LLC
- SSDF7 Holdco 3 LLC
- SSDF7 Holdco 4 LLC
- SSDF7 Marquette Park LLC
- SSDF7 Portfolio 1 LLC
- SSDF8 Holdco 1 LLC
- SSDF8 Portfolio 1 LLC
- SSPH 6951 S Merrill LLC
- SSPH 7927-49 S. Essex LLC
- SSPH 11117 S Longwood LLC
- SSPH Holdco 1 LLC
- SSPH Holdco 2 LLC
- SSPH Portfolio 1 LLC
- SSPH Springer LLC
- Tikkun Holdings, LLC
- Any affiliate entity of EquityBuild Inc., EquityBuild Finance LLC, Jerome Cohen, and/or Shaun Cohen

EXHIBIT B

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

<hr/>)	
UNITED STATES SECURITIES)		
AND EXCHANGE COMMISSION,)		
	)	Civil Action No. 18-CV-5587	
Plaintiff,)		
v.)		
	)	Hon. John Z. Lee	
EQUITYBUILD, INC.,)		
EQUITYBUILD FINANCE, LLC,)		
JEROME H. COHEN, and	)	Magistrate Judge Young B. Kim	
SHAUN D. COHEN,)		
)		
Defendants.)		
<hr/>)	

**ORDER APPROVING RECEIVER’S MOTION FOR ENTRY OF AN ORDER:
(1) ESTABLISHING CLAIMS BAR DATE;
(2) FINDING THAT THE RECEIVER GAVE FAIR, ADEQUATE,
AND SUFFICIENT NOTICE TO ALL INTERESTED PARTIES; AND
(3) APPROVING PROOF OF CLAIM FORM AND SUMMARY PROCEDURES**

Kevin B. Duff, as the receiver (“Receiver”) for Estate of Defendants EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Defendants Jerome Cohen and Shaun Cohen (collectively, the “Receivership Defendants”), having filed a Motion for entry of an Order: (i) Establishing Claims Bar Date; (ii) Finding that the Receiver has given fair, adequate, and sufficient notice to all interested parties; and (iii) Approving Proof Of Claim Form And Summary Procedures (the “Motion”), the Court having conducted a hearing on the motion and for good cause shown, IT IS HEREBY ORDERED THAT:

The Receiver’s Motion is GRANTED. The Court approves the Receiver’s initial claims procedures and setting of a claims bar date, and approves the proposed proof of claim form submitted by the Receiver.

The Court finds that the Receiver has given fair, adequate, and sufficient notice to all interested parties.

The Court approves the Receiver's retention of a third-party vendor – Axos Fiduciary Services – to setup and host a claims portal for the Receiver.

All investors, creditors, and other claimants must submit all claims against EquityBuild, Inc., EquityBuild Finance, LLC, their affiliates, and the affiliate entities of Defendants Jerome Cohen and Shaun Cohen (collectively, the Receivership Defendants as listed on Exhibit A to the proof of claim form) by _____, 2019 (the "Bar Date").

A status on the Receiver's claims process is set for _____, 2019.

Entered:

Honorable

Date: _____

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

<hr/>)	
UNITED STATES SECURITIES)		
AND EXCHANGE COMMISSION,)		
)		
Plaintiff,	)	Civil Action No. 18-cv-5587	
)		
v.	)	Hon. John Z. Lee	
)		
EQUITYBUILD, INC., EQUITYBUILD	)	Magistrate Judge Young B. Kim	
FINANCE, LLC, JEROME H. COHEN,)		
and SHAUN D. COHEN,)		
)		
Defendants.)		
<hr/>)	

NOTICE OF MOTION

Please take notice that on Wednesday, February 27, 2019, at 9:00 a.m., the undersigned will appear before the Honorable John Z. Lee, or any judge sitting in his stead, in Courtroom 1225, and present **Receiver’s Motion For Entry Of An Order: (1) Establishing A Claims Bar Date; (2) Finding That The Receiver Gave Fair, Adequate, And Sufficient Notice To All Interested Parties; And (3) Approving Proof Of Claim Form And Summary Procedures**

Dated: February 22, 2019

Kevin B. Duff, Receiver

By: /s/ Michael Rachlis

Michael Rachlis
Rachlis Duff Peel & Kaplan, LLC
542 South Dearborn Street, Suite 900
Chicago, IL 60605
Phone (312) 733-3950
Fax (312) 733-3952
mrachlis@rdaplaw.net

CERTIFICATE OF SERVICE

I hereby certify that on February 22, 2019, I electronically filed the foregoing **Notice and Receiver's Motion For Entry Of An Order: (1) Establishing A Claims Bar Date; (2) Finding That The Receiver Gave Fair, Adequate, And Sufficient Notice To All Interested Parties; And (3) Approving Proof Of Claim Form And Summary Procedures** with the Clerk of the United States District Court for the Northern District of Illinois, using the CM/ECF system. Copies of the foregoing pleadings were served upon counsel of record via the CM/ECF system.

I further certify I caused to be served the Defendant Jerome Cohen via e-mail and via U.S. Mail.

Jerome Cohen
1050 8th Avenue N
Naples, FL 34102
jerryc@reagan.com
Defendant

/s/ Michael Rachlis _____

Rachlis Duff Peel & Kaplan, LLC
542 South Dearborn Street, Suite 900
Chicago, IL 60605
Phone (312) 733-3950
Fax (312) 733-3952
mrachlis@rdaplaw.net