

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
FORT LAUDERDALE DIVISION
www.flsb.uscourts.gov

In re:
TOUSA, INC., *et al.*,

Debtors.

OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF TOUSA, INC., *ET AL.*,

Plaintiff

vs.

TENNENBAUM MULTI-STRATEGY
MASTER FUND, TENNENBAUM
CAPITAL SPC, MARATHON FINANCING I,
B.V., , ESPERANCE C/O SCOTIABANK
(IRELAND) LIMITED; FORTRESS CREDIT
INVESTMENTS I LTD.; FORTRESS CREDIT
INVESTMENTS II LTD.; GOLDMAN SACHS
LENDING PARTNERS LLC CMTGLQ
INVESTORS, L.P. DBA FKA SSIG SPF ONE LQ
L.L.C.;and FALL CREEK CLO Ltd.

Defendants.

Chapter 11 Cases

Case No. 08-10928-JKO

Jointly Administered

Adversary No. 10-02242-JKO

**STIPULATION REGARDING SERVICE OF ADVERSARY COMPLAINT ON
AND TIME LIMITS FOR RESPONSE BY TENNENBAUM MULTI-STRATEGY
MASTER FUND**

Tennenbaum Multi-Strategy Master Fund (“TMS”) and the Official Committee of Unsecured Creditors of TOUSA, Inc. (the “Committee”) propose the following Stipulation and Order concerning the service of a new adversary complaint commencing

this adversary proceeding (the “New Complaint”) and the time within which TMS may answer the New Complaint.

WHEREAS:

1. On January 27, 2010, the Committee commenced the above-captioned adversary proceeding, naming TMS and certain other entities as parties;
2. TMS, solely on its own behalf and on behalf of no other person or entity named in the New Complaint, has agreed to accept service through counsel, allowing the Committee to avoid the expense of serving TMS;
3. The Committee has agreed to allow TMS an additional 30 days beyond the time limits contained in Fed. R. Bankr. R. 7012(a) to answer or otherwise plead in response to the complaint filed in this adversary proceeding.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between TMS and the Committee that:

1. TMS agrees that it has been properly served with a copy of the New Complaint as of January 28, 2010, *provided, however*, that in agreeing to accept service TMS acts solely on its own behalf and on behalf of no other person or entity named in the New Complaint. TMS, acting solely on its own behalf and on behalf of no other person or entity named in the New Complaint, waives any argument that it has not been properly served with this complaint. TMS reserves all other rights and defenses as to the New Complaint.
2. The Committee agrees that TMS shall have until March 29, 2010 within which to answer or otherwise plead in response to the New Complaint.

Respectfully submitted this 2nd day of February, 2010.

Stipulated and Agreed to:

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Fraudulent Conveyance Adversary

Proceeding Counsel for the Official

Committee of Unsecured Creditors of

TOUSA, Inc.

PROPOSED ORDER

**UNITED STATES BANKRUPTCY COURT
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vs.

TENNENBAUM MULTI-STRATEGY MASTER
FUND, TENNENBAUM CAPITAL SPC,
MARATHON FINANCING I, B.V., , ESPERANCE
C/O SCOTIABANK (IRELAND) LIMITED;
FORTRESS CREDIT INVESTMENTS I LTD.;
FORTRESS CREDIT INVESTMENTS II LTD.;
GOLDMAN SACHS LENDING PARTNERS LLC
CMTGLQ INVESTORS, L.P. DBA FKA SSIG SPF
ONE LQ L.L.C.; and FALL CREEK CLO Ltd.,

Defendants.

Chapter 11 Cases

Case No. 08-10928-JKO

Jointly Administered

Adversary Case No. 10-02242-JKO

**ORDER APPROVING STIPULATION RE SERVICE OF ADVERSARY COMPLAINT
ON TENNENBAUM MULTI-STRATEGY MASTER FUND**

This cause came before the Court on the Stipulation between Tennenbaum Multi-Strategy Master Fund (“TMS”) and the Official Committee of Unsecured Creditors of TOUSA, Inc. (the “Committee”) concerning the service of a new adversary complaint commencing this adversary proceeding (the “New Complaint) on TMS and the time within which TMS may answer the New Complaint. The court has reviewed the Stipulation and is fully familiar with this matter. Good cause appearing, it is

ORDERED AND ADJUDGED:

1. The Stipulation is approved as the order of this Court.
2. Service of the New Complaint on TMS’s counsel is good and sufficient service upon TMS, and has been made effective January 28, 2010.
3. TMS shall have until March 29, 2010 to answer or otherwise plead in response to the New Complaint.

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Submitted by and Copy furnished to:

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(Attorney Redmond shall serve a conformed copy of this Order on all interested parties and file a Certificate of Service)