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STEVEN M. LARIMORE
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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

BANK OF AMERICA,)
NATIONAL ASSOCIATION,)
)
Plaintiff,)
)
vs.)
)
COLONIAL BANK AND JOHN DOE #1-10)
)
Defendants.)
_____)

09-22384
Case No.:

CIV - JORDAN
J McALLEY

COMPLAINT
EMERGENCY INJUNCTIVE RELIEF SOUGHT

Plaintiff Bank of America, National Association (“Bank of America”), as successor in interest to LaSalle Bank, National Association and LaSalle Global Trust Services, by its attorneys, Hunton & Williams LLP, as and for its complaint against Defendants Colonial Bank (“Colonial Bank”) and John Doe # 1-10 (collectively, the “John Doe Defendants”) alleges as follows:

Nature of the Case

1. Bank of America brings this action for replevin, breach of contract, imposition of a constructive trust, unjust enrichment, injunctive relief, and civil theft with respect to (a) the proceeds paid by Freddie Mac to Colonial Bank, as trustee, custodian, bailee, and agent, for certain mortgage loans and corresponding loan documents owned by Ocala Funding, LLC (“Ocala”), (collectively, the “Sales Proceeds”), and (b) certain mortgage loans and corresponding loan documents delivered to Colonial Bank, as trustee,

custodian, bailee, and agent, which were not purchased by Freddie Mac (collectively the “Remaining Loans” and, together with the Sales Proceeds, the “Loans,” as set forth on the schedule annexed hereto as Schedule A, and as otherwise may exist but are not reflected on Schedule A).

The Parties

2. Bank of America is a National Banking Association with its principal place of business located in Charlotte, North Carolina. Pursuant to a Second Amended and Restated Base Indenture, dated as of June 30, 2008, Bank of America is the trustee and administrative agent for Ocala Funding LLC.

3. Upon information and belief, Colonial Bank is a banking corporation organized and existing under the laws of the State of Alabama with a principal place of business at 201 East Pine Street, Orlando, Florida 32801, that does business in the State of Florida.

4. Upon information and belief, the John Doe Defendants are those persons and entities, presently unknown to Bank of America, who are in possession of all or any part of the Loans.

Jurisdiction

5. This Court has original subject matter jurisdiction, pursuant to 28 U.S.C. § 1332, because the parties are of diverse citizenship and the amount in controversy is over \$75,000, exclusive of interest and costs.

6. Venue is proper in the Southern District of Florida because Colonial has a substantial presence in the district.

Facts Common to All Causes of Action

7. On or about June 30, 2008, certain secured parties purchased certain notes issued by Ocala Funding LLC (“Ocala”) pursuant to a Second Amended and Restated Base Indenture, dated as of June 30, 2008, between Ocala, as issuer, and Bank of America, as indenture trustee, as supplemented by that certain Series 2008-1 Supplement, dated as of June 30, 2008, and that certain Series 2005-1 Supplement, dated as of June 30, 2008.

8. On or about June 30, 2008, certain secured parties and Ocala also entered into swap transactions dated June 30, 2008, between those secured parties and Ocala, Reference Nos. C2029915M and 1702121.

9. Ocala (a) used funds provided by the secured parties, among others, to purchase various loans and loan documents — which include the Loans, and (b) pursuant to that certain Second Amended and Restated Security Agreement, dated as of June 30, 2008, between and among, Ocala, Bank of America, as Indenture Trustee, and Bank of America, as Collateral Agent, pledged to Bank of America, as collateral agent, loans and loan documents to secure Ocala’s obligations under the Indenture including, without limitation, the payment in full of principal of and interest on the Series 2008-1 Notes and the Series 2005-1 Notes and the payment of amounts owed to the swap counterparties.

10. Bank of America, as collateral agent for the secured parties, perfected its first priority security interest by taking possession through Bank of America of the loans and the loan documents, as custodian pursuant to the terms of that certain Second Amended and Restated Custodial Agreement, dated as of June 30, 2008, among Ocala as

issuer, Taylor, Bean & Whitaker Mortgage Corp. (“Taylor Bean”), as seller and servicer, Bank of America, as custodian, and Bank of America, as collateral agent.

11. Under a series of bailee letters (also referred to as Transmittal Letters) from Bank of America to Colonial Bank (collectively, the “Bailee Letters”), Colonial Bank agreed to hold in trust and as custodian, agent, and bailee for and on behalf of various secured parties, various loans and loan documents, comprised of the Sales Proceeds and the Remaining Loans.

12. Colonial Bank was obligated to and, upon information and belief, did hold the Sales Proceeds in a segregated account; namely at TBW Investor Funding Account. Upon information and belief, the segregated account number is 8026069354.

13. Under the Bailee Letters, within fifteen days of Colonial Bank’s receipt of a loan and its corresponding loan documents, Colonial Bank was obligated either to (a) remit to Bank of America, as collateral agent, the proceeds of all loans purchased by Freddie Mac (i.e., the Sales Proceeds), or (b) return to Bank of America all loans that Freddie Mac declined or refused to purchase (i.e., the Remaining Loans).

14. Upon information and belief, during the period from June 11, 2009, through and including August 4, 2009, Freddie Mac delivered to Colonial, for payment to Bank of America, as Collateral Agent for the secured parties, and amount in excess of \$1 billion in connection with Freddie Mac’s purchase of loans subject to Bank of America’s security interest.

15. On August 6, 2009, Bank of America requested that Colonial Bank return all of the Loans.

16. Bank of America fulfilled all of its obligations under the Bailee Letters. Colonial Bank nevertheless has failed and refused to (a) deliver to Bank of America, as collateral agent, all or substantially all of the Sales Proceeds, and (b) deliver back to Bank of America, as collateral agent, the Remaining Loans.

17. Bank of America maintains a security interest in the Loans, which are not assets of Colonial. Colonial has neither legal entitlement to, nor equitable rights in, the Loans.

18. In a press release dated July 31, 2009, Colonial's parent Colonial BancGroup, Inc. disclosed that as of June 30, 2009, it was not in compliance with capital requirements for Tier I Leverage Ratio and Total Risk-Based Capital Ratio as required by orders with the Federal Reserve, FDIC and the State of Alabama. The release further states "management has concluded that there is substantial doubt about Colonial's ability to continue as a going concern."¹

19. On August 4, 2009, the New York Times reported that the FBI and the Special Inspector General of the Treasury Department's Troubled Asset Relief Program had raided Colonial and Taylor Bean. The New York Times further identified "the viability of Colonial" as an "urgent concern," and reported that Colonial's failure to secure a cash infusion from either Taylor Bean or the Treasury Department "suggests that neither side believes the bank can survive."²

¹ Press Release, Colonial Bank, Colonial BancGroup Reports Second Quarter 2009 Results (July 31, 2009), *available at* <http://ir.colonialbank.com/releasedetail.cfm?ReleaseID=400411>.

² Damien Cave and James Glanz, *Agents Raid Bank and Lender in Florida*, THE NEW YORK TIMES, Aug. 3, 2009, *available at* <http://www.nytimes.com/2009/08/04/business/04florida.html>.

20. On August 7, 2009, Colonial BancGroup disclosed that it was the target of a criminal investigation by the U.S. Department of Justice relating to its mortgage lending unit and related accounting irregularities, and that it might be put under receivership.³

21. On August 7, 2009, Colonial Bank issued a press release stating that “the Alabama State Banking Department provided notice to Colonial Bank that the Alabama State Banking Board will meet on August 12, 2009, at which time Colonial Bank will be asked to consent to the Superintendent's exercise of his statutory authority to appoint the FDIC as receiver or conservator for the Bank if and when the Superintendent deems such appointment to be necessary. In the meantime, the Company continues to explore all possible capital-raising alternatives that would position it and Colonial Bank to comply with the requirements of the Orders to Cease and Desist to which they are subject.”⁴

22. On August 11, 2009, Bank of America provided Colonial Bank with a Demand for Documents and Proceeds, which revoked the Bailee Letters, to the extent not already previously revoked or expired, and terminated all of Colonial Bank’s rights to hold possession of the Loans in trust and as custodian, agent, and bailee on behalf of the secured parties. Bank of America also repeated its demand for immediate return of the Loans.

³ Colonial BancGroup, Inc., Securities and Exchange Commission Form 8-K, Aug. 7, 2009; Sweta Singh and Anurag Kotoky, *Colonial BancGroup faces criminal probe, FDIC action*, REUTERS, Aug. 7, 2009, available at <http://www.reuters.com/article/marketsNews/idINBNG43390620090807?rpc=44>.

⁴ Press Release, Colonial Bank Announces Governmental Actions, August 7, 2009, available at <http://ir.colonialbank.com/releasedetail.cfm?ReleaseID=402035>.

23. To date, Colonial Bank has refused to return the Loans to Bank of America.

FIRST CAUSE OF ACTION
(Replevin)

24. Bank of America repeats and realleges the allegations contained above, as if fully set forth herein.

25. The Loans are the property of Bank of America as collateral agent for secured parties.

26. Bank of America has demanded that Colonial Bank return to Bank of America, as collateral agent, both the Loans.

27. Colonial Bank has failed and refused to return to Bank of America, as collateral agent, both the Loans.

28. Accordingly, Bank of America is entitled to a judgment compelling Colonial Bank or the John Doe Defendants to return to Bank of America, as collateral agent, the Loans.

29. Bank of America has no adequate remedy at law.

SECOND CAUSE OF ACTION
(Imposition of Constructive Trust)

30. Bank of America repeats and realleges the allegations contained above, as if fully set forth herein.

31. By reason of the Bailee Letters, Colonial Bank had a fiduciary relationship with Bank of America, as collateral agent.

32. Colonial Bank promised, within fifteen days of its receipt of a loan, to deliver to Bank of America either (a) the purchase price allocated to a particular loan, or (b) the loan, itself (if the loan was not purchased by Freddie Mac).

33. In reliance on Colonial Bank's promises, as set forth in the Bailee Letters, Bank of America, as collateral agent, delivered to Colonial Bank, in trust, and as custodian, agent, and bailee, as a secured party, the Loans.

34. Upon information and belief, Colonial Bank received from Freddie Mac the Sales Proceeds.

35. Colonial Bank has failed and refuses to turn over to Bank of America, as collateral agent, the Loans, and has been unjustly enriched thereby.

36. Accordingly, Bank of America is entitled to the imposition of a constructive trust over the Loans.

37. Bank of America has no adequate remedy at law.

THIRD CAUSE OF ACTION
(Breach of Bailee Letters)

38. Bank of America repeats and realleges the allegations contained above, as if fully set forth herein.

39. Colonial Bank has breached the Bailee Letters by refusing to return to Bank of America the Loans.

40. By reason of the foregoing, Bank of America, as trustee and administrative agent for Ocala Funding LLC has been damaged in an amount to be determined at the trial of this action.

FOURTH CAUSE OF ACTION
(Unjust Enrichment)

41. Bank of America repeats and realleges the allegations contained above, as if fully set forth herein.

42. Colonial Bank has been enriched, by Colonial Bank's improper retention of the Loans.

43. Under the circumstances, equity and good conscience require that the Loans be returned to Bank of America.

44. By reason of the foregoing, Bank of America has been damaged in an amount to be determined at the trial of this action.

FIFTH CAUSE OF ACTION
(Civil Theft)

45. Bank of America repeats and realleges the allegations contained above, as if fully set forth herein.

46. Colonial Bank held the Loans pursuant to the terms of the Bailee Letters.

47. The Loans are the property of Bank of America as collateral agent for certain secured parties.

48. Bank of America has demanded that Colonial Bank return to Bank of America, as collateral agent, both the Sales Proceeds and the Remaining Loans.

49. Colonial Bank has failed and refused to return to Bank of America, as collateral agent, both the Sales Proceeds and the Remaining Loans.

50. Bank of America has no legal or equitable right to hold or use the Loans for any purpose whatsoever.

51. By refusing to return the Sales Proceeds and Remaining Loans, Colonial is knowingly retaining and using the property of Bank of America and the secured parties with the intent to deprive Bank of America and the secured parties of their rights to benefit from the subject property.

52. Upon information and belief, Colonial Bank refuses to return to Bank of America the Sales Proceeds and Remaining Loans in order use the Loans to comply with capital requirements for Tier I Leverage Ratio and Total Risk-Based Capital Ratio as required by orders with the Federal Reserve, FDIC, and the State of Alabama.

53. Colonial Bank's eleventh hour efforts to stave off receivership and artificially comply with capital requirements by holding the Loans constitutes felonious intent to commit theft under Florida Statute § 812.014(1).

WHEREFORE, Bank of America respectfully requests the following relief:

(a) granting a temporary restraining order and preliminary injunction, restraining and enjoining Colonial Bank and the John Doe Defendants, pending a final judgment in this action, from selling, pledging, assigning, liquidating, encumbering, transferring, hypothecating, secreting, commingling or otherwise disposing of all or any portion of the Loans,

(b) granting a permanent mandatory injunction compelling Colonial Bank and the John Doe Defendants to turn over to Bank of America the Loans,

(c) imposing over the Loans a constructive trust in favor of Bank of America,

(d) awarding to Bank of America damages in amount to be determined at the trial of this action,

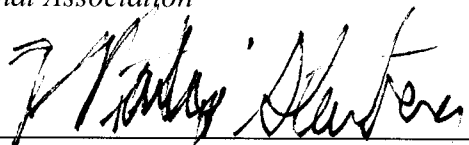
(e) granting such other and further relief as is just and proper.

Dated: August 12, 2009

Respectfully submitted,

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By



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Schedule A

Loan Num	Status	Pool	Original N	Release D	Release R	Released To
2277661	Released	2008-1	#####	07/30/2009	Pending	S: Colonial
2368746	Released	2008-1	#####	07/09/2009	Pending	S: Colonial
2498533	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
2637428	Released	2008-1	#####	07/14/2009	Pending	S: Colonial
2649835	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
2655799	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
2682908	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
2707807	Released	2008-1	#####	07/10/2009	Pending	S: Colonial
2729311	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
2733580	Released	2008-1	86,400.00	07/31/2009	Pending	S: Colonial
2753307	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
2765224	Released	2008-1	#####	07/08/2009	Pending	S: Colonial
2778383	Released	2008-1	#####	07/08/2009	Pending	S: Colonial
2779017	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
2798683	Released	2008-1	75,000.00	06/19/2009	Pending	S: Colonial
2802588	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
2804530	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
2816487	Released	2008-1	#####	07/02/2009	Pending	S: Colonial
2834502	Released	2008-1	#####	07/08/2009	Pending	S: Colonial
2888150	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
2895961	Released	2008-1	78,950.00	07/28/2009	Pending	S: Colonial
2896152	Released	2008-1	#####	07/13/2009	Pending	S: Colonial
2905853	Released	2008-1	89,000.00	07/13/2009	Pending	S: Colonial
2939571	Released	2008-1	54,500.00	06/16/2009	Pending	S: Colonial
2941442	Released	2008-1	#####	07/08/2009	Pending	S: Colonial
2959912	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
2977221	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
2984696	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
2993937	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
2994185	Released	2008-1	#####	07/10/2009	Pending	S: Colonial
3007713	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3009959	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3016389	Released	2008-1	#####	07/13/2009	Pending	S: Colonial
3032150	Released	2008-1	90,500.00	07/23/2009	Pending	S: Colonial
3043692	Released	2008-1	#####	07/13/2009	Pending	S: Colonial
3046172	Released	2008-1	#####	07/28/2009	Pending	S: Colonial
3050016	Released	2008-1	97,100.00	07/09/2009	Pending	S: Colonial
3050106	Released	2008-1	#####	07/27/2009	Pending	S: Colonial
3051174	Released	2008-1	#####	07/28/2009	Pending	S: Colonial
3052518	Released	2008-1	#####	07/16/2009	Pending	S: Colonial
3054053	Released	2008-1	#####	07/08/2009	Pending	S: Colonial
3054873	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3057352	Released	2008-1	93,000.00	06/24/2009	Pending	S: Colonial
3066119	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3073810	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3080287	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3084822	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3087502	Released	2008-1	#####	07/24/2009	Pending	S: Colonial
3087608	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3088972	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
3092416	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3098435	Released	2008-1	#####	06/23/2009	Pending	S: Colonial
3099113	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
3099383	Released	2008-1	#####	06/11/2009	Pending	S: Colonial

3100288	Released	2008-1	#####	07/24/2009	Pending	S: Colonial
3101735	Released	2008-1	70,000.00	06/11/2009	Pending	S: Colonial
3104353	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3104632	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3104782	Released	2008-1	95,400.00	06/24/2009	Pending	S: Colonial
3104996	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3106131	Released	2008-1	#####	07/16/2009	Pending	S: Colonial
3107363	Released	2008-1	#####	08/03/2009	Pending	S: Colonial
3108713	Released	2008-1	#####	07/15/2009	Pending	S: Colonial
3109275	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3109912	Released	2008-1	#####	07/16/2009	Pending	S: Colonial
3111493	Released	2008-1	98,000.00	06/24/2009	Pending	S: Colonial
3111540	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3112162	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3113474	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3114789	Released	2008-1	#####	07/15/2009	Pending	S: Colonial
3115089	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
3115341	Released	2008-1	#####	07/23/2009	Pending	S: Colonial
3117811	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
3119004	Released	2008-1	#####	07/14/2009	Pending	S: Colonial
3119390	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3119669	Released	2008-1	#####	07/24/2009	Pending	S: Colonial
3119888	Released	2008-1	#####	06/23/2009	Pending	S: Colonial
3120010	Released	2008-1	#####	07/07/2009	Pending	S: Colonial
3121158	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
3122009	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3125267	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3125273	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3125890	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3128725	Released	2008-1	#####	06/30/2009	Pending	S: Colonial
3129987	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3131419	Released	2008-1	#####	07/15/2009	Pending	S: Colonial
3133800	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3135411	Released	2008-1	#####	07/14/2009	Pending	S: Colonial
3135578	Released	2008-1	#####	07/27/2009	Pending	S: Colonial
3136698	Released	2008-1	#####	06/17/2009	Pending	S: Colonial
3138549	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3139202	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3139516	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3139855	Released	2008-1	#####	07/28/2009	Pending	S: Colonial
3139945	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
3140131	Released	2008-1	69,500.00	06/15/2009	Pending	S: Colonial
3140647	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3140730	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3142004	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3142712	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3143094	Released	2008-1	57,700.00	06/12/2009	Pending	S: Colonial
3143158	Released	2008-1	94,000.00	06/11/2009	Pending	S: Colonial
3143337	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3143461	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3143505	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3143724	Released	2008-1	#####	07/15/2009	Pending	S: Colonial
3145813	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3146236	Released	2008-1	#####	07/16/2009	Pending	S: Colonial
3147527	Released	2008-1	#####	06/11/2009	Pending	S: Colonial

3147603	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3147617	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3147708	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3147799	Released	2008-1	#####	07/07/2009	Pending	S:	Colonial
3148555	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3150021	Released	2008-1	#####	07/22/2009	Pending	S:	Colonial
3150176	Released	2008-1	#####	06/26/2009	Pending	S:	Colonial
3153202	Released	2008-1	99,760.00	06/12/2009	Pending	S:	Colonial
3155930	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3155976	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3156277	Released	2008-1	96,000.00	07/22/2009	Pending	S:	Colonial
3156492	Released	2008-1	#####	06/12/2009	Pending	S:	Colonial
3156989	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3157062	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3157274	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3157593	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3158574	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3159051	Released	2008-1	#####	06/26/2009	Pending	S:	Colonial
3159285	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3159593	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3159778	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3160658	Released	2008-1	85,000.00	06/16/2009	Pending	S:	Colonial
3161353	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3161642	Released	2008-1	#####	08/03/2009	Pending	S:	Colonial
3163231	Released	2008-1	61,000.00	07/15/2009	Pending	S:	Colonial
3164170	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3164341	Released	2008-1	#####	07/24/2009	Pending	S:	Colonial
3164414	Released	2008-1	99,920.00	06/11/2009	Pending	S:	Colonial
3164435	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3164788	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3165502	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3165629	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3165843	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3167556	Released	2008-1	#####	06/30/2009	Pending	S:	Colonial
3168337	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3168511	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3169759	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3170266	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3170326	Released	2008-1	#####	06/25/2009	Pending	S:	Colonial
3171526	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3172074	Released	2008-1	83,950.00	07/16/2009	Pending	S:	Colonial
3173069	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3173602	Released	2008-1	86,000.00	07/02/2009	Pending	S:	Colonial
3173641	Released	2008-1	#####	07/01/2009	Pending	S:	Colonial
3174125	Released	2008-1	80,500.00	06/30/2009	Pending	S:	Colonial
3176064	Released	2008-1	#####	07/09/2009	Pending	S:	Colonial
3180663	Released	2008-1	#####	06/29/2009	Pending	S:	Colonial
3180726	Released	2008-1	#####	07/23/2009	Pending	S:	Colonial
3182194	Released	2008-1	80,800.00	07/16/2009	Pending	S:	Colonial
3183105	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3183689	Released	2008-1	#####	06/19/2009	Pending	S:	Colonial
3184217	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3184660	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3185767	Released	2008-1	#####	07/01/2009	Pending	S:	Colonial
3186371	Released	2008-1	#####	07/24/2009	Pending	S:	Colonial

3187161	Released	2008-1	#####	07/16/2009	Pending	S:	Colonial
3187309	Released	2008-1	#####	06/12/2009	Pending	S:	Colonial
3187330	Released	2008-1	#####	07/23/2009	Pending	S:	Colonial
3187436	Released	2008-1	#####	08/04/2009	Pending	S:	Colonial
3187812	Released	2008-1	#####	07/16/2009	Pending	S:	Colonial
3188576	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3188775	Released	2008-1	#####	06/17/2009	Pending	S:	Colonial
3189817	Released	2008-1	#####	07/22/2009	Pending	S:	Colonial
3190185	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3192418	Released	2008-1	#####	07/30/2009	Pending	S:	Colonial
3192839	Released	2008-1	82,000.00	06/12/2009	Pending	S:	Colonial
3193914	Released	2008-1	#####	07/07/2009	Pending	S:	Colonial
3194182	Released	2008-1	80,000.00	07/07/2009	Pending	S:	Colonial
3196543	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3197717	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3199908	Released	2008-1	59,000.00	06/11/2009	Pending	S:	Colonial
3201916	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3202224	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3202372	Released	2008-1	68,800.00	06/24/2009	Pending	S:	Colonial
3202538	Released	2008-1	#####	07/20/2009	Pending	S:	Colonial
3202548	Released	2008-1	#####	07/23/2009	Pending	S:	Colonial
3202843	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3204374	Released	2008-1	#####	06/12/2009	Pending	S:	Colonial
3204746	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3205161	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3205233	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3205513	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3205894	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3206498	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3206506	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3207036	Released	2008-1	#####	07/31/2009	Pending	S:	Colonial
3207094	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3207369	Released	2008-1	99,000.00	06/12/2009	Pending	S:	Colonial
3208021	Released	2008-1	#####	06/19/2009	Pending	S:	Colonial
3209452	Released	2008-1	#####	07/14/2009	Pending	S:	Colonial
3209483	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3209509	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3209543	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial
3209598	Released	2008-1	#####	06/24/2009	Pending	S:	Colonial
3210869	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3211539	Released	2008-1	#####	07/16/2009	Pending	S:	Colonial
3211756	Released	2008-1	#####	07/16/2009	Pending	S:	Colonial
3213087	Released	2008-1	#####	06/30/2009	Pending	S:	Colonial
3213966	Released	2008-1	#####	06/23/2009	Pending	S:	Colonial
3214927	Released	2008-1	#####	06/12/2009	Pending	S:	Colonial
3216828	Released	2008-1	59,000.00	07/07/2009	Pending	S:	Colonial
3216916	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3216985	Released	2008-1	88,800.00	07/07/2009	Pending	S:	Colonial
3217160	Released	2008-1	#####	06/11/2009	Pending	S:	Colonial
3218799	Released	2008-1	64,000.00	06/30/2009	Pending	S:	Colonial
3218814	Released	2008-1	62,000.00	06/23/2009	Pending	S:	Colonial
3219384	Released	2008-1	#####	06/18/2009	Pending	S:	Colonial
3219496	Released	2008-1	#####	06/15/2009	Pending	S:	Colonial
3219578	Released	2008-1	#####	07/16/2009	Pending	S:	Colonial
3219738	Released	2008-1	#####	06/16/2009	Pending	S:	Colonial

3220588	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3221297	Released	2008-1	70,500.00	06/17/2009	Pending	S: Colonial
3221658	Released	2008-1	60,000.00	06/16/2009	Pending	S: Colonial
3222156	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3222377	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3222785	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3222992	Released	2008-1	#####	07/14/2009	Pending	S: Colonial
3223116	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3223388	Released	2008-1	#####	07/23/2009	Pending	S: Colonial
3223426	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3223494	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
3223624	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3224200	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3225105	Released	2008-1	#####	07/24/2009	Pending	S: Colonial
3225385	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3225840	Released	2008-1	#####	07/22/2009	Pending	S: Colonial
3225877	Released	2008-1	#####	07/14/2009	Pending	S: Colonial
3226135	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3226738	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3226957	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3227510	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3227538	Released	2008-1	65,050.00	06/16/2009	Pending	S: Colonial
3228046	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3228827	Released	2008-1	#####	07/15/2009	Pending	S: Colonial
3228843	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3229396	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3229397	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3229869	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3230016	Released	2008-1	#####	06/26/2009	Pending	S: Colonial
3230128	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3230265	Released	2008-1	#####	07/01/2009	Pending	S: Colonial
3230350	Released	2008-1	54,000.00	06/19/2009	Pending	S: Colonial
3231148	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3233196	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3233286	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3234070	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3234790	Released	2008-1	30,000.00	07/13/2009	Pending	S: Colonial
3235672	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3236139	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3237413	Released	2008-1	#####	06/12/2009	Pending	S: Colonial
3238014	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3238228	Released	2008-1	#####	07/31/2009	Pending	S: Colonial
3238393	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3239282	Released	2008-1	#####	06/24/2009	Pending	S: Colonial
3239744	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3239973	Released	2008-1	78,500.00	07/22/2009	Pending	S: Colonial
3240686	Released	2008-1	73,500.00	06/30/2009	Pending	S: Colonial
3241147	Released	2008-1	#####	06/18/2009	Pending	S: Colonial
3241215	Released	2008-1	#####	07/23/2009	Pending	S: Colonial
3241691	Released	2008-1	#####	06/15/2009	Pending	S: Colonial
3241704	Released	2008-1	#####	06/16/2009	Pending	S: Colonial
3242633	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3243410	Released	2008-1	#####	07/30/2009	Pending	S: Colonial
3243493	Released	2008-1	#####	06/11/2009	Pending	S: Colonial
3243588	Released	2008-1	#####	06/26/2009	Pending	S: Colonial

3243713	Released	2008-1	#####	07/08/2009	Pending	Sz	Colonial
3243902	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3246799	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3246836	Released	2008-1	#####	06/23/2009	Pending	Sz	Colonial
3247159	Released	2008-1	#####	07/01/2009	Pending	Sz	Colonial
3248013	Released	2008-1	#####	06/18/2009	Pending	Sz	Colonial
3248191	Released	2008-1	77,100.00	07/01/2009	Pending	Sz	Colonial
3248359	Released	2008-1	#####	07/07/2009	Pending	Sz	Colonial
3248361	Released	2008-1	#####	07/01/2009	Pending	Sz	Colonial
3248814	Released	2008-1	#####	07/01/2009	Pending	Sz	Colonial
3249027	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3249360	Released	2008-1	76,000.00	07/31/2009	Pending	Sz	Colonial
3249531	Released	2008-1	#####	06/12/2009	Pending	Sz	Colonial
3249672	Released	2008-1	96,600.00	06/11/2009	Pending	Sz	Colonial
3249787	Released	2008-1	#####	06/17/2009	Pending	Sz	Colonial
3249948	Released	2008-1	63,375.00	06/30/2009	Pending	Sz	Colonial
3250236	Released	2008-1	86,500.00	07/02/2009	Pending	Sz	Colonial
3250740	Released	2008-1	85,000.00	07/02/2009	Pending	Sz	Colonial
3251052	Released	2008-1	#####	06/24/2009	Pending	Sz	Colonial
3251152	Released	2008-1	#####	06/24/2009	Pending	Sz	Colonial
3251572	Released	2008-1	#####	06/18/2009	Pending	Sz	Colonial
3251663	Released	2008-1	#####	07/08/2009	Pending	Sz	Colonial
3252910	Released	2008-1	75,000.00	06/24/2009	Pending	Sz	Colonial
3253156	Released	2008-1	#####	07/24/2009	Pending	Sz	Colonial
3253313	Released	2008-1	82,500.00	06/24/2009	Pending	Sz	Colonial
3253513	Released	2008-1	63,950.00	06/11/2009	Pending	Sz	Colonial
3253848	Released	2008-1	#####	06/12/2009	Pending	Sz	Colonial
3254405	Released	2008-1	#####	07/31/2009	Pending	Sz	Colonial
3254476	Released	2008-1	#####	06/24/2009	Pending	Sz	Colonial
3254520	Released	2008-1	#####	07/08/2009	Pending	Sz	Colonial
3254583	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3254670	Released	2008-1	#####	07/31/2009	Pending	Sz	Colonial
3255467	Released	2008-1	#####	07/20/2009	Pending	Sz	Colonial
3255523	Released	2008-1	#####	07/23/2009	Pending	Sz	Colonial
3255623	Released	2008-1	49,000.00	06/24/2009	Pending	Sz	Colonial
3255723	Released	2008-1	86,000.00	06/30/2009	Pending	Sz	Colonial
3255725	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3255734	Released	2008-1	#####	07/31/2009	Pending	Sz	Colonial
3256572	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3257019	Released	2008-1	#####	07/16/2009	Pending	Sz	Colonial
3257228	Released	2008-1	#####	07/22/2009	Pending	Sz	Colonial
3257467	Released	2008-1	65,000.00	07/16/2009	Pending	Sz	Colonial
3257862	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3258273	Released	2008-1	#####	07/22/2009	Pending	Sz	Colonial
3258489	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3258524	Released	2008-1	#####	06/18/2009	Pending	Sz	Colonial
3258590	Released	2008-1	#####	07/13/2009	Pending	Sz	Colonial
3258602	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3258620	Released	2008-1	#####	06/17/2009	Pending	Sz	Colonial
3258896	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3259040	Released	2008-1	#####	07/15/2009	Pending	Sz	Colonial
3259175	Released	2008-1	#####	06/18/2009	Pending	Sz	Colonial
3259226	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3259601	Released	2008-1	#####	07/16/2009	Pending	Sz	Colonial
3259679	Released	2008-1	#####	07/28/2009	Pending	Sz	Colonial

3260483	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3260932	Released	2008-1	#####	06/17/2009	Pending	Sz	Colonial
3261022	Released	2008-1	#####	07/16/2009	Pending	Sz	Colonial
3261434	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3261463	Released	2008-1	#####	07/28/2009	Pending	Sz	Colonial
3261745	Released	2008-1	95,000.00	07/24/2009	Pending	Sz	Colonial
3261839	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3261864	Released	2008-1	#####	07/09/2009	Pending	Sz	Colonial
3262499	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3262578	Released	2008-1	41,200.00	06/24/2009	Pending	Sz	Colonial
3262647	Released	2008-1	#####	07/07/2009	Pending	Sz	Colonial
3264158	Released	2008-1	#####	07/28/2009	Pending	Sz	Colonial
3264335	Released	2008-1	#####	06/12/2009	Pending	Sz	Colonial
3264437	Released	2008-1	#####	07/09/2009	Pending	Sz	Colonial
3264730	Released	2008-1	78,000.00	07/15/2009	Pending	Sz	Colonial
3264875	Released	2008-1	#####	06/10/2009	Pending	Sz	Colonial
3265042	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3265967	Released	2008-1	#####	07/08/2009	Pending	Sz	Colonial
3266125	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3266234	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3266293	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3266307	Released	2008-1	#####	06/17/2009	Pending	Sz	Colonial
3266819	Released	2008-1	#####	06/16/2009	Pending	Sz	Colonial
3266961	Released	2008-1	39,200.00	06/29/2009	Pending	Sz	Colonial
3267424	Released	2008-1	#####	06/19/2009	Pending	Sz	Colonial
3267927	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3268138	Released	2008-1	#####	06/10/2009	Pending	Sz	Colonial
3268290	Released	2008-1	#####	06/10/2009	Pending	Sz	Colonial
3268303	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3268489	Released	2008-1	#####	06/12/2009	Pending	Sz	Colonial
3268750	Released	2008-1	#####	06/17/2009	Pending	Sz	Colonial
3268774	Released	2008-1	#####	06/12/2009	Pending	Sz	Colonial
3268864	Released	2008-1	#####	07/01/2009	Pending	Sz	Colonial
3269125	Released	2008-1	#####	06/10/2009	Pending	Sz	Colonial
3269222	Released	2008-1	#####	06/24/2009	Pending	Sz	Colonial
3269496	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3269627	Released	2008-1	#####	07/31/2009	Pending	Sz	Colonial
3269841	Released	2008-1	#####	06/30/2009	Pending	Sz	Colonial
3270015	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3270032	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3270266	Released	2008-1	70,000.00	06/12/2009	Pending	Sz	Colonial
3270324	Released	2008-1	#####	06/11/2009	Pending	Sz	Colonial
3270328	Released	2008-1	#####	06/22/2009	Pending	Sz	Colonial
3270502	Released	2008-1	#####	07/14/2009	Pending	Sz	Colonial
3270684	Released	2008-1	#####	07/17/2009	Pending	Sz	Colonial
3271439	Released	2008-1	95,000.00	07/14/2009	Pending	Sz	Colonial
3271570	Released	2008-1	91,520.00	07/08/2009	Pending	Sz	Colonial
3271809	Released	2008-1	#####	07/02/2009	Pending	Sz	Colonial
3272070	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3272121	Released	2008-1	83,000.00	06/12/2009	Pending	Sz	Colonial
3272233	Released	2008-1	#####	06/15/2009	Pending	Sz	Colonial
3272310	Released	2008-1	94,500.00	07/22/2009	Pending	Sz	Colonial
3272387	Released	2008-1	#####	07/08/2009	Pending	Sz	Colonial
3272393	Released	2008-1	#####	06/26/2009	Pending	Sz	Colonial
3272441	Released	2008-1	#####	06/18/2009	Pending	Sz	Colonial