

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
SHELBOURNE NORTH WATER STREET, L.P.,)	Case No. 13-44315 (JSB)
)	
Debtor.)	Honorable Janet S. Baer

**CLASS 3: GENERAL UNSECURED CLAIMS
BALLOT FOR ACCEPTING OR REJECTING PLAN OF REORGANIZATION**

INSTRUCTIONS

This ballot is provided to Creditors in Class 3 to vote to accept or reject the proposed Plan. You should review the Plan and Disclosure Statement before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your claim has been placed in Class 3 under the Plan and you are permitted to vote. If you hold claims in more than one class, this ballot shall pertain only to your Class 3 claim.

In order for your vote to be counted, you must either electronically file this ballot with the Clerk of the United States Bankruptcy Court or return it to the Debtor's counsel either by mail in the envelope provided to FrankGecker LLP, 325 North LaSalle Street, Suite 625, Chicago, Illinois, 60654, Attn: Ballot, or via email to ballots@fgllp.com so that it is received on or before September 29, 2014 (the "Voting Deadline"). If your ballot is not received by the Voting Deadline and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.

If the Plan is confirmed by the Bankruptcy Court it will be binding on you whether or not you vote.

BALLOT FOR ACCEPTANCE OR REJECTION OF THE PLAN

The undersigned, the holder of a Class 3 claim against the Debtor in the unpaid amount of _____ Dollars (\$_____)

(Check one box only) ACCEPTS THE PLAN REJECTS THE PLAN

Dated: _____

Print or type name: _____

Signature: _____

Title (if corporation or partnership): _____

Address _____

RETURN THIS BALLOT TO:

FrankGecker LLP
325 North LaSalle Street, Suite 625
Chicago, Illinois 60654
Attention: Ballot