CURRENT REPORT

Pursuant to Section 4.02(b)(iii) of the Indentures each dated as of May 10, 2007 (as supplemented from time to time, the "Indentures") among Capmark Financial Group Inc., the Guarantors (as defined therein) and Deutsche Bank Trust Company Americas, as trustee for the Floating Rate Senior Notes due 2010, 5.875% Senior Notes due 2012 and 6.300% Senior Notes due 2017.

Date of earliest event reported: September 30, 2009

CAPMARK FINANCIAL GROUP INC.

116 Welsh Road
Horsham, Pennsylvania 19044
(215) 328-4622

Item 1.01 Entry into a Material Definitive Agreement.

On October 2, 2009, Capmark Bank, the wholly-owned Utah industrial bank subsidiary of Capmark Financial Group Inc. (the "Company"), agreed with each of the Federal Deposit Insurance Corporation (the "FDIC") and the Utah Department of Financial Institutions (the "UDFI") to the entry of an Order to Cease and Desist, dated and effective October 2, 2009 (collectively, the "Orders"). Copies of the Orders are attached hereto as Exhibits 10.1 and 10.2.

The Orders require Capmark Bank to maintain a Tier 1 leverage ratio of at least 8% and a Total Risk-Based Capital ratio of at least 10%. Within 45 days of the issuance of the Orders, Capmark Bank must submit a capital plan to the FDIC and UDFI that addresses internal and external sources of capital augmentation, including capital infusions, retention of earnings, asset sales and restrictions of asset growth. The capital plan must include a contingency plan if Capmark Bank fails to maintain the required capital ratios or adhere to the capital plan. In addition, without the prior written consent of the FDIC, Capmark Bank may not make any extensions of credit to the Company or any of its affiliates, declare or pay dividends or increase the amount of its brokered CDs in excess of the amount held on the date of the Orders. Under applicable regulations, the inclusion of a capital requirement in the FDIC Order will require Capmark Bank to obtain the approval of the FDIC for the issuance of brokered CDs.

In order to support the capital position of Capmark Bank, the Company made a capital contribution in the amount of $600.0 million to Capmark Bank on September 30, 2009. The capital contribution consisted of $494.2 million in cash and $105.8 million in servicing advances. The cash contribution of $494.2 million was made pursuant to a Capital Contribution Agreement, dated as of September 30, 2009, by and between the Company and Capmark Bank. The Company purchased the $105.8 million of servicing advances from Capmark Finance Inc., its wholly-owned subsidiary, for cash prior to contributing them to Capmark Bank pursuant to the Advance Contribution and Assignment Agreement, dated as of September 30, 2009, by and between the Company and Capmark Bank.

Capmark Bank and the Company are working with the FDIC and the UDFI to satisfy all of the requirements of the Orders. The Company does not expect the Orders to have a material impact on its existing lending commitments and deposits or its ability to conduct trust services and intends to continue to serve its customers. Capmark Bank's deposits remain insured by the FDIC up to the maximum limits allowed by law.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are being provided as part of this Current Report:

10.1. Order to Cease and Desist by and between Capmark Bank and the FDIC entered into October 2, 2009.

10.2 Order to Cease and Desist by and between Capmark Bank and the UDFI entered into October 2, 2009.

	Capmark Financial Group Inc.
Date: October 5, 2009	By:/s/ Thomas L. Fairfield Name: Thomas L. Fairfield Title: Executive Vice President, Secretary and General Counsel

FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

In the Matter of CAPMARK BANK MIDVALE, UTAH (INSURED STATE NONMEMBER BANK)	))))))))	ORDER TO CEASE AND DESIST FDIC-09-213b

CAPMARK BANK, MIDVALE, UTAH ("Insured Institution"), having been advised of its right to a NOTICE OF CHARGES AND OF HEARING detailing the unsafe or unsound banking practices which may arise at the Insured Institution by reason of the financial deterioration of Capmark Financial Group Inc., Horsham, Pennsylvania, the parent company of the Insured Institution ("Parent Company"), and of its right to a hearing on the alleged charges under section 8(b)(1) of the Federal Deposit Insurance Act ("Act"), 12 U.S.C. § 1818(b)(1), and having waived those rights, entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN ORDER TO CEASE AND DESIST ("CONSENT AGREEMENT") with counsel for the Federal Deposit Insurance Corporation ("FDIC"), dated October 1, 2009, whereby solely for the purpose of this proceeding, the Insured Institution consented to the issuance of an ORDER TO CEASE AND DESIST ("ORDER") by the FDIC.

The FDIC, having considered the matter and determined that it had reason to believe that the Insured Institution may engage in unsafe or unsound banking practices by reason of the financial deterioration of the Parent Company, accepted the CONSENT AGREEMENT and issued the following:

ORDER TO CEASE AND DESIST

IT IS HEREBY ORDERED that the Insured Institution, its directors, officers, employees, agents and other institution-affiliated parties (as that term is defined in section 3(u) of the Act, 12 U.S.C. § 1813(u)), and its successors and assigns cease and desist from engaging in any unsafe or unsound banking practices which may arise due to the financial deterioration of the Parent Company and shall take affirmative action as follows:

1. Within 30 days of the effective date of this ORDER, the Insured Institution shall provide to the Regional Director of the FDIC's New York Regional Office ("Regional Director") a contingency plan that ensures the continuous, appropriate and satisfactory servicing of all loans held by the Insured Institution that is acceptable to the Regional Director in his sole discretion.

2. (a) Immediately upon the effective date of this ORDER, the Insured Institution shall take any and all steps necessary to ensure that it does not, without the prior written consent of the Regional Director, either directly or indirectly enter into, participate in, or otherwise engage in or allow any "extension of credit" to the Parent Company or to any other "affiliate" of the Insured Institution and/or directly or indirectly enter into, participate in, or otherwise engage in or allow any "covered transaction" or "transaction covered" with the Parent Company or with any "affiliate" of the Insured Institution regardless of whether such "extension of credit", "covered transaction" or "transaction covered" would be prohibited, limited, restricted or otherwise regulated by sections 23A or 23B of the Federal Reserve Act ("Sections 23A and 23B"), 12 U.S.C. §§ 371c and 371c-1.

(b) For purposes of this ORDER, the term "extension of credit" shall be defined as set forth at 12 C.F.R. § 215.3 and the terms "affiliate", "covered transaction" and "transaction covered" shall have the meanings set forth in Sections 23A and 23B; provided, however, that the terms "covered transaction" and "transaction covered" shall not include the continued provision of and payments for operational services provided to the Insured Institution by

affiliates under pre-existing contracts in the normal course of business, including the provision of technology platforms and dual employees. Additionally, for purposes of this ORDER, any transaction by the Insured Institution with any person or entity shall be deemed to be a transaction with an "affiliate" of the Insured Institution if any of the proceeds of the transaction are used for the benefit of, or transferred to such "affiliate".

3. (a) While this ORDER is in effect, the Insured Institution shall have a ratio of Tier 1 capital to total assets ("Tier 1 leverage ratio") of not less than 8 percent and a ratio of qualifying total capital to risk-weighted assets ("Total Risk-Based Capital ratio") of not less than 10 percent.

(b) Within 45 days of the effective date of this ORDER, the Insured Institution shall submit a written capital plan acceptable to the Regional Director. Such capital plan should address both internal and external sources of capital augmentation, including capital infusions, retention of earnings, asset sales, and restrictions of asset growth and shall detail the steps that the Insured Institution shall take to achieve and maintain the capital requirements set forth in subparagraph 3(a) above.

(c) In addition, the capital plan shall include a contingency plan in the event that the Insured Institution has (i) failed to maintain the minimum capital ratios required by subparagraph 3(a); or (ii) failed to implement or adhere to a capital plan to which the Regional Director has taken no written objection. Said contingency plan shall include a plan to recommend to the Parent Company to sell or merge the Insured Institution with another federally insured institution or holding company thereof or entity acceptable to the FDIC.

(d) The Insured Institution shall review and update the capital plan on an annual basis, or more frequently if necessary. Copies of the reviews and updates shall be submitted to the Regional Director.

(e) In addition, the Bank shall comply with the FDIC's Statement of Policy on Risk-Based Capital found in Appendix A to Part 325 of the FDIC Rules and Regulations, 12 C.F.R. Part 325, App. A.

(f) For purposes of this ORDER, all terms relating to capital shall have the meanings ascribed to them and shall be calculated according to the methodology set forth in Part 325 of the FDIC Rules and Regulations, 12 C.F.R. Part 325.

4. Immediately upon the effective date of this ORDER, the Insured Institution shall take any and all steps necessary to ensure that it does not, without the prior written consent

of the Regional Director, either declare or pay dividends or make any other form of payment representing a reduction in capital.

5. During the life of this ORDER, the Insured Institution shall not, without the prior written consent of the Regional Director, permit the amount of "Brokered Deposits," (as such term is defined by 12 C.F.R. § 337.6) held by the Insured Institution to exceed the amount held as of the effective date of this ORDER and shall take any and all steps necessary to comply with section 337.6 of the FDIC Rules and Regulations, 12 C.F.R. § 337.6.

6. All requests for prior written approval of the Regional Director required under this ORDER shall be received by the Regional Director at least 15 days prior to the proposed date of the action for which approval is requested and shall, at a minimum, include an analysis of the impact such proposed action would have on the Insured Institution. The Regional Director may require any additional information related to the request that he, in his sole discretion, deems necessary or appropriate.

7. Within 60 days of the effective date of this ORDER, the Insured Institution shall send to its Parent Company the ORDER or otherwise furnish a description of the ORDER. The

description shall fully describe the ORDER in all material respects.

8. The effective date of this ORDER shall be the date of issuance.

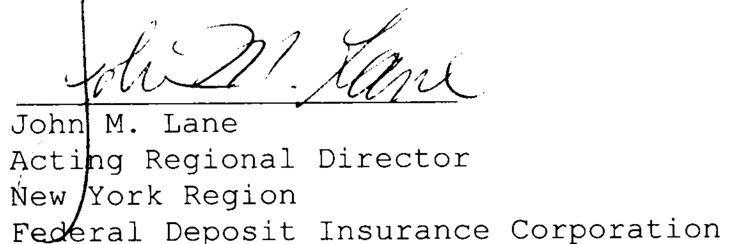
9. The provisions of this ORDER shall be binding upon the Insured Institution, its directors, officers, employees, agents, successors, assigns and other institution-affiliated parties of the Insured Institution.

10. The provisions of this ORDER shall remain effective and enforceable except to the extent that, and until such time as, any provisions of this ORDER have been modified, terminated, suspended, or set aside in writing by the FDIC.

11. It is expressly and clearly understood that if, at any time, the Regional Director shall deem it appropriate in fulfilling the responsibilities placed upon him under applicable law to undertake any further action affecting the Insured Institution, nothing in this ORDER shall in any way inhibit, estop, bar or otherwise prevent him from doing so.

Pursuant to delegated authority.

Dated: October 2, 2009.



John M. Lane
Acting Regional Director
New York Region
Federal Deposit Insurance Corporation

BEFORE THE UTAH DEPARTMENT OF FINANCIAL INSTITUTIONS

STATE OF UTAH

IN THE MATTER OF:	:	
	:	**ORDER TO CEASE AND DESIST**
CAPMARK BANK Midvale, Utah	:	
	:	Case No. 09-048

CAPMARK BANK, MIDVALE, UTAH ("Bank"), having been advised of its right to a Notice of Charges and of Hearing detailing the unsafe or unsound banking practices which may arise at the Bank by reason of the financial deterioration of Capmark Financial Group Inc., Horsham, Pennsylvania, the parent company of the Bank ("Parent"), and of its right to a hearing on the alleged charges under Utah Code Annotated, Section 7-1-307, and having waived those rights, entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN ORDER TO CEASE AND DESIST ("CONSENT AGREEMENT") with counsel for the Utah Department of Financial Institutions ("UDFI") dated October 1, 2009, whereby solely for the purpose of this proceeding, the Bank consented to the issuance of an ORDER TO CEASE AND DESIST ("ORDER") by the UDFI.

The UDFI, having considered the matter and determined that it had reason to believe that the Bank may engage in unsafe or unsound banking practices by reason of the financial deterioration of the Parent, accepted the CONSENT AGREEMENT and issued the following:

ORDER TO CEASE AND DESIST

IT IS HEREBY ORDERED that the Bank, its directors, officers, employees, agents and other institution-affiliated parties (as that term is defined in Section 3(u) of the Act, 12 U.S.C. § 1813(u)), and its successors and assigns cease and desist from engaging in any unsafe or unsound banking practices which may arise due to the financial deterioration of the Parent and shall take affirmative action as follows:

1. Within 30 days of the effective date of this ORDER, the Bank shall provide to the Utah Commissioner of Financial Institutions ("Commissioner") a contingency plan that ensures the continuous, appropriate and satisfactory servicing of all loans held by the Bank that is acceptable to the Commissioner in his sole discretion.

2. (a) Immediately upon the effective date of this ORDER, the Bank shall take any and all steps necessary to ensure that it does not, without the prior written consent of the Commissioner, either directly or indirectly enter into, participate in, or otherwise engage in or allow any "extension of credit" to the Parent or to any other "affiliate" of the Bank and/or directly or indirectly enter into, participate in, or otherwise engage in or allow any "covered transaction" or "transaction covered" with the Parent or with any "affiliate" of the Bank regardless of whether such "extension of credit", "covered transaction" or "transaction covered" would be prohibited, limited or otherwise regulated by Sections 23A or 23B of the Federal Reserve Act ("Sections 23A and 23B"), 12 U.S.C. §§ 371c and 371c-1.

(b) For purposes of this ORDER, the term "extension of credit" shall be defined as set forth at 12 C.F.R. § 215.3 and the terms "affiliate", "covered transaction" and "transaction covered" shall have the meanings set forth in Sections 23A and 23B; provided, however, that the terms "covered transactions" and "transactions covered" shall not include the continued provision of and payments for operational services provided to the Bank by affiliates under pre-existing contracts in the normal course of business, including the provision of technology platforms and dual employees. Additionally, for purposes of this ORDER, any transaction by the Bank with any person or entity shall be deemed to be a transaction with an "affiliate" of the Bank if any of the proceeds of the transaction are used for the benefit of, or transferred to such "affiliate".

3. (a) While this ORDER is in effect, the Bank shall have a ratio of Tier 1 capital to total assets ("Tier 1 leverage ratio") of not less than 8 percent and a ratio of qualifying total capital to risk-weighted assets ("Total Risk-Based Capital ratio") of not less than 10 percent.

(b) Within 45 days of the effective date of this ORDER, the Bank shall submit a written capital plan acceptable to the Commissioner. Such capital plan should address both internal and external sources of capital augmentation, including capital infusions, retention of earnings, asset sales, and restrictions of asset growth and shall detail the steps that the Bank shall detail the steps that the Bank shall take to achieve and maintain the capital requirements set forth in subparagraph 3(a) above.

(c) In addition, the capital plan shall include a contingency plan in the event that the Bank has (i) failed to maintain the minimum capital ratios required by

subparagraph 3(a); or (ii) failed to implement or adhere to a capital plan to which the Commissioner has taken no written objection. Said contingency plan shall include a plan to recommend to the Parent to sell or merge the Bank with another federally insured institution or holding company thereof or entity acceptable to the UDFI.

(d) The Bank shall review and update the capital plan on an annual basis, or more frequently if necessary. Copies of the reviews and updates shall be submitted to the Commissioner.

(e) In addition, the Bank shall comply with the FDIC's Statement of Policy on Risk-Based Capital found in Appendix A of Part 325 of the FDIC Rules and Regulations, 12 C.F.R. Part 325, App. A.

(f) For purposes of this ORDER, all terms relating to capital shall have the meanings ascribed to them and shall be calculated according to the methodology set forth in Part 325 of the FDIC Rules and Regulations, 12 C.F.R. Part 325.

4. Immediately upon the effective date of this ORDER, the Bank shall take any and all steps necessary to ensure that it does not, without the prior written consent of the Commissioner, either declare or pay dividends or make any other form of payment representing a reduction in capital.

5. During the life of this ORDER, the Bank shall not, without the prior written consent of the Commissioner, permit the amount of "Brokered Deposits," (as such term is defined by 12 C.F.R. § 337.6) held by the Bank to exceed the amount held as of the effective date of this ORDER and shall take any and all steps necessary to comply with section 337.6 of the FDIC Rules and Regulations, 12 C.F.R. § 337.6.

6. All requests for prior written approval of the Commissioner required under this ORDER shall be received by the Commissioner at least 15 days prior to the proposed date of the action for which approval is requested and shall, at a minimum, include an analysis of the impact such proposed action would have on the Bank. The Commissioner may require any additional information related to the request that he, in his sole discretion, deems necessary or appropriate.

7. Within 60 days of the effective date of this ORDER, the Bank shall send to its Parent the ORDER or otherwise furnish a description of the ORDER. The description shall fully describe the ORDER in all material respects.

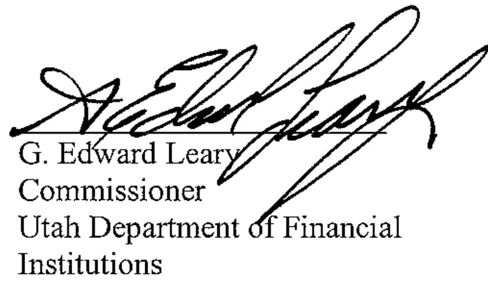
8. The effective date of this ORDER shall be the date of issuance.

9. The provisions of this ORDER shall be binding upon the Bank, its directors, officers, employees, agents, successors, assigns and other institution-affiliated parties of the Bank.

10. The provisions of this ORDER shall remain effective and enforceable except to the extent that, and until such time as, any provisions of this ORDER have been modified, terminated, suspended, or set aside in writing by the UDFI.

11. It is expressly and clearly understood that if, at any time, the Commissioner shall deem it appropriate in fulfilling the responsibilities placed upon him under applicable law to undertake any further action affecting the Bank, nothing in this ORDER shall in any way inhibit, estop, bar or otherwise prevent him from doing so.

Dated this 2ND day of October, 2009.



G. Edward Leary
Commissioner
Utah Department of Financial Institutions