

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re Accredited Home Lenders Holding Co.

Case No. 09-11516 (MFW)

Reporting Period: October 1, 2009 through October 31, 2009

MONTHLY OPERATING REPORT

File with Court and submit copy to United States Trustee within 20 days after end of month

Required Documents	Form No.	Documents Complete	Debtors' Statement
Schedule of Operating Cash Flow	MOR-1	X	
Bank Account Reconciliations, Bank Statements and Disbursements Journal	MOR-1a	X	X
Schedule of Professional Fees and Expenses Paid	MOR-1b	X	
Statement of Operations	MOR-2	X	
Balance Sheet	MOR-3	X	
Status of Post Petition Taxes			X
Summary of Unpaid Post Petition Accounts Payable	MOR-4	X	
Trade Accounts receivable and Aging	MOR-5	X	
Debtor Questionnaire	MOR-6	X	

I declare under penalty of perjury (28 U.S.C. Section 1746) that the information contained in this monthly operating report (including attached schedules) is true and correct to best of my knowledge, information and belief.

James K. Ransom

James K. Ransom
Controller
Accredited Home Lenders

11/20/09

Date



General Notes

Financial Statements- the financial statements and supplemental information contained herein are unaudited, preliminary, and may not comply with generally accepted accounting in the United States of America ("U.S. GAAP") in all material respects. In addition, the financial statements and supplemental information contained herein represent the five debtor subsidiaries. The Company's non-debtor subsidiaries are not included in the condensed combined income statement or condensed combined balance sheet.

The unaudited financial statements have been derived from the books and records of the Debtors. This information, however, has not been subject to procedures that would typically be applied to financial information presented in accordance with U.S. GAAP, and upon the application of such procedures, the Debtors believe that the financial information could be subject to changes, and these changes could be material. The information furnished in this report includes primarily normal recurring adjustments, but does not include all of the adjustments that would typically be made in accordance with U.S. GAAP.

The results of operations contained herein are not necessarily indicative of results that may be expected from any other period or for the full year and may not necessarily reflect the combined results of operations, financial position, and cash flows of the debtors in the future.

Intercompany Transactions – Receivables and payables between the Debtors have been eliminated; however, intercompany transactions between the Debtors and no debtor affiliates have not been eliminated in the financial statements contained herein. No conclusion as to the legal obligation related to these intercompany transactions is made by the presentation herein.

Liabilities Subject to Compromise - As a result of the chapter 11 filings, the payment of prepetition indebtedness is subject to compromise or other treatment under a plan of reorganization. The determination of how liabilities will ultimately be settled and treated cannot be made until the Court approves a chapter 11 plan of reorganization. Accordingly, the ultimate amount of such liabilities is not determinable at this time. SOP 90-7 requires prepetition liabilities that are subject to compromise to be reported at the amounts expected to be allowed, even if they may be settled for lesser amounts. The amounts currently classified as liabilities subject to compromise are preliminary and may be subject to future adjustments depending on court actions, further developments with respect to disputed claims, determination of the secured status of certain claims, the values of any collateral securing such claims, rejection of executory contracts, continued reconciliation or other events.

MONTHLY OPERATING REPORT

File with Court and submit copy to United States Trustee within 20 days after end of month

MOR-1

**Debtors Combined Schedule of Operating Cash Flow
 For the Period October 1, 2009 through October 31, 2009**

	Accredited Home Lenders Holding Co. Case #	Accredited Home Lenders, Inc. Case #	Vendor Management Services, LLC Case #	Inzura Insurance Services Inc. Case #	Windsor Management Co. Case #	Total
Beginning Cash Balance	\$ 1,145,756	\$ 12,788,429	\$ 872,329	\$ -	\$ 2,514,251	\$ 17,320,764
Cash Receipts						
Operating ⁽¹⁾	-	1,851	-	-	-	1,851
Other ⁽²⁾	-	409,013	1,489	-	-	410,502
Total Cash Receipts	-	410,865	1,489	-	0	412,353
Cash Disbursements						
Comp and benefits ⁽³⁾	-	265,717	260	-	195	266,172
General ⁽⁴⁾	-	1,772,259	-	-	-	1,772,259
Total Cash Disbursements	-	2,037,975	260	-	195	2,038,430
Debtors' Net Cash Flow	-	(1,627,111)	1,229	-	(195)	(1,626,077)
Other	-	-	-	-	-	-
Net Cash Flow	-	(1,627,111)	1,229	-	(195)	(1,626,077)
Ending Cash Balance ⁽⁵⁾	\$ 1,145,756	\$ 11,161,318	\$ 873,557	\$ -	\$ 2,514,056	\$ 15,694,687

Notes:

- 1 AHL's cash receipts are from loan payments, loan payoffs.
- 2 AHL other receipts include \$369k tax refunds and \$8k workers' compensation premium refund.
- 3 October includes payments for a 3rd pay period and severance.
- 4 AHL disbursements include \$891k for post-petition professional fees plus expenses.
- 5 Cash balances reflect available funds and activity in primary accounts. Bank balances may be different than book balances due to outstanding checks and other timing differences.

In re Accredited Home Lenders Holding Co.

Case No. 09-11516 (MFW)
Reporting Period: October 1, 2009 through October 31, 2009

MOR-1a
Debtors Statement with respect to Bank Account Reconciliations,
Bank Statements and Cash Disbursements Journal
For the Period October 1, 2009 through October 31, 2009

Bank Account Reconciliations and Cash Disbursements Journals

The Debtor affirms that bank reconciliations are prepared for all open and active bank accounts on a monthly basis.

Bank Statements

The Debtors affirm that bank statements for all open and active bank accounts are retained by the Debtors.
The Debtors affirm that the following bank accounts were closed during the current reporting period:

<u>Debtor</u>	<u>Institution</u>	<u>Date closed</u>
	NONE	

The Debtors affirm that the following bank accounts were opened during the current reporting period:

<u>Debtor</u>	<u>Institution</u>	<u>Date opened</u>
	NONE	

MOR-1b
 Schedule of Professional Fees and Expenses Paid
 For the Period October 1, 2009 through October 31, 2009

Professionals	Role	Amount Paid this Period		Cumulative Amounts Paid Since	
		Fees	Expenses	Petition Date	Total
AP Services, LLC	Interim Management (CRO/CAO)	\$ 303,684	\$ 8,879	\$ 931,822	\$ 51,933
Hunton & Williams LLP	Debtors' Counsel	248,564	7,283	1,148,744	32,199
Pachulski, Stang, Ziehl & Jones, LLP	Debtors' Delaware Counsel	18,808	14,290	56,867	24,971
Kurtzman Carson Consultants	Noticing / Claims Agent	-	-	80,726	-
Phoenix Capital	Investment Banker / Financial Advisor	-	-	-	-
Quinn Emmanuel	Special Litigation Counsel	35,196	1,846	270,064	9,711
Luce, Forward	Special Counsel	-	-	-	-
Buckley Sandler, LLP	Special Counsel	3,091	-	20,982	-
Kirkland and Ellis, LLP	Special Counsel	-	-	-	-
Arent Fox	Credit Committee Counsel	213,226	2,382	253,193	2,603
Elliot Greenleaf	Credit Committee DE Counsel	32,072	1,665	70,414	4,184
Weiser LLP	Credit Committee Financial Advisor	-	-	30,917	456
Total		\$ 854,641	\$ 36,345	\$ 2,863,728	\$ 126,056
					\$ 2,989,784

Payments to professionals may represent more than one month of invoices.

MOR 2
Debtors Condensed Combined Statement of Operations
(Unaudited)

	For the Period October 1, 2009 to October 31, 2009				For the Period May 1, 2009 (Petition Date) to October 31, 2009			
	Accredited Home Lenders Holding Co. Case # 09-11516	Vendor Management Services, LLC Case # 09-11518	Accredited Home Lenders, Inc. and Subsidiaries Eliminations Case # 09-11517	Accredited Home Lenders, Inc. Case # 09-11520	Accredited Home Lenders, Inc. Case # 09-11517	Accredited Home Lenders, Management Co. Case # 09-11520	Windor Insurance Services Inc. Case # 09-11519	Inzura Insurance Services Inc. Case # 09-11519
REVENUES								
Interest income ⁽¹⁾	\$ -	\$ -	\$ 294	\$ -	\$ 29,328	\$ -	\$ -	\$ -
Interest expense ⁽²⁾	(433,471)	-	(1,000)	-	(1,011)	-	-	-
Other ⁽³⁾	-	-	45,000	-	(1,574,182)	-	(2,057,639)	-
Net revenues	(433,471)	-	44,293	-	(1,545,865)	-	(2,057,639)	-
Operating expenses:								
Compensation and benefits ⁽⁴⁾	-	(990)	173,612	-	2,121,010	-	2,054,092	-
Depreciation	-	-	53,320	-	1,046,364	-	1,046,364	-
Selling and administrative ⁽⁵⁾	-	-	5,934,630	-	7,409,990	-	7,385,682	-
Professional fees post petition ⁽⁶⁾	-	-	1,031,327	-	6,214,766	-	6,214,766	-
Pre-petition expenses ⁽⁷⁾	-	-	-	-	736,819	-	736,819	-
Insurance cost	-	-	-	-	937,686	-	937,686	-
Goodwill write-off ⁽⁸⁾	-	-	-	-	16,795,895	-	16,795,895	-
Total expenses	(433,471)	(990)	7,192,690	-	35,282,500	-	35,171,273	-
Operating profit (loss)	990	(990)	(7,148,596)	(195)	(36,808,365)	-	(37,200,595)	146,333
Intercompany income(expense)								
Management fee income(expense) debtors	-	-	-	-	302,449	-	302,449	-
VMS	-	-	-	-	(302,449)	-	87,019	(87,019)
Windor	-	-	-	-	-	-	-	-
Management fee income(expense) non-debtors:								
REIT ⁽⁹⁾	-	-	16,590	-	97,512	-	97,512	-
Canada	-	-	-	-	-	-	-	-
Interest income(expense) non-debtors								
REIT ⁽⁹⁾	-	-	-	-	8,521	-	8,521	-
Total intercompany income(expense)	(433,471)	990	(7,132,006)	(195)	(36,399,862)	-	(36,705,094)	59,314
Income(loss) before equity in earnings of non-debtor subsidiaries	990	(990)	(6,601,010)	(195)	(39,708,957)	-	(39,708,957)	245,898
Equity in earnings(loss) debtor subsidiaries:								
VMS	980	-	-	-	(284,276)	-	-	-
AHL and debtor subs	(7,131,972)	-	-	-	(36,645,319)	-	-	-
Windor	-	-	195	-	-	-	59,314	-
Inzura	-	-	(20,015)	-	-	-	(245,898)	-
Equity in earnings(loss) non-debtor subsidiaries:								
Accredited Home Lenders Canada ⁽¹⁰⁾	530,997	-	530,997	-	(3,309,075)	-	(3,309,075)	-
Accredited Mortgage REIT Trust ⁽¹¹⁾	(824,018)	-	-	-	(1,163,132)	-	-	-
Net income(loss) before income taxes	(7,857,475)	990	(6,601,010)	(195)	(45,988,174)	-	(45,988,174)	59,314
Income taxes(refunds) ⁽¹²⁾	-	-	(34)	(34)	245,437	-	245,437	-
Net income (loss)	\$ (7,857,475)	\$ 990	\$ (6,600,975)	\$ (195)	\$ (45,988,174)	\$ (284,276)	\$ (39,954,394)	\$ 59,314

Notes: The information contained herein is provided to fulfill the requirements of the Office of the United States Trustee. All information is unaudited and subject to adjustment.

- 1 Represents interest earned on owned mortgage loans. Interest is not accrued on loans that are non-performing (greater than 90 days past due).
- 2 Interest expense represents the loss accruing on Trust Preferred Securities, a wholly owned subsidiary of Holding Co.
- 3 Other revenues include insurance commissions earned, fees earned on foreclosure services and other miscellaneous income.
- 4 Benefits decreased by \$297k from September due largely to a \$362k accrual true-up for self-insured medical claims liability in September.
- 5 October includes \$5.6M write-down of SPS receivables to the settlement amount and \$170k of amortized prepaid insurance and other expenses.
- 6 Represents accrual for professional fees incurred post-petition net of any true up of fees to date.
- 7 Represents invoices for pre-petition costs and fees received post-petition.
- 8 Represents non-cash write-off recorded in June of goodwill allocated to AHL in connection with acquisition by Lone Star in 2007.
- 9 No management fees allocated to REIT beginning in June-new basis being determined since sale of servicing.
- 10 Includes gain or loss on foreign currency exchange rate. YTD also includes non-cash write-off of Canada's goodwill.
- 11 Includes accruals for dividend on preferred stock net of fair value adjustment of residuals.
- 12 YTD income taxes include true-up adjustment of previously reported state tax refund claims receivable.

MOR 3
Debtors Condensed Combined Balance Sheet
As of the Petition Date and October 31, 2009
(Unaudited)

	October 31, 2009					May 1, 2009								
	Combined	Elim	Accredited Home Lenders Holding Co.	Vendor Management Services, LLC	Accredited Home Lenders, Inc.	Windsor Management Co.	Inzura Insurance Services Inc.	Combined	Elim	Accredited Home Lenders, Inc.	Vendor Management Services, LLC	Accredited Home Lenders, Inc.	Windsor Management Co.	Inzura Insurance Services Inc.
	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #	Case #
ASSETS														
Cash and cash equivalents	\$ 15,694,687	\$ -	\$ 1,145,756	\$ 873,557	\$ 11,161,318	\$ 2,514,056	\$ -	\$ 13,027,900	\$ -	\$ 1,145,751	\$ 707,610	\$ 9,662,983	\$ 1,511,556	\$ -
Restricted cash ⁽¹⁾	2,307,837	-	-	572,481	1,725,093	10,263	-	6,110,169	-	-	551,011	5,548,895	10,263	-
Loans held for sale ⁽²⁾	1,006,215	-	-	1,008,215	1,008,215	-	-	12,146,953	-	-	-	12,146,953	-	-
Other receivables ⁽³⁾	3,333,566	-	-	724	3,332,842	0	-	10,701,928	-	-	366,952	9,739,158	595,818	-
Prepaid, deferred charges & deposits	3,472,417	-	-	3,472,417	3,472,417	-	-	5,627,419	-	1,552,079	-	4,075,340	-	-
	25,816,722	-	1,145,756	1,446,762	20,699,885	2,524,319	-	47,614,369	-	2,697,830	1,625,573	41,173,329	2,117,637	-
Property, plant and equipment, net ⁽⁴⁾	-	-	-	-	-	-	-	1,926,551	-	-	-	1,926,551	-	-
Other Assets														
Goodwill	-	-	-	-	-	-	-	16,795,895	-	-	-	16,795,895	-	-
Investment in non-debtor subsidiaries ⁽⁵⁾	160,539,013	48,061,565	81,955,474	-	30,521,974	-	-	165,640,694	8,128,106	123,357,276	-	34,155,312	-	-
Intercompany receivables	360,371	(4,705,284)	-	-	-	-	-	309,817	(4,755,593)	-	-	-	-	5,065,410
Other ⁽⁶⁾	2,564,704	-	-	-	2,564,704	-	-	4,247,771	-	-	-	4,247,771	-	-
Total Assets	\$ 189,280,809	\$ 43,356,281	\$ 83,101,230	\$ 1,446,762	\$ 53,786,563	\$ 2,524,319	\$ -	\$ 238,535,087	\$ 3,372,513	\$ 126,055,106	\$ 1,625,573	\$ 98,298,858	\$ 2,117,637	\$ 5,065,410
LIABILITIES AND EQUITY(DEFICIT)														
Liabilities:														
Accounts payable	\$ 1,690,142	\$ -	\$ -	\$ -	\$ 1,690,142	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Income taxes payable ⁽⁷⁾	10,814,754	-	-	-	10,814,754	-	-	10,817,897	-	-	-	10,817,897	-	-
Other accrued liabilities and reserves ⁽⁸⁾	4,801,238	-	-	-	4,790,975	10,263	-	8,527,423	-	-	1,453,986	8,511,638	14,332	-
	17,306,133	-	-	-	17,295,870	10,263	-	19,345,320	-	-	1,454	19,329,535	14,332	-
Liabilities Subject to Compromise:														
Senior secured and residual facility ⁽⁹⁾	5,000,000	-	-	-	5,000,000	-	-	5,000,000	-	-	-	5,000,000	-	-
Accounts payable - pre petition ⁽¹⁰⁾	16,502,244	-	-	70,731	16,431,513	-	-	14,907,647	-	-	-	14,907,647	-	-
Accrued liabilities-pre petition	21,831,795	-	-	641,420	21,190,375	-	-	25,682,066	-	-	907,962	24,528,451	0	245,653
Reserve for repurchases	26,071,327	-	-	-	26,071,327	-	-	26,071,327	-	-	-	26,071,327	-	-
Intercompany payables	290,234,733	(4,705,284)	270,761,753	1,198,105	22,046,310	933,849	-	287,205,986	(4,755,593)	267,727,455	895,375	22,756,337	582,412	-
Total liabilities	376,946,233	(4,705,284)	270,761,753	1,910,256	108,095,396	944,112	0	378,212,346	(4,755,593)	267,727,455	1,804,791	112,593,297	596,744	245,653
Shareholders' Equity(Deficit)	(187,665,423)	48,061,565	(187,660,523)	(463,494)	(54,248,833)	1,580,207	5,065,655	(141,677,250)	8,128,106	(141,672,349)	(179,218)	(14,294,439)	1,520,893	4,819,757
Total Liabilities and Equity	\$ 189,280,809	\$ 43,356,281	\$ 83,101,230	\$ 1,446,762	\$ 53,786,563	\$ 2,524,319	\$ 5,065,655	\$ 238,535,087	\$ 3,372,513	\$ 126,055,106	\$ 1,625,573	\$ 98,298,858	\$ 2,117,637	\$ 5,065,410

Notes:

- 1 Consists largely of monies backing letters of credit for workers' compensation insurance and escheatment funds.
- 2 Represents estimate of value that may change.
- 3 Consists primarily of \$1.5M of advances and \$1.25M receivable from SPS (written down by \$5.6M to the settlement amount in October).
- 4 Property, plant and equipment, net decreased due to write-off of abandoned equipment and leasehold improvements. Remaining assets were fully depreciated in October.
- 5 Value may differ materially.
- 6 Includes \$1M for deferred compensation asset and \$1.5M tax refunds.
- 7 Includes \$3.7M current liability for an error on the refund claim received. The balance is a FIN 48 liability-not currently payable. No adjustment has been made to reflect potential receivables for the realization of net operating losses as a result of recent tax law change.
- 8 Includes LOCUM reserve (\$1.1M), unclaimed liabilities (\$1.4M), and accrued estimated post-petition professional fees which have not been billed (\$1.8M). Professional fees that have been billed (\$1.4M) and not yet paid are included in Accounts Payable.
- 9 Item disputed
- 10 Increase relates to pre-petition invoices received post-petition.

In re Accredited Home Lenders Holding Co.

Case No. 09-11516 (MFW)
Reporting Period: October 1, 2009 through October 31, 2009

MOR-4
Combined Debtors Summary of Unpaid Post Petition Accounts Payable

Debtors:	Current	0-30	31-60	61-90	Over 90	Total
Accredited Home Lenders, Inc. Case # 09-11517	\$ 23,359	\$ 355,961	\$ 858,461	\$ 153,463	\$ 298,897	\$ 1,690,141

Notes:

The post petition accounts payable reported represent open and outstanding trade invoices.
The amount does not include accruals for invoices not yet received or approved.

In re Accredited Home Lenders Holding Co.

**Case No. 09-11516 (MFW)
Reporting Period: October 1, 2009 through October 31, 2009**

MOR-5

Debtors Trade Accounts Receivable and Aging

Trade accounts receivables

N/A

The Debtors do not have accounts receivable.
Accrued interest, refunds, advances, and other miscellaneous receivables are not aged.

MOR-6
Debtor Questionnaire
For the Period October 1, 2009 to October 31, 2009

- 1 Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation.
- 2 Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation.
- 3 Have all post petition tax returns been timely filed? If no provide an explanation.
- 4 Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation.
- 5 Have any bank accounts been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment account has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.

YES	NO
	X
	X
X	
X	
	X

Notes:
All tax return extensions have been timely filed.

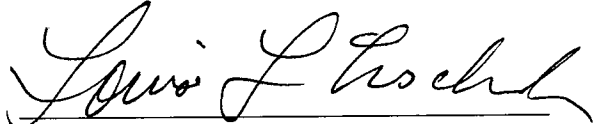
IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
ACCREDITED HOME LENDERS) Case No. 09-11516 (MFW)
HOLDING CO., et al.¹) Jointly Administered
)
Debtors.)


AFFIDAVIT OF SERVICE

Louise L. Tuschak, being duly sworn according to law, deposes and says that she is employed by Pachulski Stang Ziehl & Jones LLP, and that on the 24th day of November, 2009, she caused a copy of the following documents to be served upon the following service list in the manner indicated:

**MONTHLY OPERATING REPORT OF ACCREDITED HOME LENDERS
HOLDING CO. FOR PERIOD OCTOBER 1, 2009 THROUGH OCTOBER 31,
2009**


Louise L. Tuschak

Sworn to and subscribed before
me this 24th day of November, 2009


Notary Public
My Commission Expires: 11/4/11

MARY E. CORCORAN
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires Nov. 4, 2011

¹ The Debtors in these cases, along with the last four digits of each Debtors' federal tax identification number, are Accredited Home Lenders Holding Co., a Delaware corporation (9482), Accredited Home Lenders, Inc., a California corporation (6859), Vendor Management Services, LLC d/b/a Inzura Settlement Services, a Pennsylvania limited liability company (8047), Inzura Insurance Services, Inc., a Delaware corporation (7089), and Windsor Management Co., d/b/a AHL Foreclosure Services Co., a California corporation (4056). The address for all Debtors is 9915 Mira Mesa Blvd., Ste. 100, San Diego, CA 92131. The bankruptcy cases for these debtors and debtors-in-possession are jointly administered under the bankruptcy case and style referenced above.

Accredited Home Lenders Core and Fee Service List

Case No. 09-11516 (MFW)
Doc. No. 150022
03 – Hand Delivery
04 – First Class Mail

(Counsel to Debtors)
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