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Attorneys for Monarch Alternative Capital LP, Stonehill Capital Management LLC, Bayview Fund Management LLC, each in their capacity as investment advisors to certain funds, CQS ABS Master Fund Limited, and CQS ABS Alpha Master Fund Limited.

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:

Residential Capital, LLC, et al.,

Debtors.

Chapter 11

Case No. 12-12020 (MG)

Jointly Administered

MONARCH ALTERNATIVE CAPITAL LP, STONEHILL CAPITAL MANAGEMENT LLC, CQS ABS ALPHA MASTER FUND LIMITED, CQS ABS MASTER FUND LIMITED, AND BAYVIEW FUND MANAGEMENT LLC'S <u>EXHIBIT LIST FOR HEARING ON DEBTORS' 9019 MOTION</u>

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Description, Bates Number and/or Docket Number¹

Letter from K. Patrick to K. Eckstein, dated 1/27/2012 [Dkt. No. 2400-1]

Debtors' PSA Motion (and Exhibits), filed 05/23/2013 [Dkt. No. 3814]

Debtors' 9019 Motion (and Exhibits), filed 06/07/2013 [Dkt. No. 3929]

Trustees' Joinder Motion (and Exhibits), filed 06/10/2013 [Dkt. No. 3940]

First Amended FGIC Plan of Rehabilitation, filed 12/13/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Miller Affidavit ISO FGIC Rehab Plan, filed 12/12/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012)

Holtzer Affirmation, filed 5/29/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012 [*see also* Dkt. No. 3929-10 (filed w/out exhibits)]

Ex. A: Court Order, filed 5/29/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Ex. B: Settlement Agreement, filed 5/29/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012 [*see also* Dkt. No. 3929-2]

Ex. C: Plan Support Agreement, filed 5/29/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012 [*see also* Dkt. No. 3814-4]

Debtors' Application for an Order Authorizing the Employment and Retention of NewOak Capital Advisors LLC as Consultant *Nunc Pro Tunc* to May 24, 2013, filed 6/11/2013 [Dkt. No. 3953]

Ex. 1: Proposed Order [Dkt. No. 3953-1]

Ex. 2: D'Vari Declaration [Dkt. No. 3953-2]

Ex. 3: NewOak Engagement Letter [Dkt. No. 3953-3]

Disclosure Statement for the Joint Chapter 11 Plan Proposed by ResCap, filed 7/4/2013 [Dkt No. 4157]

Draft Duff Report, dated May 2013 (DUFF-MS 00003-10)

¹ All references to docket numbers refer to the docket for *In re Residential Capital, LLC*, Case No. 12-12020(MG) (Bankr. S.D.N.Y.).

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Draft Duff Report, dated May 2013 (DUFF-MS 00011-19)

Draft Duff Report (w/ handwritten notes), dated May 2013 (WFB-MS000001-8)

Duff Report, dated May 15, 2013 (TR-MS000001 – 000009) (Major Ex. 5)

4/1/2013 Email chain between A. Chong, T. Travers, and others attaching Initial Diligence Topics for Lazard (DUFF-MS00001-2)

7/23/2012 Duff & Phelps Engagement Letter (DUFF-MS- 03830-03841)

Order Appointing Mediator, filed 12/26/2012 [Dkt. No. 2519]

Healy Affidavit (Healey Ex. 1)

7/3/2013 Letter from P. Goodman to Judge Ling-Cohan (Healy Ex. 6)

7/11/2013 Letter from M. Abrams to M. Bunin and others (Healy Ex. 7)

Investors' Reservation of Rights with Respect to Debtors' PSA Motion, filed 6/19/2013 [Dkt. No. 4023]

The Amended Objections of CQS to FGIC Plan of Rehabilitation, filed 1/22/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Investors' Objection to Rehabilitator's Motion to Approve Settlement Agreement and PSA, filed 7/16/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Shalhoub Affirmation in Support of Investors' Objection, filed 7/16/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Notice of Filing of Lewis Kruger's First Monthly Fee Report, filed 3/13/2013 [Dkt No. 3159] (Kruger Ex. 5)

5/23/2013 Email from J. Shank to L. Kruger and others with attachments (RC_FGIC9019_00033899 – 00034122) (Kruger Ex. 6)

5/13/2013 Email from J. Shank to L. Kruger and others with attachment (RC_FGIC9019_00033813 – 00033898) (Kruger Ex. 7)

5/13/2013 Email from J. Shank with attachment (RC_FGIC9019_00033760 – 00033812) (Kruger Ex. 8)

5/13/2013 Email from J. Shank to L. Kruger and others with attachment (RC_FGIC9019_00034123 – 00034204) (Kruger Ex. 9)

5/15/2013 Email from J. Marines on behalf of L. Kruger with attachments

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(RC_FGIC9019_00034258 – 00034324) (Kruger Ex. 10)

FGIC's Proof of Claims against Residential Capital, LLC et al., filed 11/16/2012 in In re Residential Capital, LLC, Case No. 12-12020(MG) (Bankr. S.D.N.Y.) (Kruger Ex. 12)

05/09/2012 Letter from C. Quenneville attaching agenda (RC-9019 00054001 – 00054005) (Kruger Ex. 13]

5/08/2013 Email from G. Siegel to R. Major with attachment (BNYM-MS 0000079 – 0000088) (Major Ex. 4]

5/23/2013 Email from R. Major to G. Facendola (BNYM-MS 0000153 – 0000154) (Major Ex. 7)

Disclosure Statement for Plan of Rehabilitation for FGIC, filed 9/27/212 in In the Matter of the Rehabilitation of Financial Guaranty Insurance Company, Index. No. 401265/2012 (Major Ex. 8)

Confidentiality Agreement between The Federal Home Loan Mortgage Corporation and The Bank of New York Mellon, dated January 14, 2013 (Major Ex. 10)

5/22/2013 Email from R. Major to J. Provenzano (BNYM-MS 0000155 – 0000158) (Major Ex. 11)

7/09/2013 Email from G. Siegel to M. Carney and others (Major Ex. 12)

Disclosure Statement for Plan of Rehabilitation for FGIC, dated 9/27/2012 (FGIC_9019_0000041) (Dubel Ex. 1)

Plan Approval Order, dated 6/11/2013, filed 6/13/2013 in In the Matter of the Rehabilitation of Financial Guaranty Insurance Company, Index. No. 401265/2012 (Dubel Ex. 2)

Dubel Affidavit, dated 12/12/12 (DUFF-MS 03100 – 16) (Dubel Ex. 5)

6/10/2013 Email chain from D. Williams to J. Dubel (FGIC 9019 00000224 – 26)

6/10/2013 Email chain from D. Williams to J. Dubel (FGIC 9019 00000222 – 223)

Preliminary Analysis of FGIC Payments Not Paid to FGIC and Resulting Reductions of Cash Payments on Certain Permitted Policy Claims (FGIC_9019_00000211 - 220)

6/3/2013 Email chain from D. Williams to J. Dubel (CQS000001693 – 95)

6/3/2013 Email chain from D. Williams to J. Dubel (CQS000001688 – 90)

6/3/2013 Email chain from D. Williams to J. Dubel (CQS000001685 - 87)

5/10/2013 Email chain from M. Johnson to M. Sohlberg and others with attachment (WFB-MS000009 – 18) (Sohlberg Ex. 4)

Confidentiality Agreement between FGIC and Wells Fargo, dated 4/12/2013 (WFB-MS000054 -

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58) (Sohlberg Ex. 7)

Confidentiality Undertaking between Gibbs & Bruns and Wells Fargo, dated 6/25/2013 (WFB-MS000032 – 33) (Sohlberg Ex. 8)

5/8/2013 Email chain from A. Alves to M. Scott and others with attachment (USB-MS 00068 – 78) (Scott Ex. 4)

7/10/2013 Email chain from M. Scott to D. Gelfarb and others (Scott Ex. 8)

Intex Desktop Screenshot (Scott Ex. 9)

Order Authorizing Employment and Retention of Carpenter Lipps & Leland LLP as Special Litigation Counsel to the Debtors, dated 6/25/2013 [Dkt. No. 907] (Lipps Ex. 2)

Motion *In Limine* to Preclude the Expert Testimony of Jeffrey A. Lipps, dated 5/6/2013 [Dkt. No. 3612] (Lipps Ex. 3)

Expert Report of S.P. Kothari, Ph.D., dated 7/19/2013 (Kothari Ex. 1)

FGIC, *Statutory-Basis Financial Statements*, dated 3/31/2013 (Kothari000986-1023) (Kothari Ex. 4)

Excel Spreadsheet produced as Kothari000921-944 (Kothari Ex. 5)

Excel Spreadsheet produced as NEWOAK000001 (D'Vari Ex. 1)

Excel Spreadsheet produced as NEWOAK000002 (D'Vari Ex. 2)

Excel Spreadsheet produced as NEWOAK000003 (D'Vari Ex. 3)

BNY Objections to FGIC Rehab Plan, filed 11/19/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

BNY Amended Objections to FGIC Rehab Plan, filed 1/22/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

BNY Notice of Withdrawal of Objections to FGIC Rehab Plan, filed 4/12/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

U.S. Bank Objections to FGIC Rehab Plan, filed 11/19/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

U.S. Bank Amended Objections to FGIC Rehab Plan, filed 1/22/2-13 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

U.S. Bank Withdrawal of Objections to FGIC Rehab Plan, filed 4/12/2013 in In the Matter of the

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Rehabilitation of Financial Guaranty Insurance Company, Index. No. 401265/2012

Wells Fargo Objections to FGIC Rehab Plan, filed 11/19/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Wells Fargo Amended Objections to FGIC Rehab Plan, filed 1/22/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Wells Fargo Withdrawal of Objections to FGIC Rehab Plan, filed 4/12/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Expert Report of Allen M. Pfeiffer, dated 7/19/2013 (Pfeiffer Ex. 1)

4/1/2013 Email chain from A. Chong to T. Travers and others (DUFF-MS 00001 – 2) (Pfeiffer Ex. 2)

Chart entitled, "FGIC – ResCap – Trusts Commutation Breakout - FRE 408.xlsx" (produced in Pfeiffer deposition, no bates number available) (PFEIFFER Ex. 3)

Celebrity Cruises Inc. v. Essef Corp., 434 F. Supp. 2d 169 (S.D.N.Y. 2006) (Pfeiffer Ex. 4)

CDS Commutation Agreement 1, Attachment G to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

CDS Commutation Agreement 2, Attachment H to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

CDS Commutation Agreement 3, Attachment I to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

CDS Commutation Agreement 4, Attachment J to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

CDS Commutation Agreement 5, Attachment K to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

CDS Commutation Agreement 6, Attachment L to Exhibit C to Holtzer Affirmation, filed 11/14/2012 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Quarterly Statement of the Financial Guaranty Insurance Company (in Rehabilitation), as of March 31, 2013 (PFEIFFER 000333 – 84)

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FGIC Quarterly Operating Review First Quarter 2013 (PFEIFFER 000385 – 99)

Press Release: Assured Guaranty Ltd. Announces Settlement with Bank of America, dated 4/15/2011

Press Release: Syncora Settles Countrywide Litigation, dated 7/17/2012

Expert Witness Report of Charles R. Goldstein, dated 7/19/2013 (Pfeiffer Ex. 6)

Motion to Disqualify Expert Witness, Ron D'Vari, *GE Funding Holdings, Inc. v. FGIC Corp.*, C.A. No. 4012 – CC

Plaintiff's Opposition to Defendant's Motion to Disqualify Expert Witness Ron D'Vari, *GE Funding Holdings, Inc. v. FGIC Corp.*, C.A. No. 4012 - CC

D'Vari Deposition Transcript, GE Funding Holdings, Inc. v. FGIC Corp., C.A. No. 4012 - CC

Stipulation of Dismissal, GE Funding Holdings, Inc. v. FGIC Corp., C.A. No. 4012 - CC

Notice of Debtors' Motion for an Order Authorizing the Debtors to Appoint Lewis Kruger as Chief Restructuring Officer, dated 2/11/2013 [Dkt. No. 2887-1]

Declaration of Lewis Kruger in Support of Debtors' Motion for the Entry of an Order Further Extending their Exclusive Periods to File a Chapter 11 Plan and Solicit Acceptances Thereof, dated 4/19/2013 [Dkt. No. 3486]

Ibbotson Cost of Capital Yearbook, 2013 Edition

Fama and French, Industry costs of equity, *Journal of Financial Economics* 43 (1997) pp. 153-193 (Kothari000945-985)

FGIC Statutory-Basis Financial Statements (Kothari000986-1023)

Comolli et al., Recent Trends in Securities Class Action Litigation: 2012 Full-Year Review, NERA Economic Consulting, January 29, 2013 (Kothari001024-1067)

Ryan and Simmons, Securities Class Action Litigation: 2012 Review and Analysis, Cornerstone Research (Kothari001068-1094)

Kothari LinkedIn Page

Kothari MIT Sloan Biography

Article entitled, "Expert witness agrees model to support Fyffes theory was 'flawed," May 28, 2005

Kothari, Shanken, and Sloan, "Another Look at the Cross-section of Expected Stock Returns," The

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Journal of Finance, March 1995

Opinion in *Fyffes plc v. DDC plc et al.* (Irish High Court 2005)

6/3/2013 Bloomberg Chat between A. Sklar and M. Thoyer (STONEHILL000002345-2346)

10/2/2012 Email chain between M. Thoyer and A. Sklar with attachment (STONEHILL000002378-2395) (Sklar Ex. 8)

Monarch Alternative Capital, *FGIC Plan of Rehabilitation Summary and Claims Valuation Update* (MONARCH000002311-2323) (Sklar Ex. 10)

Excel Spreadsheet produced as STONEHILL000000238-247 (Thoyer Ex. 3)

Analysis of ResCap Bankruptcy FGIC Settlement dated 2/29/2012 (Sklar Ex. 6)

6/4/2013 Email chain from D. Williams to J. Ryan (CQS00000095) (Williams Ex. 4)

6/10/2013 Email from J. Ryan to D. Williams with attachment (CQS000000104-572) (Williams Ex. 3)

6/10/2013 Email from J. Ryan to B. Murray with attachment (CQS000001713-1724) (Williams Ex.6)

6/10/2013 Email chain from D. Lawrence to D. Williams (CQS000000717-718) (Williams Ex. 7)

6/11/2013 Email chain from D. Williams to J. Ryan (CQS00000093)

6/12/2013 Email from L. Wang to D. Ertel and others with attachment (BAYVIEW000000095-199) (McQuillen Ex. 2)

6/6/2013 Email from M. Miller to M. Kelly and others (BAYVIEW000001145) (McQuillen Ex. 8)

6/6/2013 Email from L. Wang to A. McQuillen and others (BAYVIEW000000939) (McQuillen Ex. 7)

6/13/2013 Email chain from C. Bhattacharya to L. Wang and others with attachment (BAYVIEW000001178-1188) (McQuillen Ex. 9)

9/28/2012 Email from L. Wang to D. Ertel and others (BAYVIEW000001203) (McQuillen Ex. 10)

11/2/2012 Letter from M. Abrams to M. Scott and W. Munno (MONARCH000000655-658)

11/16/2012 Letter from M. Abrams to M. Scott and W. Munno (MONARCH00000629-630)

Excel Spreadsheet produced as PFEIFFER 001358 (produced natively)

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Excel Spreadsheet produced as PFEIFFER 001359 (produced natively)

Excel Spreadsheet produced as PFEIFFER 001360 (produced natively)

Excel Spreadsheet produced as MONARCH000002310

<u>Financial Guaranty Insurance Company ("FGIC")</u> *Plan of Rehabilitation Summary and Claims Valuation Update* (MONARCH000002311-2324)

Excel Spreadsheet produced as MONARCH000002325

Excel Spreadsheet produced as MONARCH000002326

Excel Spreadsheet produced as MONARCH000002327

Excel Spreadsheet produced as MONARCH000002328

Excel Spreadsheet produced as MONARCH000002329

Excel Spreadsheet produced as MONARCH000002330

5/8/2013 Email chain from Glenn Siegel to Robert Major with attachment (BNYM-MS 0000079 – 88)

5/8/2013 Email chain from Arlene Alves to Mamta Scott and others with attachment (USB-MS 00068 – 78)

Wells Fargo Execution Page for Duff & Phelps Engagement, signed 8/20/2012 (WFB-MS-000084)

5/8/2013 Email chain from Michael Johnson to Mary Sohlberg and others with attachment (WFB-MS000009 – 18)

Confidentiality Agreement between FGIC and Trustees, August 30, 2012 (WFB-MS000063-71)

Confidentiality Agreement between Debtors and Trustees, July 23, 2012 (WFB-MS000034-53)

Confidentiality Agreement between Freddie Mac and Wells Fargo, February 2013 (WFB-MS000059-62)

Confidentiality Agreement between FGIC and US Bank, dated April 15, 2013 (USB-MS00060-67)

Confidentiality Undertaking between Gibbs & Bruns and US Bank, dated June 18, 2012 (USB-MS00112-113)

Confidentiality Agreement between Lazard and US Bank, dated April 30, 2013 (USB-MS00079-83)

Confidentiality Agreement between FGIC and BNY, dated April 15, 2013 (BNYM-MS0000072-

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Confidentiality Undertaking between Gibbs & Bruns and BNY, dated June 14, 2012 (BNYM-MS0000001-2)

Confidentiality Agreement between Lazard and BNY, dated April 15, 2013 (BNYM-MS0000077-78)

Declaration of Scott R. Gibson, dated 7/19/2013 (Goldstein Ex. 5)

5/23/2013 Email chain from R. Major to J. Moore and others with attachment (BNYM-MS 0000102-106)

5/23/2013 Email chain from G. Facendola to R. Major and others with attachments (BNYM-MS 0000116-148)

5/23/2013 Email chain from R. Major to G. Facendola and others (BNYM-MS 0000153-154)

5/23/2013 Email chain from L. Lundberg to G. Siegel and others (BNYM-MS 0000179-182)

5/23/2013 Email chain from G. Siegel to L. Lundberg and others (BNYM-MS 0000185-189)

5/22/2013 Email chain from G. Facendola to G. Siegel and others (BNYM-MS 0000192)

5/23/2013 Email chain from G. Siegel to J. Moore and others (BNYM-MS 0000193-196)

5/22/2013 Email chain from L. Lundberg to G. Siegel and others (BNYM-MS 0000198)

5/23/2013 Email chain from R. Major to G. Facendola and others (BNYM-MS 0000199-200)

Draft FGIC Settlement Proposal and D&P Report (Goldstein Ex. 6)

Deposition Transcript of David Williams, dated 7/12/2013

Deposition Transcript of Adam Sklar, dated 7/15/2013

Deposition Transcript of Michael Thoyer, dated 7/15/2013

Deposition Transcript of Keith Austin McQuillen, dated 7/16/2013

Deposition Transcript of John Dubel, dated X

Deposition Transcript of Mary Sohlberg, dated 7/16/2013

Deposition Transcript of Mamta Scott, dated 7/18/2013

Deposition Transcript of Gina Healy, dated 7/17/2013

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Deposition Transcript of Robert Major, dated 7/17/2013

Deposition Transcript of Lewis Kruger, dated 7/11/2013

Deposition Transcript of S.P. Kothari, dated 7/26/2013

Deposition Transcript of Charles Ronald Goldstein, dated 7/26/2013

Deposition Transcript of Ron D'Vari, dated 7/25/2013

Deposition Transcript of Scott R. Gibson, dated 7/24/2013

Deposition Transcript of Jeffrey A. Lipps, dated 7/23/2013

Deposition Transcript of Allen M. PFEIFFER, dated 7/24/2013

FGIC v. Countrywide Home Loans, Inc., New York Supreme Court, Index. No. 650736/2009, Initial Complaint, dated 12/11/2009

FGIC v. Countrywide Home Loans, Inc., New York Supreme Court, Index. No. 650736/2009, Amended Complaint, dated 4/30/2010

Bank of American Corporation, Form 8-K, dated 5/6/2013

FGIC v. Ally Financial, Inc., 12-CV-1601 (S.D.N.Y. Mar. 5, 2012)

FGIC v. Ally Financial, Inc., 12-CV-1818 (S.D.N.Y. Mar. 14, 2012)

RFMS2 2006 HSA1 Pooling & Servicing Agreement

GMACM 2006 HE3 Indenture Agreement

RFMS2 2005 HS2 Indenture Agreement

RAMP 2005-EFC7 Pooling and Services Agreement

GMACM 2003-HE2 Indenture

GMACM 2005-HE1 Indenture (Policy Part of Trust Estate)

MONARCH 1-11

MONARCH 659-663

Annual Statement of FGIC (in Rehabilitation) for the Year Ended December 31, 2012

Omnibus Reply Memorandum of Law of Certain Rescap Trustees, filed 7/30/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

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Omnibus Reply Memorandum of Law in Further Support of Approval of the Settlement Agreement, filed 7/30/2013 in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

MBIA Inc. Form 10-Q for quarterly period ending 3/31/2013

TIME SENSITIVE NOTICE REGARDING (A) PLAN SUPPORT AGREEMENT AMONG THE RESCAP DEBTORS AND THE RMBS TRUSTEES, AMONG OTHERS, AND (B) SETTLEMENT AGREEMENT AMONG THE DEBTORS, FINANCIAL GUARANTY INSURANCE COMPANY AND CERTAIN OF THE RMBS TRUSTEES

Trustees' Objections and Reponses to Investors' Supplemental Request for the Production of Documents to the Trustees, dated 6/28/2013

Trustees' Objections and Responses to Monarch and Stonehill's Supplemental Request for the Production of Documents to the Trustees, dated 6/28/2013

MONARCH 2079-2240

Order filed 7/31/2013 by Judge Ling-Cohan in *In the Matter of the Rehabilitation of Financial Guaranty Insurance Company*, Index. No. 401265/2012

Financial Guaranty Insurance Company's Responses and Objections to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and Bayview Fund Management LLC's First Set of Interrogatories Directed Toward Financial Guaranty Insurance Company, dated 6/24/2013

Debtors' Responses to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and Bayview Fund Management LLC's First Set of Interrogatories to Residential Capital, LLC, dated 6/24/2013

Responses and Objections of Wells Fargo Bank, N.A. to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and Bayview Fund Management LLC's First and Second Set of Interrogatories, dated 6/28/2013

Responses and Objections of U.S. Bank National Association to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and Bayview Fund Management LLC's First and Second Set of Interrogatories, dated 6/28/2013

Responses and Objections to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and Bayview Fund Management LLC's First and Second Set of Interrogatories Directed Toward the Bank of New York Mellon and the Bank of New York Mellon Trust Company, N.A., dated 6/28/2013

Debtors' Supplemental Responses to Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Alpha Master Fund Limited, CQS ABS Master Fund Limited, and

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Bayview Fund Management LLC's First Set of Interrogatories to Residential Capital, LLC, dated 7/2/2013

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Dated: July 31, 2013 New York, New York

WILLKIE FARR & GALLAGHER LLP

By: <u>/s/ Joseph T. Baio</u>

Joseph T. Baio Mary Eaton Emma J. James 787 Seventh Avenue New York, New York 10019 (212) 728-8000

Attorneys for Monarch Alternative Capital LP, Stonehill Capital Management LLC, Bayview Fund Management LLC, each in their capacity as investment advisors to certain funds, CQS ABS Master Fund Limited, and CQS ABS Alpha Master Fund Limited.