

**Hearing Date: June 12, 2012 at 10:00 a.m. (prevailing Eastern time)**  
**Objection Deadline: June 5, 2012 at 4:00 p.m. (prevailing Eastern time)**

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*Proposed Counsel for the Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
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**NOTICE OF ENTRY OF INTERIM ORDER AND FINAL HEARING**

**TO: (a) the Office of the United States Trustee for the Southern District of New York; (b) the office of the United States Attorney General; (c) the office of the New York Attorney General; (d) the office of the United States Attorney for the Southern District of New York; (e) the Internal Revenue Service; (f) the Securities and Exchange Commission; (g) each of the Debtors’ prepetition lenders, or their agents, if applicable; (h) each of the indenture trustees for the Debtors’ outstanding notes issuances; (i) Ally Financial, Inc. and its counsel; (j) counsel to the administrative agent for the Debtors’ providers of debtor in possession financing; (k) Nationstar Mortgage LLC and its counsel; (l) the parties included on the Debtors’ list of fifty (50) largest unsecured creditors; (m) each of the Governmental Associations and their counsel; (n) HUD; (o) counsel for the United States of America, and (p) the FDIC.**

PLEASE TAKE NOTICE that, on May 14, 2012, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the Debtors’ Motion For Interim And Final Orders Pursuant To Sections 105(a), 363, 364, 503(b), 1107(a) and 1108 Of The Bankruptcy Code Authorizing The Debtors To (I) Process And Where Applicable Fund Prepetition Mortgage Loan Commitments, (II) Continue Brokerage, Origination And Sale Activities Related To Loan Securitization, (III) Continue To Perform Under The Mortgage Loan Purchase And Sale Agreement With Ally Bank And Related Agreements, (IV) Pay Certain



Prepetition Amounts Due To Critical Origination Vendors, And (IV) Continue Honoring Mortgage Loan Repurchase Obligations Arising In Connection With Loan Sales And Servicing, Each In The Ordinary Course Of Business [Docket No. 44] (the “Motion”). On May 15, 2012, the United States Bankruptcy Court for the Southern District of New York signed an interim order (the “Interim Order”) authorizing the Debtors to continue certain activities and perform other obligations as set forth therein pending a final disposition of the Motion [Docket No. 81].

PLEASE TAKE FURTHER NOTICE that objections to the entry of a final order approving the Motion must be filed with the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004 and served so as to be received by the following parties no later than **4:00 p.m. Eastern time on June 5, 2012**: (i) proposed counsel for the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Darren M. Nashelsky, Gary S. Lee and Lorenzo Marinuzzi); (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21<sup>st</sup> Floor, New York, NY 10004 (Attn: Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto); (iii) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attn: Richard M. Cieri); (iv) counsel to Barclays Bank PLC, as administrative agent for the DIP lenders, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, New York 10036 (Attn: Ken Ziman & Jonathan H. Hofer); and (v) counsel for any statutory committee appointed in the Debtors’ cases.

**PLEASE TAKE FURTHER NOTICE THAT A FINAL HEARING ON THE MOTION WILL BE HELD ON JUNE 12, 2012 AT 10:00 A.M. EASTERN TIME BEFORE THE HONORABLE MARTIN GLENN, IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, COURTROOM NO. 501, ONE BOWLING GREEN, NEW YORK, NEW YORK 10004. ONLY OBJECTIONS MADE IN WRITING AND TIMELY FILED AND RECEIVED WILL BE CONSIDERED BY THE BANKRUPTCY COURT AT SUCH HEARING. IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED WITHOUT FURTHER NOTICE OR HEARING.**

Dated: May 16, 2012  
New York, New York

/s/ Darren M. Nashelsky  
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