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Hearing Date: February 7, 2013 at 10:00 a.m. (ET)

Objection Deadline: February 6, 2013 at 4:00 p.m.

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

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

)
) Case No. 12-12020 (MG)

)
) Chapter 11

)
) Jointly Administered

RESIDENTIAL CAPITAL, LLC, et al.,

Plaintiffs,

v.

ALLSTATE INS. CO., THE OTHER
PARTIES LISTED ON EXHIBIT A TO THE
COMPLAINT, JOHN DOES 1-1000,

Defendants.

)
) Case No. 12-ap-01671 (MG)

)
) Bankruptcy Case No. 12-12020 (MG)

)
) Jointly Administered

**NOTICE OF DEBTORS' MOTION TO EXTEND THE STAY AND
ENJOIN PROSECUTION OF THE WESTERN & SOUTHERN
ACTION AGAINST DEBTORS' NON-DEBTOR AFFILIATES**

PLEASE TAKE NOTICE that the debtors and debtors in possession in the above-captioned case have filed the *Debtors' Motion to Extend the Stay and Enjoin Prosecution of the Western & Southern Action Against Debtors' Non-Debtor Affiliates* (the "Motion").



PLEASE TAKE FURTHER NOTICE that a hearing will take place on **February 7, 2013 at 10:00 a.m. (prevailing Eastern time)** before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, Room 501.

PLEASE TAKE FURTHER NOTICE that responses or objections to the Motion and the relief requested therein, if any, must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), shall set forth the basis for the objection and the specific grounds therefore, and shall be filed with the Bankruptcy Court electronically in accordance with General Order M-399, by registered users of the Bankruptcy Court’s case filing system (the User’s Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website for the Bankruptcy Court), with a hard copy delivered directly to Chambers and served upon (a) counsel for the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attn: Gary S. Lee (glee@mofo.com) and Joel C. Haims (jhaims@mofo.com)); (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attn: Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attn: U.S. Attorney General, Eric H. Holder, Jr.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attn: Nancy Lord, Esq. and Enid N. Stuart, Esq.); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attn: Joseph N. Cordaro, Esq.); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attn:

Richard M. Cieri); (g) counsel to Barclays Bank PLC, as administrative agent for the DIP lenders, Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, NY 10036 (Attn: Ken Ziman & Jonathan H. Hofer); (h) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attn: Kenneth Eckstein (keckstein@kramerlevin.com) & Greg Horowitz (ghorowitz@kramerlevin.com)); (i) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019 (Attn: Jennifer C. DeMarco (jennifer.demarco@cliffordchance.com & Adam Lesman (adam.lesman@cliffordchance.com)); (j) counsel for Berkshire Hathaway, Inc., Munger, Tolles & Olson LLP, 355 South Grand Avenue, Los Angeles, CA 90071 (Attn: Seth Goldman (seth.goldman@mto.com) & Thomas B. Walper (thomas.walper@mto.com); (k) Internal Revenue Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-5016); (l) Securities and Exchange Commission, New York Regional Office, 3 World Financial Center, Suite 400, New York, NY 10281-1022 (Attn: George S. Canellos, Regional Director).; and (m) all defendants in this adversary proceeding, so as to be received no later than **4:00 p.m. (prevailing Eastern time) on February 6, 2013**, or such shorter time as the Bankruptcy Court may hereafter order and of which you will receive subsequent notice.

PLEASE TAKE FURTHER NOTICE that if you do not timely file and serve a written objection to the relief requested in the Motion, the Bankruptcy Court may deem any opposition waived, treat the Motion as conceded, and enter an order granting the relief requested in the Motion without further notice or hearing.

PLEASE TAKE FURTHER NOTICE THAT a copy of the Motion may be obtained at
via PACER at <http://www.nysb.uscourts.gov>.

Dated: January 31, 2013
New York, New York

/s/ Joel C. Haims

Gary S. Lee
Joel C. Haims
Jonathan C. Rothberg

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