

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

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

RESIDENTIAL CAPITAL, LLC; et al.,

Plaintiffs,

v.

UMB BANK, N.A., IN ITS CAPACITY AS
INDENTURE TRUSTEE FOR THE 9.625%
JUNIOR SECURED GUARANTEED
NOTES, et al.,

Defendants.

OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, on behalf of the estate of the
Debtors,

Plaintiffs,

v.

UMB BANK, N.A., AS SUCCESSOR
INDENTURE TRUSTEE UNDER THAT
CERTAIN INDENTURE, dated as of June 6,
2008, et al.,

Defendants.

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

) Chapter 11
)

) Jointly Administered
)

)
)
)
)
) Adv. Case No. 13-01343 (MG)
)

)
)
) Adversary Proceeding
) No. 13-01277 (MG)
)

**EXHIBITS OFFERED IN EVIDENCE IN CONNECTION WITH THE CORRECTED
DIRECT TESTIMONY OF ROBERT S. BINGHAM**



The Ad Hoc Group of Junior Secured Noteholders intend to offer in evidence the following exhibits in connection with the direct testimony of Robert S. Bingham: DX AUH, DX ATL, DX AYE, DX AUI, DX AYI, DX AYH, DX ATQ, DX AME, DX ASH, DX ASI, DX ANE, DX ASJ, DX ANQ, DX ATF, and DX AOK.

Dated: November 24, 2013

WHITE & CASE LLP
1155 Avenue of the Americas
New York, New York 10036-2787
Telephone: (212) 819-8200
Facsimile: (212) 354-8113
J. Christopher Shore
Harrison L. Denman

-and-

By: /s/ Gerard Uzzi

MILBANK, TWEED, HADLEY &
MCCLOY LLP
1 Chase Manhattan Plaza
New York, New York 10005
Telephone: (212) 530-5000
Facsimile: (212) 530-5219
Gerard Uzzi
David S. Cohen
Daniel M. Perry
Atara Miller

*Attorneys for the Notes Trustee and Ad
Hoc Committee*