

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

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In re	:	Chapter 11
	:	
RESIDENTIAL CAPITAL, LLC, et al.,¹	:	Case No. 12-12020 (MG)
	:	
	:	
Debtors.	:	(Jointly Administered)

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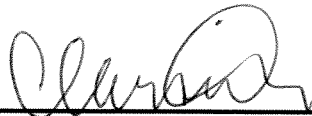
SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On or before October 19, 2012, at my direction and under my supervision, employees of KCC caused the following documents to be served via First Class mail upon the parties attached hereto as **Exhibit A**:

1. Notice of Deadlines for Filing Proofs of Claim, dated August 29, 2012, attached hereto as **Exhibit B**
2. Proof of Claim Form, attached hereto as **Exhibit C**

Dated: October 22, 2012

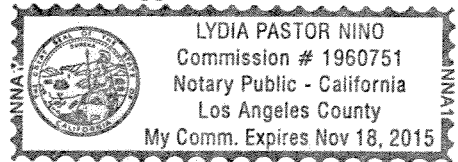


 Clarissa D. Cu

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 22nd of October, 2012, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: _____



¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0738); ditech, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3553); RAHI Real Estate Holdings, LLC (5287); RCSFJV204, LLC (2722); Residential Accredited Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SFJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)



EXHIBIT A

CREDITOR NAME	CREDITOR NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
AARON ANDERSON		15350 SW SEQUOIA PARKWAY	SUITE 200	PORTLAND	OR	97224
ANDREW FIESE		2108WEST VIRGINA AVE		PHONEIX	AZ	85009
ANN MARIE YOUNG		135 SUMMIT AVE		CHEALSEA	MA	02150
ANNA OLIVAREZ		4121 MERLET DRIVE,		PEARLAND	TX	77584
ANNABELLE STONE		3747 HILLSIDE LN		SALT LAKE CITY	UT	84109
ANTHONY SCHUTTE		1135 AUBUCHON ST		FLORISSANT	MO	63031
BARBARA SQUIRE		12650 190TH ST EAST		HASTINGS	MN	55033
BARRY L LEWIS		9 WEDDGENERE RD		YARMOUTH	MA	02673
BETTY BALAZS		4012 VALENCIA DRIVE		NEW PORT RICHEY	FL	34652
BEVERLY HUDSON		529 PULASKI RD		CALUMET CITY	IL	60409
BEVERLY J WILLIAMS		34501 BEACONSFIELD		CLINTON TOWNSHIP	MI	48305-3308
BRUCE FARLEY		19900 DEERHORN VALLEY ROAD		JAMUL	CA	91935
CAROLE ANGILLETTA		4012 SE 20TH PLACE	D2	CAPE CORAL	FL	33904
CHARLOTTE STONG		22 CLIFFORD DR		PARK RIDGE	NJ	07656
CHRISTINE JACKSON		125 HILLS AND HOLLOWES LANE		PRATTVILLE	AL	36066
CLIFTON HINES		11006 HERRICK AVE		KANSAS CITY	MO	64134
CYNTHIA LONGSON		388 HICKORY STREET		DUNLAP	TN	37327
DAISY HILL		194 GEORGIA PACIFIC ROAD		WHITEVILLE	NC	28472
DANIEL BUCKOWITZ		42 HIGH VALLEY DR		CHESTERFIELD	MI	63017
DANIEL JENSEN		503 N LAVINIA		LUNDINGTON	MI	49431
DAVID COOK		1123 LIME TILN ROAD		GREEN BAY	WI	54302
DAVID NICHOLAS		10860 BELLEVIDERE AVE	PO BOX 536	GREEN MOUNTAIN FALLS	CO	80819
DEBI NAIL		1533 BELLFLOWER DRIVE		BRIGHTON	CO	80601
DEBRA HENOY		2806 N 50TH ST		MILWAUKEE	WI	53210
DIANE JONES		1749 KENVIEW ROAD		COLUMBUS	OH	43209
DIANNE BARNES		1194 LAWRENCE ST		DETROIT	MI	48202
DIEGO OJEDA		19064 COMONA AVE		BLOOMINGTON	CA	92316
DON APPLEBY		617 S 35TH STREET		BILLINGS	MT	59101
DON ENGLE		1028 WEST 17TH AVENUE			WA	99203
DOROTHY SLOAN		8418 TRIMMER WAY		SACRAMENTO	CA	95828
DWAYNE ALLEN		76 11 N EAST 108TH TERRACE			MI	64157-8654
EARLINE RORIE		17608 REDWOOD AVENUE		SOUTHFIELD	MI	48076
EDGER LOVAINA		550 E LEADORA AVE		GLENDORA	CA	91741
EDUARDO LOPEZ		89 SW 25TH ST		MIAMI	FL	33165
EDWARD COOK		10402 ROYAL DRIVE		ST LOUIS	MO	63136
EDWARD MORRIS		7140 S SUNNYCRES RD		SEATTLE	WA	98178
ELIZEBETH TUKSON		4355 REGA1WOOD TERRACE		BURTONVILLE	MD	20866
ELLA BAKER		3117S CORTLAND CIRCLE		MESA	AZ	85212
ERNESTINE RAY		11323 ROXBURY ST		DETROIT	MI	48224
EVELYNN M SCOTT		109 REDWOOD DRIVE		DANVILLE	VA	24540
FRANC ROBBINS		10444 CANOGA AVENUE	TOWN HOUSE#12	CHATSWORTH	CA	91311
FRED GUIDRY		1453 WEST 47TH STREET		LOS ANGELES	CA	90062
FREDERICK C IDE		21 QUEENS RD		KEENE	NH	03431
GAIL BARTLEY		818 VANDEVER AVENUE		WILMINGTON	DE	19802
GEORGE HUNTER		204 SUN WILOWS		PASCO	WA	99301
GEORGE WITKOWSKI		8744 W JEFFERSON ST		PEORIA	AZ	85345
GLEN WLING		5535 E VIRGINIA BEACH BLVD	120	NORFOLK	VA	23502
HENRIETTA ABNEY		11800 CRESTWOOD TURN		BRANDYWINE	MD	20613
HERCULES HARDY SR		4714 QUEENSBURY CT		MONTGMERY	AL	36116
HORACE SMITH		191 BERMUDA LAKE DRIVE			AL	35759
JANICE SEITZ		6541 RIDGEVIEW DR		CLARKSTON	MI	48346

CREDITOR NAME	CREDITOR NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
JAZZMIN GWYNN CHAVIS		1910 HONEYSUCKLE ROAD	B113	DOLTHAN	AL	36305
JEAN GENEUS		300 TESINY AVE		BRIDGEPORT	CT	06606
JERRY MAYS		4474 LILLY DRIVE		HOWELL	MI	48843
JIM BRUCE		648 POPETE DR			TN	37076
JIMMY T FARRISH		PO BOX 25141		CHAROLETTE	NC	28229
JOAN SCOTT		9009 S PAULINA ST			IL	60620
JODI ALWIN		310 N PLEASANT AVENUE		JEFFERSON	WI	53549
JOE CAMMACK		7202 MC GILL RD		HARBORCREEK	PA	16421
JOHN TRAMONTANO		16 OAKLAND AVE		GILFORD	NH	03249
JOHN FELTES		347 SUTTON COURT		SUGAR GROVE	IL	60554
JOHN PORE		2709 GREENBRIER DRIVE SOUTH		MOBILE	AL	36605
JOHN SWEENEY		PO BOX 17387		RENO	NV	89511
JOSEPH BENOIT		908 KENBAR AVENUE		HAINES CITY	FL	33844
JOSEPH EATON		4020 TRALEE DRIVE		LAKE WALES	FL	33589
JUANITA CLEMMENTS		19117 PEMBERTON PLACE		RIVERSIDE	CA	92508
JUDY JOHNSON		142 NORTH PINNEY DRIVE			CA	92807
JUDY DOSSEY		877 N 225 W		HURRICANE	UT	84737
JULIO JORGES		12673 WHITBY ST		WELLINGTON	FL	33414
KATIE BAINES		2649 W 85TH ST		CHICAGO	IL	60662
KELLY CUSSON		641NORTHSAKES CORNER RD		MIMLAY	MI	48444
KIM MCKENZIE		511 LAUREL DR		HUNTSVILLE	AL	35811
LAURA COLLINS		2962 JAMICA BLVD		LAKE HAVASU	AZ	86406
LAWRENCE DAVIS		4 MICHELLE AVE		MYSTIC	CT	06355-1955
LESLIE JAMISON		66 HOWARD AVE		ANSONIA	CT	06401
LESTER MOODY		402 STANTON STREET		PARK FOREST	IL	60466
LETITIA DOMINGUEZ		5028 N HAROLD AVENUE		SCHILLER PARK	IL	60176
LILI WHITE		35 JOHNSON STREET		TAUNTON	MA	02780
LINDA F NICHOLSON		4023 EAST 123 TERRACE		GRANDVIEW	MO	64030
LINDA JOHNSON		PO BOX 607		TEMPLE HILLS	MD	20757
LISA AND JAMES KEOWN		116 MICHAEL LN		SHARPSVILLE	IN	46068
LOLA FRANK		POBOX 28		CANEYVILLE	KT	42721
LORENZO RIVERA		18661 ADUIRO ST		ROLAND HEIGHTS	CA	91748
LORETTA & TIMOTHY RUSHING		15290 HYW 67		BILOXI	MS	39532
MADELINE & RICHARD BORQUIST		19 PASO CRESTA		CARMEL VALLEY	CA	93924
MANON BUSHNELL		121 WEST 720 SOUTH		OREM	UT	84058
MARGARET ARDOIN		5402 MILART STREET		HOUSTON	TX	77021
MARIA HERNANDEZ		208 NORTH ZAVALA STREET		ALTON	TX	78573
MARIA RODRIGUEZ		4585 W 4955 SOUTH			UT	84118
MARIAN LAWELL		40726 MYABERRY AVENUE		HEMET	CA	92544
MARIE DYER		1014 NISBY AVE		YEADON	PA	19050
MARY ARGENIO		1016 WANNAMAKER WAY		HENDERSON	NV	89015
MATTIE CALHOUN		12377 KENTUCKY STREET		DETROIT	MI	48204
MAUREEN MOSIER		4748 BLACKBURN STREET		JACKSONVILLE	FL	32210
MELISSA POPE		PO BOX 1431		LANGLEY	SC	29834
MELVIN HENSLEE		7218 ARBOR FOREST COURT		BAKERSFIELD	CA	93313
MICHAEL ANTER		4477 MORAN BEACH LANE		OAK HARBOR	WA	98277
MICHELE HABERBERGER		13006 EASTWOOD DR		DESOTO	MO	63020
MICKEY HANKINS	HOME BUILDERS LLC	705 FIRST AVE SUITE 100		PLEASANT GROVE	AL	35127
MIKE SIMSHAW		2538 17TH AVENUE		FOREST GROVE	OR	97116
MILDRED WILKES KELLY		2817 GLENWOOD LANSING ROAD	UNIT 107	LYNWOOD	IL	60411
MONIFA HJANAKU		1020 RAINIER STREET		MEMPHIS	TN	38114

CREDITOR NAME	CREDITOR NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
MYRTIS COLLINS		24275 BOSTWICK DR		MERINO VALLEY	CA	92553
NADINE CRUZ		4315 PRELUDE PATH		ELMENDORF	TX	78112
NELLI KASPAROVA		13230 10TH AVE SOUTH		BURIEN	WA	98168
OLGA BRMUDED		18094 DALEY ROAD,		MADERA	CA	93638
OLGA GRASON-BROOKS		4245 COMET CIR		UNION CITY	CA	94587
PAM HUTCHINSON		109 4TH AVE SOUTH		ALGONA	WA	98001
PAUL GOOD		485 MORSE CT		DIXON	CA	95620
PEGGY DITCHEN		751 PINELLAS BAYWAY S	UNIT 208	TIERRA VERDE	FL	33715
RAYMOND FURBEE		PO BOX 1691		LAKE OZARK	MO	65049
REBECCA BOYD		114 BRENTWOOD DR		GREENWOOD	SC	29646
REBECCA DAVIS		422 LARKFIELD CENTER	313	SANTA ROSA	CA	95403
REVERADO L VELASCO		22601 BAKER ROAD		BAKERSVILLE	CA	93314
REX COLE & PATRICIA HAUSS NA		7581 S STEELE ST		SENTENIAL	CO	80122-3380
RHODA FERNANDEZ		3531 LA MESA DR		HAYWARD	CA	94542
RICHARD KALEY		1439 W CHAPMAN AVE	200	ORANGE	CA	92868
ROBERT THOMAS		10215 88TH AVE SW		LAKEWOOD	WA	98498
ROBERT & ELIZABETH RAMOS		9564 FEE DRIVE		PICO RIVEIRA	CA	90660
ROBERT PLACE		6855 CENTURY FARMS RD		CROSSROADS	PA	17322
ROBERT WALLACE		PO BOX 494		NEW CASTLE	ME	04553
ROBIN OHLSSON		22383 PACK TRAIL ROAD		SONORA	CA	95370
ROSA MIRANDA		3629 BLUE PALM PLACE,		EL PASO	TX	79936
ROSALYN ALLEN		5510 DEARBORN CHASE		SUGAR LAND	TX	77479
ROSE NAGI		1192B SOUTH DRIVE CIRCLE		DEL RAY BEACH	FL	33445
ROY BROWN		15222 BLUE MORNING DRIVE		HOUSTON	TX	77086
RUBY WILSON		1240 EAST MADISON ST		SOUTH BEND	IN	46617
RUSSELL KATEMAN		53 ELSON STREET		STATEN ISLAND	NY	10314
RUTH DACY		11816 WEST WINDSOR		AVONDALE	AZ	85392
RYAN RAMEY		5452 85TH AVENUE	APT 101	NEW CARROLLTON	MD	20784
SAVANNAH DOBBINS		638 1/2 SOUTH LIBERTY		ALLIANCE	OH	44601
SHAWN BAKER		8621 WECHOL LANE		WEST ALIS	WI	53227
STEVE MOREHEAD		8100 W CLOVERNOOK STREET		MILWAUKEE	WI	53223
STUART THOMAS		6957 FULLBRIGHT AVE		WINNETKA	CA	91306
SUSAN JIN		15971 ROCKY ROAD			CA	95330
TERRY HARPER		91 BOYD CONNEY DAM ROAD		BOYD	MT	59013
THELMA DAVIS		1211 LUDWIG AVENUE		SANTA ROSA	CA	95407
THOMAS DIAZ		5200 SW 122ND AVE		MIAMI	FL	33175
THOMAS J & BEATRICE PALOMINO		1770 HOMESTEAD ROAD		SANTA CLARA	CA	95050
TINA TRYBULA		4929 PICKARD AVE		ABBOTTFORD	WI	54405
TOMMY R BARTLETT		1426 PECANCREEK DRIVE		GARLAND	TX	75044
TONI WILSON		7075 HARRISON FERRY RD		MCMINNVILLE	TN	37110
WILLIAM ADAMS		722 CARRELL ST		TOMBALL	TX	77375
WILLIAM CLAYTON		1599 ROSSMOORE DRIVE		FAYETTEVILLE	NC	28314
WILLIAM FOUNTAS		14107 THOMAS DRIVE		ORLAND PARK	IL	60462
WILLIAM HALL		1518 SAINT ALBANS		ACCOKEEK	MD	20607
WILLIAM YELTON		219LOOKS HOMEWOOD DRIVE		BURNSVILLE	NC	28714
YOLANDA JONES		11257 INGLESIDE ST		DETROIT	MI	48205
YVONNE & SAMUEL L JOHNSON		2409LAFORTUNE DRIVE		DECATUR	GA	30032
ZENBIA CARTER		2629 GOV NICHOLLS ST		NEW ORLEANS	LA	70119

EXHIBIT B

MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900
Gary S. Lee
Lorenzo Marinuzzi

*Counsel for the Debtors and
Debtors in Possession*

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

-----)
In re:) Case No. 12-12020 (MG)
)
RESIDENTIAL CAPITAL, LLC, et al.,) Chapter 11
)
Debtors.) Jointly Administered
-----)

NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST RESIDENTIAL CAPITAL, LLC OR ITS AFFILIATED ENTITIES THAT ARE ALSO DEBTORS AND DEBTORS IN POSSESSION:

On August 29, 2012, the United States Bankruptcy Court for the Southern District of New York (the U.S. Bankruptcy Court) entered an order (the “Bar Date Order”) establishing **November 9, 2012 at 5:00 p.m. (Prevailing Eastern Time)** (the “General Bar Date”) as the last date and time for each person or entity (including individuals, partnerships, corporations, joint ventures, corporations, estates, trusts, and governmental units) to file a proof of claim against Residential Capital, LLC its affiliates that are also debtors and debtors in possession in those proceedings (collectively, the “Debtors”). Solely as to governmental units the Bar Date Order established **November 30, 2012 at 5:00 p.m. (Prevailing Eastern Time)** as the last date and time for each such governmental unit to file a proof of claim against the Debtors (the “Governmental Bar Date,” and, together with the General Bar Date, the “Bar Dates”).

The Bar Dates and the procedures set forth below for filing proofs of claim apply to all claims against the Debtors that arose before May 14, 2012, the date on which the Debtors commenced cases under Chapter 11 of the United States Bankruptcy Code (the “Petition Date”), except for those holders of the claims listed in section 4 below that are specifically excluded from the General Bar Date filing requirement.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a proof of claim to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates if you have a claim that arose before the filing of the Debtors' Chapter 11 petitions on the Petition Date and it is not one of the types of claims described in section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or before the applicable Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date.

Under section 101(5) of the Bankruptcy Code and as used in this Notice, the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

2. WHAT TO FILE

Each filed proof of claim must conform substantially to the Proof of Claim Form (as defined in the Bar Date Order). Copies of the Proof of Claim Form may be obtained at <http://www.kccllc.net/rescap>. Each proof of claim must be **signed** by the claimant or by an authorized agent of the claimant. Each proof of claim must be written in English and be denominated in United States currency. You should attach to each completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers is attached to the Proof of Claim Form.

Under the Bar Date Order, the filing of a Proof of Claim Form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under section 503(b)(9) of the Bankruptcy Code.

3. WHEN AND WHERE TO FILE

Except as provided for herein, all proofs of claim must be filed so as to be actually received **on or before November 9, 2012 at 5:00 p.m. (Prevailing Eastern Time), or solely as to governmental units on or before November 30, 2012 at 5:00 p.m. (Prevailing Eastern Time)**, at:

(i) If by mail or overnight courier:

ResCap Claims Processing Center c/o KCC
2335 Alaska Ave
El Segundo, CA 90245

(ii) if by hand delivery:

United States Bankruptcy Court for the Southern District of New York
One Bowling Green, Room 534
New York, New York 10004

or

ResCap Claims Processing Center c/o KCC
2335 Alaska Ave
El Segundo, CA 90245

Proofs of claim will be deemed timely filed only if **actually received** at the ResCap Claims Processing Center or hand delivered to the U.S. Bankruptcy Court on or before 5:00 p.m. (Prevailing Eastern Time) on the applicable Bar Date. Proofs of claim **may not** be delivered by facsimile, or electronic mail.

4. WHO NEED NOT FILE A PROOF OF CLAIM

You do not need to file a proof of claim on or before the General Bar Date if you are:

- (a) Any person or entity that has **already** properly filed a proof of claim against the applicable Debtor or Debtors with the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to the Proof of Claim Form;
- (b) Any person or entity whose claim is listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "Schedules"), **provided that**: (i) the claim is **not** scheduled as "disputed," "contingent" or "unliquidated"; **and** (ii) the claimant agrees with the amount, nature and priority of the claim as set forth in the Schedules; **and** (iii) the claimant agrees that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;
- (c) Any person or entity that holds a claim that has been allowed by an order of the Court entered on or before the applicable Bar Date;

- (d) Any person or entity whose claim has been paid in full by any of the Debtors;
- (e) Any person or entity that holds a claim for which specific deadlines have been fixed by an order of the Court entered on or before the applicable Bar Date;
- (f) Any person or entity that holds a claim allowable under sections 503(b) and 507(a) of the Bankruptcy Code as an expense of administration (other than any claim allowable under section 503(b)(9) of the Bankruptcy Code);
- (g) Any Debtor having a claim against another Debtor or any of the non-debtor subsidiaries of Residential Capital, LLC having a claim against any of the Debtors;
- (h) Any person or entity that holds an interest in any of the Debtors, which interest is based exclusively upon the ownership of common stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; provided, however, that interest holders that wish to assert claims (as opposed to ownership interests) against any of the Debtors that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, must file Proofs of Claim on or before the applicable Bar Date, unless another exception identified herein applies;
- (i) Any person or entity whose claim is limited exclusively to the repayment of principal, interest, and/or other applicable fees and charges (a “Debt Claim”) on or under any bond or note issued or guaranteed by the Debtors pursuant to an indenture (the “Debt Instruments”); provided, however, that (i) the foregoing exclusion in this subparagraph shall not apply to the Indenture Trustee under the applicable Debt Instruments (an “Indenture Trustee”), (ii) the Indenture Trustee shall be required to file one Proof of Claim, on or before the General Bar Date, with respect to all of the Debt Claims on or under each of the applicable Debt Instruments, and (iii) any holder of a Debt Claim wishing to assert a claim, other than a Debt Claim, arising out of or relating to a Debt Instrument shall be required to file a Proof of Claim on or before the Bar Date, unless another exception in this paragraph applies;
- (j) Any person or entity holding a claim for principal, interest and other fees and expenses under the Debtors’ secured financing facilities (the “Financing Facilities”)¹ to the extent of, and only for such claims relating to the Financing Facilities; or
- (k) Any person or entity that holds a claim against a securitization trust (each a “Trust”) that is based exclusively upon the ownership of a note, bond and/or certificate backed by mortgage loans held by the Trust; provided, however, that

¹ “Financing Facilities” as used herein shall mean the Debtors’ financing facilities that are exempt from filing a Proof of Claim Form as previously ordered by the Court [Docket Nos. 471, 490 and 491].

holders of such notes, bonds and/or certificates that wish to assert claims against the Debtors (as opposed to claims against the applicable Trust) must file Proofs of Claim on or before the applicable Bar Date, unless another exception identified herein applies.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. Receipt of this Notice does not mean that you have a claim or that the Debtors or the Court believe that you have a claim against the Debtors.

5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you have a claim arising out of the rejection of an executory contract or unexpired lease, you must file a proof of claim by the later of (a) the applicable Bar Date and (b) thirty (30) days after the date of entry of an order of rejection (unless the order of rejection provides otherwise).

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

7. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. If you rely on the Debtors' Schedules, it is your responsibility to determine that your claim is accurately listed on the Schedules. If you agree with the nature, amount and status of your claim as listed on the Debtors' Schedules, and if you do not dispute that your claim is against only the specified Debtor, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Debtors' Schedules are available for inspection on the Court's internet website at www.nysb.uscourts.gov and on the independent website maintained by the Debtors, <http://www.kccllc.net/rescap>. A login and password to the Court's Public Access to Electronic

Court Records (“PACER”) are required to access www.nysb.uscourts.gov and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov. Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m. (Prevailing Eastern Time), Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 511, New York, New York 10004-1408.

Copies of the Debtors’ Schedules may also be obtained by written request to the Debtors’ claims agent at the address set forth below:

**ResCap Claims Processing Center
c/o KCC
2335 Alaska Ave
El Segundo, CA 90245**

8. RESERVATION OF RIGHTS

The Debtors reserve their right to object to any proof of claim, whether filed or scheduled, on any grounds. The Debtors reserve their right to dispute or to assert offsets or defenses to any claim reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

A holder of a possible claim against the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a Proof of Claim.

Dated: New York, New York
August 29, 2012

BY ORDER OF THE COURT

Gary S. Lee
Lorenzo Marinuzzi
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104

*Counsel for the Debtors and
Debtors in Possession*

If you have any questions related to this notice, please call (888) 251-2914

EXHIBIT C

UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK		PROOF OF CLAIM
Name of Debtor: _____		Case Number: _____
NOTE: This form should not be used to make a claim for an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) arising after the commencement of the case. A "request" for payment of an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) may be filed pursuant to 11 U.S.C § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): _____		<input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ <i>(If known)</i> Filed on: _____
Name and address where notices should be sent: _____		
Telephone number: _____	email: _____	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.
Name and address where payment should be sent (if different from above): _____		
Telephone number: _____	email: _____	5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. §507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11U.S.C. §507 (a)(8). <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. §507 (a)(____). Amount entitled to priority: \$ _____ * Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
1. Amount of Claim as of Date Case Filed: \$ _____ If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.		
2. Basis for Claim: _____ (See instruction #2)		
3. Last four digits of any number by which creditor identifies debtor: _____	3a. Debtor may have scheduled account as: _____ (See instruction #3a)	
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable (when case was filed) Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		
6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before May 14, 2012, the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ _____ (See instruction #6)		
7. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7)		
8. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #8, and the definition of "redacted".) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		
9. Signature: (See instruction #9) Check the appropriate box. <input type="checkbox"/> I am the creditor. <input type="checkbox"/> I am the creditor's authorized agent. <input type="checkbox"/> I am the trustee, or the debtor, or their authorized agent. <input type="checkbox"/> I am a guarantor, surety, indorser, or other codebtor. (Attach copy of power of attorney, if any.) (See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.) I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief. Print Name: _____ Title: _____ Company: _____ (Signature) _____ (Date) Address and telephone number (if different from notice address above): _____ Telephone number: _____ Email: _____		
		COURT USE ONLY

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Claim Pursuant to 11 U.S.C. §503(b)(9):

Check this box if you have a claim arising from the value of any goods received by the Debtor within 20 days before May 14, 2012, the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim. (See DEFINITIONS, below.)

7. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

8. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

9. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity to whom debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien.

A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may view a list of filed claims in this case by visiting the Claims and Noticing Agent's website at <http://www.kccllc.net/ResCap>.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

ResCap Claims Processing Center
c/o KCC
2335 Alaska Avenue
El Segundo, CA 90245

Debtor Names and Case Numbers

Name of Debtor	Case Number
Residential Funding Company, LLC	12-12019 (MG)
Residential Capital, LLC	12-12020 (MG)
ditech, LLC	12-12021 (MG)
DOA Holding Properties, LLC	12-12022 (MG)
DOA Properties IX (Lots-Other), LLC	12-12023 (MG)
EPRE LLC	12-12024 (MG)
Equity Investment I, LLC	12-12025 (MG)
ETS of Virginia, Inc.	12-12026 (MG)
ETS of Washington, Inc.	12-12027 (MG)
Executive Trustee Services, LLC	12-12028 (MG)
GMAC-RFC Holding Company, LLC	12-12029 (MG)
GMAC Model Home Finance I, LLC	12-12030 (MG)
GMAC Mortgage USA Corporation	12-12031 (MG)
GMAC Mortgage, LLC	12-12032 (MG)
GMAC Residential Holding Company, LLC	12-12033 (MG)
GMACRH Settlement Services, LLC	12-12034 (MG)
GMACM Borrower LLC	12-12035 (MG)
GMACM REO LLC	12-12036 (MG)
GMACR Mortgage Products, LLC	12-12037 (MG)
HFN REO Sub II, LLC	12-12038 (MG)
Home Connects Lending Services, LLC	12-12039 (MG)
Homecomings Financial Real Estate Holdings, LLC	12-12040 (MG)
Homecomings Financial, LLC	12-12042 (MG)
Ladue Associates, Inc.	12-12043 (MG)
Passive Asset Transaction, LLC	12-12044 (MG)
PATI A, LLC	12-12045 (MG)
PATI B, LLC	12-12046 (MG)
PATI Real Estate Holdings, LLC	12-12047 (MG)
RAHI A, LLC	12-12048 (MG)
RAHI B, LLC	12-12049 (MG)
RAHI Real Estate Holdings, LLC	12-12050 (MG)
RCSFJV2004, LLC	12-12051 (MG)
Residential Accredit Loans, Inc.	12-12052 (MG)
Residential Asset Mortgage Products, Inc.	12-12053 (MG)
Residential Asset Securities Corporation	12-12054 (MG)
Residential Consumer Services of Alabama, LLC	12-12055 (MG)
Residential Consumer Services of Ohio, LLC	12-12056 (MG)
Residential Consumer Services of Texas, LLC	12-12057 (MG)
Residential Consumer Services, LLC	12-12058 (MG)
Residential Funding Mortgage Exchange, LLC	12-12059 (MG)
Residential Funding Mortgage Securities I, Inc.	12-12060 (MG)
Residential Funding Mortgage Securities II, Inc.	12-12061 (MG)
Residential Funding Real Estate Holdings, LLC	12-12062 (MG)
Residential Mortgage Real Estate Holdings, LLC	12-12063 (MG)
RFC-GSAP Servicer Advance, LLC	12-12064 (MG)
RFC Asset Holdings II, LLC	12-12065 (MG)
RFC Asset Management, LLC	12-12066 (MG)
RFC Borrower LLC	12-12068 (MG)
RFC Construction Funding, LLC	12-12069 (MG)
RFC REO LLC	12-12070 (MG)
RFC SFJV-2002, LLC	12-12071 (MG)

EXHIBIT C