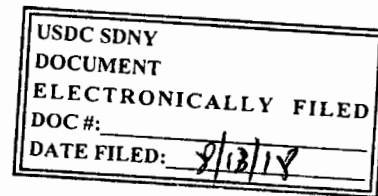


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Counsel for The ResCap Liquidating Trust

**UNITED STATES DISTRICT COURT
 FOR THE SOUTHERN DISTRICT OF NEW YORK**

Jennifer L. Wilson,

Plaintiff,

- against -

Residential Capital, LLC;
 Residential Funding Company, LLC;
 and Does 1-10, inclusively,

Defendants..

14 Civ. 3068 (PGG)

In re

RESIDENTIAL CAPITAL, LLC, *et al.*,

Debtor.

14 Misc. 329 (PGG)

**STIPULATION AND ORDER DISMISSING WITH PREJUDICE
 APPEAL AND MOTION TO WITHDRAW THE REFERENCE**

The ResCap Liquidating Trust (the "Liquidating Trust") on its own behalf and as successor in interest to the above captioned Debtors (as such term is defined below), and Jennifer L. Wilson ("Wilson," together Wilson and the Liquidating Trust, the "Parties," and each a "Party") hereby
 ny-1339929



stipulate and agree as follows:

General Background

WHEREAS, on May 14, 2012 (the "Petition Date"), Residential Capital, LLC and its affiliated debtor entities (collectively, the "Debtors") in the above-captioned chapter 11 cases (the "Chapter 11 Cases") filed in the Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

WHEREAS, on December 11, 2013, the Bankruptcy Court entered the *Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC et al. and the Official Committee of Unsecured Creditors* approving the terms of the Chapter 11 plan, as amended (the "Plan"), filed in the Chapter 11 Cases [Dkt. No. 6065]¹. On December 17, 2013, the effective date of the Plan occurred and, among other things, the Liquidating Trust and the ResCap Borrower Claims Trust (the "Borrower Trust") were established [Dkt. No. 6137];

The Adversary Proceeding and Related Appeal and Proceedings

WHEREAS, on November 9, 2012, Wilson by the filing of a complaint in the Chapter 11 Cases initiated an adversary proceeding, Case No. 12-01936 (MG) (the "Adversary Proceeding"), against Debtor defendants Residential Capital, LLC and Residential Funding Company, LLC (together, the "Debtor Defendants");

WHEREAS, on January 7, 2013, the Debtor Defendants filed a Motion to Dismiss the Adversary Proceeding (the "Motion to Dismiss"), including a declaration in support (Adv. Dkt. No. 4); on March 14, 2013, Wilson filed an Opposition to the Motion to Dismiss, including an objection

¹ References to "Dkt. No." refer to the docket in the Chapter 11 Cases and references to "Adv. Dkt." refer to docket entries in the Adversary Proceeding.

to the declaration (Adv. Dkt. nos. 14-17); and on March 7, 2014, the Liquidating Trust, in its capacity as successor in interest to the Debtor Defendants, filed a Reply to the Opposition (Adv. Dkt. No. 38);

WHEREAS, on May 1, 2014, the Bankruptcy Court conducted a hearing to consider the Motion to Dismiss and during the hearing directed the Liquidating Trust and Wilson to submit supplemental briefing. Following the hearing, Wilson and the Liquidating Trust filed supplemental pleadings (*see* Adv. Dkt. nos. 55, 56-1 and 60). On July 7, 2014, the Bankruptcy Court issued its Memorandum Opinion Granting Motion to Dismiss in Part With Prejudice and in Part Without Prejudice (the "Memorandum Decision") (Adv. Dkt. No. 62);

WHEREAS, prior to the hearing held to consider the Motion to Dismiss, Wilson filed a Motion to Withdraw the Reference of the Adversary Proceeding with the United States District Court for the Southern District of New York. The proceeding is captioned *Wilson v. Residential Capital, LLC et al.*, Case No. 14-cv-03068 (PGG) (S.D.N.Y.) (the "Motion to Withdraw the Reference");

WHEREAS, following the entry of the Memorandum Decision, Wilson filed a Notice of Appeal of the Memorandum Decision (Adv. Dkt. No. 63) (the "Interlocutory Appeal") and a Motion for Leave to Appeal the Memorandum Decision (the "Motion for Leave to Appeal") (Adv. Dkt. No. 64). The Liquidating Trust filed an Objection to the Motion for Leave to Appeal (Adv. Dkt. No. 68) and Wilson filed a Reply in Opposition to the Liquidating Trust's Objection (Adv. Dkt. No. 73.);

WHEREAS, the Interlocutory Appeal was docketed with the United States District Court for the Southern District of New York as *Wilson v. Residential Capital, LLC, et al. (In re Residential Capital, LLC)*, Case No. 14-MC-00329 (S.D.N.Y.) and was eventually assigned to Judge Paul G. Gardephe along with the Motion to Withdraw the Reference;

WHEREAS, on March 31, 2018, Judge Gardephe issued an Order in case nos. 14-cv-03068 and 14-MC-00329 denying the Motion to Withdraw the Reference and the Motion for Leave to Appeal (the "District Court Order");

WHEREAS, on May 7, 2018, Wilson filed in case no 14-cv-03068, a Motion to Reopen Time to File an Appeal (the "Motion to Extend Time") seeking additional time to appeal the District Court Order. To date, the Motion to Extend Time remains pending before the District Court; and

WHEREAS, the Parties and the Borrower Trust have recently participated in negotiations in an effort to resolve their pending disputes. This effort was successful and the Parties have entered into a settlement agreement that resolves all matters between the Liquidating Trust and the Borrower Trust on the one hand, and Wilson on the other.


NOW, THEREFORE, in accordance with Rule 8023 of the Federal Rules of Bankruptcy Procedure, the Parties hereby stipulate and agree as follows:

1. The Motion to Withdraw the Reference is hereby dismissed with prejudice.
2. The Interlocutory Appeal is hereby dismissed with prejudice.
3. The Motion to Extend Time is hereby withdrawn with prejudice.


4. Each of *Wilson v. Residential Capital, LLC et al.*, Case No. 14-cv-03068 (PGG) (S.D.N.Y.) and *Wilson v. Residential Capital, LLC, et al. (In re Residential Capital, LLC)*, Case No. 14-MC-00329 (PGG) (S.D.N.Y.) is hereby dismissed with prejudice.

5. The dismissals provided for herein are without costs to either Party.

Dated: August 9, 2018


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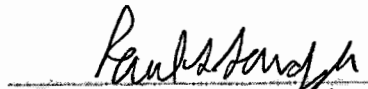
Dated: August 8, 2018


Jennifer L. Wilson
4371 School House Commons 251
Harrisburg, NC 28075

Counsel for the ResCap Liquidating Trust

It is SO ORDERED

Dated: August 10, 2018
New York, New York


Honorable Paul G. Gardephe
United States District Judge