Docket #0176 Date Filed: 5/31/2012

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

ORDER AUTHORIZING DEBTORS TO SERVE EXHIBITS IN CD-ROM FORMAT

Upon the request (the "Request")[1] of Residential Capital, LLC, and certain of its affiliates, as debtors and debtors in possession (collectively, the "Debtors") for entry of an order, authorizing the Debtors to serve exhibits, filed in these Chapter 11 cases and in any adversary proceedings commenced in connection with these Chapter 11 cases, in CD-ROM format; and it appearing that the relief requested by the Debtors is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon; and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Request is GRANTED as set forth herein.

2. Notwithstanding any requirements under the Debtors' Case Management Procedures, approved on May 23, 2012 [Docket No. 141], the Debtors are authorized, in their discretion, to serve, in connection with the filing of any pleadings in these Chapter 11 cases or proceedings before this Court, exhibits that collectively exceed two hundred (200) pages by CD-ROM format.

[1] Creditors and parties-in-interest with questions or concerns regarding the Debtors' Chapter 11 cases or the relief granted herein may refer to http://www.kccllc.net/rescap for additional information.

3. Upon request by any party required to be served with the exhibits, the Debtors are required to serve such parties with hard copies of any exhibits.

4. This Order is without prejudice to the Debtors from seeking additional procedures in connection with any plan, disclosure statement, motion, memoranda, objection, response or other documents filed in these Chapter 11 cases.

5. Notwithstanding anything herein to the contrary, this Order shall not modify or affect the terms and provisions of, nor the rights and obligations under, (a) the Board of Governors of the Federal Reserve System Consent Order, dated April 13, 2011, by and among AFI, Ally Bank, ResCap, GMAC Mortgage, LLC, the Board of Governors of the Federal Reserve System, and the Federal Deposit Insurance Corporation, (b) the consent judgment entered April 5, 2012 by the District Court for the District of Columbia, dated February 9, 2012, (c) the Order of Assessment of a Civil Money Penalty Issued Upon Consent Pursuant to the Federal Deposit Insurance Act, as amended, dated February 10, 2012, and (d) all related agreements with AFI and Ally Bank and their respective subsidiaries and affiliates.

6. Upon notice to the parties and no objection having been interposed, an affiliated debtor shall be deemed to be a "Future Debtor" upon the Court's entry of an order authorizing the joint administration of such Future Debtor's Chapter 11 case with the Chapter 11 cases of the Debtors. Upon notice to the parties and no objection having been interposed, the relief granted by this Order shall apply to the Future Debtor in these jointly-administered cases.

7. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: May 31, 2012
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge