Docket #0012 Date Filed: 3/14/2013

Telephonic Conference Date: March 15, 2013 at 9:30 a.m. (prevailing Eastern Time)

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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
RESIDENTIAL CAPITAL, LLC, et al.,	
Plaintiffs,	
v.	Adv. Case No. 13-01262 (MG)
ALLSTATE INSURANCE COMPANY, et al.,	**NOTICE OF TELEPHONIC CONFERENCE**
Defendants.	

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NOTICE OF TELEPHONIC CONFERENCE IN CONNECTION WITH THE INVESTORS' RULE 3013 MOTION AND THE DEBTORS' RELATED ADVERSARY PROCEEDING CONCERNING SUBORDINATION OF SECURITIES CLAIMS

PLEASE TAKE NOTICE that the Court will hold a telephonic conference on the record on **March 15, 2013 at 9:30 a.m. (prevailing Eastern Time)** regarding the status of: (a) the *Motion of AIG Asset Management (U.S.), LLC, the Allstate Entities, Massachusetts Mutual Life Insurance Company, and the Prudential Entities for an Order Under Bankruptcy Rule 3013 (i) Classifying RMBS Fraud Claims in the Same Class as the Securitization Trusts Claims for Purposes of any Chapter 11 Plan for the Debtors and (ii) Directing that Misrepresentation Claims Cannot Be Placed in a Plan Class That Will Be Subordinated Under Bankruptcy Code Section 510(b)* [Docket No. 2284] (the "Motion"); (b) the above-captioned Adversary Proceeding commenced by the debtors and debtors-in-possession (the "Debtors") in the above-captioned chapter 11 cases;[1] and (c) the joint status report filed in connection with the Motion and Adversary Proceeding [Docket No. 3117; Adv. Pro. Docket No. 6] (the "Joint Status Report").

PLEASE TAKE FURTHER NOTICE that electronic copies of the Motion, the papers filed in connection with the Adversary Proceeding, and the Joint Status Report may be obtained at no charge by visiting the Debtors' restructuring website at http://www.kccllc.net/rescap or for a fee via PACER at http://www.nysb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that parties wishing to participate in the aforementioned telephonic conference must immediately make arrangements with CourtCall by telephone at (888) 882-6878, subject to compliance with the CourtCall procedures attached hereto as Exhibit 1.

[1] The Debtors are listed in the Affidavit of James A. Whitlinger [Docket No. 6].

Dated: March 14, 2013
New York, New York

/s/ *Joel C. Haims*
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EXHIBIT 1

CourtCall®
Telephonic Court Appearances
Court Conference is a division of CourtCall
6383 Arizona Circle
Los Angeles, CA 90045
Telephone: (888) 882-6878
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How to Use CourtCall

Scheduling Your Telephonic Appearance

Registering and logging in online: You can schedule, continue and cancel your CourtCall Appearances online at www.courtcall.com. Available online services also include financial and firm administration tools and online account management. Note that some scheduling restrictions may apply in certain Courts.

*CourtCall online services are free and easy to use and available 24 hours a day. There is no membership or obligation to use the service once registered. Ask a representative for details or visit our website at www.courtcall.com.

Contacting us: You may also call us to place your order using the toll-free number listed above. The following information will be required when requesting a CourtCall Appearance: Name of party appearing and contact information, Court location, Judge/department, appearance date/time, case name, case number, nature of proceeding and party being represented.

Making payment: We accept Visa, Mastercard, American Express and Discover credit cards, CourtCall Debit Accounts* and business checks [personal checks are not accepted]. Once confirmed, you will receive a written confirmation of your CourtCall Telephonic Appearance.

*A CourtCall Debit Account is an easy way to track payments for CourtCall services, this pre-paid account can be managed 24 hours a day from our website. Ask a representative for details or look for the FAQ tab on our website at www.courtcall.com.

Serving your notice: Once you have received a copy of the CourtCall Request Form/Service copy; serve it as you would any other document. [Do not serve the confirmation as the dialing instructions are for your use only and are subject to change without notice.] **DO NOT FILE** the Request Form/Service Copy or Confirmation with the Court.

***Upon receipt of your documents:* Carefully review the details and instructions set out in your Request Form and Confirmation for accuracy and immediately call us if corrections are required. Without a written confirmation you are not on the CourtCall calendar. Do not wait until the appearance is about to begin as it may be too late to make corrections or changes and you may miss your hearing.**

*For information and questions about CourtCall Telephonic Appearances, call CourtCall, not the Court as these are general requirements and may vary.

IF YOU DO NOT RECEIVE CONFIRMATION WITHIN 1 HOUR OF PLACING YOUR ORDER AND MAKING PAYMENT, CALL (888) 882-6878 FOR ASSISTANCE.

Making Your Telephonic Appearance

1. **Review your confirmation** upon receipt and before your hearing for accuracy and additional procedures as specific instructions are provided within your confirmation.

2. Unless your confirmation instructs otherwise, you must **call the toll free number on your confirmation** at least 5 minutes before your scheduled hearing time. In most instances cellular and pay phones are prohibited when making the call as they may compromise the quality of the conference for ALL participants. Read the **'Mandatory Instructions For Making a CourtCall Appearance'** located on your Confirmation prior to making the call.

3. **If prompted, dial your Access Code*;** you will be advised whether you are joining the call in progress or if you are the first to call or you may be placed on "music-on-hold." Otherwise, if your CourtCall Confirmation does not list an access code with your assigned teleconference number, the check-in will be conducted by a teleconference specialist who will conduct the conference in accordance with the Court's instructions. The rules regarding cell phones and use of handsets apply to access code and operator-assisted calls.

* Access Code Calls: If you are the first person on the call be patient, even if you experience silence or are placed on "music-on-hold," as the Clerk will join the call in due course. As others join you may hear a mild "beep-beep" indicating that others are on the line. Until your case is called, refrain from speaking other than with the Clerk.

4. **After check-in wait until your case is called**. Use your speakerphone while waiting only if you are able to mute the microphone to eliminate ambient noise. You must use the handset when speaking with the Court. Identify yourself each time you speak and conduct yourself as you would if you were in the Courtroom.

5. **If the Court does not join the call within 15 minutes** after your scheduled hearing time, have a staff member call CourtCall on our toll-free Help Line at (888) 882-6878 and we will be happy to assist you. Do not leave the conference line or place the conference line on hold.

6. **If Court has commenced, DO NOT INTERRUPT**. You will have an opportunity to speak. If the call is in progress and you hear voices, wait until an opportunity to speak arises without interrupting others. The Clerk may be performing a check-in and will get to you.

7. **Once your matter is concluded**, disconnect from the line. If your hearing is canceled or continued you must notify us, prior to the time of your hearing to have your fee apply to the continued hearing date or to be eligible for a refund. Matters continued at the time of the hearing require a new fee and confirmation for the new appearance date.