Docket #0014 Date Filed: 3/15/2013

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	**Chapter 11**
RESIDENTIAL CAPITAL, LLC, et al., [1]	:	**Case No. 12-12020 (MG)**
	:	**(Jointly Administered)**
Debtors.	:	
RESIDENTIAL CAPITAL, LLC, et al	:	
Plantiffs,	:	
	:	**Adv. Case No. 13-01262 (MG)**
v.	:	
ALLSTATE INS. CO., et al.,	:	**(Jointly Administered)**
Defendants.	:	

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 March 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail on the Special Service List attached hereto as **Exhibit A** and the parties attached hereto as **Exhibit B**, and via First Class mail upon the Special Service List attached hereto as **Exhibit C**:

[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 Accredit 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)

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1. **Notice of Telephonic Conference in Connection with the Investors' Rule 3013 Motion and Related Adversary Proceeding Concerning Subordination of Securities Claims; Telephonic Conference to be Held on March 15, 2013 at 9:30 a.m. (prevailing Eastern Time)** [Adv. Docket No. 12]

Dated: March 15, 2013

Clarissa D. Cu

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 15th of March, 2013, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: _____

AIMEE M. PAREL
Commission # 1866499
Notary Public - California
Los Angeles County
My Comm. Expires Sep 27, 2013

EXHIBIT A

Exhibit A
Special Service List

NAME	NOTICE NAME	EMAIL	DESCRIPTION
Chadbourne & Parke LLP	Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman	hseife@chadbourne.com; dlemay@chadbourne.com; rgayda@chadbourne.com; mroitman@chadbourne.com	Counsel to the Examiner, Arthur J Gonzalez
Citibank NA	Attn Bobbie Theivakumaran	bobbie.theivakumaran@citi.com	Secured lender under the Mortgage Servicing Rights Facility
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	jennifer.demarco@cliffordchance.com; adam.lesman@cliffordchance.com	Counsel to Ocwen Loan Servicing LLC
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	kelvin.vargas@db.com	Indenture Trustee to Unsecured Notes / Top 50 Creditor
Fannie Mae	Attn Peter McGonigle	peter_mcgonigle@fanniemae.com	Prepetition Lender - Fannie EAF
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	kdwbankruptcydepartment@kelleydrye.com	Counsel to UMB Bank N.A. as Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
Kirkland & Ellis	Richard M Cieri	richard.cieri@kirkland.com	Counsel to the Equity Security Holders (Ally Financial and Ally Bank)
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	ray.schrock@kirkland.com; richard.cieri@kirkland.com; stephen.hessler@kirkland.com; projectrodeo@kirkland.com; William.b.Solomon@ally.com; Timothy.Devine@ally.com; john.bellaver@ally.com	Counsel to the Ally Financial Inc. & Ally Bank
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman	keckstein@kramerlevin.com; tmayer@kramerlevin.com; dmannal@kramerlevin.com; jtrachtman@kramerlevin.com; pbentley@kramerlevin.com; dmannal@kramerlevin.com; szide@kramerlevin.com	Counsel to the Official Committee of Unsecured Creditors
Kurtzman Carson Consultants	P Joe Morrow	rescapinfo@kccllc.com	Claims and Noticing Agent
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	guzzi@milbank.com	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Morrison & Foerster LLP	Attn Tammy Hamzehpour	Tammy.Hamzehpour@gmacrescap.com; diane.citron@ally.com; Jill.horner@gmacrescap.com; Colette.wahl@gmacrescap.com; Deanna.horst@gmacrescap.com; William.thompson@gmacrescap.com; William.tyson@gmacrescap.com; Eileen.oles@gmacrescap.com; Lauren.delehey@gmacrescap.com; Julie.busch@gmacrescap.com;	Residential Capital LLC
Morrison & Foerster LLP	Larren M Nashelsky, Gary S Lee & Lorenzo Marinuzzi	lnashelsky@mofo.com;glee@mofo.com; lmarinuzzi@mofo.com	Counsel to the Debtors
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	Nancy.Lord@OAG.State.NY.US; enid.stuart@OAG.State.NY.US	Office of the New York Attorney General
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	joseph.cordaro@usdoj.gov	Office of the United States Attorney for the Southern District of New York
Securities & Exchange Commission	Secretary of the Treasury	secbankruptcy@sec.gov	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	secbankruptcy@sec.gov; newyork@sec.gov; bankruptcynoticeschr@sec.gov	Securities and Exchange Commission - New York Regional Office
Skadden Arps Slate Meagher & Flom LLP	Jonathan H. Hofer	jhofer@skadden.com; nikolay.kodes@skadden.com	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Ken Ziman	ken.ziman@skadden.com	Counsel to Barclays Bank PLC
Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	sarah.ward@skadden.com	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Suzanne D T Lovett	suzanne.lovett@skadden.com	Counsel to Barclays Bank PLC
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	AskDOJ@usdoj.gov	Office of the United States Attorney General
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	joseph.cordaro@usdoj.gov	Counsel to the United State of America
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	Tracy.Davis2@usdoj.gov; Linda.Riffkin@usdoj.gov; Brian.Masumoto@usdoj.gov	Office of the United States Trustee for the Southern District of New York

EXHIBIT B

Exhibit B
Served via Electronic Mail

NAME	NOTICE NAME	EMAIL	DESCRIPTION
Alston & Bird LLP	John C Weitnauer Esq	kit.weitnauer@alston.com	Counsel to Wells Fargo Bank, N.A. in its capacity as trustee, indenture trustee or master servicer of certain RMBS trusts
Alston & Bird LLP	Martin G Bunin Esq & William Hao Esq	marty.bunin@alston.com; william.hao@alston.com	Counsel to Wells Fargo Bank, N.A. in its capacity as trustee, indenture trustee or master servicer of certain RMBS trusts
Cadwalader Wickersham & Taft LLP	Gregory M Petrick & Ingrid Bagby	gregory.petrick@cwt.com; ingrid.bagby@cwt.com	Counsel to MBIA Insurance Corporation
Cadwalader Wickersham & Taft LLP	Mark C Ellenberg Esq	mark.ellenberg@cwt.com	Counsel to MBIA Insurance Corporation
Cleary Gottlieb Steen & Hamilton LLP	Sean A O Neal and Thomas J Moloney	tmoloney@cgsh.com; soneal@cgsh.com;	Special Counsel to Wilmington Trust National Association as Indenture Trustee for Various Series of Unsecured Notes
Dechert LLP	Glenn E Siegel & Craig Druehl	glenn.siegel@dechert.com; craig.druehl@dechert.com	Counsel to Bank of New York Mellon Trust Company NA
Gibbs & Bruns, L.L.P.	Kathy D. Patrick & Robert J. Madden	kpatrick@gibbsbruns.com; rmadden@gibbsbrun.com	Counsel to the Institutional Investors
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein & Greg Horowitz	keckstein@kramerlevin.com; ghorowitz@kramerlevin.com	Counsel to the Official Committee of Unsecured Creditors
Loeb & Loeb LLP	Walter H Curchack, Vadim J Rubinstein	wcurchack@loeb.com; vrubinstein@loeb.com	Counsel to Wilmington Trust NA, as Indenture Trustee
Lowenstein Sandler PC	Andrew Behlmann	abehlmann@lowenstein.com	Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc.
Lowenstein Sandler PC	Michael S Etkin & Ira M Levee	metkin@lowenstein.com; ilevee@lowenstein.com;	Counsel to Lead Plaintiff; o The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc. o Counsel to Plaintiffs and the Putative Class
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	guzzi@milbank.com	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Morgan Lewis & Bockius LLP	James L Garrity Jr & John C. Moonchild	jgarrity@morganlewis.com; jgoodchild@morganlewis.com	Counsel to Deutsche Bank Trust Company Americas and Deutsche Bank National Trust Company, as trustees of certain mortgage backed securities trust
Morrison & Foerster LLP	Attn Tammy Hamzehpour	Tammy.Hamzehpour@gmacrescap.com	Residential Capital LLC
Morrison & Foerster LLP	Gary S Lee & Joel C Haims	glee@mofo.com; jhaims@mofo.com	Counsel to the Debtors
Proskauer Rose LLP	Irena M Goldstein & Jeffrey Chubak	igoldstein@proskauer.com; jchuback@proskauer.com	Counsel to Assured Guaranty Municipal Corp
Quinn Emanuel Urquhart & Sullivan LLP	Eric D Winston & Daniel Brockett & Jeremy D Anderson & Jennifer Barrett & Maria Ginzburg	jeremyandersen@quinnemanuel.com; ericwinston@quinnemanuel.com; jenniferbarrett@quinnemanuel.com; mariaginzburg@quinnemanuel.com; danbrockett.quinnemanuel.com	Counsel to The Prudential Insurance Companu of America, The Gibraltar Life Insurance Company, Ltd., Park Place Commerce Investments, LLC, Prudential Retirement Insurance and Annuity Company, Prudential Annuities Life Insurance Corporation, Pruco Life Insurance Company of New Jersey, Commerce Street Investments, LLC, Institutional Core Bond Fund of the Prudential Trust Company Master Commingled Investment Fund for Tax Exempt Trusts, Institutional Core Plus Bond Fund of the Prudential Trust Company Master Commingled Investment Fund for Tax Exempt Trusts, Pru Alpha Fixed Income Opportunity Master Fund I, L.P., Pruco Life Insurance Company, Prudential Annuities Life Assurance Corporation, Prudential Investment Portfolios 2, Prudential Core Short-Term Bond Fund, Prudential Total Return Bond Fund, Inc., Prudential Trust Company, as Trustee for Prudential Merged Retirement Plan, The Prudential Investment Portfolios, Inc., Asset Allocation Fund, The Prudential Life Insurance Company, Ltd., and The Prudential Series Fund, Diversified Bond Portfolio
Quinn Emanuel Urquhart & Sullivan LLP	Susheel Kirpalani & Scott C Shelley	susheelkirpalani@quinnemanuel.com; scottshelley@quinnemanuel.com	Counsel to AIG Asset Management (US) LLC
Ropes & Gray LLP	D Ross Martin Esq & Keith H Wofford Esq	Ross.martin@ropesgray.com; keith.wofford@ropesgray.com	Counsel to Ad Hoc RMBS Holder Group
Seward & Kissell LLP	Dale C Christensen Jr & Mark D Kotwick & Ronald L Cohen & Arlene Alves	christensen@sewkis.com; kotwick@sewkis.com; cohen@sewkis.com; alves@sewkis.com	Wells Fargo Bank, N.A., as collateral agent for the Prepetition Junior Secured Notes, as collateral agent for the Prepetition Ally Revolver, and as collateral control agent under the Intercreditor Agreement, dated as June 6, 2008; Counsel to Law Debenture Trust Company of New York as Separate Trustee
Seward & Kissell LLP	Ronald L Cohen Kalyan Das Mark D Kotwick Arlene R Alves & Laurie R Binder	cohen@sewkis.com;das@sewkis.com; binder@sewkis.com; kotwick@sewkis.com; alves@sewkis.com	Counsel to US Bank National Association as Securitization Trustee; Counsel to US Bank as Master Servicer; & Counsel to US Bank NA as Trustee of Certain Mortgage Backed Securities Trusts
US Trustee for the Southern District of NY	Brian S. Masumoto	Brian.Masumoto@usdoj.gov	Office of the United States Trustee for the Southern District of New York
White & Case LLP	J Christopher Shore & Harrison L Denman	cshore@whitecase.com; hdenman@whitecase.com	Counsel to Wells Fargo as collateral agent for the Prepetition Junior Secured Notes; Co-Counsel to the Ad Hoc Group of Junior Secured Noteholders
Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	gbush@zuckerman.com; ncohen@zuckerman.com; lneish@zuckerman.com	Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union

EXHIBIT C

Exhibit C

Special Service List

Served via First Class Mail

NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP
Brown Rudnick LLP	May Orenstein	Seven Times Square		New York	NY	10036
Chadbourne & Parke LLP	Howard Seife, David M LeMay, Robert J Gayda & Marc B Roitman	30 Rockefeller Plaza		New York	NY	10112
Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl		New York	NY	10013
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	31 West 52nd St		New York	NY	10019
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave		Summit	NJ	07901
Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300		Philadelphia	PA	19103
Gibbs & Bruns LLP	ROBERT J. MADDEN	1100 LOUISIANA	SUITE 5300	Houston	TX	77002
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave		New York	NY	10178
Kirkland & Ellis	Richard M Cieri	601 Lexington Ave		New York	NY	10022
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave		New York	NY	10022-4611
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer, Doug H Mannal & Jeffrey Trachtman	1177 Avenue of the Americas		New York	NY	10036
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	1 Chase Manhattan Plaza		New York	NY	10005
Morrison & Foerster LLP	Larren M Nashelsky, Gary S Lee & Lorenzo Marinuzzi	1290 Avenue of the Americas		New York	NY	10104
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol		Albany	NY	12224-0341
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007
Ropes & Gray LLP	KEITH WOFFORD & D ROSS MARTIN	1211 AVENUE OF THE AMERICAS		NEW YORK	NY	10036-8704
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022
Skadden Arps Slate Meagher & Flom LLP	Jonathan H. Hofer & Sarah M. Ward	Four Times Square		New York	NY	10036
Skadden Arps Slate Meagher & Flom LLP	Ken Ziman & Suzanne D T Lovett	Four Times Square		New York	NY	10036
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW		Washington	DC	20530-0001
United States Attorney's Office for the SDNY Civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl		New York	NY	10007
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004
Wells Fargo Bank NA	Attn Corporate Trust Services GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98		Columbia	MD	21046