Docket #0019 Date Filed: 3/27/2013

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Conflicts Counsel to 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
RESIDENTIAL CAPITAL, LLC, et al.,	
Plaintiffs,	
v.	Adv. Case No. 13-01262 (MG)
ALLSTATE INSURANCE COMPANY, et al.,	
Defendants.	

NOTICE OF APPEARANCE AND DEMAND FOR NOTICES AND SERVICE OF PAPERS

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PLEASE TAKE NOTICE that the undersigned hereby enters its appearance as proposed conflicts counsel to Residential Capital, LLC and certain of its direct and indirect subsidiaries (the "Debtors") and proposed counsel to the Debtors with respect to the above-captioned adversary proceeding (the "Adversary Proceeding"), and pursuant to, *inter alia,* Rules 9007 and 9010 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Title 11 of the United States Code, as amended (the "Bankruptcy Code") requests that all notices given and all papers served or required to be served in the Adversary Proceeding be given to and served upon:

1. Theresa A. Foudy, Esq.
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- and -

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PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only notices and papers referred to in the Bankruptcy Code or Bankruptcy Rules, but also includes, without limitation, orders and notices of any applications, motions, orders, demands, hearings, requests or petitions, answering or reply papers, memoranda and briefs in support of any of the foregoing, and any other document brought before this Court with respect to the

Adversary Proceeding, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, hand delivery, telephone, facsimile, telex, e-mail or otherwise.

PLEASE TAKE FURTHER NOTICE that the Debtors do not intend that this Notice of Appearance and Demand for Notices and Service of Papers, or any later appearance or pleading, be deemed or construed to be a waiver of the Debtors' rights, claims, actions or defenses to which it is or may be entitled, in law or in equity, all of which rights, claims, actions, or defenses the Debtors expressly reserve.

PLEASE TAKE FURTHER NOTICE that this Notice of Appearance and Demand for Notices and Service of Papers shall not be construed as an appointment of Theresa A. Foudy and Maryann Gallagher or Curtis, Mallet-Prevost, Colt & Mosle LLP as authorized agents of the Debtors, either expressly or impliedly, for purposes of receiving service of process pursuant to Rule 7004 of the Bankruptcy Rule or Rule 4 of the Federal Rules of Civil Procedure.

Dated: March 27, 2013
New York, New York

CURTIS, MALLET-PREVOST,
COLT & MOSLE LLP

By: /s/ Theresa A. Foudy

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Debtors in Possession