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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	)
	)
RESIDENTIAL CAPITAL, LLC, et al.,	)
	)
Debtors.	) Case No. 12-12020 (MG)
	)
	) Chapter 11
RESIDENTIAL CAPITAL, LLC; DITECH, LLC; DOA HOLDING PROPERTIES, LLC; DOA PROPERTIES IX (LOTS-OTHER), LLC; EPRE LLC; EQUITY INVESTMENTS I, LLC; ETS OF VIRGINIA, INC.; ETS OF WASHINGTON, INC.; EXECUTIVE TRUSTEE SERVICES LLC; GMAC – RFC HOLDING COMPANY, LLC; GMAC MODEL HOME FINANCE I, LLC; GMAC MORTGAGE USA CORPORATION; GMAC MORTGAGE, LLC; GMAC RESIDENTIAL HOLDING COMPANY, LLC;	) Jointly Administered)))))))))) Adv. Case No. 13-01262 (MG))))

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GMAC RH SETTLEMENT SERVICE, LLC; GMACM BORROWER LLC; GMACM REO LLC; GMACR MORTGAGE PRODUCTS, LLC; HFN REO SUB II, LLC; HOME CONNECTS LENDING SERVICES, LLC; HOMECOMINGS FINANCIAL REAL ESTATE HOLDINGS, LLC; HOMECOMINGS FINANCIAL, LLC; LADUE ASSOCIATES, INC.; PASSIVE ASSET TRANSACTIONS, LLC; PATI A, LLC; PATI B, LLC; PATI REAL ESTATE HOLDINGS, LLC; RAHI A, LLC; RAHI B, LLC; RAHI REAL ESTATE HOLDINGS, LLC; RCSFJV2004, LLC; RESIDENTIAL ACCREDIT LOANS, INC.; RESIDENTIAL ASSET MORTGAGE PRODUCTS, INC.; RESIDENTIAL ASSET SECURITIES CORPORATION; RESIDENTIAL CONSUMER SERVICES OF ALABAMA, LLC; RESIDENTIAL CONSUMER SERVICES OF OHIO, LLC; RESIDENTIAL CONSUMER SERVICES OF TEXAS, LLC; RESIDENTIAL CONSUMER SERVICES, LLC; RESIDENTIAL FUNDING COMPANY, LLC; RESIDENTIAL FUNDING MORTGAGE EXCHANGE, LLC; RESIDENTIAL FUNDING MORTGAGE SECURITIES I, INC.; RESIDENTIAL FUNDING MORTGAGE SECURITIES II, INC.; RESIDENTIAL FUNDING REAL ESTATE HOLDINGS, LLC; RESIDENTIAL MORTGAGE REAL ESTATE HOLDINGS, LLC; RFC – GSAP SERVICER ADVANCE, LLC; RFC ASSET HOLDINGS II, LLC; RFC ASSET MANAGEMENT, LLC; RFC BORROWER LLC; RFC CONSTRUCTION FUNDING, LLC; RFC REO LLC; and RFC SFJV- 2002, LLC,

Plaintiffs,

v.

ALLSTATE INSURANCE COMPANY; ALLSTATE LIFE INSURANCE CO.; ALLSTATE NEW JERSEY INSURANCE CO.; AIG ASSET MANAGEMENT (U.S.), LLC;

AMERICAN HERITAGE LIFE INSURANCE CO.; FIRST COLONIAL INSURANCE CO.; KENNETT CAPITAL, INC.; AIG SECURITIES LENDING CORPORATION; AMERICAN INTERNATIONAL GROUP RETIREMENT PLAN; AMERICAN INTERNATIONAL GROUP, INC.; FIRST SUNAMERICA LIFE INSURANCE COMPANY; LEXINGTON INSURANCE COMPANY; SUNAMERICA ANNUITY AND LIFE ASSURANCE COMPANY; SUNAMERICA LIFE INSURANCE COMPANY; THE UNITED STATES LIFE INSURANCE COMPANY IN THE CITY OF NEW YORK; WESTERN NATIONAL LIFE INSURANCE COMPANY; MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY; COMMERCE STREET INVESTMENTS, LLC; PARK PLACE COMMERCE INVESTMENTS, LLC; PRU ALPHA FIXED INCOME OPPORTUNITY MASTER FUND I, L.P; PRUCO LIFE INSURANCE COMPANY; PRUCO LIFE INSURANCE COMPANY OF NEW JERSEY; PRUDENTIAL ANNUITIES LIFE ASSURANCE CORPORATION; PRUDENTIAL INVESTMENT PORTFOLIOS 2; PRUDENTIAL RETIREMENT INSURANCE & ANNUITIES COMPANY; PRUDENTIAL TOTAL RETURN BOND FUND, INC.; PRUDENTIAL TRUST COMPANY; THE GIBRALTAR LIFE INSURANCE COMPANY, LTD.; THE PRUDENTIAL INSURANCE COMPANY OF AMERICA; THE PRUDENTIAL SERIES FUND, DIVERSIFIED BOND PORTFOLIO; AND NATIONAL CREDIT UNION ADMINISTRATION BOARD AS LIQUIDATING AGENT FOR WESTERN CORPORATE FEDERAL CREDIT UNION AND U.S. CENTRAL FEDERAL CREDIT UNION,

Defendants.

MOTION OF THE NATIONAL CREDIT UNION ADMINISTRATION BOARD AS LIQUIDATING AGENT FOR WESTERN CORP. FEDERAL CREDIT UNION AND U.S. CENTRAL FEDERAL CREDIT UNION FOR SUMMARY JUDGMENT

The National Credit Union Administration Board as Liquidating Agent for Western Corp. Federal Credit Union and U.S. Central Federal Credit Union ("NCUAB") by and and through its undersigned counsel, hereby files this Motion seeking Summary Judgment dismissing all counts asserted by the Debtors in their Complaint filed February 19, 2013.

NCUAB hereby adopts the reasoning and arguments set forth in the Motion of AIG Asset Management (US), LLC, the Allstate Entities, Massachusetts Mutual Life Insurance Company, and the Prudential Entities for Summary Judgment, as if fully set forth herein.

Wherefore, NCUAB respectfully requests that the Court enter an Order granting Summary Judgment in favor of NCUAB.

Dated: April 2, 2013
New York, NY

ZUCKERMAN SPAEDER LLP

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