Docket #0034 Date Filed: 4/26/2013

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*Counsel for Defendant Balboa Insurance Company*

**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 |
| AMERICAN RESIDENTIAL EQUITIES, LLC, in its own individual capacity and in its capacity as Trustee under that certain American Residential Equities, LLC Master Trust Agreement dated August 8, 2005, | Adv. Case No. 12- 01934 (MG) |
| Plaintiff, | |
| v. | |
| GMAC MORTGAGE, LLC, as successor by merger to GMAC Mortgage Company, and BALBOA INSURANCE COMPANY, | |
| Defendants. | |

**CERTIFICATE OF SERVICE**

12120201304260000000000013

I, Ross E. Morrison, depose and say that I am Counsel at BuckleySandler LLP. On April 26, 2013, I caused the following documents to be served via Electronic Mail on the General Service List recipients attached hereto as **Exhibit A**; via United States Mail upon the Special Service List and the General Service List recipients attached hereto as **Exhibit B**; and via both Electronic Mail and United States Mail upon the Special Service List attached hereto as **Exhibit C**:

- Defendant Balboa Insurance Company's Motion to Dismiss the First Amended Adversary Complaint and Memorandum of Law in Support of that Motion.

Dated: April 26, 2013
New York, New York

Respectfully submitted,

**BuckleySandler LLP**
*Counsel for Defendant Balboa Insurance Company*

By: /s/ Ross E. Morrison

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# EXHIBIT A

Residential Capital, LLC, et al.,
Case No. 12-12020 (MG)
General Service List - E-mail Only
EXHIBIT A

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# EXHIBIT B

Residential Capital, LLC, et al.,
Case No. 12-12020 (MG)
General and Special Service List - U.S. Mail Only
EXHIBIT B

| NAME | NOTICE NAME | ADDRESS1 | ADDRESS2 | CITY | ST | ZIP | COUNTRY | PHONE | FAX | EMAIL | DESCRIPTION |
|---|---|---|---|---|---|---|---|---|---|---|---|
| AIG Asset Management US LLC | Attn Russell Lipman | 80 Pine St | | New York | NY | 10038 | | 212-770-0948 | 212-770-8528 | | Member of Official Committee of Unsecured Creditors |
| Allstate Life Insurance Company | Attn Peter A McElvain | 3075 Sanders Rd Ste G5A | | Northbrook | IL | 60062 | | 847-402-1477 | 847-402-6639 | | Member of Official Committee of Unsecured Creditors |
| Attorney General of the State of New York, Eric T Schneiderman | Victoria L Safran | Nassau Regional Office | 200 Old Country Rd Ste 240 | Mineola | NY | 11501 | | 516-248-3302 | | | Counsel to the People of the State of New York, Eric T Schneiderman |
| David P Stich Esq | | 521 Fifth Ave 17th Fl | | New York | NY | 10175 | | 646-554-4421 | | | Counsel to NYCTL 2011-A Trust |
| Fedelina Roybal-DeAguero 2008 Trust | | 42265 Little Lake Rd | | Medocino | CA | 94560 | | 925-478-8513 | | | Counsel to Fedelina Roybal-DeAguero 2008 Trust |
| Financial Guaranty Insurance Company | Attn John Dubel | 125 Park Ave | | New York | NY | 10017 | | 212-312-3399 | | | Member of Official Committee of Unsecured Creditors |
| IBM Corporation | Attn Shawn Konig | 1360 Rene Levesque W Ste 400 | | Montreal | QC | H3G 2W6 | Canada | 514-964-0544 | 845-491-5032 | | Counsel to IBM Corporation |
| Internal Revenue Service | Centralized Insolvency Operation | PO Box 7346 | | Philadelphia | PA | 19101-7346 | | 800-973-0424 | 855-235-6787 | | Internal Revenue Service |
| Internal Revenue Service | Centralized Insolvency Operation | 2970 Market St | | Philadelphia | PA | 19104 | | | 855-235-6787 | | Internal Revenue Service |
| Internal Revenue Service | Insolvency Section | 31 Hopkins Plz Rm 1150 | | Baltimore | MD | 21201 | | 800-913-9358 | | | Internal Revenue Service |
| Law Offices of Christopher Green | Christopher E. Green | Two Union Square Suite 4285 | 601 Union Street | Seattle | WA | 98101 | | 206-686-4558 | 206-686-2558 | | Counsel to Interested Party, Mary Perkins White |
| M&TCC | | 1 M&T Plaza, 7th Floor | | Buffalo | NY | 14203 | | | | | Securitization Trustee |
| MBIA Insurance Corporation | Attn Mitchell Sonkin | 113 King St | | Armonk | NY | 10504 | | 914-765-3640 | 914-765-3646 | | Member of Official Committee of Unsecured Creditors |
| Rowen L Drenne as Representative for the Plaintiffs Brian Kessler et al | | 3725 N Indiana | | Kansas City | MO | 64117 | | 816-726-4615 | 816-523-3530 | | Member of Official Committee of Unsecured Creditors |
| Secretary of State | | 123 William St | | New York | NY | 10038-3804 | | 212-417-5800 | 212-417-2383 | | Secretary of the State |
| Secretary of State, Division of Corporations | 99 Washington Ave Ste 600 | One Commerce Plz | | Albany | NY | 12231-0001 | | 518-473-2492 | 518-474-1418 | | Secretary of the State - Division of Corporations |
| 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 | | 212-510-0500 | 212-668-2255 | 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 |
| Wells Fargo Bank NA | Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust | PO Box 98 | | Columbia | MD | 21046 | | | | | GMEN Indenture Trustee at Corporate Trust Office |
| Wilmington Trust NA | Julie J Becker Vice President | 50 South Sixth St Ste 1290 | | Minneapolis | MN | 55402-1544 | | 612-217-5628 | 612-217-5651 | | Member of Official Committee of Unsecured Creditors |

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# EXHIBIT C

Residential Capital, LLC, et al.,
Case No. 12-12020 (MG)
Special Service List - E-mail and U.S. Mail
EXHIBIT C

| NAME | NOTICE NAME | ADDRESS1 | ADDRESS2 | CITY | ST | ZIP | COUNTRY | PHONE | FAX | EMAIL | DESCRIPTION |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Chadbourne & Parke LLP | Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman | 30 Rockefeller Plaza | | New York | NY | 10112 | | 212-408-5100 | 212-541-5369 | hseife@chadbourne.com; dlemay@chadbourne.com; rgayda@chadbourne.com; mroitman@chadbourne.com | Counsel to the Examiner, Arthur J Gonzalez |
| Citibank NA | Attn Bobbie Theivakumaran | 390 Greenwich St 6th Fl | | New York | NY | 10013 | | 212-723-6753 | 646-291-3799 | bobbie.theivakumaran@citi.com | Secured lender under the Mortgage Servicing Rights Facility |
| Clifford Chance US LLP | Jennifer C DeMarco & Adam Lesman | 31 West 52nd St | | New York | NY | 10019 | | 212-878-8000 | 212-878-8375 | jennifer.demarco@cliffordchance.com; adam.lesman@cliffordchance.com | Counsel to Ocwen Loan Servicing LLC |
| Deutsche Bank Trust Company Americas | c/o Kelvin Vargas | 100 Plaza 1 | | Jersey City | NJ | 07311 | | 201-593-2456 | | kelvin.vargas@db.com | Indenture Trustee to Unsecured Notes / Top 50 Creditor |
| Fannie Mae | Attn Peter McGonigle | 1835 Market St Ste 2300 | | Philadelphia | PA | 19103 | | 215-575-1578 | 240-699-2178 | peter_mcgonigle@fanniemae.com | Prepetition Lender - Fannie EAF |
| Kelley Drye & Warren LLP | James S Carr & Eric R Wilson | 101 Park Ave | | New York | NY | 10178 | | 212-808-7800 | 212-808-7987 | 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 | 601 Lexington Ave | | New York | NY | 10022 | | 212-446-4770 | 212-446-4900 | 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 | 601 Lexington Ave | | New York | NY | 10022-4611 | | 212-446-4800 | 212-446-4900 | 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 | 1177 Avenue of the Americas | | New York | NY | 10036 | | 212-715-9100 | 212-715-8000 | 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 | 2335 Alaska Ave | | El Segundo | CA | 90245 | | | | rescapinfo@kccllc.com | Claims and Noticing Agent |
| Milbank, Tweed, Hadley & McCloy LLP | Gerard Uzzi | 1 Chase Manhattan Plaza | | New York | NY | 10005 | | 212-530-5670 | 212-822-5670 | guzzi@milbank.com | Co-Counsel to Ad Hoc Group of Junior Secured Noteholders |
| Morrison & Foerster LLP | Attn Tammy Hamzehpour | 1290 Avenue of the Americas | | New York | NY | 10104 | | | | Tammy.Hamzehpour@gmacrescap.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 & Kayvan B Sadeghi | 1290 Avenue of the Americas | | New York | NY | 10104 | | 212-468-8000 | 212-468-7900 | lnashelsky@mofo.com; glee@mofo.com; lmarinuzzi@mofo.com; Ksadeghi@mofo.com | Counsel to the Debtors |
| Office of the NY State Attorney General | Nancy Lord & Enid M Stuart | The Capitol | | Albany | NY | 12224-0341 | | 518-474-5481 | | 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 | One St Andrews Plaza | | New York | NY | 10007 | | 212-637-2200 | 212-637-2685; 914-993-1980; 212-637-2745 | joseph.cordaro@usdoj.gov | Office of the United States Attorney for the Southern District of New York |
| Securities & Exchange Commission | Secretary of the Treasury | 100 F St NE | | Washington | DC | 20549 | | 202-942-8088 | 202-772-9317; 202-772-9318 | secbankruptcy@sec.gov | Securities and Exchange Commission - Headquarters |
| Securities & Exchange Commission NY Regional Office | George S Canellos Regional Director | 3 World Financial Center Ste 400 | | New York | NY | 10281-1022 | | 212-336-1100 | 212-336-1320 | 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 & Sarah M Ward | Four Times Square | | New York | NY | 10036 | | 212-735-3849 | 917-777-3849 | jhofer@skadden.com; nikolay.kodes@skadden.com; 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 | Ken Ziman & Suzanne D T Lovett | Four Times Square | | New York | NY | 10036 | | 212-735-3000 | 917-777-3310 | ken.ziman@skadden.com; suzanne.lovett@skadden.com | Counsel to Barclays Bank PLC |
| U.S. Department of Justice | US Attorney General, Eric H. Holder, Jr. | 950 Pennsylvania Ave NW | | Washington | DC | 20530-0001 | | 202-514-2063 | 202-307-6777 | 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 | 86 Chambers St 3rd Fl | | New York | NY | 10007 | | | | joseph.cordaro@usdoj.gov | Counsel to the United State of America |

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