Docket #0178 Date Filed: 10/28/2013

WHITE & CASE LLP
1155 Avenue of the Americas
New York, New York 10036-2787
Telephone: (212) 819-8200
Facsimile: (212) 354-8113
J. Christopher Shore
Dwight Healy
Douglas Baumstein
Julia Winters

and

MILBANK, TWEED, HADLEY & MCCLOY LLP
1 Chase Manhattan Plaza
New York, New York 10005
Telephone: (212) 530-5000
Facsimile: (212) 530-5219
Gerard Uzzi
Dennis O'Donnell

Attorneys for the Ad Hoc Group

AKIN GUMP STRAUSS HAUER & FELD LLP
One Bryant Park
Bank of America Tower
New York, NY 10036-6745
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Daniel H. Golden
David Zensky
Deborah J. Newman

Attorneys for UMB Bank, N.A.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
RESIDENTIAL CAPITAL, LLC, et al.,	Case No. 12-12020 (MG)
Debtors.	(Jointly Administered)
RESIDENTIAL CAPITAL, LLC, et al.,	
Plaintiffs,	
v.	
UMB BANK, N.A., IN ITS CAPACITY AS INDENTURE TRUSTEE FOR THE 9.625% JUNIOR SECURED GUARANTEED NOTES DUE 2015 ISSUED BY DEBTOR RESIDENTIAL CAPITAL, LLC, et al.,	Adv. Case No. 13-01343 (MG)
Defendants.	

1212020131029000000000014

OFFICIAL COMMITTEE OF UNSECURED CREDITORS, on behalf of the estates of the Debtors, Plaintiffs, v. UMB BANK, N.A., IN ITS CAPACITY AS INDENTURE TRUSTEE FOR THE 9.625% JUNIOR SECURED GUARANTEED NOTES DUE 2015 ISSUED BY DEBTOR RESIDENTIAL CAPITAL, LLC, et al., Defendants.	)	Adv. Pro. No. 13-01277 (MG)

AFFIDAVIT OF SERVICE

I, Hannah E. Lee, depose and say that:

1. I am a legal assistant employed by White & Case LLP at 1155 Avenue of the Americas, New York, New York, 10036. I am over the age of twenty-one years and not a party to the above-captioned proceeding.

2. On October 23, 2013, I caused the following documents to be served via Electronic Mail on the Special Service List attached hereto as **Exhibit A** and the parties on the service list attached hereto as **Exhibit B** and via First Class Mail upon the parties on the Special Service List attached hereto as **Exhibit C** and via overnight mail to the parties on the service list attached hereto as **Exhibit D**:

    - Stipulation [Docket No. 168 in Case No. 13-01277 & Docket No. 117 in Case No. 13-01343]

Hannah E. Lee

STATE OF NEW YORK
s.s:
COUNTY OF NEW YORK

Sworn to before me this 28th day of October, 2013

RITA M. MASINO
Notary Public, State of New York
No. 01MA6277616
Qualified in New York County
Commission Expires March 11, 2017

EXHIBIT A

SPECIAL SERVICE LIST

SERVED VIA ELECTRONIC MAIL

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
Cleary Gottlieb Steen & Hamilton LLP	Sean A O Neal and Thomas J Moloney	maofiling@cgsh.com; tmoloney@cgsh.com; soneal@cgsh.com;	Special Counsel to Wilmington Trust National Association as Indenture Trustee for Various Series of Unsecured Notes
Clifford Chance US LLP	Jennifer C DeMarco & Adam Lesman	jennifer.demarco@cliffordchance.com; adam.lesman@cliffordchance.com	Counsel to Ocwen Loan Servicing LLC
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
Loeb & Loeb LLP	Walter H Curchack, Vadim J Rubinstein & Debra W Minoff	wcurchack@loeb.com; vrubinstein@loeb.com; dminoff@loeb.com	Counsel to Wilmington Trust NA, as Indenture Trustee
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; 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; Patty.Zellmann@ally.com	Residential Capital LLC
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	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
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	Joseph Cordaro	joseph.cordaro@usdoj.gov	Counsel to the United States 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

SERVICE LIST

SERVED VIA ELECTRONIC MAIL

NAME	NOTICE NAME	EMAIL	DESCRIPTION
Akin Gump Strauss Hauer & Feld LLP	Daniel Golden & David M Zensky & Abid Qureshi & Brian Carney	dgolden@akingump.com; dzensky@akingump.com; aqureshi@akingump.com; bcarney@akingump.com	Special Counsel to UMB Bank, N.A. as successor indenture trustee under that certain Indenture, dated as of June 6, 2008
Pachulski Stang Ziehl & Jones LLP	Robert J Feinstein & John A Morris & Jason H Rosell	rfeinstein@pszjlaw.com; jmorris@pszjlaw.com; jrosell@pszjlaw.com	Co-counsel to the Official Committee of Unsecured Creditors
Reed Smith LLP	Eric A Schaffer & David M Schlecker	eschaffer@reedsmith.com; dschlecker@reedsmith.com	Attorneys for Wells Fargo Bank, N.A.

EXHIBIT C
SPECIAL SERVICE LIST
SERVED VIA FIRST CLASS MAIL

Chadbourne & Parke LLP
Attn Howard Seife & David M LeMay &
Robert J Gayda & Marc B Roitman
30 Rockefeller Plaza
New York, NY 10112

The Bank of New York Mellon
Asset-Backed Securities Group
101 Barclay St 4W
New York, NY 10286

Internal Revenue Service
Insolvency Section
31 Hopkins Plz Rm 1150
Baltimore, MD 21201

Kirkland & Ellis LLP
Attn Ray C Schrock & Stephen E Hessler
601 Lexington Ave
New York, NY 10022-4611

Milbank, Tweed, Hadley & McCloy LLP
Gerard Uzzi
1 Chase Manhattan Plaza
New York, NY 10005

Clifford Chance US LLP
Attn: Jennifer C. DeMarco and Adam
Lesman
31 West 52nd Street
New York, NY 10019

Securities & Exchange Commission
Secretary of the Treasury
100 F St NE
Washington, DC 20549

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

Citibank NA
Attn Bobbie Theivakumaran
390 Greenwich St 6th Fl
New York, NY 10013

Internal Revenue Service
Centralized Insolvency Operation
PO Box 7346
Philadelphia, PA 19101-7346

Kelley Drye & Warren LLP
James S Carr & Eric R Wilson
101 Park Ave
New York, NY 10178

Kramer Levin Naftallis & Frankel LLP
Kenneth H Eckstein, Thomas Moers
Mayer & Douglas H Mannal
1177 Avenue of the Americas
New York, NY 10036

Cleary Gottlieb Steen & Hamilton
Attn: Sean O' Neal & Thomas Moloney
One Liberty Plaza
New York, NY 10006

Office of the NY State Attorney General
Nancy Lord & Enid M Stuart
The Capitol
Albany, NY 12224-0341

Securities & Exchange Commission NY Regional Office
George S Canellos Regional Director
3 World Financial Center Ste 400
New York, NY 10281-1022

Wells Fargo Bank NA
Attn Corporate Trust Services - GMACM
Home Equity Notes 2004 Variable
Funding Trust
PO Box 98
Columbia, MD 21046

Internal Revenue Service
Centralized Insolvency Operation
2970 Market St
Philadelphia, PA 19104

Kirkland & Ellis
Richard M Cieri
601 Lexington Ave
New York, NY 10022

U.S. Department of Justice
US Attorney General, Eric H. Holder, Jr.
950 Pennsylvania Ave NW
Washington, DC 20530-0001

Loeb & Loeb LLP
Walter Curchack, Vadim Rubinstein &
Debra Minoff
345 Park Avenue
New York, NY 10154

Office of the US Attorney for the Southern District of NY
United States Attorney Preet Bharara
One St Andrews Plaza
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

EXHIBIT D
SERVICE LIST
SERVED VIA FIRST CLASS MAIL

Kurtzman Carson Consultants
Alison M. Tearnen Schepper
2335 Alaska Ave
El Segundo, CA 90245

Curtis Mallet Prevost Colt Mosle
Steven Reisman & Michael Moscato
101 Park Avenue
New York, NY 10178

Reed Smith LLP
Eric Schaffer & David Schlecker
599 Lexington Avenue, 22nd Floor
New York, NY 10022