Docket #0153 Date Filed: 11/12/2013

Hearing Date: November 19, 2013 9:00 a.m.
Objection Deadline: November 15, 2013 4:00 p.m.

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- and -

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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

AMENDED NOTICE OF MOTION IN LIMINE OF NOTES TRUSTEE AND AD HOC COMMITTEE TO EXCLUDE TESTIMONY REGARDING REBUTTAL EXPERT REPORT OF GINA GUTZEIT

PLEASE TAKE NOTICE that UMB Bank, N.A., as successor Notes Trustee (in such capacity, the "Notes Trustee") under that certain Indenture dated as of June 6, 2008 for 9.625% Junior Secured Guaranteed Notes due 2015 of Residential Capital, LLC and the Ad Hoc

Committee of Junior Secured Noteholders (the "Ad Hoc Committee," and together with the Notes Trustee, the "JSNs"), by and through their undersigned counsel, will move before the United States Bankruptcy Court for the Southern District of New York, at the United States Bankruptcy Court, One Bowling Green, New York, NY 10004, at a date and time to be set by the Court, for an order granting the JSNs' Motion in Limine to Exclude Testimony Regarding the Rebuttal Expert Report of Gina Gutzeit (the "Motion").

PLEASE TAKE FURTHER NOTICE that any opposition to the relief sought herein must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court, be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **November 15, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon (a) counsel for the JSNs, White & Case LLP, 1155 Avenue of the Americas, New York, NY 10036 (Attention: J. Christopher Shore and Harrison L. Denman) and Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, NY 10005 (Attention: Gerard Uzzi, David S. Cohen, Daniel M. Perry, and Atara Miller); (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attention: US Attorney General, Eric H. Holder, Jr.); and (d) Office of the New York State Attorney General, The Capitol, Albany, NY 10007 (Attention: Joseph N. Cordaro, Esq.).

PLEASE TAKE FURTHER NOTICE that if you do not timely file and serve a written objection to the relief requested in the Motion, the Bankruptcy Court may deem any opposition waived, treat the Motion as conceded, and enter an order granting the relief requested in the Motion without further notice or hearing.

Dated: November 12, 2013
New York, New York

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By: /s/ *Gerard Uzzi*
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