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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

THE FGIC TRUSTEES' EXHIBIT LIST

Pursuant to the Scheduling Order, dated July 8, 2013 [Docket No. 4168], governing the

Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 For Approval Of The Settlement Agreement

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Among The Debtors, FGIC, The FGIC Trustees And Certain Individual Investors, [Docket No. 3929] (the "FGIC 9019 Motion"), The Bank of New York Mellon, The Bank of New York Mellon Trust Company, N.A., U.S. Bank and Wells Fargo (collectively, the "FGIC Trustees"), hereby identify the following exhibits that they may introduce into evidence at the hearing in connection with the FGIC 9019 Motion:

Ex. No.	Date	Bates Range or ECF No.	Dep. Ex. No.	Description	Admitted	Withdrawn
101	7/31/2013			Declaration of Robert H. Major with Exhibits		
102	7/31/2013			Declaration of Mamta K. Scott with Exhibits		
103	7/31/2013			Declaration of Mary L. Sohlberg with Exhibits		
104	7/31/2013			Declaration of S.P. Kothari, Ph.D. with Exhibits		
105	7/19/2013			Expert Report of S.P. Kothari, Ph.D.		
106				Exhibit 1 to Expert Report of S.P. Kothari, Ph.D. - Curriculum Vitae of S.P. Kothari		
107				Exhibit 2 to Expert Report of S.P. Kothari, Ph.D. - Documents and Sources Considered		
108				Exhibit 3 to Expert Report of S.P. Kothari, Ph.D. - Ibbotson Cost of Capital Yearbook (2013 ed.), SIC 635		
109	7/31/2013			Declaration of Allen Pfeiffer with Exhibits		
110	7/19/2013			Expert Report of Allen Pfeiffer		
111				Attachment I to Expert Report of Allen Pfeiffer - Curriculum Vitae of Allen M. Pfeiffer		
112				Attachment II to Expert Report of Allen Pfeiffer - Documents and Sources Considered		
113				Attachment III to Expert Report of Allen Pfeiffer - FGIC Commutation Proposal Discussion Materials: Dated May 15, 2013		
114	12/1/2005	RC_FGIC9019_00031378-RC_FGIC9019_00031527		RAMP 2005-EFC7 Pooling and Servicing Agreement		
115	3/29/2005	RC_FGIC9019_00009586-RC_FGIC9019_00009658		GMACM 2005-HE1 Indenture		
116	6/29/2006	RC_FGIC9019_00002753-RC_FGIC9019_00002831		GMACM 2006-HE2 Indenture		
117	3/30/2007	RC_FGIC9019_00009274-RC_FGIC9019_00009374		RFMSII 2007-HI1 Indenture		
118	7/1/2004	RC_FGIC9019_00018121-RC_FGIC9019_00018269		RASC 2004-KS7 Pooling and Servicing Agreement		
119	5/8/2013	BNYM-MS 0000079 - BNYM-MS 0000088	Major 4	Email from Glenn Siegel to Robert H. Major regarding "FW: ResCap/FGIC Proposal (D&P Summary)"		
120	5/8/2013	USB-MS 00068 - USB-MS 00078	Scott 4	Email from Arlene Alves to Mamta Scott, Laura Moran, James Byrnes, Mark Kotwick and Andrew Silberstein regarding "FW: ResCap/FGIC Proposal (D&P Summary) (Confidential)"		
121		WFB-MS000001 - WFB-MS000008	Sohlberg 5	Draft ResCap/FGIC Proposal with handwritten Notes		

Ex. No.	Date	Bates Range or ECF No.	Dep. Ex. No.	Description	Admitted	Withdrawn
122	5/10/2013	WFB-MS000009 - WFB-MS000018	Sohlberg 4	Email from Michael Johnson to Mary Sohlberg and Kit Weitnauer regarding "FW: ResCap/FGIC Proposal (D&P Summary)"		
123	5/15/2013	TR-MS000001- TR-MS000009	Sohlberg 6	FGIC Commutation Proposal Discussion Materials Prepared by Duff & Phelps		
124				CD Containing Relevant Transaction Documents		
125	12/12/2012			Affidavit of Michael W. Miller in Further Support of Approval of the First Amended Plan of Rehabilitation in the Matter of Rehabilitation of Financial Guaranty Insurance Company		
126	12/26/2012	ECF No. 2519		Order Appointing Mediator		
127	5/23/2013	ECF No. 3814		Debtors' Motion for an Order Under Bankruptcy Code Sections 105(a) and 363(b) Authorizing the Debtors to Enter Into and Perform Under a Plan Support Agreement with Ally Financial Inc., the Creditors Committee and Certain Consenting Claimants (with Exhibits)		
128	5/24/2013			Time Sensitive Notice Regarding (A) Plan Support Agreement Among the ResCap Debtors and the RMBS Trustees, Among Others, and (B) Settlement Agreement Among the Debtors, Financial Guaranty Insurance Company and Certain of the RMBS Trustees, with schedules		
129	6/4/2013			Time Sensitive Notice Regarding Settlement Agreement Among ResCap Debtors, Financial Guaranty Insurance Company and the FGIC Trustees		
130	6/7/2013	ECF No. 3929		Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 For Approval of the Settlement Agreement Among the Debtors, FGIC, the FGIC Trustees and Certain Institutional Investors		
131	6/10/2013	ECF No. 3940		Joinder of Certain RMBS Trustees to the Debtors' Motion for an Order Under Bankruptcy Code Sections 105(a) and 363(b) Authorizing the Debtors to Enter Into and Perform under a Plan Support Agreement with Ally Financial Inc., the Creditors' Committee, and Certain Consenting Claimants (with Exhibits)		
132	6/11/2013			Interim Order regarding notice of Motion Sequence 16, Index No. 401265/2012		
133	6/14/2013	ECF No. 3982		Joinder of FGIC Trustees to the Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of the Settlement Agreement Among the Debtors, FGIC, the FGIC Trustees and Certain Institutional Investors		
134	6/15/2013			Affidavit of Service of Robert H. Major regarding notice of Motion Sequence 16, Index No. 401265/2012		
135	6/15/2013			Affidavit of Service of Mamta K. Scott regarding notice of Motion Sequence 16, Index No. 401265/2012		
136	6/15/2013			Affidavit of Service of Mary L. Solberg regarding notice of Motion Sequence 16, Index No. 401265/2012		
137	6/19/2013	ECF No. 4023		Reservation of Rights with Respect to Debtors' Motion for an Order Under Sections 105(A) and 363(B).		
138	6/26/2013	ECF No. 4098		Order Granting PSA Motion		

Ex. No.	Date	Bates Range or ECF No.	Dep. Ex. No.	Description	Admitted	Withdrawn
139	7/16/2013			Objection of Monarch Alternative Capital LP, Stonehill Capital Management LLC, CQS ABS Master Fund Limited and CQS ABS Alpha Master Fund Limited to the Rehabilitator's Motion for Order Pursuant to Section 7428 of New York Insurance Law Approving (i) that Certain Settlement Agreement Among the Debtors, FGIC, the Trustees and Certain Institutional Investors, Dated May 23, 2013, and (ii) that Certain Plan Support Agreement Among the Debtors, Ally Financial Inc., the Creditors' Committee, FGIC and the Other Consenting Claimants, Dated May 13, 2013		
140	7/16/2013			Objection of Federal Home Loan Mortgage Corporation to the Commutation of Certain FGIC Policies and Certain Findings of Fact Sought by the Rehabilitator of Financial Guaranty Insurance Company Set Forth in Affirmation Dated May 29, 2013		
141	7/16/2013			Limited Objection of FYI Ltd., FFI Fund Ltd. And Olifant Fund, Ltd. To the Rehabilitator's Motion to (a) Approve Settlement Agreement and (b) Approve Plan Support Agreement and Request for Related Relief		
142	7/30/2013			Omnibus Reply Memorandum of Law of Certain ResCap Trustees (i) In Support of the Rehabilitator's Motion for Approval of (a) That Certain Settlement Agreement Among Residential Capital, LLC, FGIC, the ResCap Trustees and the Institutional Investors, dated May 23, 2013 and (b) that Certain Plan Support Agreement Among Residential Capital, LLC, Ally Financial, Inc., the ResCap Creditors' Committee, FGIC and the Other Consenting Claimants Thereto, Dated May 13, 2012 and (ii) In Response to Certain Objections to the Rehabilitator's Motion		
143	9/28/2012	STONEHILL000002393 - STONEHILL000002395		Email from Michael Thoyer to Adam Sklar regarding "RE: TMTS -ABOUT TO TRADE AWAY!"		
144	10/2/2012	STONEHILL000002378 - STONEHILL000002382	Sklar 8	Email from Michael Thoyer to Adam Sklar regarding "RE: quick Favor"		
145	2/12/2013	MONARCH0000635 - MONARCH0000641	Sklar 3	Email from Anthony Princi to Marc Abrams, Lorenzo Marinuzzi, Mary Eaton, James Newton, Jennifer Hardy, Adam Sklar and Michael Kelly regarding "RE: ResCap"		
146	4/27/2013	RC_FGIC9019_00034721- RC_FGIC9019_00034724		Email from Lorenzo Marinuzzi to Marc Abrams regarding "RE: ResCap -- Confidentiality Agreement"		
147	4/27/2013	RC_FGIC9019_00034715- RC_FGIC9019_00034720		Email from Marc Abrams to Lorenzo Marinuzzi regarding "RE: ResCap - Confidentiality Agreement"		
148	5/2/2013	MONARCH0000001 - MONARCH0000011		Letter from Lorenzo Marinuzzi to Marc Abrams regarding "In re Residential Capital, LLC, Case No. 12-12020 (MG): Confidentiality Agreement		
149	5/13/2013			Email from Keith H. Wofford to Marc Abrams, Kathy Patrick, D. Ross Martin, Andrew G. Devore regarding "FW: ResCap - - Agreed Upon Allocation		
150	5/13/2013			Email from Keith H. Wofford to Marc Abrams and D. Ross Martin regarding "FW: Urgent - MNPI -DO NOT FORWARD TO UNRESTRICTED PERSONNEL"		

Ex. No.	Date	Bates Range or ECF No.	Dep. Ex. No.	Description	Admitted	Withdrawn
151	5/13/2013	MONARCH000000622 - MONARCH000000624		Email from Keith H. Wofford to Marc Abrams, Kathy Patrick, Mary Eaton and Jennifer Hardy regarding "Re: (BN) Ally Has Reached Creditor Deal, ResCap Examiner Lawyer Says (3)"		
152	5/17/2013			Email from D. Ross Martin to Marc Abrams and Keith H. Wofford regarding "Fwd: ResCap -- Plan Support Agreement and Plan Term Sheet"		
153	5/19/2013	MONARCH000000644 - MONARCH000000645		Email from Marc Abrams to Keith H. Wofford, Kathy Patrick, Mary Eaton, D. Ross Martin and Jennifer Hardy regarding "RE: ResCap"		
154	5/24/2013	CQS000000048	Williams 5	Email from Justin Ryan to David William, Bill Murray and Aaron Malik regarding "For ResCap call @10am"		
155	6/4/2013	CQS00000095	Williams 4	Email from David Williams to Justin Ryan regarding "RE:"		
156	6/6/2013	BAYVIEW000001145	McQuillan 8	Email from Matthew Miller to Mary Kelly and Birgit Shelton		
157	6/10/2013	CQS000001713- CQS000001714	Williams 6	Email from Justin Ryan to Bill Murray regarding "Bullet points"		
158	6/10/2013	CQS000000104 - CQS000000572	Williams 3	Email from Justin Ryan to David Williams attaching "ResCap-- FGIC_Settlement_Motion[1].pdf"		
159	6/10/2013	CQS000000717 - CQS000000718	Williams 7	Email from David B. Lawrence to David Williams regarding "Re: tried sending you a large file on cqs email"		
160	6/11/2013	CQS000000093	Williams 8	Email from David Williams to Justin Ryan regarding "Re: GMACM 2006-HE1 A"		
161	6/11/2013			Letter from Marc Abrams to Martin Bunin, John C. Weitnauer, William Munno and Glenn Siegel regarding "In re Residential Capital, LLC, Case No. 12-12020 (MG) - FGIC Settlement Agreement"		
162	6/11/2013	QS000000098		Email from David Williams to Justin Ryan regarding "RE: Talcott"		
163	6/12/2013	BAYVIEW000000095 - BAYVIEW000000199	McQuillan 2	Email from Lily Wang to David Ertel, Austin McQuillen, Daniela Li, Matthew Miller, Philip Qing Gao and Submit Chabra regarding "all FGIC wrapped ResCap exposure by fund as may end" with attachment		
164	6/13/2013	BAYVIEW000001178 - BAYVIEW000001188	McQuillan 9	Email from Chandrajit Bhattacharya to Lily Wang and Garrett Smith regarding "RE:on the FGIC/ResCap proposed commutation" with attachment		
165	7/3/2013			CQS Privilege Log		
166			Healy 12	Johnson - Real Time Dow Jones – "ResCap Wants Mediator to Break Logjam in Creditor Negotiations"		
167		Monarch000002329	Sklar 6	Monarch Worksheet		
168		Monarch000002311 - Monarch000002324	Sklar 10	FGIC Plan of Rehabilitation Summary and Claims Valuation Update		
169		STONEHILL000000238 - STONEHILL000000294	Thoyer 3	Stonehill Model		
170			Gibson 4	FGIC Quarterly Operating Review - First Quarter 2013		
171				CQS Form ADV		
172		ECF. No. 318		Debtors' Motion for Entry of an Order Under Bankruptcy Code 365 and Bankruptcy Rule 6006 Authorizing the Debtors to Assume Plan Support Agreements with Steering Committee Consenting Claimants		

Ex. No.	Date	Bates Range or ECF No.	Dep. Ex. No.	Description	Admitted	Withdrawn
173		ECF No. 319		Debtors' Motion for Entry of an Order Under Bankruptcy Code 365 and Bankruptcy Rule 6006 Authorizing the Debtors to Assume Plan Support Agreements with Talcott Franklin Consenting Claimants		

The FGIC Trustees reserve the right to supplement and/or amend this exhibit list and to introduce any exhibit identified by any other party to these proceedings on their exhibit lists in connection with the FGIC 9019 Motion.

Dated: New York, NY
July 31, 2013

Respectfully submitted,

/s/ _Glenn E. Siegel_____

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