

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

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In the Matter of
The Rehabilitation of
FINANCIAL GUARANTY INSURANCE COMPANY

Index No. 401265/2012

**NOTICE OF WITHDRAWAL
OF APPEAL**

Hon. Doris Ling-Cohan

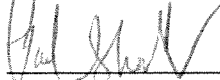
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PLEASE TAKE NOTICE THAT Objectors Monarch Alternative Capital LP, Stonehill Capital Management LLC, Bayview Fund Management LLC, each in its capacity as investment advisor to certain funds, CQS ABS Master Fund Limited, and CQS ABS Alpha Master Fund Limited (the "Objectors"), hereby withdraw with prejudice their Notice of Appeal to the Appellate Division of the Supreme Court of the State of New York in and for the First Judicial Department, filed October 4, 2013, from the Order of the Honorable Doris Ling-Cohan entered in the above-captioned action in the Office of the Clerk, New York County on August 16, 2013, approving that certain settlement agreement, entered into as of May 23, 2013, by and among Residential Capital, LLC, and its direct and indirect subsidiaries listed on Exhibit A to the agreement, Financial Guaranty Insurance Corporation, The Bank of New York Mellon, The Bank of New York Mellon Trust Company, N.A, Law Debenture Trust Company of New York, U.S. Bank National Association, and Wells Fargo Bank, N.A., each solely in their respective capacities as trustees, indenture trustees, or separate trustees under the Trusts (as defined in the agreement), and the Institutional Investors (as defined in the agreement). The appeal has not been perfected. A copy of the Notice of Appeal is attached for reference.

NEW YORK
COUNTY CLERK'S OFFICE
DEC 18 2013
NOT COMPARED
WITH COPY FILE

DATED: New York, New York
December 18, 2013

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*Attorneys for Monarch Alternative Capital LP,
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Management LLC, CQS ABS Master Fund Limited,
and CQS ABS Alpha Master Fund Limited*

TO: Clerk of the Supreme Court
New York County Courthouse
60 Centre Street
New York, NY 10007

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The Rehabilitation of	:	
FINANCIAL GUARANTY INSURANCE COMPANY	:	NOTICE OF APPEAL
	:	Hon. Doris Ling-Cohan

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PLEASE TAKE NOTICE THAT Objectors Monarch Alternative Capital LP, Stonehill Capital Management LLC, Bayview Fund Management LLC, each in its capacity as investment advisor to certain funds, CQS ABS Master Fund Limited, and CQS ABS Alpha Master Fund Limited (the "Objectors"), hereby appeal to the Appellate Division of the New York State Supreme Court in and for the First Judicial Department from an order entered in the above-captioned action in the Office of the Clerk, New York County on August 16, 2013, approving that certain settlement agreement, entered into as of May 23, 2013, by and among Residential Capital, LLC, and its direct and indirect subsidiaries listed on Exhibit A to the agreement, Financial Guaranty Insurance Corporation, The Bank of New York Mellon, The Bank of New York Mellon Trust Company, N.A, Law Debenture Trust Company of New York, U.S. Bank National Association, and Wells Fargo Bank, N.A., each solely in their respective capacities as trustees, indenture trustees, or separate trustees under the Trusts (as defined in the agreement), and the Institutional Investors (as defined in the agreement); and this appeal is taken from each and every part of that order as well as from the whole order.

Dated: October 4, 2013
New York, New York

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FINANCIAL GUARANTY INSURANCE :
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Index No. 401265/2012
Doris Ling-Cohan, J.

AFFIRMATION OF SERVICE

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss.:

BRIAN WELLS, an attorney duly admitted to practice law before the Courts of the State of New York, hereby affirms the following to be true under penalty of perjury pursuant to New York Civil Practice Law and Rules § 2106:

1. I am over the age of eighteen (18) years, am employed by the law firm of Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York, 10153, and am not a party to this action.

2. On the 17th day of December, 2013, I served Notice of Withdrawal of Appeal by First Class Mail by placing a true and correct copy thereof, in a properly addressed, postage paid envelope to the addresses indicated below, to be deposited in a receptacle that is under the exclusive care and custody of the U.S. Postal Service within the State of New York upon:

Clerk of the Supreme Court
New York County Courthouse
60 Centre Street
New York, NY 10007

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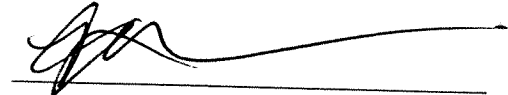
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*Attorneys for U.S. Bank National Association and Law Debenture Trust Company
of New York*

Dated: December 18, 2013
New York, New York

A handwritten signature in black ink, appearing to read "Brian Wells", written over a horizontal line.

Brian Wells