

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. :
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Index No. 401265/2012
Doris Ling-Cohen, J.
Motion Sequence No. 16.

**AFFIRMATION OF RICHARD W.
SLACK IN SUPPORT OF THE
REHABILITATOR’S OMNIBUS
REPLY**

Richard W. Slack, an attorney duly admitted to practice law in the Courts of the State of New York, respectfully affirms the truth of the following statements under penalty of perjury pursuant to Section 2106 of the Civil Practice Law and Rules:

1. I am a partner in the firm of Weil, Gotshal & Manges LLP, attorneys for Benjamin M. Lawsky, Superintendent of Financial Services of the State of New York (the “**Superintendent**”), as the court-appointed rehabilitator (the “**Rehabilitator**”) of Financial Guaranty Insurance Company (“**FGIC**”).

2. I have personal knowledge of the information set forth herein.

3. I respectfully submit this affirmation in support of the Rehabilitator’s Omnibus Reply Memorandum of Law in Further Support of Approval of the Settlement Agreement, dated July 30, 2013.

4. Attached hereto as Exhibit A is a true and correct copy of 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 Individual Investors*, Ch. 11 Case No. 12-12020 (MG) (Bankr. S.D.N.Y. June 7, 22013) [Docket No. 3929].

5. Attached hereto as Exhibit B is a true and correct copy of the transcript in *In re Residential Capital, LLC, et al.*, Ch. 11 Case No. 12-12020 (MG) status conference re: FGIC 9019 Settlement, held on July 17, 2013.

6. Attached hereto as Exhibit C is a true and correct copy of the *Order Appointing Mediator*, Ch. 11 Case No. 12-12020 (MG) (Bankr. S.D.N.Y. Dec. 26, 2013) [Docket no. 2519].

7. Attached hereto as Exhibit D is a true and correct copy of the transcript of the December 18, 2012 hearing in this Court.

8. Attached hereto as Exhibit E is a true and correct copy of the transcript of the January 15, 2013 hearing in this Court.

Dated: July 30, 2013
New York, New York



Richard W. Slack