Hearing Date and Time: June 6, 2013 at 3:00 p.m. (Prevailing Eastern Time) Response Date and Time: May 28, 2013 at 4:00 p.m. (Prevailing Eastern Time)

MORRISON & FOERSTER LLP 1290 Avenue of the Americas New York, New York 10104 Telephone: (212) 468-8000 Facsimile: (212) 468-7900 Gary S. Lee Norman S. Rosenbaum Jordan A. Wishnew

Counsel to the Debtors and Debtors in Possession

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 |
| |) | |

NOTICE OF DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS (AMENDED AND SUPERSEDED CLAIMS)

PLEASE TAKE NOTICE that the undersigned have filed the attached *Debtors*' Third Omnibus Objection to Claims (Amended and Superseded Claims) (the "Omnibus Objection"), which seeks to alter your rights by either disallowing, modifying and/or reducing your claim against the above-captioned Debtors.

PLEASE TAKE FURTHER NOTICE that a hearing on the Omnibus Objection will take place on June 6, 2013 at 3:00 p.m. (Prevailing Eastern Time) before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, Room 501.



nv-1088482

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Omnibus Objection 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 [Docket No. 141], 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 May 28, 2013 at 4:00 p.m. (Prevailing Eastern Time), upon: (a) counsel to the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, Norman S. Rosenbaum, and Jordan A. Wishnew); (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.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attention: Nancy Lord, Esq. and Enid N. Stuart, Esq.); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attention: Joseph N. Cordaro, Esq.); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attention: Richard M. Cieri and Ray Schrock); (g) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10036 (Attention: Kenneth Eckstein and Douglas Mannal); (h) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd Street, New York, NY 10019 (Attention: Jennifer C. DeMarco and Adam Lesman);

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(i) counsel for Berkshire Hathaway Inc., Munger, Tolles & Olson LLP, 355 South Grand

Avenue, Los Angeles, CA 90071 (Attention: Thomas Walper and Seth Goldman);

(i) Internal Revenue Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by

overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-

5016); (k) Securities and Exchange Commission, New York Regional Office, 3 World

Financial Center, Suite 400, New York, NY 10281-1022 (Attention: George S. Canellos,

Regional Director); and (1) and special counsel to the Committee, SilvermanAcampora

LLP, 100 Jericho Quadrangle, Suite 300, Jericho, NY 11753 (Attention: Ronald J.

Friedman).

PLEASE TAKE FURTHER NOTICE that if you do not timely file and serve a

written response to the relief requested in the Omnibus Objection, the Bankruptcy Court

may deem any opposition waived, treat the Omnibus Objection as conceded, and enter an

order granting the relief requested in the Omnibus Objection without further notice or

hearing.

Dated: May 1, 2013

New York, New York

Respectfully submitted,

/s/ Norman S. Rosenbaum

Gary S. Lee

Norman S. Rosenbaum

Jordan A. Wishnew

MORRISON & FOERSTER LLP

1290 Avenue of the Americas

New York, New York 10104

Telephone: (212) 468-8000

Facsimile: (212) 468-7900

Counsel to the Debtors and

Debtors in Possession

12-12020-mg Doc 3575 Filed 05/01/13 Entered 05/01/13 19:08:47 Main Document Hearing Date and Time: June 6, 2013 at 3:00 p.m. (Prevailing Eastern Time) Response Date and Time: May 28, 2013 at 4:00 p.m. (Prevailing Eastern Time)

MORRISON & FOERSTER LLP 1290 Avenue of the Americas New York, New York 10104 Telephone: (212) 468-8000 Facsimile: (212) 468-7900

Gary S. Lee

Norman S. Rosenbaum Jordan A. Wishnew

Counsel for the Debtors and Debtors in Possession

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 |
| 2 60000 | _) | V 0 11101 y 1 1 2 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 |

DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS (AMENDED AND SUPERSEDED CLAIMS)

THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON EXHIBIT A ATTACHED TO THE PROPOSED ORDER.

IF YOU HAVE QUESTIONS, PLEASE CONTACT DEBTORS' COUNSEL, JORDAN A. WISHNEW, AT (212) 468-8000.

TO THE HONORABLE MARTIN GLENN UNITED STATES BANKRUPTCY JUDGE:

Residential Capital, LLC and its affiliated debtors, in the above-captioned chapter 11 cases (the "<u>Chapter 11 Cases</u>"), as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent:

RELIEF REQUESTED

- Omnibus Claims Objection") pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and this Court's order approving procedures for the filing of omnibus objections to proofs of claim filed in these Chapter 11 Cases (the "Procedures Order") [Docket No. 3294], seeking entry of an order (the "Proposed Order"), in a form substantially similar to that attached hereto as Exhibit 2, disallowing and expunging the claims listed on Exhibit A¹ annexed to the Proposed Order. In support of the Third Omnibus Claims Objection, the Debtors submit the Declaration of Deanna Horst in Support of the Debtors' Third Omnibus Claims Objection (the "Horst Declaration"), attached hereto as Exhibit 1 and filed concurrently herewith.
- 2. The Debtors have examined the proofs of claim identified on **Exhibit A** to the Proposed Order and have determined that the proofs of claim listed under the heading "Claims to be Disallowed and Expunged" (collectively, the "Amended and Superseded Claims") have been amended and superseded by at least one subsequently-filed, corresponding claim identified under the heading "Surviving Claims" (collectively, the "Surviving Claims"). The

Claims listed on **Exhibit A** are reflected in the same manner as they appear on the claims register maintained by KCC (defined herein).

Debtors seek the disallowance and expungement from the official claims register maintained for the Debtors in the Chapter 11 Cases of the Amended and Superseded Claims and preservation of the Debtors' right to later object to any Surviving Claim on any other basis.

- 3. This Third Omnibus Claims Objection does not affect any of the Surviving Claims and does not constitute any admission or finding with respect to any of the Surviving Claims. Further, the Debtors expressly reserve all rights to object on any other basis to any Surviving Claim and to any Amended and Superseded Claim as to which the Court does not grant the relief requested herein.
- 4. No Borrower Claims (as defined in the Procedures Order) are included in this Third Omnibus Claims Objection.

JURISDICTION

5. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

BACKGROUND

- 6. On May 14, 2012, each of the Debtors filed a voluntary petition in this Court for relief under chapter 11 of the Bankruptcy Code. The Debtors are managing and operating their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108. These Chapter 11 Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b).
- 7. On May 16, 2012, the United States Trustee for the Southern District of New York appointed a nine member official committee of unsecured creditors [Docket No. 102].
- 8. On June 20, 2012, the Court directed that an examiner be appointed, and on July 3, 2012, the Court approved Arthur J. Gonzalez as the examiner [Docket Nos. 454, 674].

- 9. On July 17, 2012, the Court entered an order [Docket No. 798] appointing Kurtzman Carson Consultants LLC ("KCC") as the notice and claims agent in these Chapter 11 Cases. Among other things, KCC is authorized to (a) receive, maintain, and record and otherwise administer the proofs of claim filed in these Chapter 11 Cases and (b) maintain official claims registers for each of the Debtors.
- 10. On August 29, 2012, this Court entered an order approving the Debtors' motion to establish procedures for filing proofs of claim in the Chapter 11 Cases [Docket No. 1309] (the "Bar Date Order"). The Bar Date Order established, among other things, (i) November 9, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline to file proofs of claim by virtually all creditors against the Debtors (the "General Bar Date") and prescribing the form and manner for filing proofs of claim; and (ii) November 30, 2012 at 5:00 p.m. (Prevailing Eastern Time) as the deadline for governmental units to file proofs of claim (the "Governmental Bar Date"). (Bar Date Order ¶¶ 2, 3). On November 7, 2012, the Court entered an order extending the General Bar Date to November 16, 2012 at 5:00 p.m. (Prevailing Eastern Time) [Docket No. 2093]. The Governmental Bar Date was **not** extended.
- 11. To date, approximately 6,839 proofs of claim have been filed in the Chapter 11 Cases as reflected on the Debtors' claims registers.
- 12. On March 21, 2013, the Court entered the Procedures Order, which authorizes the Debtors, among other things, to file omnibus objections to no more than 150 claims at a time, on various grounds, including those set forth in Bankruptcy Rule 3007(d) and those additional grounds set forth in the Procedures Order.

THE AMENDED AND SUPERSEDED CLAIMS SHOULD BE DISALLOWED AND EXPUNGED

13. Based upon their review of the claims filed on the claims register in these Chapter 11 Cases maintained by KCC, the Debtors have determined that each Amended and

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Superseded Claim identified on <u>Exhibit A</u> annexed to the Proposed Order has been amended and superseded by the corresponding Surviving Claim that was subsequently filed by or on behalf of the same creditor. (See Horst Declaration $\P \P 3, 4$).

- 14. A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). If an objection refuting at least one of the claim's essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. See In re Oneida Ltd., 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); In re Adelphia Commc'ns Corp., Case No. 02-41729 (REG), 2007 Bankr. LEXIS 660, at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); In re Rockefeller Ctr. Props., 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).
- 15. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that "such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b)(1). Claims that are amended and superseded by subsequent proofs of claim filed by the same creditor are routinely disallowed and expunged. See, e.g., In re Enron Corp., Case No. 01 B 16034 (AJG), 2005 WL 3874285, at *1 n.1 (Bankr. S.D.N.Y. Oct. 5, 2005) (noting that "[i]n as much as the Initial Claim was amended and superseded by the Amended Claim, it was disallowed and expunged . . . "); In re Best Payphones, Inc., Case No. 01-15472, 2002 WL 31767796, at *4, 11 (Bankr. S.D.N.Y. Dec. 11, 2002) (expunging amended, duplicative claim).
- 16. The Debtors are not required to pay on the same claim more than once. See, e.g., In re Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson, & Casey, 160 B.R. 882, 894 (Bankr. S.D.N.Y. 1993) ("In bankruptcy, multiple recoveries for an identical injury are generally disallowed."). Elimination of the Amended and Superseded Claims will also enable the Debtors to maintain a claims register that more accurately reflects the claims asserted against the Debtors.

- 17. Upon reviewing the proofs of claim that are the subject of this Third Omnibus Claims Objection, the Debtors seek to disallow and expunge the Amended and Superseded Claims on the basis that such claims have been amended and superseded by at least one subsequently-filed, corresponding claim filed by the same creditor. (See Horst Declaration ¶3).
- 18. Accordingly, to avoid the possibility of multiple recoveries by the same creditor, the Debtors request that the Court disallow and expunge in their entirety the Amended and Superseded Claims listed on **Exhibit A** to the Proposed Order.² The Surviving Claims will remain on the claims register subject to further objections on any other basis.

NOTICE

19. The Debtors have served notice of this Third Omnibus Claims Objection in accordance with the Case Management Procedures entered on May 23, 2012 [Docket No. 141] and the Procedures Order. The Debtors submit that no other or further notice need be provided.

NO PRIOR REQUEST

20. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially in the form of the Proposed Order granting the relief requested herein and granting such other relief as is just and proper.

Where a creditor has filed different documentation in support of the Amended and Superseded Claim and the Surviving Claim, the Debtors will treat all documentation filed with the claims as having been filed in support of the Surviving Claim.

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Dated: May 1, 2013

New York, New York

/s/ Norman S. Rosenbaum

Gary S. Lee
Norman S. Rosenbaum
Jordan A. Wishnew
MORRISON & FOERSTER LLP
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

Counsel for the Debtors and Debtors in Possession

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Exhibit 1

Horst Declaration

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

| In re: |) | Case No. 12-12020 (MG) |
|---|---|------------------------|
| RESIDENTIAL CAPITAL, LLC, et al., |) | Chapter 11 |
| RESIDENTIAL CALITAE, EEC, <u>et ui</u> ., |) | Chapter 11 |
| Debtors. |) | Jointly Administered |
| | | |

DECLARATION OF DEANNA HORST IN SUPPORT OF DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS (AMENDED AND SUPERSEDED CLAIMS)

I, Deanna Horst, hereby declare as follows:

1. I am the Senior Director of Claims Management for Residential Capital, LLC and its affiliates ("ResCap"), a limited liability company organized under the laws of the state of Delaware and the parent of the other debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the "Debtors"). I have been employed by affiliates of ResCap for eleven years, the last ten months in my current position. I began my association with ResCap in 2001 as the Director, Responsible Lending Manager, charged with managing the Debtors' responsible lending on-site due diligence program. In 2002, I became the Director of Quality Asset Management, managing Client Repurchase, QA and Compliance—a position I held until 2006, at which time I became the Vice President of the Credit Risk Group, managing Correspondent and Broker approval and monitoring. In 2011, I became the Vice President, Business Risk and Controls, and supported GMAC Mortgage, LLC and Ally Bank in this role. In my current position, I am responsible for Claims Management and Reconciliation and Client Recovery. I am authorized to submit this declaration (the "Declaration") in support of the

The names of the Debtors in these cases and their respective tax identification numbers are identified on <u>Exhibit 1</u> to the Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 6], dated May 14, 2012.

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Debtors' Third Omnibus Objection to Claims (Amended and Superseded Claims) (the "Objection").²

- 2. Except as otherwise indicated, all facts set forth in this Declaration are based upon my personal knowledge of the Debtors' operations and finances, information learned from my review of relevant documents and information I have received through my discussions with other members of the Debtors' management or other employees, the Debtors' professionals and consultants, and/or Kurtzman Carson Consultants LLC ("KCC"), the Debtors' notice and claims agent. If I were called upon to testify, I could and would testify competently to the facts set forth in the Objection on that basis.
- familiar with the Debtors' claims reconciliation process. Except as otherwise indicated, all statements in this Declaration are based upon my familiarity with the Debtors' books and records (the "Books and Records"), the Debtors' schedules of assets and liabilities and statements of financial affairs filed in these Chapter 11 Cases (collectively, the "Schedules"), my review and reconciliation of claims, and/or my review of relevant documents. I or my designee at my direction have reviewed and analyzed the proof of claim forms and supporting documentation, if any, filed by the claimants listed on Exhibit A to the Proposed Order. In connection with this analysis, where applicable, the Debtors and their professional advisors have reviewed (i) information supplied or verified by personnel in departments within the Debtors' various business units, (ii) the Books and Records, (iii) the Schedules, (iv) the other filed proofs of claim, and/or (v) the official claims register maintained in the Debtors' Chapter 11 Cases.
- 4. Under my supervision, considerable resources and time have been expended to ensure a high level of diligence in reviewing and reconciling the proofs of claim

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Objection.

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filed in these Chapter 11 Cases. Based on a thorough review of the Amended and Superseded

proofs of claim at issue, whether or not the Surviving Claims specifically state on their face that

they are amendments of the corresponding Amending and Superseded Claims, the Debtors have

determined that each claim listed in the rows below the column entitled "Claim to be

Disallowed" on Exhibit A annexed to the Proposed Order has been amended and superseded by a

later-filed claim or claims by the same claimant that the Debtors have determined relate to the

same subject matter. The Debtors' examination of those Claims revealed that the Surviving

Claims were filed by the same claimant, and on account of the same obligations, as that

creditor's corresponding Claim previously filed with the Court and/or KCC. If the Amended and

Superseded Claims are not disallowed and expunged, the claimants who filed these Claims may

receive a wholly improper recovery to the detriment of other creditors.

5. Accordingly, based upon this review, and for the reasons set forth in the

Objection, I have determined that each Amended and Superseded Claim that is the subject of the

Objection should be accorded the proposed treatment described in the Objection.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the

foregoing is true and correct.

Dated: April 30, 2013

/s/ Deanna Horst

Deanna Horst

Senior Director of Claims Management for

Residential Capital, LLC

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Exhibit 2

Proposed Order

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 |
| |) | |

ORDER GRANTING DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS (AMENDED AND SUPERSEDED CLAIMS)

Upon the third omnibus objection to claims, dated May 1, 2013 (the "Third Omnibus Claims Objection"), of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the "Debtors"), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the "Procedures Order"), disallowing and expunging the Amended and Superseded Claims on the basis that such claims have been amended and superseded by at least one subsequently-filed, corresponding claim, all as more fully described in the Third Omnibus Claims Objection; and it appearing that this Court has jurisdiction to consider the Third Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Third Omnibus Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Third Omnibus Claims Objection having been provided,

Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' Third Omnibus Claims Objection.

and it appearing that no other or further notice need be provided; upon consideration of the Third Omnibus Claims Objection and the Declaration of Deanna Horst in Support of the Debtors' Third Omnibus Objection to Claims (Amended and Superseded Claims), annexed to the Third Omnibus Claims Objection as Exhibit 1; and the Court having found and determined that the relief sought in the Third Omnibus Claims Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Third Omnibus Claims Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Third Omnibus Claims Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading "Claims to be Disallowed and Expunged" (collectively, the "Amended and Superseded Claims") are disallowed and expunged; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, is directed to disallow and expunge the Amended and Superseded Claims identified on the schedule attached as Exhibit A hereto so that such claims are no longer maintained on the Debtors' claims register; and it is further

ORDERED that the claims listed on <u>Exhibit A</u> annexed hereto under the heading "Surviving Claims" (collectively, the "<u>Surviving Claims</u>") will remain on the claims register, and such claims are neither allowed nor disallowed at this time; and is further

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ORDERED that the disallowance and expungement of the Amended and

Superseded Claims does not constitute any admission or finding with respect to any of the

Surviving Claims; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as

may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Third Omnibus Claims Objection as provided

therein shall be deemed good and sufficient notice of such objection, and the requirements of

Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket

No. 141], the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by

such notice: and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the

validity, allowance, or disallowance of any Surviving Claims, and all rights to object on any

basis are expressly reserved with respect to any Surviving Claim listed on Exhibit A annexed

hereto or any other claim not listed on Exhibit A; and it is further

ORDERED that this Order shall be a final order with respect to each of the

Amended and Superseded Claims identified on Exhibit A, annexed hereto, as if each such

Amended and Superseded Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all

matters arising from or related to this Order.

Dated:

New York, New York

THE HONORABLE MARTIN GLENN

UNITED STATES BANKRUPTCY JUDGE

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Exhibit A

12-12020-mg Doc 3575 Filed 05/01/13 Entered 05/01/13 19:08:47 Main Document Pg 20 of 30 In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

| | | | | Claims to be Disallowed | | | | | | S | urviving Claims | | |
|---|---|------|-----------------------|--|--|----------------|---|---|-------------------------|--------------------------|--|--|--|
| 1 | Name of Claimant ANTHONY KELLER LAW OFFICE | | Date Filed 11/15/2012 | Claim Amount \$0.00 Administrative Priority | Asserted Debtor Name Residential | Case Number | Reason for Disallowanc e Amended / | | Claim Number 5866 | Date Filed 11/19/2012 | Claim Amount \$0.00 Administrative Priority | Asserted Debtor Name Residential | Asserted Case Number 12-12020 |
| - | PO BOX 6454 MAYAGUEZ, PR 00681 | .302 | 11,13,2012 | \$0.00 Administrative Secured \$100,000,000.00 Secured \$0.00 Priority \$0.00 General Unsecured | Capital, LLC | 12 12020 | | Rebecca Keller PO Box 16063 San Juan, PR 00908-6063 | 3000 | 11,13,201 | \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority UNLIQUIDATED General Unsecured | Capital, LLC | 12 12020 |
| 2 | Asset Management Fund d/b/a AMF Funds AMF Intermediate Mortgage Fund AMF Ultra Short Mortgage Fund Labaton Sucharow LLP 140 Broadway New York, NY 10005 | 2647 | 11/08/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | Residential Funding Company, LLC | 12-12019 | Amended / Superseded | Asset Management Fund d/b/a AMF Funds AMF Intermediate Mortgage Fund AMF Ultra Short Mortgage Fund Labaton Sucharow LLP 140 Broadway New York, NY 10005 | 2927 | 11/09/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | Residential Funding Company, LLC | 12-12019 |
| 3 | Avaya Inc c/o RMS Bankruptcy Services P.O. Box 5126 Timonium, MD 21094 | 502 | 09/17/2012 | \$247,574.45 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 | Amended / Superseded | Avaya Inc c/o RMS Bankruptcy Services P.O. Box 5126 Timonium, MD 21094 | 6404 | 12/28/2012 | \$38,230.84 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 |
| 4 | Banc of America Funding Corporation Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020 | 2736 | 11/08/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | Residential Funding Company, LLC | 12-12019 | | Banc of America Funding Corporation Jill Fairbrother Assistant General Counsel Global Banking & Markets Litigation Bank of America 50 Rockefeller Plaza, NY1-050-07-01 New York, NY 10020 | 5888 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | Residential Funding Company, LLC | 12-12019 |
| 5 | Bexar County David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 711 Navarro Ste 300 San Antonio, TX 78205 | 84 | 06/12/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$58,719.70 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | Bexar County David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 711 Navarro Ste 300 San Antonio, TX 78205 | 5748 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$26,324.75 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 6 | City of Alton Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 197 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$579.66 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | | City of Alton Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5924 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$580.72 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 7 | City of El Paso David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 711 Navarro Ste 300 San Antonio, TX 78205 | 70 | 06/08/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$10,872.95 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | | City of El Paso David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 711 Navarro Ste 300 San Antonio, TX 78205 | 5765 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$12,878.54 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 8 | City of El Paso David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 111 Navarro Ste 300 San Antonio, TX 78205 | 176 | 06/26/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 | Amended / Superseded | City of El Paso David G. Aelvoet Linebarger Goggan Blair & Sampson, LLP 711 Navarro Ste 300 San Antonio, TX 78205 | 5761 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$3,280.99 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 |
| 9 | City of Elsa Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 200 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,769.66 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | City of Elsa Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5926 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,767.75 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |

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| | | | Claims to be Disallowed | | | | | | S | urviving Claims | | |
|---|------------------------|--------------------------|---|---|----------------|-------------------------|---|------|--------------------------|---|----------------------------------|----------------------------|
| | GI : | | | | | Reason for | | GI : | | | | Asserted |
| Name of Claimant 10 City of McAllen | Claim Number 192 | Date Filed 06/29/2012 | Claim Amount \$0.00 Administrative Priority | Asserted Debtor Name Residential | Case Number | e Amended / | Name of Claimant City of McAllen | | Date Filed 11/23/2012 | Claim Amount \$0.00 Administrative Priority | Asserted Debtor Name Residential | Case Number 12-12019 |
| Diane W. Sanders Linebarger Goggan Blair & Sampson, | 152 | 00/23/2012 | \$0.00 Administrative Secured \$420.82 Secured | Funding Company, LLC | 12 12015 | Superseded | | 3321 | 11/23/2012 | \$0.00 Administrative Secured \$420.82 Secured | Funding Company, LLC | 12 12015 |
| LLP | | | \$0.00 Priority | Company, 220 | | | LLP | | | \$0.00 Priority | 00pay, 220 | |
| P.O. Box 17428 Austin, TX 78760-7428 | | | \$0.00 General Unsecured | | | | P.O. Box 17428 Austin, TX 78760-7428 | | | \$0.00 General Unsecured | | |
| 11 City of Memphis Elizabeth Weller | 58 | 06/04/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | City of Memphis Elizabeth Weller | 1207 | 10/15/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 |
| Linebarger Goggan Blair & Sampson, | | | \$1,401.29 Secured \$0.00 Priority | | | | Linebarger Goggan Blair & Sampson, | | | \$1,463.68 Secured \$0.00 Priority | | |
| 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | | | \$0.00 General Unsecured | | | | 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | | | \$0.00 General Unsecured | | |
| 12 City of Memphis | 92 | 06/14/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | City of Memphis | 1227 | 10/15/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$7,518.29 Secured | Funding Company, LLC | | Superseded | Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$3,188.17 Secured | Funding Company, LLC | |
| LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | | | | LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | | |
| Dallas, TX 75201 13 City of Memphis | 1227 | 10/15/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | Dallas, TX 75201 City of Memphis | 4890 | 11/16/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$3,188.17 Secured | Funding Company, LLC | | Superseded | Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$3,215.23 Secured | Funding Company, LLC | |
| LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | , , | |
| Dallas, TX 75201 14 City of San Juan | 179 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | Amended / | Dallas, TX 75201 City of San Juan | 5937 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| Diane W. Sanders Linebarger Goggan Blair & Sampson | | ,, | \$0.00 Administrative Secured \$483.91 Secured | Mortgage, LLC | | | Diane W. Sanders Linebarger Goggan Blair & Sampson | | ,, | \$0.00 Administrative Secured \$500.11 Secured | Mortgage, LLC | |
| LLP | | | \$0.00 Priority | | | | LLP | | | \$0.00 Priority | | |
| P.O. Box 17428 Austin, TX 78760-7428 | | | \$0.00 General Unsecured | | | | P.O. Box 17428 Austin, TX 78760-7428 | | | \$0.00 General Unsecured | | |
| 15 Commonwealth of Massachusetts (through the Office of the Attorney | 5783 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | Commonwealth of Massachusetts (through the Office of the Attorney | 6025 | 11/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 |
| General) Justin Lowe, AAG | | | \$0.00 Secured \$0.00 Priority | | | | General) Justin Lowe | | | \$0.00 Secured \$0.00 Priority | | |
| Office of the Attorney General One Ashburton Place | | | UNLIQUIDATED General Unsecured | | | | Office of the Attorney General One Ashburton Place | | | UNLIQUIDATED General Unsecured | | |
| Boston, MA 02108 | | | | | | | Boston, MA 02108 | | | | | |
| 16 Cypress - Fairbanks ISD John P. Dillman | 41 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | Cypress - Fairbanks ISD John P. Dillman | 5818 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMAC Mortgage, LLC | 12-12032 |
| Linebarger Goggan Blair & Sampson, LLP | | | \$5,696.38 Secured \$0.00 Priority | | | | Linebarger Goggan Blair & Sampson, LLP | | | \$6,045.35 Secured \$0.00 Priority | | |
| P.O. Box 3064 Houston, TX 77253-3064 | | | \$0.00 General Unsecured | | | | P.O. Box 3064 Houston, TX 77253-3064 | | | \$0.00 General Unsecured | | |
| 17 Cypress - Fairbanks ISD | 42 | 05/29/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | Cypress - Fairbanks ISD | 5827 | 11/19/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| John P. Dillman Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$3,468.71 Secured | Funding Company, LLC | | Superseded | Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$3,415.91 Secured | Funding Company, LLC | |
| LLP P.O. Box 3064 Houston, TX 77253-3064 | | | \$0.00 Priority \$0.00 General Unsecured | | | | LLP P.O. Box 3064 Houston, TX 77253-3064 | | | \$0.00 Priority \$0.00 General Unsecured | | |
| 18 Dallas County | 28 | 05/29/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | Dallas County | 4891 | 11/16/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$11,498.52 Secured | Funding Company, LLC | | Superseded | Elizabeth Weller Linebarger Goggan Blair & Sampson, | | | \$0.00 Administrative Secured \$11,531.91 Secured | Funding Company, LLC | |
| LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | | | | LLP 2323 Bryan Street, Ste 1600 | | | \$0.00 Priority \$0.00 General Unsecured | | |
| Dallas, TX 75201 | | | | | | | Dallas, TX 75201 | | | | | |

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| | | | | Claims to be Disallowed | | | | | St | urviving Claims | | |
|----|---|-----------------|------------|--|---|--|--|-----------------|------------|--|---|----------------------------|
| | Name of Claimant | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Reason for Case Disallowan Number e | | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
| 19 | DIVISION OF WATER PO BOX 94540 CLEVELAND, OH 44101 | 975 | 10/05/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$532.16 General Unsecured | Homecomings Financial, LLC | 12-12042 Amended / Superseded | DIVISION OF WATER PO BOX 94540 CLEVELAND, OH 44101 | 1053 | 10/09/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$532.16 General Unsecured | Homecomings Financial, LLC | 12-12042 |
| 20 | Durbin Crossing Community Development District c/o Michael C. Eckert, Esq. Hopping Green & Sams, P.A. 119 S. Monroe Street, Suite 300 Tallahassee, FL 32301 | 2084 | 11/01/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$6,025,138.49 Secured \$0.00 Priority \$0.00 General Unsecured | DOA Properties IX (Lots-Other), LLC | | Durbin Crossing Community Development District c/o Michael C. Eckert, Esq., Hopping Green & Sams, P.A. 119 S Monroe St Ste 300 Tallahassee, FL 32301 | 2085 | 11/01/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$6,025,138.49 Secured \$0.00 Priority \$0.00 General Unsecured | DOA Properties IX (Lots-Other), LLC | 12-12023 |
| 21 | ECTOR CAD DAVID G. AELVOET LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 711 NAVARRO STE 300 SAN ANTONIO, TX 78205 | 174 | 06/26/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured | Homecomings Financial, LLC | 12-12042 Amended / Superseded | ECTOR CAD DAVID G. AELVOET LINEBARGER GOGGAN BLAIR & SAMPSON, LLP 711 NAVARRO STE 300 SAN ANTONIO, TX 78205 | 5777 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$9,686.94 Secured \$0.00 Priority \$0.00 General Unsecured | Homecomings Financial, LLC | 12-12042 |
| 22 | Edcouch - Elsa ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LP P.O. Box 17428 Austin, TX 78760-7428 | 202 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$2,060.03 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | Edcouch - Elsa ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5925 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$2,246.30 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 23 | European Capital Partners Inc. 8280 Florence Ave Suite 205 Downey, CA 90041 | 5293 | 11/16/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,223,221.89 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | European Capital Partners Inc. 8280 Florence Ave Suite 205 Downey, CA 90041 | 5415 | 11/16/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,223,221.89 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 24 | Falls County Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin. TX 78760-7428 | 181 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$17.08 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | Falls County Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin. TX 78760-7428 | 5927 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$17.31 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 25 | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston , TX 77253-3064 | 32 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$2,865.11 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | 12-12047 Amended / Superseded | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5740 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,637.73 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | 12-12047 |
| 26 | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston , TX 77253-3064 | 39 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$6,750.51 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston , TX 77253-3064 | 5820 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,598.26 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 27 | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston , TX 77253-3064 | 44 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$450.06 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Company, LLC | 12-12019 Amended / Superseded | Fort Bend County John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston , TX 77253-3064 | 5821 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$535.70 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Company, LLC | 12-12019 |

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| | | | | Claims to be Disallowed | | | | | Surviving Claims | | | | | |
|----|---|-----------------|------------|--|--|----------------------------|--------------------------------|---|------------------|------------|---|--|----------------------------|--|
| | Name of Claimant | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number | Reason for Disallowanc e | Name of Claimant | | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number | |
| 28 | Fulton County Tax Commissioner 141 Pryor St Suite 1113 Atlanta, GA 30303 | 1934 | 10/30/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$9,128.01 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | | Fulton County Tax Commissioner 141 Pryor St Suite 1115 Atlanta, GA 30303 | 2890 | 11/09/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$6,404.69 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | |
| 29 | Galveston County John P. Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, TX 77253-3064 | 35 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$7,480.15 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | | Galveston County John P. Dillman Linebarger Goggan Blair & Sampson LLP P.O. Box 3064 Houston, TX 77253-3064 | 5822 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$8,189.22 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | |
| 30 | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LP P.O. Box 3064 Houston, TX 77253-3064 | 30 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$6,931.50 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Real Estate Holdings, LLC | 12-12062 | Amended / Superseded | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5739 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$2,090.90 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Real Estate Holdings, LLC | 12-12062 | |
| 31 | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 33 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$588.24 Secured \$0.00 Priority \$0.00 General Unsecured | Homecomings Financial, LLC | 12-12042 | Amended / Superseded | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5733 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$587.97 Secured \$0.00 Priority \$0.00 General Unsecured | Homecomings Financial, LLC | 12-12042 | |
| 32 | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 36 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$48,174.48 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | Amended / Superseded | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5819 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$33,243.60 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | |
| 33 | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 40 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$9,445.09 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Model Home Finance I, LLC | 12-12030 | Amended / Superseded | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5826 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$7,423.51 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Model Home Finance I, LLC | 12-12030 | |
| 34 | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 43 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$4,497.33 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Company, LLC | 12-12019 | Amended / Superseded | Harris County, et al John P. Dillman Linebarger Goggan Blair & Sampson, LLP P.O. Box 3064 Houston, TX 77253-3064 | 5825 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,923.26 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Funding Company, LLC | 12-12019 | |
| 35 | Hernando County Tax Collector 20 N Main St Room 112 Brooksville, FL 34601-2892 | 137 | 06/18/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured | EPRE LLC | 12-12024 | Amended / Superseded | Hernando County Tax Collector 20 N Main St Room 112 Brooksville, FL 34601-2892 | 314 | 07/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured | EPRE LLC | 12-12024 | |
| 36 | Hidalgo Co ESD # 02 Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 201 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$60.06 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | | Hidalgo Co ESD # 02 Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5928 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$64.46 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 | |

12-12020-mg Doc 3575 Filed 05/01/13 Entered 05/01/13 19:08:47 Main Document Pg 24 of 30 In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

| | | | Claims to be Disallowed | | | | | S | urviving Claims | | |
|-------------------------------------|-------|--------------------------|--|---------------------|--------------------------------|-------------------------------------|-------|--------------------------|--|---------------------|------------------|
| | GI : | | | | Asserted Reason for | | CI : | | | | Asserted |
| N (G) | Claim | 6 . 51 . | | Asserted | Case Disallowand | | Claim | 5 | | Asserted | Case |
| Name of Claimant Hidalgo County | 80 | Date Filed 06/11/2012 | Claim Amount \$0.00 Administrative Priority | Debtor Name GMAC | Number e 12-12032 Amended / | Name of Claimant | | Date Filed 12/04/2012 | Claim Amount \$0.00 Administrative Priority | Debtor Name GMAC | Numbe 12-1203 |
| John T. Banks | 80 | 00/11/2012 | \$0.00 Administrative Friority | Mortgage, LLC | | John T. Banks | 0322 | 12/04/2012 | \$0.00 Administrative Priority | Mortgage, LLC | 12-1203 |
| Perdue, Brandon, Fielder, Collins & | | | \$5,695.69 Secured | Willingage, LLC | Superseueu | Perdue, Brandon, Fielder, Collins & | | | \$1,637.70 Secured | wiortgage, LLC | |
| Mott, L.L.P. | | | \$0.00 Priority | | | Mott, L.L.P. | | | \$0.00 Priority | | |
| 3301 Northland Drive Suite 505 | | | \$0.00 Phonty \$0.00 General Unsecured | | | 3301 Northland Drive Suite 505 | | | \$0.00 Phonty \$0.00 General Unsecured | | |
| Austin, TX 78731 | | | 50.00 delleral offsecured | | | Austin, TX 78731 | | | 50.00 delleral dilsecured | | |
| Hidalgo County | 81 | 06/11/2012 | \$0.00 Administrative Priority | Residential | 12-12019 Amended / | Hidalgo County | 6320 | 12/04/2012 | \$0.00 Administrative Priority | Residential | 12-1201 |
| John T. Banks | 01 | 00/11/2012 | \$0.00 Administrative Friority | Funding | | John T. Banks | 0320 | 12/04/2012 | \$0.00 Administrative Friority | Funding | 12-1201 |
| Perdue, Brandon, Fielder, Collins & | | | \$1,443.22 Secured | Company, LLC | Juperseueu | Perdue, Brandon, Fielder, Collins & | | | \$648.84 Secured | Company, LLC | |
| Mott, L.L.P. | | | \$0.00 Priority | Company, LLC | | Mott, L.L.P. | | | \$0.00 Priority | Company, LLC | |
| 3301 Northland Drive Suite 505 | | | \$0.00 Friority \$0.00 General Unsecured | | | 3301 Northland Drive Suite 505 | | | \$0.00 Friority \$0.00 General Unsecured | | |
| Austin, TX 78731 | | | 30.00 delleral offsecured | | | Austin, TX 78731 | | | 30.00 delleral offsecured | | |
| Hunt County | 686 | 09/24/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Hunt County | 1990 | 11/16/2012 | \$0.00 Administrative Priority | GMAC | 12-1203 |
| Elizabeth Weller | 080 | 03/24/2012 | \$0.00 Administrative Priority | Mortgage, LLC | | Elizabeth Weller | 4000 | 11/10/2012 | \$0.00 Administrative Priority | Mortgage, LLC | 12-1203 |
| Linebarger Goggan Blair & Sampson, | | | \$542.04 Secured | Wiortgage, LLC | Juperseueu | Linebarger Goggan Blair & Sampson, | | | \$38,718.22 Secured | Wiortgage, LLC | |
| IIIP | ' | | \$0.00 Priority | | | II P | | | \$0.00 Priority | | |
| 2323 Bryan Street, Ste 1600 | | | \$0.00 Friority \$0.00 General Unsecured | | | 2323 Bryan Street, Ste 1600 | | | \$0.00 Friority \$0.00 General Unsecured | | |
| Dallas, TX 75201 | | | 50.00 delleral offsecured | | | Dallas, TX 75201 | | | 50.00 delleral dilsecured | | |
| Judson ISD | 85 | 06/12/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Judson ISD | 5780 | 11/19/2012 | \$0.00 Administrative Priority | GMAC | 12-1203 |
| David G. Aelvoet | 63 | 00/12/2012 | \$0.00 Administrative Friority | Mortgage, LLC | | David G. Aelvoet | 3760 | 11/19/2012 | \$0.00 Administrative Priority | Mortgage, LLC | 12-1203 |
| Linebarger Goggan Blair & Sampson, | | | \$1.114.69 Secured | Willingage, LLC | Superseueu | Linebarger Goggan Blair & Sampson, | | | \$1,055.78 Secured | wiortgage, LLC | |
| IIIP | ' | | \$0.00 Priority | | | II P | | | \$0.00 Priority | | |
| 711 Navarro Ste 300 | | | \$0.00 Friority \$0.00 General Unsecured | | | 711 Navarro Ste 300 | | | \$0.00 Friority \$0.00 General Unsecured | | |
| San Antonio, TX 78205 | | | 30.00 delleral offsecured | | | San Antonio, TX 78205 | | | 30.00 General Onsecured | | |
| LA JOYA ISD | 185 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | LA JOYA ISD | E020 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| DIANE W. SANDERS | 103 | 00/23/2012 | \$0.00 Administrative Priority | Mortgage, LLC | | DIANE W. SANDERS | 3323 | 11/23/2012 | \$0.00 Administrative Priority | Mortgage, LLC | 12-1203 |
| LINEBARGER GOGGAN BLAIR & | | | \$900.20 Secured | Worksage, LLC | Juperseucu | LINEBARGER GOGGAN BLAIR & | | | \$927.06 Secured | Workgage, LLC | |
| SAMPSON, LLP | | | \$0.00 Priority | | | SAMPSON, LLP | | | \$0.00 Priority | | |
| P.O. BOX 17428 | | | \$0.00 General Unsecured | | | P.O. BOX 17428 | | | \$0.00 General Unsecured | | |
| AUSTIN, TX 78760-7428 | | | 50.00 deneral onsecured | | | AUSTIN. TX 78760-7428 | | | polob delleral offsecured | | |
| Limestone County | 196 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Limestone County | 5930 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-1203 |
| Diane W. Sanders | 130 | 00,23,2012 | \$0.00 Administrative Secured | Mortgage, LLC | | Diane W. Sanders | 3330 | 11,20,2012 | \$0.00 Administrative Secured | Mortgage, LLC | 12 1200 |
| Linebarger Goggan Blair & Sampson, | | | \$847.68 Secured | 1110116080, 220 | Superseucu | Linebarger Goggan Blair & Sampson, | | | \$1,024.87 Secured | | |
| IIP | ' | | \$0.00 Priority | | | IIP | | | \$0.00 Priority | | |
| P.O. Box 17428 | | | \$0.00 General Unsecured | | | P.O. Box 17428 | | | \$0.00 General Unsecured | | |
| Austin. TX 78760-7428 | | | ***** | | | Austin, TX 78760-7428 | | | ****** | | |
| McAllen Independent School District | 78 | 06/11/2012 | \$0.00 Administrative Priority | Residential | 12-12019 Amended / | McAllen Independent School District | 6323 | 12/04/2012 | \$0.00 Administrative Priority | Residential | 12-1201 |
| John T. Banks | . ,0 | 00,11,2012 | \$0.00 Administrative Secured | Funding | | John T. Banks | 0525 | 12,01,2012 | \$0.00 Administrative Secured | Funding | 12 1201 |
| Perdue, Brandon, Fielder, Collins & | | | \$2.534.80 Secured | Company, LLC | Superseucu | Perdue, Brandon, Fielder, Collins & | | | \$1.136.68 Secured | Company, LLC | |
| Mott. L.L.P. | | | \$0.00 Priority | ,, | | Mott. L.L.P. | | | \$0.00 Priority | | |
| 3301 Northland Drive Suite 505 | | | \$0.00 General Unsecured | | | 3301 Northland Drive Suite 505 | | | \$0.00 General Unsecured | | |
| Austin, TX 78731 | | | ***** | | | Austin, TX 78731 | | | ***** | | |
| Merrill Lynch Mortgage Investors, | 2737 | 11/08/2012 | \$0.00 Administrative Priority | Residential | 12-12019 Amended / | Merrill Lynch Mortgage Investors, | 5890 | 11/23/2012 | \$0.00 Administrative Priority | Residential | 12-1201 |
| Inc. | | , , | \$0.00 Administrative Secured | Funding | Superseded | | | , -, | \$0.00 Administrative Secured | Funding | |
| Jill Fairbrother Assistant General | | | \$0.00 Secured | Company, LLC | | Jill Fairbrother Assistant General | | | UNLIQUIDATED Secured | Company, LLC | |
| Counsel | | | \$0.00 Priority | | | Counsel | | | \$0.00 Priority | | |
| Global Banking & Markets Litigation | | | UNLIQUIDATED General Unsecured | | | Global Banking & Markets Litigation | | | \$0.00 General Unsecured | | |
| Bank of America | | | | | | Bank of America | | | | | |
| 50 Rockefeller Plaza, NY1-050-07-01 | | | | | | 50 Rockefeller Plaza, NY1-050-07-01 | | | | | |
| New York, NY 10020 | | | | | | New York, NY 10020 | | | | | |
| , | | | | | | , | | | | | |

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| | | | | Claims to be Disallowed | | | | | S | Surviving Claims | | |
|-----|--|-------|--------------|---|------------------------|---------------------|--|-------|------------|---|------------------------|----------|
| | | | | | | Asserted Reason for | | | | | | Asserted |
| | | Claim | | | Asserted | Case Disallowan | | Claim | | | Asserted | Case |
| 4.5 | | | Date Filed | Claim Amount | Debtor Name | | | | Date Filed | Claim Amount | Debtor Name | Number |
| 45 | Merrill Lynch Mortgage Lending, Inc. | 2/38 | 11/08/2012 | \$0.00 Administrative Priority | Residential | | Merrill Lynch Mortgage Lending, Inc. | 5889 | 11/23/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| | Jill Fairbrother Assistant General | | | \$0.00 Administrative Secured | Funding | Superseded | Jill Fairbrother Assistant General | | | \$0.00 Administrative Secured | Funding | |
| | Counsel | | | \$0.00 Secured | Company, LLC | | Counsel | | | \$0.00 Secured | Company, LLC | |
| | Global Banking & Markets Litigation | | | \$0.00 Priority | | | Global Banking & Markets Litigation | | | \$0.00 Priority | | |
| | Bank of America 50 Rockefeller Plaza, NY1-050-07-01 | | | UNLIQUIDATED General Unsecured | | | Bank of America 50 Rockefeller Plaza, NY1-050-07-01 | | | UNLIQUIDATED General Unsecured | | |
| | New York, NY 10020 | | | | | | New York. NY 10020 | | | | | |
| | | | | | | | , | | | | | |
| 46 | Mission CISD | 188 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | | 5931 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | Superseded | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$791.82 Secured | | | Linebarger Goggan Blair & Sampson, | | | \$793.88 Secured | | |
| | LLP | | | \$0.00 Priority | | | LLP | | | \$0.00 Priority | | |
| | P.O. Box 17428 | | | \$0.00 General Unsecured | | | P.O. Box 17428 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78760-7428 | | | | | | Austin, TX 78760-7428 | | | | | |
| 47 | Montgomery County | 37 | 05/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Montgomery County | 5824 | 11/19/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | John P. Dillman | | | \$0.00 Administrative Secured | Mortgage, LLC | Superseded | John P. Dillman | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$26,780.82 Secured | | | Linebarger Goggan Blair & Sampson, | | | \$4,114.88 Secured | | |
| | LLP | | | \$0.00 Priority | | | LLP | | | \$0.00 Priority | | |
| | P.O. Box 3064 | | | \$0.00 General Unsecured | | | P.O. Box 3064 | | | \$0.00 General Unsecured | | |
| 40 | Houston, TX 77253-3064 | 45 | 05 (20 (2042 | 60.00 A L | B | 42.42040. 4 1.17 | Houston, TX 77253-3064 | 5020 | 44/40/2042 | 60.00 A L | B | 12 12010 |
| 48 | Montgomery County John P. Dillman | 45 | 05/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | Residential Funding | 12-12019 Amended / | Montgomery County John P. Dillman | 5828 | 11/19/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | Residential Funding | 12-12019 |
| | Linebarger Goggan Blair & Sampson, | | | \$8,985.97 Secured | Company, LLC | Superseuet | | | | \$4,205.02 Secured | Company, LLC | |
| | Linebarger Goggan Biair & Sampson, | | | \$0.00 Priority | Company, LLC | | Linebarger Goggan Blair & Sampson, | | | \$0.00 Priority | Company, LLC | |
| | P.O. Box 3064 | | | \$0.00 Priority \$0.00 General Unsecured | | | P.O. Box 3064 | | | \$0.00 Priority \$0.00 General Unsecured | | |
| | Houston, TX 77253-3064 | | | 30.00 General onsecured | | | Houston, TX 77253-3064 | | | 30.00 General Onsecured | | |
| 49 | New York State Department of | 223 | 07/02/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | New York State Department of | 6436 | 01/22/2013 | \$0.00 Administrative Priority | Residential | 12-12020 |
| 45 | Taxation & Finance | 223 | 07/02/2012 | \$0.00 Administrative Friority | Mortgage, LLC | | Taxation and Finance | 0430 | 01/22/2013 | \$0.00 Administrative Priority | Capital, LLC | 12-12020 |
| | Bankruptcy Section | | | \$0.00 Secured | Worksage, LLC | Superseuce | Bankruptcy Section | | | \$0.00 Secured | capital, LLC | |
| | PO Box 5300 | | | \$151.82 Priority | | | PO Box 5300 | | | \$151.82 Priority | | |
| | Albany, NY 12205-0300 | | | \$521.67 General Unsecured | | | Albany, NY 12205-0300 | | | \$1,121.67 General Unsecured | | |
| | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | , | | | ,, ===== | | | * -, | | |
| 50 | New York State Department of | 64 | 06/06/2012 | \$0.00 Administrative Priority | Residential | 12-12020 Amended / | New York State Department of | 6436 | 01/22/2013 | \$0.00 Administrative Priority | Residential | 12-12020 |
| | Taxation and Finance | | | \$0.00 Administrative Secured | Capital, LLC | Superseded | Taxation and Finance | | | \$0.00 Administrative Secured | Capital, LLC | |
| | Bankruptcy Section | | | \$0.00 Secured | | | Bankruptcy Section | | | \$0.00 Secured | | |
| | PO Box 5300 | | | \$12.61 Priority | | | PO Box 5300 | | | \$151.82 Priority | | |
| | Albany, NY 12205-0300 | | | \$100.00 General Unsecured | | | Albany, NY 12205-0300 | | | \$1,121.67 General Unsecured | | |
| | | | | | | | | | | | | |
| 51 | Northwest ISD | 687 | 09/24/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Northwest ISD | 4881 | 11/16/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Elizabeth Weller | | | \$0.00 Administrative Secured | Mortgage, LLC | Superseded | Elizabeth Weller | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$12,120.76 Secured | | | Linebarger Goggan Blair & Sampson, | | | \$11,914.10 Secured | | |
| | LLP | | | \$0.00 Priority | | | LLP | | | \$0.00 Priority | | |
| | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | |
| | Dallas, TX 75201 | | | | | | Dallas, TX 75201 | | | | | |
| 52 | Nueces County | 191 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Nueces County | 5918 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | Superseded | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$22,931.14 Secured | | | Linebarger Goggan Blair & Sampson, | | | \$1,475.00 Secured | | |
| | P.O. Box 17428 | | | \$0.00 Priority | | | | | | \$0.00 Priority | | |
| | | | | \$0.00 General Unsecured | | | P.O. Box 17428 Austin, TX 78760-7428 | | | \$0.00 General Unsecured | | |
| 53 | Austin, TX 78760-7428 ORANGE COUNTY TREASURER-TAX | 175 | 06/26/2012 | \$0.00 Administrative Priority | Residential | 12-12020 Amended / | ORANGE COUNTY TREASURER-TAX | 5881 | 11/23/2012 | \$0.00 Administrative Priority | Residential | 12-12020 |
| JO | COLLECTOR | 1/3 | 00/20/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | Capital, LLC | Superseded | | 2001 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | Capital, LLC | 12-12020 |
| | ATTN BANKRUPTCY UNIT | | | \$0.00 Administrative Secured \$18,684.12 Secured | Capital, LLC | Superseded | ATTN BANKRUPTCY UNIT | | | \$0.00 Administrative Secured \$520.37 Secured | Capital, LLC | |
| | P.O. BOX 1438 | | | \$18,684.12 Secured \$37,073.58 Priority | | | P.O. BOX 1438 | | | \$520.37 Secured \$18.70 Priority | | |
| | P.O. BOX 1438 SANTA ANA, CA 92702 | | | \$37,073.58 Priority \$221.24 General Unsecured | | | P.O. BOX 1438 SANTA ANA, CA 92702 | | | \$18.70 Priority \$4,162.86 General Unsecured | | |
| | UNIVERSITY AND 100 JE/UZ | | | 7221.24 OCHELALOHISECULEU | | | JAN 10 ANA, CA J2/02 | | | 74,102.00 Ocheral Olisecured | | |

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| | | | | Claims to be Disallowed | | | | | Sı | rviving Claims | | |
|----|--|----------------|--------------|--|-----------------------------|---|--|-----------------|------------|--|-----------------------------|----------------------------|
| | Name of Claimant | Claim Numbe | r Date Filed | Claim Amount | Asserted Debtor Name | Asserted Reason fo Case Disallowan Number e | | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
| 54 | Pharr - San Juan - Alamo ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 178 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$890.51 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | · | Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$920.31 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 55 | Prodigus Opportunity Fund, LLC 402 Macy Dr Rosewell, GA 30076-6353 | 103 | 06/15/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,366,567.28 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseder | Prodigus Opportunity Fund, LLC d 402 Macy Dr Rosewell, GA 30076-6353 | 2520 | 11/06/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,401,964.43 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 56 | Prodigus Opportunity Fund, LLC 402 Macy Dr Rosewell, GA 30076-6353 | 2575 | 11/06/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,366,567.28 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseder | Prodigus Opportunity Fund, LLC d 402 Macy Dr Rosewell, GA 30076-6353 | 2520 | 11/06/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,401,964.43 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 57 | Rio Grande City CISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 284 | 07/17/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$899.98 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | Rio Grande City CISD d Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5933 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$111.80 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 58 | Round Rock ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 187 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$3,139.99 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Superseded | Round Rock ISD d Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5936 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured W/D Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 59 | Seminole County Tax Collector Ray Valdes 1101 East First Street PO Box 630 Sanford, FL 32772 | 157 | 06/22/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,954.67 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 Amended / Superseded | Seminole County Tax Collector d Ray Valdes 1101 East First Street PO Box 630 Sanford, FL 32772 | 6438 | 01/18/2013 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,832.57 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 |
| 60 | Seminole County Tax Collector Ray Valdes 1101 East First Street PO Box 630 Sanford, FL 32772 | 158 | 06/22/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,536.31 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 Amended / Superseded | Seminole County Tax Collector Ray Valdes 1101 East First Street PO Box 630 Sanford, FL 32772 | 6437 | 01/18/2013 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,938.93 Secured \$0.00 Priority \$0.00 General Unsecured | Residential Capital, LLC | 12-12020 |
| 61 | Shabbir A. Khan, San Joaquin County Tax Collector P.O. Box 2169 Stockton, CA 95201-2169 | 2205 | 11/05/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$200,066.90 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Supersede | Shabbir A. Khan, San Joaquin County d Tax Collector P.O. Box 2169 Stockton, CA 95201-2169 | 6447 | 02/07/2013 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$215,483.70 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 62 | Sharyland ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 180 | 06/29/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$5,936.10 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 Amended / Supersede | Sharyland ISD Diane W. Sanders Linebarger Goggan Blair & Sampson, LLP P.O. Box 17428 Austin, TX 78760-7428 | 5938 | 11/23/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$6,666.42 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |

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| | | | | Claims to be Disallowed | | | | | | Sur | viving Claims | | |
|----|---|-------|--------------|---|----------------|----------|-------------|---|-------|------------|---|----------------|----------|
| | | | | | | | Reason for | | | | | | Asserted |
| | | Claim | | | Asserted | Case | Disallowanc | | Claim | | | Asserted | Case |
| | | | Date Filed | Claim Amount | Debtor Name | Number | е | | | Date Filed | Claim Amount | Debtor Name | |
| 63 | South Texas College | 189 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | Amended / | South Texas College | 5917 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | | Superseded | Diane W. Sanders | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$1,795.07 Secured | | | | Linebarger Goggan Blair & Sampson, | | | \$1,441.65 Secured | | |
| | LLP | | | \$0.00 Priority | | | | LLP | | | \$0.00 Priority | | |
| | P.O. Box 17428 | | | \$0.00 General Unsecured | | | | P.O. Box 17428 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78760-7428 | | 00/00/00/0 | 40.00 1.1 1.1 1.1 1.1 1.1 | 5 11 11 | | | Austin, TX 78760-7428 | | | 40.00 4.1 4.1 4.1 4.1 4.1 | | |
| 64 | South Texas College | 195 | 06/29/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | South Texas College | 5920 | 11/23/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| | Diane W. Sanders | | | \$0.00 Administrative Secured \$147.04 Secured | Funding | | Superseaea | Diane W. Sanders | | | \$0.00 Administrative Secured \$147.04 Secured | Funding | |
| | Linebarger Goggan Blair & Sampson, | | | \$0.00 Priority | Company, LLC | | | Linebarger Goggan Blair & Sampson, | | | \$0.00 Priority | Company, LLC | |
| | P.O. Box 17428 | | | \$0.00 Priority \$0.00 General Unsecured | | | | P.O. Box 17428 | | | \$0.00 Priority \$0.00 General Unsecured | | |
| | Austin, TX 78760-7428 | | | 50.00 delleral offsecured | | | | Austin, TX 78760-7428 | | | 50.00 delleral offsecured | | |
| 65 | South Texas ISD | 184 | 06/29/2012 | \$0.00 Administrative Priority | GMAC | 12 12022 | Amended / | South Texas ISD | E022 | 11/23/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| 03 | Diane W. Sanders | 104 | 00/23/2012 | \$0.00 Administrative Friority | Mortgage, LLC | 12-12032 | Superseded | Diane W. Sanders | 3322 | 11/23/2012 | \$0.00 Administrative Priority | Mortgage, LLC | 12-12032 |
| | Linebarger Goggan Blair & Sampson, | | | \$586.05 Secured | Williage, LLC | | Juperseueu | Linebarger Goggan Blair & Sampson, | | | \$470.67 Secured | Wiortgage, LLC | |
| | IIP | | | \$0.00 Priority | | | | II P | | | \$0.00 Priority | | |
| | P.O. Box 17428 | | | \$0.00 General Unsecured | | | | P.O. Box 17428 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78760-7428 | | | 50.00 deficial offsecured | | | | Austin, TX 78760-7428 | | | 50.00 deficial disceared | | |
| 66 | South Texas ISD | 194 | 06/29/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | South Texas ISD | 5915 | 11/23/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| 00 | Diane W. Sanders | 134 | 00/23/2012 | \$0.00 Administrative Secured | Funding | 12 12013 | | Diane W. Sanders | 3313 | 11/25/2012 | \$0.00 Administrative Friendly | Funding | 12 12013 |
| | Linebarger Goggan Blair & Sampson, | | | \$48.00 Secured | Company, LLC | | Duperseucu | Linebarger Goggan Blair & Sampson, | | | \$48.00 Secured | Company, LLC | |
| | LLP | | | \$0.00 Priority | | | | LLP | | | \$0.00 Priority | ,, | |
| | P.O. Box 17428 | | | \$0.00 General Unsecured | | | | P.O. Box 17428 | | | \$0.00 General Unsecured | | |
| | Austin. TX 78760-7428 | | | | | | | Austin. TX 78760-7428 | | | • | | |
| 67 | State of New York Department of | 363 | 07/30/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | Amended / | State of New York Department of | 6342 | 12/10/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Labor | | | \$0.00 Administrative Secured | Mortgage, LLC | | Superseded | Labor | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Unemployment Insurance Division | | | \$0.00 Secured | | | | Unemployment Insurance Division | | | \$0.00 Secured | | |
| | Governor W. Averell Harriman State | | | \$208.33 Priority | | | | Governor W. Averell Harriman State | | | \$265.69 Priority | | |
| | Office Building Campus | | | \$0.00 General Unsecured | | | | Office Building Campus | | | \$0.00 General Unsecured | | |
| | Building 12, Room 256 | | | | | | | Building 12, Room 256 | | | | | |
| | Albany, NY 12240 | | | | | | | Albany, NY 12240 | | | | | |
| 68 | Susan Marie Gray, Attorney at Law | 2453 | 11/06/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | Amended / | Susan Marie Gray, Attorney at Law | 4758 | 11/14/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | 22255 Center Ridge Road, Suite 201 | | ,, | \$0.00 Administrative Secured | Mortgage, LLC | | | 22255 Center Ridge Road, Suite 201 | | ,, | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Rocky River, OH 44116 | | | \$0.00 Secured | 0.0., | | | Rocky River, OH 44116 | | | \$0.00 Secured | | |
| | , | | | \$0.00 Priority | | | | , | | | \$0.00 Priority | | |
| | | | | \$122,481.59 General Unsecured | | | | | | | \$122,481.59 General Unsecured | | |
| | | | | | | | | | | | | | |
| 69 | Susan Marie Gray, Attorney at Law | 2456 | 11/06/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 | Amended / | Susan Marie Gray, Attorney at Law | 4757 | 11/14/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 |
| | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Financial, LLC | | Superseded | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Financial, LLC | |
| | Rocky River, OH 44116 | | | \$0.00 Secured | | | | Rocky River, OH 44116 | | | \$0.00 Secured | | |
| | | | | \$0.00 Priority | | | | | | | \$0.00 Priority | | |
| | | | | \$122,481.59 General Unsecured | | | | | | | \$122,481.59 General Unsecured | | |
| | | | | | | | | | | | | | |
| 70 | Susan Marie Gray, Attorney at Law | 3954 | 11/09/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | Amended / | Susan Marie Gray, Attorney at Law | 4758 | 11/14/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Mortgage, LLC | | Superseded | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Rocky River, OH 44116 | | | \$0.00 Secured | | | | Rocky River, OH 44116 | | | \$0.00 Secured | | |
| | | | | \$0.00 Priority | | | | | | | \$0.00 Priority | | |
| | | | | \$122,481.59 General Unsecured | | | | | | | \$122,481.59 General Unsecured | | |
| | Curren Marrie Corru Att | 4004 | 11 /00 /2012 | Ć0.00 Ada 111 u 12 u 12 u 1 | Unana di Santa | 12 12012 | A 1: 1.1 | Corne Manie Corne Attack | 4757 | 44/44/2042 | ¢0.00 Admit 1 | | 12 12012 |
| /1 | Susan Marie Gray, Attorney at Law | 4084 | 11/09/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 | Amended / | Susan Marie Gray, Attorney at Law | 4/5/ | 11/14/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 |
| | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Financial, LLC | | Superseded | 22255 Center Ridge Road, Suite 201 | | | \$0.00 Administrative Secured | Financial, LLC | |
| | Rocky River, OH 44116 | | | \$0.00 Secured | | | | Rocky River, OH 44116 | | | \$0.00 Secured \$0.00 Priority | | |
| | | | | | | | | | | | | | |
| | | | | \$0.00 Priority \$122,481.59 General Unsecured | | | | | | | \$122,481.59 General Unsecured | | |

Doc 3575 Filed 05/01/13 Entered 05/01/13 19:08:47 Main Document Pg 28 of 30 In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED) 12-12020-mg

| | | | | Claims to be Disallowed | | | | | | Sı | urviving Claims | | |
|-----|--|-------|------------|---|------------------|----------|-------------|--|-------|--------------|---|------------------|----------|
| | | | | | | | Reason for | | | | | | Asserted |
| | | Claim | | | Asserted | Case | Disallowanc | | Claim | | | Asserted | Case |
| | Name of Claimant | | Date Filed | Claim Amount | Debtor Name | Number | е | Name of Claimant | | Date Filed | Claim Amount | Debtor Name | Number |
| 72 | Tarrant County | 26 | 05/29/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 | | Tarrant County | 5809 | 11/20/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | Elizabeth Weller | | | \$0.00 Administrative Secured | Mortgage, LLC | | Superseded | Elizabeth Weller | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$45,404.60 Secured | | | | Linebarger Goggan Blair & Sampson, | | | \$9,077.94 Secured | | |
| | LLP | | | \$0.00 Priority | | | | LLP | | | \$0.00 Priority | | |
| | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | | | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | |
| 70 | Dallas, TX 75201 | | 00/04/2042 | 60.00 4 1 | | 42.42042 | | Dallas, TX 75201 | 4000 | 44 /46 /2042 | 60.00 41 | | 42.42042 |
| 73 | Tarrant County | 60 | 06/04/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 | Amended / | Tarrant County | 4889 | 11/16/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 |
| | Elizabeth Weller | | | \$0.00 Administrative Secured | Financial, LLC | | Superseded | Elizabeth Weller | | | \$0.00 Administrative Secured | Financial, LLC | |
| | Linebarger Goggan Blair & Sampson, | | | \$3,416.01 Secured | | | | Linebarger Goggan Blair & Sampson, | | | \$2,916.19 Secured | | |
| | 2222 0 61 4600 | | | \$0.00 Priority | | | | | | | \$0.00 Priority | | |
| | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | | | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | |
| | Dallas, TX 75201 | 200 | 00/42/2042 | 60.00 4 1 | CALLED | 42.42027 | | Dallas, TX 75201 | 5000 | 44 /20 /2042 | 60.00 41 | CAAACD | 42.42027 |
| 74 | Texas Comptroller of Public | 390 | 08/13/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMACR | 12-12037 | Amended / | Texas Comptroller of Public | 6098 | 11/30/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured | GMACR | 12-12037 |
| | Accounts | | | \$0.00 Administrative Secured | Mortgage | | Superseded | Accounts | | | \$0.00 Secured | Mortgage | |
| | Office of the Attorney General Bankruptcy - Collections Division | | | \$500,000.00 Priority | Products, LLC | | | Office of the Attorney General Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | Products, LLC | |
| | P.O. Box 12548 | | | • • | | | | P.O. Box 12548 | | | • • • | | |
| | Austin, TX 78711-2548 | | | \$0.00 General Unsecured | | | | Austin, TX 78711-2548 | | | \$0.00 General Unsecured | | |
| 75 | Texas Comptroller of Public | 391 | 08/13/2012 | \$0.00 Administrative Priority | Homecomings | 12 12042 | Amended / | Texas Comptroller of Public | 6099 | 11/30/2012 | \$0.00 Administrative Priority | Homecomings | 12-12042 |
| /5 | Accounts | 391 | 06/13/2012 | · · | Financial, LLC | 12-12042 | | Accounts | 0099 | 11/30/2012 | \$0.00 Administrative Priority | Financial, LLC | 12-12042 |
| | Office of the Attorney General | | | \$0.00 Administrative Secured \$0.00 Secured | rillalicial, LLC | | Superseded | Office of the Attorney General | | | \$0.00 Administrative secured | rillalicial, LLC | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | 50.00 General Onsecured | | | | Austin, TX 78711-2548 | | | 30.00 delleral offsecured | | |
| 76 | Texas Comptroller of Public | 394 | 08/13/2012 | \$0.00 Administrative Priority | RFC | 99-12069 | Amended / | Texas Comptroller of Public | 6104 | 11/30/2012 | \$0.00 Administrative Priority | RFC | 99-12069 |
| 70 | Accounts | 334 | 00/13/2012 | \$0.00 Administrative Priority | Construction | 33-12003 | | Accounts | 0104 | 11/30/2012 | \$0.00 Administrative Priority | Construction | 33-12003 |
| | Office of the Attorney General | | | \$0.00 Secured | Funding, LLC | | Superseucu | Office of the Attorney General | | | \$0.00 Secured | Funding, LLC | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | r arianig, EEC | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | ranang, LLC | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | 30.00 deneral onsecured | | | | Austin, TX 78711-2548 | | | 50.00 deneral onsecured | | |
| 77 | Texas Comptroller of Public | 395 | 08/13/2012 | \$0.00 Administrative Priority | Residential | 12-12019 | Amended / | Texas Comptroller of Public | 6103 | 11/30/2012 | \$0.00 Administrative Priority | Residential | 12-12019 |
| • • | Accounts | 333 | 00/15/2012 | \$0.00 Administrative Secured | Funding | 12 12015 | Superseded | Accounts | 0103 | 11,50,2012 | \$0.00 Administrative Secured | Funding | 12 12015 |
| | Office of the Attorney General | | | \$0.00 Secured | Company, LLC | | | Office of the Attorney General | | | \$0.00 Secured | Company, LLC | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | ,, | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | | | | | Austin, TX 78711-2548 | | | , | | |
| 78 | Texas Comptroller of Public | 396 | 08/13/2012 | \$0.00 Administrative Priority | Residential | 12-12057 | Amended / | Texas Comptroller of Public | 6102 | 11/30/2012 | \$0.00 Administrative Priority | Residential | 12-12057 |
| | Accounts | | | \$0.00 Administrative Secured | Consumer | | Superseded | Accounts | | , , | \$0.00 Administrative Secured | Consumer | |
| | Office of the Attorney General | | | \$0.00 Secured | Services of | | | Office of the Attorney General | | | \$0.00 Secured | Services of | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | Texas, LLC | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | Texas, LLC | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | | | | | Austin, TX 78711-2548 | | | | | |
| 79 | Texas Comptroller of Public | 397 | 08/13/2012 | \$0.00 Administrative Priority | PATI Real | 12-12047 | Amended / | Texas Comptroller of Public | 6101 | 11/30/2012 | \$0.00 Administrative Priority | PATI Real | 12-12047 |
| | Accounts | | | \$0.00 Administrative Secured | Estate Holdings, | | Superseded | Accounts | | | \$0.00 Administrative Secured | Estate Holdings, | |
| | Office of the Attorney General | | | \$0.00 Secured | LLC | | • | Office of the Attorney General | | | \$0.00 Secured | LLC | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | | | | | Austin, TX 78711-2548 | | | | | |
| 80 | Texas Comptroller of Public | 398 | 08/13/2012 | \$0.00 Administrative Priority | DOA Properties | 12-12023 | Amended / | Texas Comptroller of Public | 6095 | 11/30/2012 | \$0.00 Administrative Priority | DOA Properties | 12-12023 |
| 00 | Accounts | | | \$0.00 Administrative Secured | IX (Lots-Other), | | Superseded | Accounts | | | \$0.00 Administrative Secured | IX (Lots-Other), | |
| | Office of the Attorney General | | | \$0.00 Secured | LLC | | | Office of the Attorney General | | | \$0.00 Secured | LLC | |
| | Bankruptcy - Collections Division | | | \$500,000.00 Priority | | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| | P.O. Box 12548 | | | \$0.00 General Unsecured | | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| | Austin, TX 78711-2548 | | | | | | | Austin, TX 78711-2548 | | | | | |

Doc 3575 Filed 05/01/13 Entered 05/01/13 19:08:47 Main Document Pg 29 of 30 In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED) 12-12020-mg

| | | | Claims to be Disallowed | | | | | S | urviving Claims | | |
|---|-------------|--------------------------|--|----------------------|--------------------------------|--|-------|--------------------------|--|----------------------|--------------------|
| | CI : | | | | Asserted Reason for | | CI. | | | | Asserted |
| Name of Claimant | Claim | D-4- 511-4 | Claim Amazont | Asserted | Case Disallowano | | Claim | Data Filed | Claims Amazonat | Asserted | Case |
| Name of Claimant 81 Texas Comptroller of Public | 399 | Date Filed 08/13/2012 | Claim Amount \$0.00 Administrative Priority | Debtor Name | Number e 12-12028 Amended / | Name of Claimant Texas Comptroller of Public | | Date Filed 11/30/2012 | Claim Amount \$0.00 Administrative Priority | Debtor Name | Number 12-12028 |
| Accounts | 399 | 08/13/2012 | \$0.00 Administrative Priority | Executive Trustee | Superseded | 1 | 6096 | 11/30/2012 | \$0.00 Administrative Priority | Executive Trustee | 12-12026 |
| Office of the Attorney General | | | \$0.00 Administrative Secured | Services, LLC | Superseueu | Office of the Attorney General | | | \$0.00 Administrative Secured | Services, LLC | |
| Bankruptcy - Collections Division | | | \$500,000.00 Priority | Services, LLC | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | Services, LLC | |
| P.O. Box 12548 | | | \$0.00 General Unsecured | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| Austin, TX 78711-2548 | | | 50.00 delleral offsecured | | | Austin, TX 78711-2548 | | | 50.00 deneral onsecured | | |
| 82 Texas Comptroller of Public | 400 | 08/13/2012 | \$0.00 Administrative Priority | Ladue | 12-12043 Amended / | Texas Comptroller of Public | 6100 | 11/30/2012 | \$0.00 Administrative Priority | Ladue | 12-12043 |
| Accounts | 400 | 00/13/2012 | \$0.00 Administrative Priority | Associates, Inc. | Superseded | 1 | 0100 | 11/50/2012 | \$0.00 Administrative Friency | Associates, Inc. | 12 120-3 |
| Office of the Attorney General | | | \$0.00 Secured | Associates, inc. | Juperseucu | Office of the Attorney General | | | \$0.00 Secured | Associates, Inc. | |
| Bankruptcy - Collections Division | | | \$500,000.00 Priority | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| P.O. Box 12548 | | | \$0.00 General Unsecured | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| Austin, TX 78711-2548 | | | 50.00 delleral offsecured | | | Austin, TX 78711-2548 | | | 50.00 delleral offsecured | | |
| 83 Texas Comptroller of Public | 402 | 08/06/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Texas Comptroller of Public | 6097 | 11/30/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| Accounts | 402 | 00/00/2012 | \$0.00 Administrative Priority | Mortgage, LLC | Superseded | 1 | 0037 | 11/50/2012 | \$0.00 Administrative Friency | Mortgage, LLC | 12 12032 |
| Office of the Attorney General | | | \$0.00 Secured | | Superseucu | Office of the Attorney General | | | \$0.00 Secured | | |
| Bankruptcy - Collections Division | | | \$500,000.00 Priority | | | Bankruptcy - Collections Division | | | \$1,617,207.41 Priority | | |
| P.O. Box 12548 | | | \$0.00 General Unsecured | | | P.O. Box 12548 | | | \$0.00 General Unsecured | | |
| Austin, TX 78711-2548 | | | 50.00 deneral onsecured | | | Austin, TX 78711-2548 | | | yo.oo deneral onsecured | | |
| 84 Thomas C. Melzer | 4440 | 11/12/2012 | UNLIQUIDATED Administrative Priority | Residential | 12-12020 Amended / | Thomas C. Melzer | 6401 | 12/27/2012 | \$0.00 Administrative Priority | Residential | 12-12020 |
| c/o Lloyd A. Palans, Esq. | | 11/12/2012 | \$0.00 Administrative Secured | Capital, LLC | Superseded | | 0.01 | 12/2//2012 | \$0.00 Administrative Secured | Capital, LLC | 12 12020 |
| Bryan Cave LLP | | | \$0.00 Secured | capital, 220 | Superseucu | Bryan Cave LLP | | | UNLIQUIDATED Secured | capital) 220 | |
| 1290 Avenue of the Americas | | | \$0.00 Priority | | | 1290 Avenue of the Americas | | | UNLIQUIDATED Priority | | |
| New York, NY 10104 | | | \$0.00 General Unsecured | | | New York, NY 10104 | | | \$0.00 General Unsecured | | |
| 1011,111 1010 | | | yoloo deneral onsecured | | | 1011,111 1010 | | | Çolob General Gilbedarea | | |
| 85 Thomas Jacob | 4441 | 11/12/2012 | UNLIQUIDATED Administrative Priority | Residential | 12-12020 Amended / | Thomas Jacob | 6400 | 12/27/2012 | \$0.00 Administrative Priority | Residential | 12-12020 |
| c/o Lloyd A. Palans, Esq. | | , , - | \$0.00 Administrative Secured | Capital, LLC | | c/o Lloyd A. Palans, Esq. | | , , - | \$0.00 Administrative Secured | Capital, LLC | |
| Bryan Cave LLP | | | \$0.00 Secured | , | | Bryan Cave LLP | | | UNLIQUIDATED Secured | , | |
| 1290 Avenue of the Americas | | | \$0.00 Priority | | | 1290 Avenue of the Americas | | | UNLIQUIDATED Priority | | |
| New York, NY 10104 | | | \$0.00 General Unsecured | | | New York, NY 10104 | | | \$0.00 General Unsecured | | |
| · | | | | | | | | | | | |
| 86 TW Telecom Inc. | 73 | 06/08/2012 | \$0.00 Administrative Priority | Residential | 12-12020 Amended / | TW Telecom Inc. | 6428 | 01/14/2013 | \$0.00 Administrative Priority | Residential | 12-12020 |
| 10475 Park Meadows Drive | | | \$0.00 Administrative Secured | Capital, LLC | Superseded | 10475 Park Meadows Drive | | | \$0.00 Administrative Secured | Capital, LLC | |
| Littleton, CO 80124 | | | \$0.00 Secured | | | Littleton, CO 80124 | | | \$0.00 Secured | | |
| | | | \$0.00 Priority | | | | | | \$0.00 Priority | | |
| | | | \$7,854.15 General Unsecured | | | | | | \$23,908.35 General Unsecured | | |
| | | | | | | | | | | | |
| 87 TW Telecom Inc. | 215 | 06/28/2012 | \$0.00 Administrative Priority | Residential | 12-12020 Amended / | TW Telecom Inc. | 6428 | 01/14/2013 | \$0.00 Administrative Priority | Residential | 12-12020 |
| 10475 Park Meadows Drive | | | \$0.00 Administrative Secured | Capital, LLC | Superseded | 10475 Park Meadows Drive | | | \$0.00 Administrative Secured | Capital, LLC | |
| Littleton, CO 80124 | | | \$0.00 Secured | | | Littleton, CO 80124 | | | \$0.00 Secured | | |
| | | | \$0.00 Priority | | | | | | \$0.00 Priority | | |
| | | | \$13,395.53 General Unsecured | | | | | | \$23,908.35 General Unsecured | | |
| | | | | | | | | | | | |
| 88 West Virginia State Auditors Office, | 549 | 09/18/2012 | \$0.00 Administrative Priority | Residential | 12-12020 Amended / | West Virginia State Auditors Office | 1150 | 10/09/2012 | \$0.00 Administrative Priority | Residential | 12-12020 |
| Glen B. Gainer, Auditor | | | \$0.00 Administrative Secured | Capital, LLC | Superseded | G Russall Rollyson WVSAO | | | \$0.00 Administrative Secured | Capital, LLC | |
| G Russell Rollyson WVSAO | | | \$0.00 Secured | | | Capitol Complex Bldg 1 Rm W-100 | | | \$0.00 Secured | | |
| Capitol Complex, Bldg. 1, Rm-W-100 | | | \$1,429.97 Priority | | | Charleston, WV 25305 | | | \$6,907.30 Priority | | |
| Charleston, WV 25305 | | | \$0.00 General Unsecured | | | | | | \$0.00 General Unsecured | | |
| 89 Wise CAD | 117 | 06/22/2012 | ćo oo Adreie istasti is Dai iii | CMAC | 12 12022 | Wise CAD | 4070 | 11/16/2012 | ćo oo Administrativa Dai ii | CMAC | 12 12022 |
| 89 Wise CAD Elizabeth Weller | 11/ | 06/22/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 Amended / | Wise CAD | 48/9 | 11/16/2012 | \$0.00 Administrative Priority | GMAC | 12-12032 |
| | | | \$0.00 Administrative Secured | Mortgage, LLC | Superseded | Elizabeth Weller | | | \$0.00 Administrative Secured | Mortgage, LLC | |
| Linebarger Goggan Blair & Sampson, | | | \$3,455.75 Secured | | | Linebarger Goggan Blair & Sampson, | | | \$1,489.77 Secured | | |
| LLP | | | \$0.00 Priority | | | | | | \$0.00 Priority | | |
| 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | | 2323 Bryan Street, Ste 1600 | | | \$0.00 General Unsecured | | |
| Dallas, TX 75201 | | | | | | Dallas, TX 75201 | | | | | |

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| | | | (| Claims to be Disallowed | | | | Surviving Claims | | | | | |
|----|---|-------|------------|--|--------------------------------------|----------------------------|---------------------------|---|-------|------------|--|--------------------------------------|----------------------------|
| | Name of Claimant | Claim | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number | Reason for Disallowanc | Name of Claimant | Claim | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
| 90 | Wise CAD Elizabeth Weller Linebarger Goggan Blair & Sampson, LLP 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | 118 | 06/22/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$742.04 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | | Superseded | | | 11/16/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$729.17 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | 12-12047 |
| 91 | Wise County Elizabeth Weller Linebarger Goggan Blair & Sampson, LLP 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | 116 | 06/22/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$243.30 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | 12-12047 | Amended / Superseded | Wise County Elizabeth Weller Linebarger Goggan Blair & Sampson, LLP 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | 4885 | 11/16/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$238.40 Secured \$0.00 Priority \$0.00 General Unsecured | PATI Real Estate Holdings, LLC | 12-12047 |
| 92 | Wise County Elizabeth Weller Linebarger Goggan Blair & Sampson, LLP 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | 119 | 06/22/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,318.28 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | | Superseded | Wise County Elizabeth Weller Linebarger Goggan Blair & Sampson, LLP 2323 Bryan Street, Ste 1600 Dallas, TX 75201 | 4883 | 11/16/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$1,568.13 Secured \$0.00 Priority \$0.00 General Unsecured | GMAC Mortgage, LLC | 12-12032 |