

HINSHAW

& C U L B E R T S O N L L P

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October 28, 2011

Honorable William D. Johnston
Lafayette County Courthouse
626 Main Street
Darlington, WI 53530-0040

**Re: Segregated Account of Ambac Assurance Corporation
Dane County Case No.: 10-CV-1576**

Dear Judge Johnston:

Enclosed please find for filing an original and one copy of the Stipulation and Order for Substitution of Counsel for the following:

1. Bank of America, N.A., Solely in its Capacity as Trustee and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities;
2. Wells Fargo Bank, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts and as Indenture Trustee on Certain Student Loan-backed Securities Transactions; and
3. Wilmington Trust Company and Wilmington Trust FSB, Solely in Their Capacities as Trustees and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities.

If the Stipulations meets with your approval, please execute the Orders and have your clerk return a conformed copy in the envelope provided. I will then provide a conformed copy to all counsel.

Honorable William D. Johnston
October 28, 2011
Page 2

By copy of this letter, all counsel of record are being served with same via email.

Thank you.

Very truly yours,

HINSHAW & CULBERTSON LLP



Jane C. Schlicht

JCS:lmms
Enclosures

cc: See attached service list (via email)

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In the Matter of the Rehabilitation of:

Case No.: 10-CV-1576

Segregated Account of Ambac Assurnace Corporation

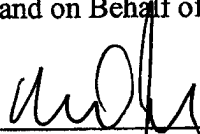
STIPULATION AND ORDER FOR SUBSTITUTION OF COUNSEL

IT IS HEREBY STIPULATED AND AGREED by and between Bank of America, N.A., Solely in its Capacity as Trustee and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities, and the law firm of Cook & Franke S.C. that Jane C. Schlicht of the law firm of Hinshaw & Culbertson LLP be substituted as attorney of record and that an order to that effect may be entered without notice.

BANK OF AMERICA, N.A. Solely in its Capacity as Trustee and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities

Dated: _____

10/24/11



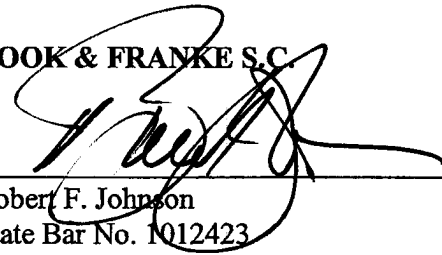
By: Michael E. Johnson, Esq.
Alston & Bird LLP
90 Park Avenue
New York, New York 10016

Attorneys for Bank of America, N.A., Solely in its Capacity as Trustee and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities

COOK & FRANKE S.C.

Dated: _____

10/26/11


Robert F. Johnson
State Bar No. 1012423

HINSHAW & CULBERTSON LLP

Dated: _____

Jane C. Schlicht
State Bar No. 1000012

P.O. Address

100 E. Wisconsin Avenue
Suite 2600
Milwaukee, WI 53202
414-276-6464

COOK & FRANKE S.C.

Dated: _____

Robert F. Johnson
State Bar No. 1012423

HINSHAW & CULBERTSON LLP

Dated: 10/26/11 _____

Jane C. Schlicht
Jane C. Schlicht
State Bar No. 1000012

P.O. Address

100 E. Wisconsin Avenue
Suite 2600
Milwaukee, WI 53202
414-276-6464

ORDER

Upon the above and foregoing stipulation,

IT IS ORDERED that Hinshaw & Culbertson LLP, be substituted as attorneys of record for Bank of America, N.A., Solely in its Capacity as Trustee and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities.

DATED _____ day of _____, 2011.

BY THE COURT:

Honorable William D. Johnston
Lafayette County Circuit Court Judge
Presiding by Judicial Appointment

In the Matter of the Rehabilitation of:

Case No.: 10-CV-1576

Segregated Account of Ambac Assurnace
Corporation

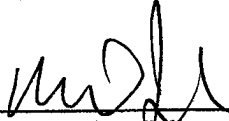
STIPULATION AND ORDER FOR SUBSTITUTION OF COUNSEL

IT IS HEREBY STIPULATED AND AGREED by and between Wells Fargo Bank, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts and as Indenture Trustee on Certain Residential Student Loan-backed Securities Transactions, and the law firm of Cook & Franke, S.C. that Jane C. Schlicht of the law firm of Hinshaw & Culbertson LLP be substituted as attorney of record and that an order to that effect may be entered without notice.

WELLS FARGO BANK, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts and as Indenture Trustee on Certain Student Loan-backed Securities Transactions.

Dated: _____

10/24/11

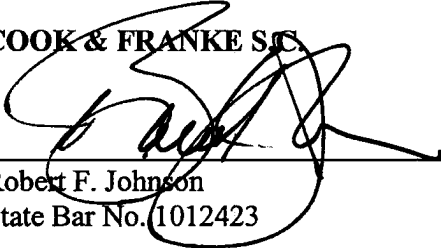

By: Michael E. Johnson, Esq.
Alston & Bird LLP
90 Park Avenue
New York, New York 10016

Attorneys for Wells Fargo Bank, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts and as Indenture Trustee on Certain Student Loan-backed Securities Transactions.

COOK & FRANKE S.C.

Dated: _____

10/26/11


Robert F. Johnson
State Bar No. 1012423

HINSHAW & CULBERTSON LLP

Dated: _____

Jane C. Schlicht
State Bar No. 1000012

P.O. Address

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COOK & FRANKE S.C.

Dated: _____

Robert F. Johnson
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HINSHAW & CULBERTSON LLP

Dated: 10/26/11


Jane C. Schlicht
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P.O. Address

100 E. Wisconsin Avenue
Suite 2600
Milwaukee, WI 53202
414-276-6464

ORDER

Upon the above and foregoing stipulation,

IT IS ORDERED that Hinshaw & Culbertson LLP, be substituted as attorneys of record for Wells Fargo Bank, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts and as Indenture Trustee on Certain Student Loan-backed Securities Transactions.

DATED this _____ day of _____, 2011.

BY THE COURT:

Honorable William D. Johnston
Lafayette County Circuit Court Judge
Presiding by Judicial Appointment

In the Matter of the Rehabilitation of:

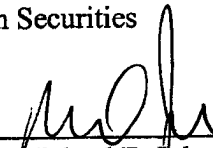
Case No.: 10-CV-1576

Segregated Account of Ambac Assurace
Corporation**STIPULATION AND ORDER FOR SUBSTITUTION OF COUNSEL**

IT IS HEREBY STIPULATED AND AGREED by and between Wilmington Trust Company and Wilmington Trust FSB, Solely in Their Capacities as Trustees and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities, and the law firm of Cook & Franke S.C. that Jane C. Schlicht of the law firm of Hinshaw & Culbertson LLP be substituted as attorney of record and that an order to that effect may be entered without notice.

**WILMINGTON TRUST COMPANY
& WILMINGTON TRUST FSB**, Solely in Their Capacities as Trustees and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities

Dated: 10/24/14

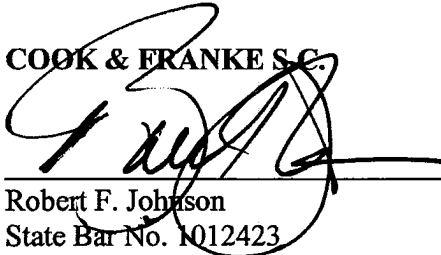

By: Michael E. Johnson, Esq.
Alston & Bird LLP
90 Park Avenue
New York, New York 10016

Attorneys for Wilmington Trust Company and
Wilmington Trust FSB, Solely in Their Capacities as
Trustees and in Similar Capacities in Connection with
Securities issued by Certain Entities and Securitization
Trusts and on Behalf of the Holders of such Securities

COOK & FRANKE S.C.

Dated: _____

10/26/11


Robert F. Johnson
State Bar No. 1012423

HINSHAW & CULBERTSON LLP

Dated: _____

Jane C. Schlicht
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P.O. Address

100 E. Wisconsin Avenue
Suite 2600
Milwaukee, WI 53202
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COOK & FRANKE S.C.

Dated: _____

Robert F. Johnson
State Bar No. 1012423

HINSHAW & CULBERTSON LLP

Dated: 10/26/11

Jane C. Schlicht

Jane C. Schlicht
State Bar No. 1000012

P.O. Address

100 E. Wisconsin Avenue
Suite 2600
Milwaukee, WI 53202
414-276-6464

ORDER

Upon the above and foregoing stipulation,

IT IS ORDERED that Hinshaw & Culbertson LLP, be substituted as attorneys of record for Wilmington Trust Company and Wilmington Trust FSB, Solely in Their Capacities as Trustees and in Similar Capacities in Connection with Securities issued by Certain Entities and Securitization Trusts and on Behalf of the Holders of such Securities.

DATED this ____ day of _____, 2011.

BY THE COURT:

Honorable William D. Johnston
Lafayette County Circuit Court Judge
Presiding by Judicial Appointment