

STATE OF WISCONSIN :

CIRCUIT COURT

DANE COUNTY

In the Matter of the Rehabilitation of:

Case No.: 10-CV-1576

Segregated Account of Ambac Assurance Corporation

**STIPULATION REGARDING USE OF AFFIDAVITS OF CHARLES BREHM
AND KIMBERLY JACOBS AT PLAN CONFIRMATION HEARING**

IT IS HEREBY STIPULATED AND AGREED, by and between (A) the Commissioner of Insurance of the State of Wisconsin, in his capacity as the Court-appointed Rehabilitator of the Segregated Account of Ambac Assurance Corporation (the "Rehabilitator"), (B) Bank of America, N.A., in its capacity as Trustee and in similar capacities for certain residential mortgage-backed securities ("RMBS") trusts (the "Trusts") and on behalf of the Trusts' holders of residential mortgage-backed securities (the "Bank of America RMBS Trustee"), and (C) Wells Fargo Bank, N.A. ("Wells Fargo"), in its capacity (i) (x) as Trustee for certain residential mortgage-backed securities ("RMBS") trusts, and (y) and in such other capacities under other RMBS trusts as obligate Wells Fargo to submit Policy claims to AMBAC, receive Policy claim payments from AMBAC and otherwise perform administrative functions under any Policies issued by and/or insurance agreements entered into with AMBAC or under any other documents related to such Policies and insurance agreements, and in either case on behalf of the RMBS trusts' holders, and (ii) as Indenture Trustee (Wells Fargo as Indenture Trustee and as Trustee, collectively, the "Wells Fargo Trustee") for certain

student loan backed securities transactions and on behalf of the holders of the notes issued under such transactions, as follows:

1. For the convenience of the parties and to help facilitate the orderly and efficient presentation of proofs and arguments at the Hearing regarding the Rehabilitator's Proposed Plan of Confirmation, currently scheduled to commence on November 15, 2010 (the "Plan Confirmation Hearing"), the Affidavit of Kimberly Jacobs on behalf of the Bank of America RMBS Trustee, sworn to November 5, 2010 and filed November 9, 2010, and the Affidavit of Charles Brehm on behalf of the Wells Fargo Trustee, sworn to November 5, 2010 and filed November 9, 2010, shall be deemed admitted in evidence and shall constitute part of the record of the Plan Confirmation Hearing; and it is further STIPULATED AND AGREED that,

2. Kimberly Jacobs and Charles Brehm need not appear in person at the Plan Confirmation Hearing; and it is further STIPULATED AND AGREED that,

3. The Rehabilitator's Disclosure Statement (including written amendments and supplements thereto) and any written responses of the Rehabilitator to written questions filed by interested persons on or about November 8, 2010, shall be deemed admitted in evidence and shall constitute part of the record of the Plan Confirmation Hearing; and it is further STIPULATED AND AGREED that,

4. This Stipulation may be signed in counterpart and by facsimile or email.

Dated this 11th day of November, 2010.



Jane C. Schlicht
S.B.W. #1000012

Attorney for Bank of America, N.A., in its Capacity as Trustee and in Similar Capacities for Certain Residential Mortgage-backed Securities Trusts, and 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

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Dated this 11th day of November, 2010.

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*Attorneys for Wisconsin Office of the
Commissioner of Insurance and the
Commissioner of Insurance of the State of
Wisconsin, as the Court-Appointed
Rehabilitator of the Segregated
Account of Ambac Assurance Corporation*