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Bankruptcy Counsel for Cambridge Place

Investment Management Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, *et al.*,

Debtors.

Chapter 11

Case No. 12-12020 (MG)
(Jointly Administered)

Re: Docket No. 1887

**JOINDER OF CAMBRIDGE PLACE INVESTMENT MANAGEMENT INC. TO LEAD
PLAINTIFF'S LIMITED OBJECTION TO DEBTORS' SECOND SUPPLEMENTAL
MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF RMBS
TRUST SETTLEMENT AGREEMENTS**

1. Cambridge Place Investment Management Inc. ("CPIM"), plaintiff in the civil actions styled as *Cambridge Place Investment Management Inc. v. Morgan Stanley & Co., Inc., et al.*, pending in the Superior Court of Massachusetts, Case Nos. 10-2741-BLS1 ("CPIM I") and 11-0555-BLS1 (collectively with CPIM I, the "CPIM Actions"), hereby joins in *Lead Plaintiff's Limited Objection to Debtors' Second Supplemental Motion Pursuant to Fed. R. Bankr. P. 9019*

for Approval of RMBS Trust Settlement Agreements (the “Lead Plaintiff Limited Objection”)¹ [Docket No. 2302] filed by New Jersey Carpenters Health Fund, on behalf of itself and the Class, in response to the RMBS 9019 Motion [Docket No. 1887].

2. The procedural history of the CPIM Actions is set forth in detail in the *Joinder of Cambridge Place Investment Management Inc. to Objection of New Jersey Carpenters Health Fund to Debtors’ Motion to Extend the Automatic Stay or, in the Alternative, for Injunctive Relief Enjoining Prosecution of Certain Litigation Against Debtors’ Directors and Officers and Non-Debtor Corporate Affiliates*, [Adv. No. 12-ap-01671-MG, Doc. No. 41] and is incorporated herein by reference.

3. CPIM further submits that any order entered approving the RMBS Trust Settlement Agreement should provide the following language:

Nothing in the RMBS Trust Settlement Agreement or in this Order shall or is intended to affect, release, enjoin, or impact in any way the prosecution of claims asserted, or to be asserted, (a) against any Debtor or non-Debtor defendant named or to be named in the actions styled as *Cambridge Place Investment Management Inc. v. Morgan Stanley & Co., Inc., et al.*, pending in the Superior Court of Massachusetts, Case Nos. 10-2741-BLS1 and 11-0555-BLS1 or (b) in any proof of claim filed by Cambridge Place Investment Management Inc. in these Chapter 11 Cases.

[*signature page follows*]

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Lead Plaintiff Limited Objection.

Dated: November 29, 2012
New York, New York

Respectfully submitted,

/s/ Michael S. Etkin

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