

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

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: Index No. 401265/2012  
:  
In the Matter of the Rehabilitation of : Doris Ling-Cohan, J.  
FINANCIAL GUARANTY INSURANCE :  
COMPANY. : Motion Sequence No. 007  
:  
: **NOTICE OF ENTRY**  
----- X

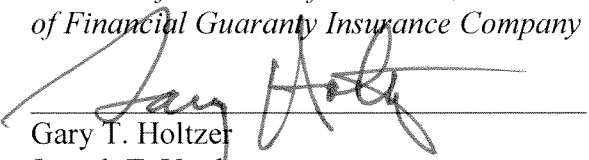
PLEASE TAKE NOTICE that the attached is a true and correct copy of an Order of the Honorable Doris Ling-Cohan in the above-captioned action, dated November 20, 2012, approving the termination agreement among Financial Guaranty Insurance Company, The Bank of New York Mellon, AAARDVARK II Funding Limited and other parties, which Order was entered in the office of the County Clerk for the County of New York on November 27, 2012.

Dated: January 7, 2013  
New York, New York

Weil, Gotshal & Manges LLP

*Attorneys for the Superintendent of Financial  
Services of the State of New York, as Rehabilitator  
of Financial Guaranty Insurance Company*

By:

  
\_\_\_\_\_  
Gary T. Holtzer  
Joseph T. Verdesca  
767 Fifth Avenue  
New York, NY 10153  
(212) 310-8000

*lpre*

ORDER

INDEX NO. 40126  
MOTION DATE 11/12  
MOTION SEQ. NO. 007  
MOTION CAL.NO. 007

*in the motion*  
*Granting the*

The following papers( 1 to ) were read on this motion to/for

Papers

Numbered

Notice of Motion/Order to Show Cause - Affidavits - Exhibits

Answering Affidavits - Exhibits

Replying Affidavits

Cross-Motion: [ ] Yes [ ] No

Upon the foregoing papers, it is ordered that

*motion granted as*  
*per order.*

MOTION/CASE IS RESPECTFULLY REFERRED TO JUSTICE  
FOR THE FOLLOWING REASON(S):

**FILED**

NOV 27 2012

NEW YORK  
COUNTY CLERK'S OFFICE

RECEIVED

NOV 23 2012

MOTION SUPPORT OFFICE  
NYS SUPREME COURT - CIVIL

Dated:

*11/20/12*

*[Signature]*

J.S.C.

**DORIS LING-COHAN**

- 1. CHECK ONE:  CASE DISPOSED  NON-FINAL DISPOSITION
- 2. CHECK AS APPROPRIATE: MOTION IS:  GRANTED  DENIED  GRANTED IN PART  OTHER
- 3. CHECK IF APPROPRIATE:  SETTLE ORDER  SUBMIT ORDER
- DO NOT POST  FIDUCIARY APPOINTMENT  REFERENCE

AT IAS PART 36 OF THE SUPREME COURT OF THE STATE OF NEW YORK, COUNTY OF NEW YORK, AT THE COURTHOUSE, 60 CENTRE STREET, IN THE COUNTY, CITY AND STATE OF NEW YORK, ON THE 20 DAY OF NOV, 2012

PRESENT:  
HON. DORIS LING-COHAN, J.S.C.

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In the Matter of the Rehabilitation of  
FINANCIAL GUARANTY INSURANCE  
COMPANY.  
:  
:  
----- X

Index No. 401265/2012

Motion Sequence No. 007 : other

ORDER

**FILED**

Upon reading the affirmation (the "Affirmation") of Gary Holtzer of Weil, Gotshal & Manges LLP, attorneys for Benjamin M. Lawsky, Superintendent of Financial Services of the State of New York, as court-appointed rehabilitator (the "Rehabilitator") of Financial Guaranty Insurance Company ("FGIC"), dated November 7, 2012, in support of the Rehabilitator's motion for an order pursuant to Section 7428 of the New York Insurance Law approving the termination agreement dated as of November 1, 2012 among FGIC, The Bank of New York Mellon, AArdvark II Funding Limited and other parties (the "Termination Agreement"), and upon all the papers previously submitted and proceedings held in the above-captioned rehabilitation proceeding;

NEW YORK  
COUNTY CLERK'S OFFICE  
7

AND, it appearing from the Affirmation that the relief requested therein, including the termination of the Surety Bond<sup>1</sup> and the termination and discharge of FGIC's and the other Parties' respective rights, obligations and liabilities thereunder or with respect thereto, is in the best interests of FGIC's policyholders and other claimants and should be granted;

<sup>1</sup> Capitalized terms not defined herein have the meanings ascribed to such terms in the Affirmation.

NOW, on motion of the Rehabilitator, the Court hereby ORDERS that:

1. The relief requested in the Affirmation is granted;

2. The terminations, releases and other transactions contemplated by the Termination Agreement are approved and authorized and the Rehabilitator is permitted to take the steps necessary to carry out and consummate the Termination Agreement and transactions contemplated thereby, including executing releases and any other instruments; and

3. This Court shall have exclusive jurisdiction to interpret, implement and enforce the provisions of this Order.

ENTER

  
J.S.C. 11/20/12  
**JUSTICE DORIS LING-COHAN**

**FILED**  
NOV 27 2012  
NEW YORK  
COUNTY CLERK'S OFFICE