

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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| In re | : | Chapter 9 |
| | : | |
| CITY OF DETROIT, MICHIGAN, | : | Case No. 13-53846 |
| | : | |
| Debtor. | : | Hon. Steven W. Rhodes |
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**EXHIBITS LISTS AND OBJECTIONS FOR HEARING RE CITY OF
DETROIT’S ASSUMPTION MOTION AND MOTION TO
APPROVE POST-PETITION FINANCING**

1. For purposes of the hearing on the City’s Assumption Motion [Dkts. 17, 157] and Motion to Approve Post-Petition Financing [Dkt. 1520] (together, the “Combined Hearing”), scheduled to take place on December 17, 18, and 19, 2013, the City identifies the following list of exhibits and objections thereto.

2. The exhibits and objections reflect information received by the City as of 5:30 p.m. on December 16, 2013.

| Party | Exhibit No | Exhibit Description | Objection |
|--------------|-------------------|---|-----------------------|
| City | 1 | ISDA Master Agreement between UBS AG and Detroit General Retirement System ("GRS") Service Corporation (Local Currency Single Jurisdiction), and related Schedule | |
| City | 2 | ISDA Master Agreement between SBS Financial Products Company, LLC ("SBS") and GRS Service Corporation (Local Currency Single Jurisdiction), and related Schedule | |
| City | 3 | Term Sheet | Hearsay; Relevance |
| City | 4 | SBS and GRS Service Corporation Amended and Restated Schedules to 1992 ISDA Master Agreement Local Currency Single Jurisdiction dated as of June 7, 2006 | |
| City | 5 | UBS AG and GRS Service Corporation Amended and Restated Schedule to the 1992 ISDA Master Agreement Local Currency Single Jurisdiction dated as of June 7, 2006 | |
| City | 6 | Waiver and Consent of Insurer | |
| City | 7 | Detroit City Code § 18-16-4 | |
| City | 8 | Transcript from the hearing before Judge Annette J. Berry in Third Circuit Court for the County of Wayne | Hearsay |
| City | 9 | Affidavit of Kevyn D. Orr, Emergency Manager for the City of Detroit (the "Orr Affidavit") | Hearsay; Relevance |
| City | 10 | City of Detroit ("City") Proposal for Creditors Executive Summary | Hearsay; Relevance |
| City | 11 | Collateral Agreement | |
| City | 12 | Correspondence from the City to U.S. Bank National Association ("USBNA") | Hearsay; Relevance |
| City | 13 | Correspondence from Syncora Capital Assurance, Inc. ("Syncora") to USBNA | |
| City | 14 | Correspondence between and among counsel to USBNA, Syncora and the City | Hearsay; Relevance |
| City | 15 | Correspondence from Syncora's counsel to counsel to USBNA | Relevance |
| City | 16 | Correspondence from the City to Syncora | Hearsay; Relevance |
| City | 17 | Correspondence from Syncora to the City | Relevance |
| City | 18 | Forbearance and Optional Termination Agreement | |
| City | 19 | Correspondence from Syncora to SBS Financial Product Company, LLC ("SBS") | |
| City | 20 | Correspondence from Syncora to the City | Relevance |
| City | 21 | Correspondence from the City to Syncora | Hearsay; Relevance |
| City | 22 | Correspondence from SBS to Syncora | Hearsay; Relevance |

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| City | 23 | Declaration of Gaurav Malhotra in Support of the Debtor's Statement of Qualifications Pursuant to Section 109(c) of the Bankruptcy Code (the "Malhotra Declaration") | Hearsay; Relevance |
| City | 24 | Cash Flow Forecasts [Malhotra Declaration Ex. A] | Hearsay; Relevance |
| City | 25 | Ten-Year Projections [Malhotra Declaration Ex. B] | Hearsay; Relevance |
| City | 26 | Legacy Expenditures (Assuming No Restructuring) [Malhotra Declaration Ex. C] | Hearsay; Relevance |
| City | 27 | Schedule of the sewage disposal system bonds and related state revolving loans as of June 30, 2012 [Malhotra Declaration Ex. D] | Hearsay; Relevance |
| City | 28 | Schedule of water system bonds and related state revolving loans as of June 30, 2012 [Malhotra Declaration Ex. E] | Hearsay; Relevance |
| City | 29 | Annual Debt Service on Revenue Bonds [Malhotra Declaration Ex. F] | Hearsay; Relevance |
| City | 30 | Schedule of COPs and Swap Contracts as of June 30, 2012 [Malhotra Declaration Ex. G] | |
| City | 31 | Annual Debt Service on COPs and Swap Contracts [Malhotra Declaration Ex. H] | Hearsay |
| City | 32 | Schedule of UTGO Bonds as of June 30, 2012 [Malhotra Declaration Ex. I] | Hearsay; Relevance |
| City | 33 | Schedule of LTGO Bonds as of June 30, 2012 [Malhotra Declaration Ex. J] | Hearsay; Relevance |
| City | 34 | Annual Debt Service on General Obligation Debt & Other Liabilities [Malhotra Declaration Ex. K] | Hearsay; Relevance |
| City | 35 | Declaration of Kevyn D. Orr In Support of City of Detroit, Michigan's Statement of Qualifications Pursuant to Section 109(c) of the Bankruptcy Code (the "Orr Declaration") | Hearsay; Relevance |
| City | 36 | City of Detroit Proposal for Creditors [Orr Declaration Ex. A] | Hearsay; Relevance |
| City | 37 | City of Detroit, Michigan Notice of Preliminary Financial Review Findings and Appointment of a Financial Review Team [Orr Declaration Ex. C] | Hearsay; Relevance |
| City | 38 | Report of the Detroit Financial Review Team [Orr Declaration Ex. D] | Hearsay; Relevance |
| City | 39 | Financial Stability Agreement [Orr Declaration Ex. E] | Hearsay; Relevance |
| City | 40 | Preliminary Review of the City of Detroit [Orr Declaration Ex. F] | Hearsay; Relevance |
| City | 41 | Report of the Detroit Financial Review Team [Orr Declaration Ex. G] | Hearsay; Relevance |
| City | 42 | letter from Governor Richard Snyder to the City [Orr Declaration Ex. H] | Hearsay; Relevance |
| City | 43 | Ambac Comments on Detroit [Orr Declaration Ex. I] | Hearsay; Relevance |

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| City | 44 | Recommendation Pursuant to Section 18(1) of PA 436 [Orr Declaration Ex. J] | Hearsay; Relevance |
| City | 45 | Authorization to Commence Chapter 9 Bankruptcy Proceeding [Orr Declaration Ex. K] | Hearsay; Relevance |
| City | 46 | Emergency Manager Order No. 13 Filing of a Petition Under Chapter 9 of Title 11 of the United States Code [Orr Declaration Ex. L] | Hearsay; Relevance |
| City | 47 | UBS AG Insurance Policies for Scheduled Payments of GRS Service Corporation under June 7, 2006 Master Agreement | |
| City | 48 | SBS Insurance Policies for Scheduled Paymentw of GRS Service Corporation under June 7, 2006 Master Agreement | |
| City | 49 | Moody's and Standard & Poor's Ratings of Syncora obtained from Syncora's website (http://syncora.com/?page_id=78) | |
| City | 50 | First Amendment to Forbearance and Optional Termination Agreement | |
| City | 51 | Second Amendment to Forbearance and Optional Termination Agreement | |
| City | 52 | Third Amendment to Forbearance and Optional Termination Agreement | |
| City | 53 | Fourth Amendment to Forbearance and Optional Termination Agreement | |
| City | 54 | Fifth Amendment to Forbearance and Optional Termination Agreement | |
| City | 55 | Letter from Orr to Treasurer Dillon enclosing Quarterly Report of the Emergency Manager Pursuant to Section 9(5) of PA 436. | Hearsay; Relevance |
| City | 56 | E-mail from Doak to Gerbino regarding City of Detroit Financing, including attachments [DTPFF00015602-DTPFF00015638] | |
| City | 57 | Ernst & Young, Project Piston 13-Week Cash Flow Forecast (DIP Financing Scenario) [DTPFF00002227- DTPFF00002230] | Hearsay; Relevance |
| City | 58 | Ernst & Young, Project Piston Cash Flow Forecast Through FY 2017 (DIP Financing Scenario) [DTPFF00014812-DTPFF00014824] | Hearsay; Relevance |
| City | 59 | Ernst & Young, 13-Week Cash Flow Forecast - Restructuring Scenario (including reinvestment; DIP transaction assumed after 12/31) [DTPFF00002232] | Hearsay; Relevance |
| City | 60 | Ernst & Young, Project Piston, Comparison of DIP vs. Creditor Plan Restructuring [DTPFF00002226] | Hearsay; Relevance |
| City | 61 | Response to City of Detroit Financing RFP from J.P. Morgan [DTPFF00000624-DTPFF00000633] | Hearsay |

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| City | 62 | Letter from Brownstein to Corio regarding Citibank, N.A, Response to City of Detroit Financing RFP [DTPPF00000650-DTPPF00000656] | Hearsay |
| City | 63 | Goldman Sachs "Summary of Certain Key Terms and Conditions," and related documents, responding to City of Detroit Financing RFP [DTPPF00000985-DTPPF00001005] | Hearsay |
| City | 64 | Letter from Klein and Flanagan to Corio, and related documents, regarding Jefferies LLC response to City of Detroit Financing RFP [DTPPF00001011-DTPPF00001039] | Hearsay |
| City | 65 | Deutsche Bank "City of Detroit discussion materials" responding to City of Detroit Financing RFP [DTPPF00000944-DTPPF00000958] | Hearsay |
| City | 66 | Canyon Capital Advisors LLC "Summary of Key Terms and Conditions" responding to City of Detroit Financing RFP. [DTPPF00000903-DTPPF00000907] | Hearsay |
| City | 67 | Letters from Ambac Assurance Corporation, Assured Guaranty Municipal Corp., and National Public Finance Guarantee Corporation [DTPPF00000826-DTPPF00000837] | Hearsay |
| City | 68 | Letter from Marc Sole to Miller Buckfire, attaching Hudson Bay Capital Management LP "Summary of Certain Key Terms and Conditions" in response to City of Detroit Financing RFP.[DTPPF00001006- DTPPF00001010] | Hearsay |
| City | 69 | Letter from Fundamental Advisors LP to Corio, attaching "Indicative Summary of Certain Key Terms and Conditions," responding to City of Detroit Financing RFP [DTPPF00000961-DTPPF00000980] | Hearsay; Relevance |
| City | 70 | Silver Point Finance, LLC: "Summary of Certain Key Terms and Conditions" responding to City of Detroit Financing RFP [DTPPF00001572-DTPPF00001577] | Hearsay |
| City | 71 | Letter from Gerbino to Miller Buckfire, attaching Barclay's [DTPPF00000856-DTPPF00000902] | Hearsay |
| City | 72 | Letter from Gubner to Miller Buckfire regarding PIMCO Distressed Credit Fund, L.P., "Letter of Intent - Proposed DIP Facility" responding to City of Detroit Financing RFP [DTPPF00001040-DTPPF00001057] | Hearsay |
| City | 73 | Letter from Kersten to Corio, attaching CarVal Investors "Proposal A" and "Proposal B," responding to City of Detroit Financing RFP. [DTPPF00000908-DTPPF00000943] | Hearsay |

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| City | 74 | "Proposal for Post-Petition Financing" by Bank of America Merrill Lynch, responding to City of Detroit Financing RFP. [DTPPF00000838-DTPPF00000855] | Hearsay |
| City | 75 | Amalgamated Bank "Expression of Interest," responding to City of Detroit Financing RFP. [DTPPF00000821-DTPPF00000825] | Hearsay |
| City | 76 | Letter from Antonczak to Corio regarding Flagstar Bank's response to City of Detroit Financing RFP. [DTPPF00000959-DTPPF00000960] | Hearsay |
| City | 77 | Email from Cherner to Doak regarding Beal Bank USA's Detroit DIP Financing Indicative Term Sheet in response to City of Detroit Financing RFP. [DTPPF00013170-DTPPF00013195] | Hearsay |
| City | 78 | Syncora DIP Term Sheet regarding Syncora Capital Assurance Inc.'s ("Syncora") and Financial Guaranty Insurance Company's ("FGIC) DIP financing proposal [DTPPF00000035-DTPPF00000037] | |
| City | 79 | Syncora DIP Term Sheet regarding Syncora's DIP financing proposal [DTPPF00001578- DTPPF00001580] | |
| City | 80 | Syncora and FGIC's Outline of Terms and Conditions for Secured First Lien, First out DIP Loan Facility in the Amount of \$350 Million [DTPPF00013640- DTPPF00013656] | |
| City | 81 | Letter from Gerbino to Corio regarding Barclay's Commitment to \$350,000,000 in Post-Petition Financing.[DTPPF00003377-DTPPF00003404] | Hearsay |
| City | 82 | Letter from Gerbino to Corio regarding Barclay's Engagement Letter for Exit Financing [DTPPF00003405- DTPPF00003415] | Hearsay |
| City | 83 | Letter from Gerbino to Corio regarding Barclay's Fee Letter [DTPPF00003416- DTPPF00003420] | Hearsay |
| City | 84 | Goldman Sachs' Draft Commitment Letter, including Annex A and B [DTPPF00001543- DTPPF00001567] | Relevance; Hearsay |
| City | 85 | Goldman Sachs' Draft Fee Letter [DTPPF00001568-DTPPF00001571] | Relevance; Hearsay |
| City | 86 | Letter from Stephens to Orr regarding Bank of America Merrill Lynch Commitment Letter with Annex A through C, and a "Proposal for Post-Petition Financing" [DTPPF00001058-DTPPF00001086] | Relevance; Hearsay |
| City | 87 | Letter from Kersten to The City of Detroit regarding CarVal Investors Commitment Letter, including Exhibit A [DTPPF00011494- DTPPF00011516] | Hearsay |

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| City | 88 | Miller Buckfire, "Post-Petition Financing Discussion" [DTPPF000202215- DTPPF00020225] | |
| City | 89 | Miller Buckfire, "Draft Detroit Post-Petition Financing: Commitment Letter Summaries" [DTPPF00020226- DTPPF00020231] | |
| City | 90 | Miller Buckfire, "Briefing Materials Prepared for Members of City Council" [DTPPF00020039- DTPPF00020071] | Hearsay |
| City | 91 | Miller Buckfire, "Briefing Material Prepared for City Council Closed Session" " [DTPPF00012993- DTPPF00013024] | Relevance; Hearsay |
| City | 92 | Miller Buckfire, "Briefing Materials Prepared for the Financial Advisory Board" " [DTPPF00001959- DTPPF00001968] | Relevance; Hearsay |
| City | 93 | Barclay's Fee Letter fully executed by Barclay's and City [Filed as Docket No. 1761] | |
| City | 94 | Barclay's Commitment Letter, including Term Sheets, fully executed by Barclays and City [Filed as Docket No. 1520; Exhibit 6A] | Duplicative |
| City | 95 | Draft Financial Recovery Bonds Series 2013A (Swap Termination) Bond Purchase Agreement [Filed as Docket No. 1520; Exhibit 6B] | Hearsay |
| City | 96 | Letter from Orr to Michigan State Treasurer Andy Dillon regarding Financing [DTPPF00001366-DTPPF00001406] | Relevance; Hearsay |
| City | 97 | Letter from State Treasurer Dillon to Orr Approving Financing [DTPPF00012230-DTPPF00012233] | Relevance; Hearsay |
| City | 98 | Email from Hayes to City Council attaching October 11, 2013, Letter from Orr to All City Council Members Re: Emergency Manager's Order No. 17 [DTPPF00019623-DTPPF00019655] | |
| City | 99 | Email from Hayes to Bonsall, et al., attaching October 11, 2013, Letter from Orr to Mayor Bing regarding Emergency Manager's Order No. 17 [DTPPF00019592-DTPPF00019622] | Relevance; Hearsay |
| City | 100 | Letter from Bulger to Goodrich regarding City of Detroit's submission to Local Emergency Financial Assistance Loan Board | |
| City | 101 | Declaration of Charles M. Moore In Support of Motion of the Debtor for a Final Order [Filed as Docket No. 1520; Exhibit 5A] | Relevance; Hearsay |
| City | 102 | Declaration of James Doak In Support of Motion of the Debtor for a Final Order [Filed as Docket No. 1520; Exhibit 5B] | Hearsay; Relevance (with respect to certain topics of testimony to the extent they are inconsistent w |

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| | | | the Court's Adjudgment Order) |
| City | 103 | City of Detroit, Operational Restructuring Summary | Relevance; Hearsay |
| City | 104 | City of Detroit, Operational Restructuring Summary | Relevance; Hearsay |
| City | 105 | Funding for Detroit Announced by Federal Government | Relevance; Hearsay |
| City | 106 | Project Piston Cash Flow Forecast - Monthly (FYs 2013, 14, 15) | Relevance; Hearsay |
| City | 107 | Project Piston Cash Flow Forecast (including Restructuring Scenario) | Relevance; Hearsay |
| City | 108 | Ernst & Young, Project Piston Cash Flow Forecast – through FY 2017 (DIP Financing Scenario) | Relevance; Hearsay |
| City | 109 | Ernst & Young, Project Piston Cash Flow Forecast – through FY 2017 (No Casino Trap; No DIP) | Relevance; Hearsay |
| City | 110 | Ernst & Young, Project Piston Cash Flow Forecast – through FY 2017 (Casino Trap; No DIP) | Relevance; Hearsay |
| City | 111 | Ernst & Young, Illustrative Cash Chart | Hearsay; Relevance; Subject to Expert Testimony |
| City | 112 | Waiver and Consent of Insurer by Financial Guaranty Insurance Company | |
| City | 113 | Moody's Investors Service, Rating Action: Moody's downgrades FGIC to Caa3 and will withdraw ratings | |
| City | 114 | Draft Financial Recovery Bond Trust Indenture Between City of Detroit and Trustee | Hearsay |
| City | 115 | Ernst & Young, Project Piston Cash Flow Forecast – through FY 2017 (DIP Financing Scenario) | Relevance; Hearsay |
| City | 116 | Annual Report of the Board of Trustees of the GRS for the Year Ended June 20, 2004 | |
| City | 117 | Annual Report of the Board of Trustees of the PFRS for the Year Ended June 20, 2004 | |
| City | 118 | City Ordinance No. 03-05 | |

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| City | 119 | City Ordinance No. 04-05 | |
| City | 120 | GRS Service Contract 2005 | |
| City | 121 | PFRS Service Contract 2005 | |
| City | 122 | City Ordinance No. 05-05 | |
| City | 123 | City Ordinance No. 05-09 | |
| City | 124 | June 12, 2006 Trust Agreement by and among the Service Corporations and U.S. Bank National Association as Trustee | |
| City | 125 | June 12, 2006 XL Capital Assurance Municipal Bond Insurance Policy CA03049A | |
| City | 126 | June 12, 2006 FGIC Municipal Bond New Issue Insurance Policy Number 06010249 | |
| City | 127 | June 12, 2006 FGIC Municipal Bond New Issue Insurance Policy Number 06010250 | |
| City | 128 | GRS Service Contract 2006 | |
| City | 129 | PFRS Service Contract 2006 | |
| City | 130 | Contract Administration Agreement | |
| City | 131 | July 19, 2013 Assignment of Swap Transactions with PFRS Service Corporation, dated July 19, 2013; Assignment of Swap Transactions with GRS Service Corporation | |
| City | 132 | May 25, 2005 1992 ISDA Master Agreement Local Currency Single Jurisdiction between UBS and the GRS Service Corporation | |
| City | 133 | June 26, 2009 Amended and Restated Schedule to the ISDA between UBS and the GRS Service Corporation | |
| City | 134 | June 26, 2009 Revised Confirmation to the GRS Service Corporation from UBS | |
| City | 135 | June 12, 2006 FGIC Swap Surety Policy Number 0602052 | |
| City | 136 | June 12, 2006 FGIC Swap Surety Policy Numbers 06010253, 06010254, and 06010255 | |
| City | 137 | SBS Amended Schedules | |
| City | 138 | PFRS Revised Confirmation | |
| City | 139 | October 23, 2013 Email from Thomas Gavin to Irvin Corley re: Fabian Quotes. | |
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| Syncora | 201 | GRS Service Contract 2005 dated May 25, 2005, between the Detroit General Retirement System Service Corporation and the City | |
| Syncora | 202 | PFRS Service Contract 2005 dated May 25, 2005 between the Detroit Police and Fire Retirement System Service Corporation and the City | |
| Syncora | 203 | GRS Service Contract 2006 dated June 7, 2006, as amended on June 15, 2009 (Pérez Decl. Ex. G) | |

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| Syncora | 204 | PFRS Service Contract 2006 dated June 7, 2006, as amended on June 15, 2009 (Pérez Decl. Ex. H) | |
| Syncora | 205 | Contract Administration Agreement, dated June 12, 2006 | |
| Syncora | 206 | Trust Agreement, dated June 12, 2006, by and among the Service Corporations and U.S. Bank National Association as Trustee | |
| Syncora | 207 | XL Capital Assurance Municipal Bond Insurance Policy CA03049A, dated June 12, 2006 | |
| Syncora | 208 | U.S. Bank Notice of Event of Default Regarding the City of Detroit, Michigan to Swap Counterparties and Ratings Agencies dated July 26, 2013 | |
| Syncora | 209 | U.S. Bank Notice of Bankruptcy Filing to Beneficial Holders of Series 2005-A Certificates of Participation | |
| Syncora | 210 | U.S. Bank Notice of Bankruptcy Filing to Beneficial Holders of Series 2006-A and 2006-B Certificates of Participation | |
| Syncora | 211 | City Ordinance No. 03-05 (Pérez Decl. Ex. A) | |
| Syncora | 212 | City Ordinance 04-05 (Pérez Decl. Ex. B) | |
| Syncora | 213 | City Ordinance No. 05-05 (Pérez Decl. Ex. C) | |
| Syncora | 214 | City Ordinance No. 05-09 (Pérez Decl. Ex. Q) | |
| Syncora | 215 | Revised Confirmation to the GRS Service Corporation from UBS, dated June 26, 2009 (Pérez Decl. Ex. N) | Misidentified document |
| Syncora | 216 | Revised Confirmation to the PFRS Service Corporation from UBS, dated June 26, 2009 (Pérez Decl. Ex. O) | Misidentified document |
| Syncora | 217 | Assignment of Swap Transactions with PFRS Service Corporation, dated July 19, 2013; Assignment of Swap Transactions with GRS Service Corporation, dated July 19, 2013 (Pérez Decl. Ex. L) | |
| Syncora | 218 | Jones Day - Syncora NDA (Swap Proposal) | Relevance |
| Syncora | 219 | Forbearance and Optional Termination Agreement term sheet | Hearsay; Relevance |
| Syncora | 220 | Email from Cheryl Johnson to A. Neely re Status of Swap | Hearsay; Relevance |
| Syncora | 221 | Email from Reuters to Press Secretary re Status of Swap Contract | Hearsay; Relevance |
| Syncora | 222 | Joint Stipulation of Facts of Syncora Guarantee Inc. and Syncora Capital Assurance Inc. and U.S. Bank National Association | Hearsay; Relevance |
| Syncora | 223 | Exit Engagement Letter (Exhibit B to Syncora Objection to DIP Motion) | |

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| Syncora | 224 | Email from Anne Marie Langan to Todd Snyder (Exhibit C to Syncora Objection to DIP Motion) | Hearsay; Relevance; Improper Expert Testimony |
| Syncora | 225 | Letter Dated Aug. 26, 2013 with attached term sheets (DTPPF00016682) (Doak Dep. Ex. 2) | |
| Syncora | 226 | Email from K. Buckfire (DTMI80335) | Relevance |
| Syncora | 227 | Email from Erin Smith (DTMI00107294) | Hearsay; Relevance |
| Syncora | 228 | Email from Bill Nowling (DTMI00111238) | Relevance |
| Syncora | 229 | Abernathy MacGregor Invoice (DTMI00112208) | Relevance |
| Syncora | 230 | 6/12/13 email from Andrew Dillon (DTMI00114984) | Relevance |
| Syncora | 231 | 6/24/13 email from Kevyn Orr (DTMI00114531) | Relevance |
| Syncora | 232 | 6/24/13 email from Kevyn Orr (DTMI00115562) | Relevance |
| Syncora | 233 | Responses to Inquiries from City Council (DTPPF00020357) | |
| Syncora | 234 | Transcript of 8/30/2013 Deposition of Kevyn D. Orr | |
| Syncora | 235 | Transcript of 8/29/2013 Deposition of Kenneth Buckfire | |
| Syncora | 236 | Transcript of 12/5/2013 Deposition of James Doak | |
| Syncora | 237 | Transcript of 12/9/2013 Deposition of Kevyn D. Orr | |
| Syncora | 238 | Transcript of 12/10/2013 Deposition of Kenneth Buckfire | |
| Syncora | 239 | Questions for Consultants on \$350 DIP Financing (DTPPF00020380) | Hearsay; Relevance; Compendium Exhibit |
| Syncora | 240 | Transcript of 12/12/2013 Continuation of Deposition of Kevyn D. Orr | |
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| FGIC | 301 | Articles of Incorporation (Pérez Dec. Ex. D) | |
| FGIC | 302 | GRS Service Contract 2006 (Pérez Dec. Ex. G) | Misidentified document |
| FGIC | 303 | Termination Consent Letter (Pérez Dec. Ex. I) | |
| FGIC | 304 | TRO (Pérez Dec. Ex. S) | |
| FGIC | 305 | FGIC Order of Rehabilitation, dated June 28, 2012 | Hearsay; Relevance |

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| FGIC | 306 | FGIC Rehabilitation Plan Approval Order, dated June 11, 2013 | Hearsay; Relevance |
| FGIC | 307 | Project Piston Cash Flow Forecast – through FY 2017 (No Casino Trap; No DIP), dated 10/3/13 8:04 PM | |
| FGIC | 308 | Quarterly Report of the Emergency Manager, dated October 15, 2013 | |
| FGIC | 309 | Project Piston Cash Flow Forecast - through FY2017 (DIP Financing Scenario) (DTPPF00020367) | |
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| Ambac | 401 | Detroit City Code § 18-5-120 <i>et seq.</i> (Ambac Assumption Objection Ex. 1 [Dkt. 348-2]) | |
| Ambac | 402 | GRS Articles of Incorporation (Ambac Assumption Objection Ex. 2 [Dkt. 348-3]) | |
| Ambac | 403 | PFRS Articles of Incorporation (Ambac Assumption Objection Ex. 3 [Dkt. 348-4]) | |
| Ambac | 404 | Offering Circular for 2006 COPs (Ambac Assumption Objection Ex. 6 [Dkt. 348-7]) | Hearsay; Relevance |
| Ambac | 405 | City of Detroit 2012 Comprehensive Annual Fiscal report (Ambac Assumption Objection Ex. 7 [Dkt. 348-8]) | |
| Ambac | 406 | Detroit City Code § 18-16-1 <i>et seq.</i> (Ambac Assumption Objection Ex. 8 [Dkt. 348-9]) | |
| Ambac | * | Ambac reserves the right to use any Exhibits listed by the Debtor with respect to the Hearing regarding Dkt. Nos. 17/157, and 1520. | Objections Reserved |
| Ambac | ** | Ambac reserves the right to use any Exhibits marked or identified in depositions of the Debtor's and Objectors' witnesses with respect to Dkt. Nos. 17/157 and 1520. | Objections Reserved |
| Ambac | *** | Ambac reserves the right to use any Exhibits listed by any of the other Objectors with respect to the Hearing regarding Dkt. No. 17/157 and 1520. | Objections Reserved |
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| EEPK | 801 | Solicitation Materials to Prospective Lenders (Letter and Term Sheet) (DTPPF00016682) | |
| EEPK | 802 | Post-Petition Financing Discussion dated September 26, 2013 (DTPPF00020215) | |
| EEPK | 803 | Bond Purchase Agreement - Quality of Life Loan | |
| EEPK | 804 | Engagement Letter for Exit Financing (DTPPF00012973) | |
| EEPK | 805 | City Council Resolution | |
| EEPK | 806 | Email correspondence and attachments (DTPPF00000162) | Hearsay; Relevance; Impermissible Legal Opinion; Speculation |

| Retirement Systems | 1001 | Emails between Anne Langan and Irv Corley dated October 14, 2013 (DTPPF00002139) | Relevance; Hearsay |
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| Retirement Systems | 1002 | Email from Jonathan Stern to James Doak dated October 2, 2013 (DTPPF00013241) | Hearsay |
| Retirement Systems | 1003 | Emails from James Doak dated August 29 and 30, 2013 (DTPPF00004951-4952); | Hearsay |
| Retirement Systems | 1004 | Email from Thomas Gavin dated 11/8/2013 (SOM20009484); | Hearsay |
| Retirement Systems | 1005 | Email from Thomas Gavin to James Doak with attached Orrick legal opinion | Hearsay; Legal Conclusion |
| Retirement Systems | 1006 | Email from Thomas Gavin to Irvin Corley dated 10/21/2013 | Hearsay |
| Retirement Systems | 1007 | Memorandum dated 10/24/2013 from Brett Hartzell to Kevyn Orr re request for reallocation of \$95 million for FY2014 budget (Moore Dep Ex. 11; Orr Dep. Ex. 3) | Relevance |
| Retirement Systems | 1008 | Response, dated September 16, 2013, received from the Michigan | Document Missing - Objection Reserved |
| Retirement Systems | 1009 | Addendum #1 to Change Order #1 regarding Miller Buckfire contract | Relevance |
| Retirement Systems | 1010 | Email from James Doak to Jones Day forwarding email from Thomas Gavin | Hearsay; Relevance; Impermissible Legal Opinion; Speculation |
| Retirement Systems | 1011 | Emails from Jerry Pokorski dated October 24, 2013 (DTPPF00020413-14); | Hearsay; Relevance |
| Retirement Systems | 1012 | City Council Resolution denying DIP financing; | |
| Retirement Systems | 1013 | Email correspondence between James Bonsall, Kevyn Orr and James Doak dated October 9, 2013 (DTPPF0019241-42); | None |
| Retirement Systems | 1014 | Email correspondence from David A. Hall regarding Responses to Inquiries of City Council Regarding Postpetition Financing and its attachment (DTPPF00020357-366); | None |
| Retirement Systems | 1015 | November 6, 2013 correspondence from Harold W. Bulger, Jr., Miller Canfield, Paddock and Stone, P.L.C. to Mr. Harlan Goodrich, Secretary, Local Emergency Financial Assistance Loan Board, and attachments (DTPPF00020232-356); | |

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| Retirement Systems | 1016 | Email from Corinne Ball to Jeffrey B. Ellman dated January 15, 2013 (DTMI00235218, RSCD Exhibit 866-001) | Hearsay; Impermissible Legal Opinion; Speculation |
| Retirement Systems | 1017 | Memoranda dated October 16 and 17, 2013 – with handwritten notes – regarding post-petition financing (DTPPF00020380-8, DTPPF00020389-93, DTPPF00020401-12). | Hearsay; Compendium Exhibit |
| Retirement Systems | 1018 | Email from James Doak to Irvin Corley, Jr. dated October 16, 2013 (DTPPF00020423-24). | Relevance |
| Retirement Systems | 1019 | Email with attachment from James Doak to Irvin Corley, Jr., dated October 21, 2013 (DTPPF00020419-22). | No |
| Retirement Systems | 1020 | Handwritten notes of Irvin Corley, Jr., regarding post-petition financing (DTPPF00020415-18). | Hearsay; Relevance |
| Retirement Systems | 1021 | Handwritten notes of Irvin Corley, Jr., and others regarding postpetition financing, October 15, 22 and 25, 2013 (DTPPF00020382-88, DTPPF00020394-400, DTPPF00020415-18). | Hearsay; Relevance; Compendium Exhibit |
| Retirement Systems | 1022 | Email and attachment from David A. Hall to Irvin Corley, Jr., dated October 20, 2013 (DTPPF00020357-66) (Langan Deposition Exhibit 5). | Duplicative of 1014 |
| Retirement Systems | | Any document used in any deposition; | Objections Reserved |
| Retirement Systems | | Any document attached to Dkt. Nos. 17, 157 and/or 1520; | Objections Reserved |
| Retirement Systems | | Any document listed by any other party; | Objections Reserved |
| Retirement Systems | | Any document necessary for rebuttal. | Objections Reserved |
| | | | |
| Sole | 1301 | 2009 Swap Confirmations -- Docket 1857-2, p 4 | |
| Sole | 1302 | LIBOR Rates | Hearsay; Completeness Legibility |
| Sole | 1303 | Barclay Loan Terms | |
| Sole | 1304 | Barclay Commitment Letter | Misidentified document |
| Sole | 1305 | \$95 million appropriation for “restructuring” | |
| Sole | 1306 | Automatic Stay Order | |
| Sole | 1307 | Fitch and Standard and Poors at City Council table – Docket 1857-4, p 14 | Hearsay; Relevance |
| Sole | 1308 | City Council resolution disapproving Barclay loan -- Docket 1857-4, p 15 | |
| Sole | 1309 | City Council resolution calling for SEC investigation | Misidentified document |
| Sole | 1310 | Turbeville CV (attached) | |

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| Sole | 1311 | Demos report, The Detroit Bankruptcy, dated November 2013 (attached) | Hearsay |
| Sole | 1312 | July 2006 POC and Interest Rate Swap documents | |
| Sole | 1313 | 2006 POC reflecting no security interest – Docket 361-5- p. 2 | Completeness |
| Sole | 1314 | June 2009 Amended POC and Interest Rate Swap documents - - Confirmations and City 4 and 5 | |
| Sole | 1315 | May 12, 2013 EM Financial Plan Docket 361-6, p 4 | Completeness |
| Sole | 1316 | July 14, 2013 EM Financial Report to Creditors – Orr, August 30, 2013 deposition, Exhibit 6 | |
| Sole | 1317 | Bloomberg article on Termination Fees | Hearsay; Relevance |
| Sole | 1318 | BBC article on UBS Libor rigging | Hearsay; Relevance |
| Sole | 1319 | Article on ISDA Fix | Relevance; Improper Expert Testimony |
| Sole | 1320 | Articles on conviction of UBS executive and indictment of BofA executive | Hearsay; Relevance |
| Sole | 1321 | Final Judgment on UBS municipal bond rigging | Hearsay; Relevance |
| Sole | 1322 | Article on BofA Muni misdoing | Hearsay; Relevance |
| Sole | 1323 | Article on UBS sub-prime lending | Hearsay; Relevance |
| Sole | 1324 | Senate Select Committee Report on Wall Street and the Financial Crisis | Hearsay; Relevance; Improper Expert Testimony |
| Sole | 1325 | Detroit Retirement Fund lawsuit against UBS for mortgage fraud -- Docket 361-9 | Hearsay; Relevance |
| Sole | 1326 | City of Detroit, January 2009 Planning and Development Department Neighborhood Stabilization Program Plan | Relevance; Completeness |
| Sole | 1327 | Gavin email -- DTPPF00000162-173 (Orrick Memorandum) | Hearsay; Relevance; Impermissible Legal Opinion; Speculation |
| Sole | 1328 | July 31, 2012 SEC Report on the Municipal Market Securities Market, www.sec.gov/spotlight/municipalsecurities . | Hearsay |
| Sole | 1329 | Sean Werdlow biography -- http://sbsco.com/firmPage/firm1/bankingteam/seanwerdlow.asp X | Relevance |

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|------|-------------|---|---|
| Sole | 1330 | 2009 City Council Resolution | Non-specific; Non-compliant with Local Rule 7016- 1(a)(9) |
| Sole | 1331 | Tuberville Revised Expert Report | Hearsay; Timeliness |
| | | | |
| NPFG | 1 | Quarterly Report with Respect to the Financial Condition of the City of Detroit, dated October 15, 2013 | |
| NPFG | 2 | Emergency Manager Report Pursuant to Section 17 of Local Financial | |
| NPFG | * | National reserves the right to use any Exhibits listed by the Debtor with respect to the Hearing regarding Dkt. Nos. 17/157, and 1520. | Objections Reserved |
| NPFG | ** | National reserves the right to use any Exhibits marked or identified in depositions of the Debtor's and Objectors' witnesses with respect to Dkt. Nos. 17/157 and 1520. | Objections Reserved |
| NPFG | *** | National reserves the right to use any Exhibits listed by any of the other Objectors with respect to the Hearing regarding Dkt. Nos. 17/157 and 1520. | Objections Reserved |

Dated: December 16, 2013

Respectfully submitted,

/s/ Bruce Bennett

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Counsel for the City of Detroit

CERTIFICATE OF SERVICE

I, Bruce Bennett, hereby certify that the foregoing Exhibit Lists and Objections was filed and served via the Court's electronic case filing and noticing system on this 16th day of December, 2013.

/s/ Bruce Bennett