



WHEREAS, counsel for Plaintiff and counsel for Defendants conferred and have agreed that Defendants shall have until July 27, 2011 to answer, move or otherwise respond to the Complaint;

WHEREAS, counsel for Plaintiff and counsel for Defendants conferred and have agreed that in the event Defendants move to dismiss the complaint, Plaintiff shall have sixty (60) days from the date Defendants serve such a motion to serve its opposition papers, and Defendants shall have thirty (30) days from the date Plaintiff serves its opposition papers to serve reply papers.

NOW THEREFORE, it is hereby stipulated and agreed, subject to the approval of the Court, by and between Plaintiff and Defendants, through their undersigned counsel, as follows:

1. Defendants shall answer, move, or otherwise respond to the Complaint on or before July 27, 2011.
2. In the event Defendants move to dismiss the complaint, Plaintiff shall have sixty (60) days from the date Defendants serve such a motion to serve its opposition papers, and Defendants shall have thirty (30) days from the date Plaintiff serves its opposition papers to serve reply papers.
3. By entering into this Stipulation, Plaintiff and Defendants do not waive, and expressly preserve, any and all rights and defenses, including but not limited to defenses relating to jurisdiction, venue, arbitration, service of process and statute of limitations that may be available in this action.

Dated: May 27, 2011

/s/ Stephen E. Spelman

Edward J. McDonough, Jr. (BBO 331590)  
Stephen E. Spelman (BBO 632089)  
EGAN, FLANAGAN AND COHEN, P.C.  
67 Market Street, P.O. Box 9035  
Springfield, Massachusetts 01102  
ejm@efclaw.com  
ses@efclaw.com

*Of Counsel*

Philippe Z. Selendy  
Jennifer J. Barrett  
QUINN EMANUEL URQUHART &  
SULLIVAN LLP  
51 Madison Avenue, 22nd Floor  
New York, New York 10010-1601

*Counsel for Plaintiff Massachusetts Mutual  
Life Insurance Company*

/s/ Jeffrey L. McCormick

Jeffrey L. McCormick (BBO 329740)  
ROBINSON DONOVAN, P.C.  
1500 Main Street #1600  
Springfield, Massachusetts 01115  
jmccormick@Robinson-Donovan.com

*Of Counsel*

Robert H. Baron  
Daniel Slifkin  
CRAVATH, SWAINE & MOORE LLP  
825 Eighth Avenue  
New York, New York 10019  
(212) 474-1000


*Counsel for Defendant J.P. Morgan  
Securities LLC*

/s/ Philip A. O'Connell, Jr.  
Philip A. O'Connell, Jr. (BBO# 649343)  
SNR DENTON US LLP  
101 Federal Street, Suite 2750  
Boston, MA 02110  
Tel: (617) 235-6802  
Fax: (617) 235-6899  
philip.oconnelljr@snrdenton.com

*Of Counsel*  
Sandra D. Hauser  
Patrick E. Fitzmaurice  
SNR DENTON US LLP  
1221 Avenue of the Americas  
New York, NY 10020  
Tel: (212) 768-6700  
Fax: (212) 768-6800  
sandra.hauser@snrdenton.com  
patrick.fitzmaurice@snrdenton.com

*Counsel for Defendants Impac Funding  
Corp., Impac Secured Assets Corp., Richard  
J. Johnson and Joseph R. Tomkinson*

SO ORDERED:

  
Honorable Michael A. Ponsor, U.S.D.J. 9.6.11

**CERTIFICATE OF SERVICE**

I hereby certify that this document, filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on this 27th day of May, 2011,

/s/Stephen E. Spelman