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U.S. DISTRICT COURT
EASTERN MICHIGAN

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

IN RE:	§	
	§	**CASE NO. 00-CV-00005-DT**
DOW CORNING CORPORATION,	§	**(Settlement Facility Matters)**
	§	
REORGANIZED DEBTOR	§	**Honorable Denise Page Hood**
	§	

AGREED ORDER ESTABLISHING PROCEDURES AND DEADLINE OF JANUARY 3, 2005 FOR THE SUBMISSION OF CERTAIN TORT-RELATED SUBSTANTIAL CONTRIBUTION CLAIMS PURSUANT TO SECTION 9.02 OF ANNEX A TO THE SETTLEMENT FACILITY AND FUND DISTRIBUTION AGREEMENT

Section 9.02 of the Claims Resolution Procedures, Annex A to the Settlement Facility and Fund Distribution Agreement ("Annex A"), provides that certain tort-related claims for substantial contribution consistent with the standard under Section 503(b) of the Bankruptcy Code may be asserted provided that the Proof of Claim filed on behalf of and seeking contribution to the Common Benefit Fund established in Order No. 13 is withdrawn. The procedures to submit substantial contribution claims are to be established by the District Court, and any amounts Allowed by the District Court for these tort-related claims shall be paid by the Settlement Facility–Dow Corning Trust ("Settlement Facility").

The Proof of Claims filed on behalf of the Common Benefit Litigation Expense Fund (reorganized into the Common Benefit Litigation Expense Trust) has been withdrawn as evidenced by the "Notice of Withdrawal of Claims with Prejudice," attached hereto as Exhibit A. Therefore, the Claimants' Advisory Committee and Debtor's Representatives have submitted this Agreed Order to the District Court to adopt procedures and deadlines to implement a process for the submission of substantial contribution claims specified in Section 9.02 of Annex A.

(1) **On or before January 3, 2005 (but not before December 1, 2004)** all persons or entities intending to submit a claim for "substantial contribution" pursuant to Section 9.02 of Annex A shall file a motion with this Court seeking allowance as an administrative expense of a claim for substantial contribution under Section 503(b) of the Bankruptcy Code. Any such motion shall comply with Bankruptcy Rule 2016(a) and any applicable Local Rule or U.S. Trustee guidelines. A copy of the motion shall be served on the Debtor's Representatives, the Claimants' Advisory Committee, the Shareholders (via their counsel), and the Finance Committee, as designated on Exhibit B hereto.

(2) Comments and objections to these motions shall be filed with the Court **by February 18, 2005** and served on the Debtor's Representatives, Claimants' Advisory Committee, the Shareholders, the Finance Committee, and the person or entity who is the subject of the objection. The filing of an objection shall initiate a contested matter under Bankruptcy Rule 9014 and all further proceedings shall be governed by that Rule.

(3) Each person or entity whose claim is subject to an objection may file a reply **by March 4, 2005**.

(4) If one or more objections are filed, the Court will establish schedules and procedures consistent with Bankruptcy Rule 9014 for resolution of any objections, and it will set hearing dates on the motions and any objections thereto.

(5) The Court shall issue Orders determining the motions for substantial contribution. Any determination of the motions for substantial contribution shall be made consistent with the standards established under Section 503(b) of the Bankruptcy Code and with the specific terms of Section 9.02(A) of Annex A and the Confirmation Order.

(6) Allowed claims shall be paid as set forth under Section 9.02 of Annex A. The Court may request a determination from the Finance Committee, Debtor's Representatives, Claimants' Advisory Committee, and the Financial Advisor regarding the mechanics of payment of Allowed substantial contribution claims.

(7) Pursuant to Section 9.02 of Annex A, any substantial contribution claim Allowed by the Court for counsel representing Other Products Claimants shall be paid by the Settlement Facility (subject to the direction of the Finance Committee) from the Other Products Fund.

SO ORDERED this 6th day of October 2004.

Hon. Denise Page Hood
United States District Judge

So Stipulated:

FOR DOW CORNING CORPORATION

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FOR THE CLAIMANTS' ADVISORY COMMITTEE

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UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
NORTHERN DIVISION

In re:	)	
DOW CORNING CORPORATION	)	CASE NO. 95-20512
	)	(Chapter 11)
DEBTOR.	)	
	)	Judge Denise Page Hood

NOTICE OF WITHDRAWAL OF CLAIMS WITH PREJUDICE

NAME OF CLAIMANT: THE COMMON BENEFIT LITIGATION EXPENSE FUND, WHICH HAS NOW REORGANIZED INTO THE COMMON BENEFIT LITIGATION EXPENSE TRUST

CLAIM NOS.: 0019322-00, 0260629-00, 0273289-00, 0304764-00 AND 0353210-00

Claimant warrants that, except in its reorganization from the Common Benefit Litigation Expense Fund into the Common Benefit Litigation Expense Trust, it has not sold, assigned, factored or otherwise transferred any interest in the above-described claims (the "Claims"). Claimant further warrants that it will not file any further amendments to the Claims. Pursuant to Bankruptcy Rule 3006, Claimant hereby withdraws the Claims with prejudice.

Claimant's Name and Address:

THE COMMON BENEFIT LITIGATION EXPENSE FUND,
which has now reorganized into THE COMMON BENEFIT
LITIGATION EXPENSE TRUST
2 North 20th Street, Suite 1200
Birmingham, Alabama 35203

By: _____
Edgar C. Gentle, III

Title: Escrow Agent of the Common Benefit Litigation Expense Fund and Managing Agent of the Common Benefit Litigation Expense Trust f/k/a the Common Benefit Litigation Expense Fund

EXHIBIT A

EXHIBIT B

EXHIBIT B

AGREED ORDER ESTABLISHING PROCEDURES AND DEADLINE OF JANUARY 3, 2005 FOR THE SUBMISSION OF CERTAIN TORT-RELATED SUBSTANTIAL CONTRIBUTION CLAIMS PURSUANT TO SECTION 9.02 OF ANNEX A TO THE SETTLEMENT FACILITY AND FUND DISTRIBUTION AGREEMENT

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