

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

In re:)	Case No. 00-CV-00001-DT
)	(Litigation Facility Matters)
DOW CORNING CORPORATION)	
)	Case No. 00-CV-00005-DT
)	(Settlement Facility Matters)
Debtor.)	
)	The Honorable Denise Page Hood
)	

ORDER APPOINTING FRANCIS E. MCGOVERN AS SPECIAL MASTER

The Amended Joint Plan of Reorganization for Dow Corning Corporation, dated February 4, 1999, as amended and modified (the “Plan”), the Litigation Facility Agreement, a subsidiary document incorporated into the Plan, and the Case Management Order issued by this Court on November 13, 2000 (the “CMO”), provide for the appointment of a Special Master to perform certain functions with respect to the Litigation Facility and to serve as a member of the Finance Committee. The Litigation Facility Agreement provides that the Special Master shall be Francis E. McGovern.

Based upon the foregoing considerations, the Court hereby appoints Francis E. McGovern as the Special Master. The Special Master shall perform the duties described in the Plan, the Plan Documents, and the CMO. In particular, the Special Master shall consult with and assist the Claims Administrator for the purpose of ensuring and facilitating an efficient and fair operation of the Settlement Facility and shall assist this Court in developing, implementing and maintaining the Litigation Facility. All actions taken at any time, pursuant to the authority granted herein by Francis E. McGovern as the Special Master shall constitute judicial actions of this Court and shall be

protected, to the maximum extent allowable by law, by the doctrine of judicial immunity.

The Special Master's compensation and expenses, from the date of this Order, shall be in accordance with the terms of the Litigation Facility Agreement and sections 4.07(f) and 7.03(e) of the Settlement Facility Agreement at the Special Master's current billing rate and shall be allocated to the Litigation Fund and the Settlement Fund, as provided in section 8.02 of the Settlement Facility Agreement. The Special Master's compensation and expenses shall be paid in accordance with existing orders until the establishment of the Depository Trust. After the Depository Trust is established, the Special Master's compensation shall be paid from the escrow account described in section 7.4 of the Plan and shall be allocated to the Litigation Fund and the Settlement Fund as provided in section 8.02 of the Settlement Facility Agreement.

IT IS SO ORDERED.

_____/s/_____
Denise Page Hood
United States District Judge

Dated: February 16, 2001