

**IN THE UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

Brigade Leveraged Capital Structures Fund Ltd.,
Brigade Distressed Value Master Fund Ltd.,
Tasman Fund LP, Claren Road Credit Master
Fund, Ltd., Claren Road Credit Opportunities
Master Fund, Ltd., Fore Multi Strategy Master
Fund, Ltd., Sola Ltd, Ultra Master Ltd, Solus
Opportunities Fund 5 LP,

Plaintiffs,

- against -

The Government Development Bank for Puerto
Rico,

Defendant.

Civil No. 16-1610

**MOTION TO WITHDRAW PLAINTIFFS' MOTION FOR A TEMPORARY
RESTRAINING ORDER AND TO EXTEND TIME FOR PLAINTIFFS TO
RESPOND TO DEFENDANT'S MOTION TO DISMISS**

TO THIS HONORABLE COURT:

COME NOW, Brigade Leveraged Capital Structures Fund Ltd., Brigade
Distressed Value Master Fund Ltd., Tasman Fund LP, Claren Road Credit Master Fund,
Ltd., Claren Road Credit Opportunities Master Fund, Ltd., Fore Multi Strategy Master
Fund, Ltd., Sola Ltd, Ultra Master Ltd, and Solus Opportunities Fund 5 LP (collectively,
“Plaintiffs”), by and through their attorneys Vicente & Cuebas and Davis Polk &
Wardwell LLP, and respectfully state and pray as follows:

1. On Monday, April 4, 2016, Plaintiffs filed the Complaint [Dkt. 1] in the instant action.
2. On Tuesday, April 5, 2016, Plaintiffs filed a Motion for a Temporary Restraining Order [Dkt. 3] (the “TRO Motion”) requesting, *inter alia*, that, after notice

and a hearing, the Government Development Bank for Puerto Rico (“GDB”) be enjoined from transferring any assets of any kind to or for the benefit of any GDB creditor, unless the funds or assets transferred must be disbursed and used immediately to maintain services essential to the public safety of citizens of Puerto Rico or the funds or assets are being disbursed to pay the ordinary course operating expenses of GDB.

3. Thereafter, on Wednesday, April 6, 2016, the Governor of the Commonwealth of Puerto Rico, the Hon. Alejandro J. García Padilla, signed into law Act No. 21-2016, known as the Puerto Rico Emergency Moratorium and Financial Rehabilitation Act (the “Act”).

4. On Friday, April 8, 2016, Governor García Padilla issued Executive Order 2016-010 (the “Executive Order”) declaring an emergency period for the Government Development Bank for Puerto Rico pursuant to the Act. The Executive Order, among other things, orders GDB to honor withdrawals or transfers only if the funds withdrawn or transferred will be used to fund essential services and only if the depositor expects not to have an alternate source of funds with which to pay for such essential services. The Executive Order further authorizes GDB to impose weekly limitations on aggregate withdrawals.

5. In light of the Act and Executive Order, on Monday morning, April 11, 2016, counsel for Plaintiffs contacted counsel for GDB to discuss a stipulated settlement to the TRO Motion. Counsel for GDB did not respond to Plaintiffs counsel’s messages and emails and, instead, on Tuesday, April 12, 2016, filed a Memorandum in Opposition to Plaintiffs’ Motion for a Temporary Restraining Order and Injunctive Relief [Dkt. 30]

(“Memorandum in Opposition”) and a Motion to Dismiss the Complaint or, In The Alternative, For a Stay [Dkt. 32] (“Motion to Dismiss”).

6. On Wednesday, April 13, 2016, the Court ordered Plaintiffs to respond to GDB’s Motion to Dismiss and Memorandum in Opposition no later than April 14, 2016 at 5:00 p.m. [DKT. 33].

7. The Executive Order’s limitations on withdrawals from GDB provides substantially similar relief to that sought in the TRO Motion. The Executive Order further purports to amend the statutory basis for the TRO Motion by exempting future “ordinary course” disbursements from GDB from the operation of 7 L.P.R.A. § 562.¹ Accordingly, because the Executive Order provides substantially similar relief to that sought in the TRO Motion and purports to amend the statutory basis for such motion, Plaintiffs hereby withdraw the TRO Motion.

WHEREFORE, Plaintiffs hereby respectfully

(a) request that Plaintiffs’ Motion for a Temporary Restraining Order [Dkt. 3] be deemed withdrawn.

(b) submit that, because the TRO Motion has been voluntarily withdrawn due to the changed circumstances described above, there is no longer an emergent need for Plaintiffs to file a response to GDB’s Motion to Dismiss by 5:00 P.M. on Thursday, April 14, 2016, and , accordingly, respectfully request that the Court permit Plaintiffs to respond to GDB’s Motion to Dismiss within the

¹ Plaintiffs reserve the right to challenge the Act and the Executive Order as unconstitutional under the United States Constitution and the Constitution of Puerto Rico, including through an amendment to the Complaint.

time provided by the Federal Rules of Civil Procedure and the applicable
Local Rules of the United State District Court for the District of Puerto Rico.

Dated: April 13, 2016
San Juan, Puerto Rico

Respectfully Submitted,

By: /s/ Harold D. Vicente

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Road Credit Master Fund, Ltd.; Claren Road
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Multi Strategy Master Fund, Ltd.; Sola Ltd; Ultra
Master Ltd; and Solus Opportunities Fund 5 LP*

CERTIFICATE OF ELECTRONIC FILING AND SERVICE

I hereby certify that on April 13, 2016, I caused to be electronically filed the Motion to Withdraw Plaintiffs' Motion for a Temporary Restraining Order and to Extend Time for Plaintiffs to Respond to Defendant's Motion to Dismiss, the Declaration of Benjamin S. Kaminetzky in Support of Plaintiffs' Motion to Withdraw Plaintiffs' Motion for a Temporary Restraining Order and to Extend Time for Plaintiffs to Respond to Defendant's Motion to Dismiss, Plaintiffs' Proposed Order Granting Motion to Withdraw Plaintiff's Motion for a Temporary Restraining Order, and Plaintiffs' Proposed Order Granting Motion to Extend Time for Plaintiffs to Respond to Defendant's Motion to Dismiss for with the Clerk of Court using the CM/ECF system, which will send notification of such filing to all counsel of record.

Dated: April 13, 2016
San Juan, Puerto Rico

/s/ Harold D. Vicente
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Plaintiffs,

- against -

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Rico,

Defendant.

Civil No. 16-CV-1610

**DECLARATION OF BENJAMIN S. KAMINETZKY IN SUPPORT OF
PLAINTIFFS' MOTION TO WITHDRAW PLAINTIFFS' MOTION FOR A
TEMPORARY RESTRAINING ORDER AND TO EXTEND TIME FOR PLAINTIFFS
TO RESPOND TO DEFENDANT'S MOTION TO DISMISS**

I, Benjamin S. Kaminetzky, declare pursuant to 28 U.S.C. § 1746 that the following is true:

1. I am an attorney and a partner in the law firm of Davis Polk & Wardwell LLP, counsel, along with Vicente & Cuebas, for the plaintiffs in this action. I submit this Declaration in support of Plaintiffs' Motion to Withdraw Plaintiff's Motion for a Temporary Restraining Order and to Extend Time for Plaintiffs to Respond to Defendant's Motion to Dismiss.

2. On Monday, April 11, 2016 at approximately 11:30 AM., I sent by email to Defendant's counsel, Carmine D. Boccuzzi Jr. and Howard S. Zelbo, a proposed stipulation to resolve Plaintiffs' Motion for a Temporary Restraining Order.

3. On Tuesday, April 12, 2016, I called each of Carmine D. Boccuzzi Jr. and Howard S. Zelbo, and left a voicemail on each of their voicemail boxes indicating that I wished

to speak with them regarding the proposed stipulation to resolve Plaintiffs' Motion for a Temporary Restraining Order.

4. As of the date and time of this Declaration, I have received no response from Defendant's counsel, either by email or by phone.

Executed on April 13, 2016
in New York, New York

By: /s/ Benjamin S. Kaminetzky
Benjamin S. Kaminetzky

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Plaintiffs,

- against -

The Government Development Bank for Puerto
Rico,

Defendant.

Civil No. 16-CV-1610

**[PROPOSED] ORDER
GRANTING MOTION TO
WITHDRAW PLAINTIFFS'
MOTION FOR A TEMPORARY
RESTRAINING ORDER**

Upon consideration of Plaintiffs' Motion to Withdraw Plaintiffs' Motion for a
Temporary Restraining Order, it is:

ORDERED, that Plaintiffs' Motion for a Temporary Restraining Order [Dkt. 3]
is deemed withdrawn.

SO ORDERED:

Dated: April _____, 2016
San Juan, Puerto Rico

**THE HONORABLE FRANCISCO A. BESOSA
UNITED STATES DISTRICT JUDGE**

Dated: April 13, 2016
San Juan, Puerto Rico

By: /s/ Harold D. Vicente

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**[PROPOSED] ORDER
GRANTING MOTION TO
EXTEND TIME FOR
PLAINTIFFS TO RESPOND TO
DEFENDANT'S MOTION TO
DISMISS**

Upon consideration of Plaintiffs' Motion to Extend Time for Plaintiffs to Respond to Defendant the Government Development Bank for Puerto Rico's ("GDB") Motion to Dismiss the Complaint or, In The Alternative, For a Stay [Dkt. 32] ("Motion to Dismiss"), it is:

ORDERED that Plaintiffs' Motion to Extend Time for Plaintiffs to Respond to GDB's Motion to Dismiss is **GRANTED**; and

ORDERED that Plaintiffs' time to respond to GDB's Motion to Dismiss shall be the time provided by the Federal Rules of Civil Procedure and the applicable Local Rules of the United State District Court for the District of Puerto Rico.

SO ORDERED:

Dated: April _____, 2016
San Juan, Puerto Rico

THE HONORABLE FRANCISCO A. BESOSA
UNITED STATES DISTRICT JUDGE

Dated: April 13, 2016
San Juan, Puerto Rico

By: /s/ Harold D. Vicente

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