

In the Matter of Rehabilitation of:)
)
 Segregated Account of Ambac)
 Assurance Corporation)
)

Case No. 10 CV 1576

**NOTICE OF MOTION AND MOTION OF ONE STATE STREET LLC TO
 DISSOLVE OR MODIFY ORDER FOR TEMPORARY INJUNCTIVE RELIEF
 AND TO INTERVENE**

TO:

Honorable William D. Johnston
 Lafayette County Circuit Court
 626 Main Street
 P.O. Box 40
 Darlington, Wisconsin 53530

Sean Dilweg, Commissioner of Insurance
State of Wisconsin
 c/o Michael B. Van Sicklen
 David G. Walsh
 Matthew R. Lynch
Foley & Lardner LLP
 150 E. Gilman Street
 Madison, WI 53703

c/o Kevin G. Fitzgerald
 Andrew A. Oberdeck

Foley & Lardner LLP
 777 East Wisconsin Avenue
 Milwaukee, WI 53202

Wells Fargo Bank, N.A.
 c/o Stephen L. Morgan
 Brittany S. Ogden
Murphy Desmond, S.C.
 33 East Main St., Ste. 500
 Madison, WI 53703

Ambac Assurance Corporation
 c/o **Stafford Rosenbaum LLP**
 c/o Daniel W. Stolper
 222 West Washington Avenue, Suite 900
 P.O. Box 1784
 Madison, WI 53701-1784

c/o Steven T. Whitmer
 Kevin A. Wisniewski

c/o William G. Primps
 Emily L. Saffitz
 Allison H. Weiss

Locke Lord Bissell & Liddell LLP

111 South Wacker Drive
Chicago, IL 60606

Peter A. Ivanick
Lynn Roberts
Henry J. Ricardo

Dewey & Leboeuf LLP

1301 Avenue of the Americas
New York, NY 10019

RMBS Policyholders; Aurelius Capital Management; Fir Tree, Inc.; King Street Capital Management, L.P., Monarch Alternative Capital LP, Stonehill Capital Management LLC

c/o Bryan K. Nowicki
Jessica Hutson Polakowski
R. Timothy Muth
Reinhart Boerner Van Deuren s.c.
22 E. Mifflin Street, Suite 600
Madison, WI 53703

LVM Bondholders; Eaton Vance Management; Nuveen Asset Management; Restoration Capital Management, LLC; Stone Lion Capital Partners LP

c/o Noreen J. Parrett
Connie L. O'Connell
Parrett & O'Connell, LLP
10 E. Doty Street, Suite 621
Madison, WI 53703

c/o Patrick J. Trostle

Jenner & Block LLP

919 Third Avenue, 37th floor
New York, NY 10022

c/o John B. Simon
David M. Greenwald
Daniel R. Murray

Jenner & Block LLP

353 N. Clark Street
Chicago, IL 60654

c/o Philip Bentley
Amy Caton
Susan Jacquemot

Kramer Levin Naftalis & Frankel LLP

1177 Avenue of the Americas
New York, NY 10036

Bank Insureds

c/o James A. Friedman
Brady Williamson
Anthony G. Gaughan
Godfrey & Kahn, S.C.
One East Main Street, Suite 500
PO BOX 2719
Madison, WI 53701-2719

c/o Donald S. Bernstein
Michael P. Carroll
Avi Gesser

Davis Polk & Wardwell LLP

450 Lexington Avenue
New York, NY 10017

The Bank of New York Mellon

Laura E. Callan
Solheim Billing & Grimmer, S.C.
U.S. Bank Plaza,
1 S. Pinckney Street, Suite 301
Madison, Wisconsin 53701-1644

Dale C. Christensen, Jr
Thomas Ross Hooper

Seward & Kissel LLP

One Battery Park Plaza
New York, NY 10004

***Federal Home Loan Mortgage
Corporation (Freddie Mac)***

c/o Christopher Stroebel
von Briesen & Roper S.C.
Three South Pinckney Street, Suite 1000
Madison, WI 53703

c/o Susan E. Lovern
David I. Cisar
von Briesen & Roper, S.C.
411 East Wisconsin Avenue, Suite 700
Milwaukee, WI 53202

c/o Robert A. Zeavin
Craig S. Bloomgarden

Manatt, Phelps & Phillips, LLP

11355 W. Olympic Boulevard
Los Angeles, CA 90064

c/o Marcia D. Alazraki

Manatt, Phelps & Phillips, LLP

7 Times Square
New York, NY 10036

***U.S. Bank National Association;
Deutsche Bank National Trust Company,
solely in its capacity as Trustee; Deutsche
Bank Trust Company Americas, solely in
its capacity as Trustee***

Paul E. Benson
Paul A. Lucey

Michael Best & Friedrich LLP

100 East Wisconsin Ave., Ste. 3300
Milwaukee, WI 53202

Nathan L. Moenck

Michael Best & Friedrich LLP

One South Pinckney Street
Suite 700
Madison, Wisconsin 53703

John M. Rosenthal
Kristine Bailey

Morgan, Lewis & Bockius LLP
One Market St., Spear Street Tower
San Francisco, CA 94105

Leah M. Houghton

Morgan, Lewis & Bockius LLP
225 Franklin Street, 16th Floor
Boston, MA 02110-4104

*Wells Fargo Bank, N.A. in its capacity as
Trustee for Certain RMBS
Certificateholders*
Jane C. Schlicht

Cook & Franke, SC
660 E Mason St
Milwaukee, WI 53202

c/o Michael E. Johnson
William B. Macurda
Cele Ogawa

Alston & Bird LLP
90 Park Avenue
New York, NY 10016

HSBC Bank USA, National Association
Christopher J. Stroebel
von Briesen & Roper S.C.
Three South Pinckney Street, Suite 1000
Madison, WI 53703

Susan E. Lovern
Randall D. Crocker
von Briesen & Roper S.C.
411 East Wisconsin Ave., Suite 700
Milwaukee, WI 53202

Pieter Van Tol

Hogan Lovells US LLP
875 Third Avenue
New York, NY 10022

PLEASE TAKE NOTICE that the Intervening Party, One State Street, LLC ("One State Street"), the landlord for the world headquarters of Ambac Assurance Corporation ("Ambac"), by its attorneys, Garvey McNeil & Associates, S.C. and Ropes & Gray LLP, at a time and place to be set by the Court,¹ will move and do hereby move this Court as follows:

¹ One State Street notes that a hearing is currently set on related matters for July 9, 2010, and such a hearing date would be acceptable to One State Street.

1. To the extent procedurally required, to intervene in this action pursuant to paragraph 12 of this Court's *Order for Temporary Injunctive Relief* dated March 24, 2010 (the "TRO"), as an interested party yet reserving all rights to challenge jurisdiction;

2. For an order declaring that the allocation of the Headquarters Lease (as defined in the attached brief in support of this motion) to the Segregated Account was and is unlawful;

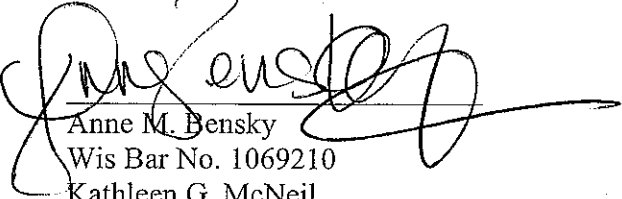
3. For an order modifying or dissolving the TRO, specifically with respect to paragraphs 1-5, 7, 8 and 13 of the TRO; the Headquarters Landlord and the Headquarters Lease should be entirely exempted from the operation of those paragraphs; and

4. For an order granting such other relief as is just and proper under the circumstances.

Support for this motion is set forth in the attached *Memorandum of Law in Support of Motion of One State Street LLC for Dissolution or Modification of Temporary Injunction* dated June 22, 2010.

Respectfully submitted on June 22, 2010.

GARVEY McNEIL & ASSOCIATES, S.C.
Attorneys for One State Street LLC



Anne M. Bensky
Wis Bar No. 1069210
Kathleen G. McNeil
Wis. Bar No. 1029920
One Odana Court
Madison, Wisconsin 53719
Tel: 608-256-1003
Fax: 608-256-0933

--and--

ROPES & GRAY LLP
Attorneys for One State Street LLC

Mark I. Bane
Pro hac vice admission pending
1211 Avenue of the Americas
New York, New York 10036
Tel: 212-841-5700
Fax: 646-728-1662

D. Ross Martin
Pro hac vice admission pending
One International Place
Boston, Massachusetts 02110
Tel: 617-951-7000
Fax: 617-235-0454