

F I L E D
SEP 08 2005
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DETROIT

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

IN RE: §
DOW CORNING CORPORATION, §
§
REORGANIZED DEBTOR §
§
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§

**CASE NO. 00-CV-00005-DT
(Settlement Facility Matters)**

Hon. Denise Page Hood

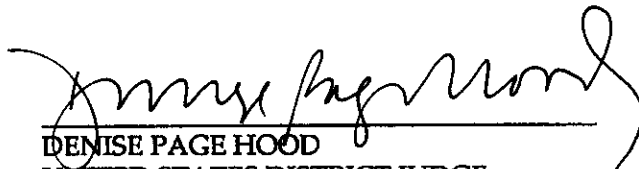
**ORDER APPROVING SELECTION OF
SUCCESSOR INDEPENDENT ASSESSOR PURSUANT TO
SETTLEMENT FACILITY AND FUND DISTRIBUTION AGREEMENT**

The Settlement Facility and Fund Distribution Agreement (the "Settlement Facility Agreement"), a document incorporated into the Amended Joint Plan of Reorganization for Dow Corning Corporation, dated February 4, 1999, as amended and modified, provides for the appointment of an Independent Assessor to perform certain functions and have certain responsibilities with respect to the Settlement Facility-Dow Corning Trust and the Depository Trust. See Settlement Facility Agreement § 4.05. The original Independent Assessor, MUÑOZ GROUP/RAMSEY LLC, is no longer serving in that capacity and, therefore, pursuant to Section 4.05(d) of the Settlement Facility Agreement, a successor Independent Assessor shall be selected. Upon the recommendation of the Finance Committee, following its consultation with the Claimants' Advisory Committee and the Debtor's Representatives and in accordance with Section 4.05 of the Settlement Facility Agreement,

IT IS HEREBY ORDERED that THOMAS FLORENCE is appointed and approved as the successor Independent Assessor and shall have primary responsibility

for overseeing and making recommendations concerning the development of projected funding requirements under Section 7.01(d) of the Settlement Facility Agreement and assessing the availability or adequacy of assets in the Litigation Fund and the Settlement Fund for purposes of Section 7.02(d) and Sections 7.03(a), (b), and (c) of the Settlement Facility Agreement, for advising the Finance Committee of its assessments and presenting the Finance Committee with its official findings and recommendations for review and consideration, for addressing legal elements in accordance with the role of the Independent Assessor, and for preparing and submitting reports in accordance with Sections 4.08(b) and 7.01(d) of the Settlement Facility Agreement. At the direction and discretion of the Finance Committee, THOMAS FLORENCE is further authorized to provide services necessary to assure that the data collection and reporting mechanisms of the Settlement Facility are adequate and appropriate to meet the needs of the Independent Assessor and of the Finance Committee, the Court, the Claimants' Advisory Committee, and the Debtor's Representatives. The Finance Committee will negotiate an appropriate contract, including a cap on annual fees for the functions of Independent Assessor, in consultation with the Claimants' Advisory Committee and the Debtor's Representatives.

Dated: SEP 08 2005


DENISE PAGE HOOD
UNITED STATES DISTRICT JUDGE