

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

-----X
IN RE RESOURCE CAPITAL CORP.
SHAREHOLDER DERIVATIVE LITIGATION.,
-----X

Master Index No. 654485/2015

Hon. Barry R. Ostrager

Motion Seq. No. ____

**[PROPOSED] ORDER TO
SHOW CAUSE**

Upon the Declaration of Phillip Kim, attorney for the Plaintiffs Patrick Caito and Josh Reaves in the above consolidated action (the “Consolidated Action”), and upon exhibits annexed thereto,

LET the Defendants in this matter show cause before this Court at Part 61, Room 232 thereof, to be held at the Courthouse, located at 60 Centre Street, New York, New York 10007, on the __ day of November, 2018, at __ o’clock that date, or as soon thereafter as counsel can be heard, why an order should not be entered: (a) lifting the current stay of proceedings in the Consolidated Action as implemented by the Court on June 7, 2017 (Dkt. No. 55); (2) requiring Defendants to respond to the derivative complaints filed in the Consolidated Action pursuant to the New York Civil Practice Law & Rules (the “CPLR”); and (3) granting such other relief as the Court may deem to be just and proper.

ORDERED that service of a copy of this Order, together with the papers upon which it is based, shall be made by electronic mail upon Defendants’ counsel, Covington & Burling and Schlam Stone & Dolan LLP (woneil@cov.com, cyeung@cov.com, bnash@schlamstone.com), and additional Plaintiffs’ counsel, Hynes Keller & Hernandez, LLC (bkeller@hkh-lawfirm.com) on or before November __, 2018;

ORDERED that answering papers, if any, are to be served by electronic mail upon Plaintiffs’ counsel, The Rosen Law Firm (pkim@rosenlegal.com) and The Brown Law Firm

(tbrown@thebrownlawfirm.net), on or before November __, 2018;

ORDERED that reply papers, if any, are to be served by electronic mail upon Defendants' counsel, Covington & Burling and Schlam Stone & Dolan LLP (woneil@cov.com, cyeung@cov.com, bnash@schlamstone.com), and additional Plaintiffs' counsel, Hynes Keller & Hernandez, LLC (bkeller@hkh-lawfirm.com, on or before November __, 2018; and it is further

ORDERED that oral argument shall be held on or before __ November 2018 at __: __ a.m./p.m.

ENTERED:

HONORABLE BARRY R. OSTRAGER
New York Supreme Court, Commercial Division

Dated: _____, 2018

CERTIFICATE OF SERVICE

I, Phillip Kim, counsel for plaintiffs Patrick Caito and Josh Reaves, hereby certifies that on November 9, 2018, the Plaintiffs' [Proposed] Order to Show Cause To Lift Stay was filed via NYSCEF and on Counsel of Record.