

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

|   |   |                         |
|---|---|-------------------------|
| -----                                     | X |                         |
| In re:                                    | : |                         |
|   | : |                         |
| SAINT VINCENTS CATHOLIC MEDICAL           | : | Chapter 11              |
| CENTERS OF NEW YORK d/b/a SAINT VINCENT   | : |                         |
| CATHOLIC MEDICAL CENTERS, <u>et al.</u> , | : | Case No. 05-14945 (CGM) |
|   | : |                         |
| Debtors.                                  | : | (Jointly Administered)  |
|   | : |                         |
| -----                                     | X |                         |

STIPULATION AND ORDER SUBSTITUTING COUNSEL

It is hereby stipulated and agreed by and between the undersigned counsel that the law firm of Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036, be substituted as counsel of record in these proceedings for the above-captioned reorganized debtors (collectively, "SVC MC") in place of Cadwalader, Wickersham & Taft LLP ("Cadwalader"), One World Financial Center, New York, New York 10281, and that Cadwalader hereby withdraws as counsel of record for SVC MC.

Dated: New York, New York  
February 16, 2010

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/ Adam C. Rogoff  
Kenneth H. Eckstein  
Adam C. Rogoff  
P. Bradley O'Neill  
1177 Avenue of the Americas  
New York, New York 10036  
Telephone: (212) 715-9100  
Facsimile: (212) 715-8000

CADWALADER, WICKERSHAM & TAFT LLP

By: /s/ Andrew M. Troop  
Andrew M. Troop  
One World Financial Center  
New York, New York 10281  
Telephone: (212) 504-6000  
Facsimile: (212) 504-6666

SO ORDERED:  
February 22, 2010  
Poughkeepsie, New York

/s/ Cecelia Morris  
United States Bankruptcy Judge