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*Attorneys for Black Diamond Capital Management, L.L.C.,
GSC Acquisition Holdings, LLC and the Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)		
In re:)	Chapter 11	
)		
GSC GROUP, INC., <u>et al.</u> , ¹)	Case No. 10-14653 (SCC)	
)		
Debtors.)	(Jointly Administered)	
)		

**VERIFIED STATEMENT OF WINSTON & STRAWN LLP,
PURSUANT TO FED. R. BANKR. P. 2019(a)**

Winston & Strawn, LLP (“W&S”) hereby submits this verified statement (the “Verified Statement”) pursuant to Fed. R. Bankr. P. 2019(a), and respectfully states as follows:

1. W&S is a law firm that maintains offices at, among other locations, 35 West Wacker Drive, Chicago, Illinois 60601.
2. W&S has already appeared in these cases on behalf of Black Diamond Commercial Finance, L.L.C. (“BDCF”), Black Diamond Capital Management, L.L.C. (“BDCM”) and GSC Acquisition Holdings, LLC (the “Designated Purchaser”).

¹ The Debtors (with the last four digits of each Debtor’s federal tax identification number) are GSC Group, Inc. (6382), GSCP, LLC (6520), GSC Active Partners, Inc. (4896), GSCP (NJ), Inc. (3944), GSCP (NJ) Holdings, L.P. (0940), GSCP (NJ), L.P. (0785), and GSC Secondary Interest Fund, LLC (6477).

3. W&S now appears in the above-captioned cases on behalf of the reorganized Debtors, whose address is:

c/o GSC Group, Inc.
One Sound Shore Drive
Suite 200
Greenwich, CT 06830

4. W&S does not hold any claims against or interests in the above-captioned reorganized Debtors.

5. On July 26, 2011, the above-captioned Debtors consummated the sale of certain assets to the Designated Purchaser. The Designated Purchaser, BDCF and the reorganized Debtors are affiliates of BDCM.

6. Each of BDCF, BDCM and the Designated Purchaser holds or held claims and/or interests in the above captioned reorganized Debtors arising out of applicable agreements, law or equity pursuant to their relationship with the reorganized Debtors

7. The undersigned hereby verifies that this Verified Statement is true and accurate to the best of the undersigned's knowledge and belief.

8. Counsel reserves the right to supplement this Verified Statement.

Dated: April 10, 2013
New York, New York

Respectfully submitted,

WINSTON & STRAWN LLP

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