



Form of Adherence Letter

July 24, 2009

International Swaps and Derivatives Association, Inc.

Send to: smallbang@isda.org

Dear Sirs,

2009 ISDA Credit Derivatives Determinations Committees, Auction Settlement and Restructuring CDS Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2009 ISDA Credit Derivatives Determinations Committees, Auction Settlement and Restructuring CDS Protocol as published by the International Swaps and Derivatives Association, Inc. on July 14, 2009 (the **July 2009 Protocol**). This letter constitutes, as between each other July 2009 Adhering Party and us, an Adherence Letter as referred to in the July 2009 Protocol. The definitions and provisions contained in the July 2009 Protocol are incorporated into this Adherence Letter, which will supplement and form part of each Protocol Covered Transaction (now or in the future) entered into between us and each other July 2009 Adhering Party.

If we are not a March 2009 Adhering Party as of the date hereof, this letter also (i) confirms our adherence to the 2009 ISDA Credit Derivatives Determinations Committees and Auction Settlement CDS Protocol published by ISDA on March 12, 2009 (the **March 2009 Protocol**), and (ii) constitutes, as between each March 2009 Adhering Party that is not a July 2009 Adhering Party and us, an "Adherence Letter" for purposes of, and as defined in, the March 2009 Protocol. This letter will supplement and form part of each "Protocol Covered Transaction" (as that term is defined in the March 2009 Protocol) (now or in the future) entered into between us and each other March 2009 Adhering Party.

1. Specified Terms

As between each other July 2009 Adhering Party and us, the amendments in Schedule 1 of the July 2009 Protocol shall apply to Protocol Covered Transactions to which we are a party in accordance with the terms of the July 2009 Protocol.

As between each March 2009 Adhering Party that is not a July 2009 Adhering Party and us, the amendments in Schedule 1 of the March 2009 Protocol shall apply to "Protocol Covered Transactions" (as that term is defined in the March 2009 Protocol) to which we are a party in accordance with the terms of the March 2009 Protocol.

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the July 2009 Protocol and March 2009 Protocol, as applicable, and accordingly we waive any rights and hereby release ISDA from any claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the July 2009 Protocol and March 2009 Protocol, as applicable, or any actions contemplated as being required by ISDA.

AllianceBernstein L.P.

3. DTCC Account Number

For purposes of electronic matching and counterparty recognition, our DTCC Account Number is as follows, but you understand and agree that our failure to provide any such details pursuant to this Adherence Letter will not affect the legal validity and binding nature of the July 2009 Protocol and March 2009 Protocol, as applicable, with respect to us:

DTCC Account Number:

	DTCC ID
1.)	00006272
2.)	00006274
3.)	0000108S
4.)	000014S9
5.)	000047L5
6.)	000047L6
7.)	000047L8
8.)	000047L9
9.)	000048L0
10.)	000048L4
11.)	000049L6
12.)	0000616P
13.)	0000617P
14.)	0000L475
15.)	0000L477
16.)	0000L478
17.)	0000L480
18.)	0000L484
19.)	0000L485
20.)	0000L486
21.)	0000L487
22.)	0000L488
23.)	0000L489
24.)	0000L490
25.)	0000L491
26.)	0000L492
27.)	0000L493
28.)	0000L494
29.)	0000L495
30.)	0000L496
31.)	0000L497
32.)	0000L498
33.)	0000L499
34.)	0000L500
35.)	0000L501
36.)	0000L502
37.)	0000L503
38.)	0000L504
39.)	0000L505
40.)	0000L506
41.)	0000L507
42.)	0000L508

43.)	0000L509
44.)	0000L510
45.)	0000L511
46.)	0000L512
47.)	0000L513
48.)	0000L514
49.)	0000L515
50.)	0000L516
51.)	0000L517
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54.)	0000L521
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61.)	0000L529
62.)	0000L530
63.)	0000L531
64.)	0000L532
65.)	0000L533
66.)	0000L534
67.)	0000L535
68.)	0000L536
69.)	0000L537
70.)	0000L538
71.)	0000L539
72.)	0000L540
73.)	0000L541
74.)	0000L542
75.)	0000L543
76.)	0000P220
77.)	0000P221
78.)	0000P222
79.)	0000P223
80.)	0000P224
81.)	0000P225
82.)	0000P226
83.)	0000P227
84.)	0000P228
85.)	0000P229
86.)	0000P230
87.)	0000P231
88.)	0000P232
89.)	0000S430
90.)	0000S630
91.)	0000S631
92.)	0000S734

93.)	000086S2
94.)	000086S3
95.)	0000D073
96.)	0000D094
97.)	0000D095
98.)	000081S2

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

	AllianceBernstein L.P.
	1345 Avenue of the Americas
	New York, New York 10105
Attention:	Michael Coffee, Operations
Telephone:	(212)969-1623
Fax:	(212)969-6478

We consent to the publication of a conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

AllianceBernstein L.P., as Investment Manager acting on behalf of each of the funds and accounts specified in the relevant Master Agreement between it and another Adhering Party

By:

Name: Frank J. Bruttomesso
Title: Assistant Secretary
Signature: <i>Frank J. Bruttomesso</i>