

STATE OF NEW HAMPSHIRE

MERRIMACK, SS

SUPERIOR COURT

In the Matter of the Liquidation of
The Home Insurance Company
03-E-0106

HSBC BANK USA, AS INDENTURE TRUSTEE
MOTION TO WITHDRAW

NOW COMES HSBC Bank USA, As Indenture Trustee, by its attorneys, Kelley Drye & Warren LLP and Shaheen & Gordon, P.A., and respectfully submits its Motion to Withdraw and in support thereof states as follows:

1. On February 3, 2004, the Liquidator, Roger A. Sevigny, Insurance Commissioner of the State of New Hampshire, Solely in His Capacity as Liquidator of the Home Insurance Company filed a Motion for Approval of New York Tax Settlement.
2. On March 1, 2004, HSBC Bank USA, As Indenture Trustee, filed their Joinder to the Opposition of 59 Maiden Lane Associates to the Motion for Approval of the New York Tax Settlement.
3. On March 23, 2004, the Court granted the Liquidator's Motion for Approval of the New York Tax Settlement.
4. In light of the March 23, 2004 Court Order, HSBC Bank USA, As Indenture Trustee, wishes to withdraw from this matter.
5. There will be no prejudice to any of the parties if the relief requested herein in the granting of this Motion to Withdraw is granted.

WHEREFORE, for the reasons set forth above, HSBC Bank USA, As Indenture Trustee, respectfully request that this Honorable Court:

- A. Grant the within Motion; and

B. Grant such other relief as may be just and proper.

Respectfully submitted,
HSBC Bank USA, As Indenture Trustee
By Its Attorneys
SHAHEEN & GORDON, P.A.

Dated: April 22, 2004

By: /s/

Lucy J. Karl
107 Storrs Street
PO Box 2703
Concord, NH 03302-2703
(603) 225-7262

AND

KELLEY DRYE & WARREN LLP
David Retter
Debra SuDock
101 Park Avenue
New York, New York 10178
(212) 808-7800

COUNSEL TO HSBC BANK USA, AS
INDENTURE TRUSTEE

CERTIFICATE OF SERVICE

I hereby certify that on this 22nd day of April 2004 a copy of the within Motion has been forwarded by 1st class mail, postage prepaid to the following:

Sherilyn R. Young, Esquire
Rath, Young & Pignatelli, PA
PO Box 1500
Concord, NH 03302-1500

Andrew W. Serell, Esquire
Rath, Young & Pignatelli, PA
PO Box 1500
Concord, NH 03302-1500

Michael S. Ram, Esquire
Levy, Ram & Olson, LLP
639 Front Street, 4th Floor
San Francisco, CA 94111-1913

Michael Sandler, Esquire
Sandler, Ahearn & McGonaughty, PLLC
1200 Fifth Avenue, Suite 1900
Seattle, WA 98101-3135

Richard V. Wiebusch, Esquire
Hale & Dorr, LLP
60 State Street
Boston, MA 02199

Connie Rakowsky, Esquire
Orr & Reno PA
PO Box 3550
Concord, NH 03302-3550

Martin P. Honigberg, Esquire
Sulloway & Hollis, PLLC
PO Box 1256
Concord, NH 03302-1256

Gregory W. Swope, Esquire
Swope & Nicolosi, PLLC
58 Pleasant Street
Concord, NH 03301

Peter C.L. Roth, Esquire
Senior Assistant Attorney General
Environmental Protection Bureau
New Hampshire Department of Justice
33 Capitol Street
Concord, NH 03301-6397

J. David Leslie, Esquire
Rackermann, Sawyer & Brewster
One Financial Center

Thomas Wamser, Esquire
ACE USA Legal Department
1601 Chestnut Street, T1 15A
Philadelphia PA 19102

Salvatore Tollis, Esquire
Lovells
900 Third Avenue
New York, NY 10022

Eric Haab, Esquire
Lovells
330 N. Wabash Avenue
Suite 1900
Chicago, IL 60611

Gary Lee, Esquire
Lovells - 16th Floor
900 Third Avenue
New York, NY 10022

Gail M. Goering, Esquire
Lovells
One IBM Plaza
330 N. Wabash Avenue
Suite 1900
Chicago, IL 60611

Adam Goodman, Esquire
Lovells
One IBM Plaza
330 N. Wabash Avenue
Suite 1900
Chicago, IL 60611

Pieter Van Tol, Esquire
Lovells
900 Third Avenue
16th Floor
New York, NY 10022

Eric D. Jones, Esquire
Downs Rachlin & Martin PLLC
Box 190
Burlington, VT 05402

/s/

Lucy ~~V~~ Karl

F:\DATA\CLIENTS\HSBC BANK\MOTION TO WITHDRAW.DOC