

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
TRIAD GUARANTY INC., ¹)	Case No. 13-11452 (MFW)
)	
Debtor.)	
)	
)	Re: Docket No. _____
)	

**ORDER PURSUANT TO 11 U.S.C. §§ 327(a) AND 328(a),
FED. R. BANKR. P. 2014 AND 2016, AND DEL. BANKR. L.R. 2014-1 AND
2016-1 AUTHORIZING RETENTION AND EMPLOYMENT OF WOMBLE
CARLYLE SANDRIDGE & RICE, LLP AS COUNSEL FOR THE DEBTOR
NUNC PRO TUNC TO JUNE 3, 2013**

Upon the application (the "Application")² of the above-captioned debtor and debtor in possession (the "Debtor") seeking authorization to employ and retain Womble Carlyle Sandridge & Rice, LLP ("Womble Carlyle") as counsel for the Debtor; and upon the declaration of Francis A. Monaco, Jr., annexed to the Application as Exhibit A (the "Monaco Declaration"); and the Court being satisfied, based on the representations made in the Application and Monaco Declaration, that Womble Carlyle does not represent or hold any interest adverse to the Debtor or the Debtor's estate and is disinterested as that term is defined under Bankruptcy Code section 101(14), and is necessary and in the best interests of the Debtor and the

¹ The last four digits of the Debtor's federal taxpayer identification number are 8519. The location of the Debtor's headquarters and the Debtor's service address is 1900 Crestwood Blvd., Birmingham, AL 35210.

² Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Application.

Debtor's estate; and it appearing that the Court has jurisdiction to consider the Application; and it appearing that due notice of the Application has been given and no further notice need be given; and upon the proceedings before the Court; and after due deliberation thereon and good and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Application is granted.
2. Pursuant to Bankruptcy Code section 327(a), the Debtor is authorized to employ and retain Womble Carlyle as counsel, effective nunc pro tunc to June 3, 2013, on the terms set forth in the Application and the Monaco Declaration.
3. The Firm shall file applications and be compensated in accordance with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Rules, and such other procedures as may be fixed by order of this Court.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the interpretation, implementation, or enforcement of the Order.

Dated: July _____, 2013

The Honorable Mary F. Walrath
United States Bankruptcy Judge