UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	)	Chapter 11
	)	Case Nos. 82 B 11656 (BRL)
Debtors.	)	Through 82 B 11676 (BRL)
	)	Inclusive

MASTER INDEX OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST ACCOUNT OF TRUSTEES FOR THE PERIOD January 1, 2011 THROUGH DECEMBER 31, 2011 ("TWENTY-fourth ACCOUNTING")

First Section	Account of Trustees
Exhibit A	Audited Financial Statements
Exhibit B.	Claim Payments
Exhibit C.	Application for Order Approving Account of Trustees
Exhibit D.	Order Approving Account of Trustees
Exhibit E.	Affidavit of David T. Austern
Exhibit F.	Order Approving Notice of Filing
Exhibit G.	Notice of Filing
Exhibit H.	Service List

Account of Trustees

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ACCOUNT OF TRUSTEES
JANUARY 1, 2011 THROUGH DECEMBER 31, 2011

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Affidavit of Trustees

Exhibit A
Manville Personal Injury Settlement Trust
Audited Special-Purpose Consolidated
Financial Statements with Supplemental Information
December 31, 2011 and December 31, 2010

Exhibit B
Schedule of Claims pay by Jurisdiction
From January 1, 2011 through December 31, 2011

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
ACCOUNT OF TRUSTEES
FOR THE PERIOD JANUARY 1, 2011 THROUGH DECEMBER 31, 2011

Pursuant to N.Y. EPTL § 7-2.7, Robert A. Falise, Mark A. Peterson, and Frank J. Macchiarola; (the "Trustees") Trustees of the Manville Personal Injury Settlement Trust (the "Trust"), or John C. Sawhill, Donald M. Blinken, Daniel Fogel, Christian E. Markey, Jr., Louis Klein, Jr. and Francis H. Hare, Jr., the former trustees of the Trust (the "Former Trustees"), have previously filed accounts of trustees (the "Trustee Accountings") for the periods January 9, 1987 (Trust Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; January 1, 1991 through July 5, 1991; July 6, 1991 through December 31, 1991; January 1, 1992 through December 31, 1992; January 1, 1993 through December 31, 1993; January 1, 1994 through December 31, 1994; January 1, 1995 through June 30, 1995; July 1, 1995 through December 31, 1995; January 1, 1996 through December 31, 1996; January 1, 1997 through December 31, 1997; January 1, 1998 through December 31, 1998; January 1, 1999 through December 31, 1999; January 1, 2000 through December 31, 2000: January 1, 2001 through December 31, 2001; January 1, 2002 through December 31, 2002; January 1, 2003 through December 31, 2003; January 1, 2004 through December 31, 2004; January 1, 2005 through December 31, 2005; January 1, 2006 through December 31, 2006; January 1, 2007 through June 30, 2007; July 1, 2007 through December 31, 2007; January 31, 2008 through December 31, 2008; January 1, 2009 through December 31, 2009 and January 1, 2010 through December 31, 2010 (collectively, the "Prior Accountings"). These Prior Accountings have been accepted and approved by the Court, thereby releasing and discharging the Trustees or the Former Trustees, as appropriate, from any further liability or responsibility respecting the matters embraced therein.

Capitalized terms used in this Account of Trustees not otherwise defined herein have the meanings set forth in the Glossary annexed to the Third Amended and Restated Supplemental Agreement dated as of February 26, 2001 between the Trust and the Manville Corporation.

The account of trustees normally filed with the Surrogate's Court of the State of New York by express trusts has herein been modified in the same manner as for the Prior Accountings. A separate Statement of Cash Flows is included herein which reports cash inflows and outflows for the period January 1, 2011 through December 31, 2011.

Both principal and income can be and are used to pay operating expenses of the Trust and Beneficiaries' claims without regard to source. Accordingly, the Trust has not separated principal from income herein or in Prior Accountings nor does the present account include separate statements for principal and income accounts. For example, Schedule C entitled "Statement of Expenses Chargeable to Principal" has again been combined with Schedule C-2, "Statement of Administration Expenses Chargeable to Income". Other like categories have also been combined. In addition, the following schedules are inapplicable and, accordingly, have been omitted:

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Schedule B - Statement of Decreases Due to Sales, Liquidations, Collections, Distribution or Uncollectibility. During the year ended December 31, 2011 there were no decreases of assets due to sales, liquidations, collections, distributions or uncollectibility.

Schedule E - Statement of New Investments, Exchanges and Stock Distributions. The Trust's remaining principal has been invested pursuant to investment criteria provided in the Trust Agreement. The resulting net investment income is reported under Schedule A-2. Schedule E is omitted because of the volume of investment transactions.

Schedule H - Computation of Commissions. No commissions were paid or are to be paid by the Trust. Trustee remuneration and expenses are reported under Schedules C and C-2.

The following Account of Trustees is cross-referenced to the Manville Personal Injury Settlement Trust Special-Purpose Consolidated Audited Financial Statements for the year ended December 31, 2011 (Financial Statements) which are annexed hereto as Exhibit A. Exhibits A is hereby and expressly incorporated by reference into and made a part of the Account of Trustees for the year January 1, 2011 through December 31, 2011.

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STATEMENT OF CASH FLOWS

For the Year Ended December 31, 2011

CASH INFLOWS:	
Investment income receipts	$24,367,673
Net realized gains on investment securities	17,473,489
Total cash inflows	41,841,162
CASH OUTFLOWS	
Claim payments made - Exhibit B	140,432,342
Contribution and indemnity claim payments	213,141
Total claim payments	140,645,483
Disbursements for operating expenses and income taxes	9,479,294
Increase in deposits and other assets	36,252
Total cash outflows	150,161,029
NET CASH OUTFLOWS	(108,319,867)
NON-CASH CHANGES:	
Net unrealized (losses) on investment securities	(25,743,556)
NET DECREASE IN CASH EQUIVALENTS AND INVESTMENTS SECURITIES	(134,063,423)
CASH EQUIVALENTS AND INVESTMENT SECURITIES BEGINNING OF YEAR	1,062,310,337
CASH EQUIVALENTS AND INVESTMENT SECURITIES END OF YEAR	$ 928,246,914

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STATEMENT OF CHANGES IN NET CLAIMANTS' EQUITY

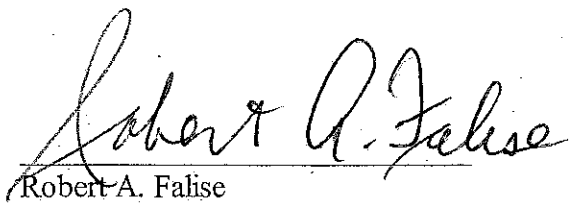
For the Year Ended December 31, 2011

Beginning Net Claimants' Equity, January 1, 2011	$1,015,824,021
Investment Income – Schedule A	19,428,435
Decrease in outstanding claim offers	1,071,069
Decrease in lease commitments payable	218,527
Total additions	20,718,527
Statement of incurred expenses - Schedules C & C-2	4,308,238
Provision for income taxes	5,556,200
Personal injury claims settled	141,071,337
Co-defendant claims settled	413,205
Total deductions	151,358,980
Ending Net Claimants' Equity, December 31, 2011	$885,183,072

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ACCOUNT OF TRUSTEES

Signatures



Robert A. Falise
Managing Trustee

Mark A. Peterson
Trustee

Frank J. Macchiarola
Trustee

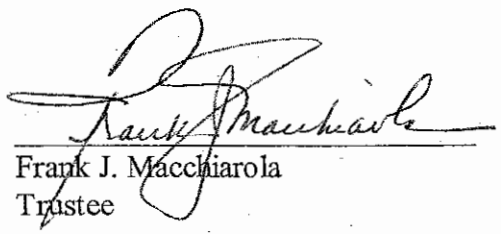
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ACCOUNT OF TRUSTEES

Signatures

Robert A. Falise
Managing Trustee

Mark A. Peterson
Trustee



Frank J. Macchiarola
Trustee

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ACCOUNT OF TRUSTEES

Signatures

Robert A. Falise
Managing Trustee

Mark A. Peterson
Trustee

Frank J. Macchiarola
Trustee

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SCHEDULE A - Statement of Income Collected

All funds held in the Trust Estate (as defined in the Plan) were invested in accordance with Section 4.03 of the Trust Agreement.

INVESTMENT INCOME

Interest	$ 12,239,466
Dividends	13,018,113
Total interest and dividends	25,257,579
Net realized gains	17,473,489
Net unrealized lossess, net of the change in deferred income taxes	(21,882,556)
Investment expenses	(1,420,077)
TOTAL INVESTMENT INCOME	$ 19,428,435

SCHEDULES C AND C-2 - Statement of Incurred Expenses

Net Operating Expenses:

Salaries and employee benefits	$ 2,844,103
Office general and administrative	279,070
Travel and meetings	82,573
Board of Trustees	531,583
Professional fees	888,347
Web hosting and other electronic data processing costs	105,361
Purchase of fixed assets	82,793
Other income	(505,592)
Total Net Operating Expenses	$ 4,308,238

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Trustee Remuneration and Expenses

Trustee fees	$531,583
Travel and meeting costs	63,842
Total Remuneration and Expenses	$595,425

Professional Fees

Professional fees include audit and tax services, legal counsel for Trust constitutes, legal litigation counsel for the Trust's response to subpoenas for confidential claimant information.

SCHEDULE C-1 - Statement of Unpaid Expenses

As of December 31, 2011, the Trust had the following liabilities representing unpaid invoices, accounts payable, accrued professional fees and investment expenses and federal income taxes payable that represent unpaid or estimated unbilled services that have been provided to the Trust:

Accounts payable and other liabilities	$1,594,859
Accrued professional and investment expenses	614,368
Total Unpaid Expenses	$2,209,227

SCHEDULES D AND D-1 - Statement of Other Distributions

For the year ended December 31, 2011, the Trust made approximately 32,400 claim payments for $140.4 million. These claimants reside in the United States, the Virgin Islands and several foreign countries. The number of claimants residing in each jurisdiction and the amount paid per jurisdiction is listed on Exhibit B of this accounting. In addition to the above distributions during the year ended December 31, 2011, the Trust paid approximately $213,000 to claimants for co-defendant claims.

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SCHEDULES F AND F-1 - Statement of Assets on Hand

The Statement of Net Claimants' Equity in the Financial Statements includes all Trust assets on an accrual basis of accounting as described in Footnote 3 of the Notes to the Special-Purpose Consolidated Financial Statements. At December 31, 2011 the Trust recorded all of its investment securities at fair value.

	Cost	Fair Value
Restricted [1]		
Cash equivalents	$ 193,146	$ 193,146
U.S. government obligation	7,430,262	7,516,161
Equities – U.S	19,744,497	19,926,045
Corporate and other debt	13,503,137	24,064,648
Total	$ 40,871,042	$ 51,700,000
Unrestricted		
Cash equivalents	$ 75,434,505	$ 75,434,505
U.S. government obligation	139,909,820	146,096,162
Corporate and other debt	175,232,474	178,962,126
Equities – U.S	291,047,791	397,071,435
Equities – International	62,259,882	78,982,686
	$ 743,884,472	$876,546,914

The Trust invests in professionally managed portfolios that contain common shares of publicly traded companies, U.S. government obligations, U.S. and International equities, corporate and other debt, and money market funds. Such investments are exposed to various risks such as interest rate market and credit risks. Due to the level of risk associated with certain investments securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the Trust's account balance in the future.

(1) $43 million of the marketable securities secure the Trust's indemnity obligations to current and former Trustees, officers, employees and other representatives of the Trust. The investment earnings on these securities accrue to the benefit of the Trust. In addition, under a tax agreement between the Trust and Johns Manville Corporation (JM), the Trust was required to transfer cash to an escrow account to secure the payment of its future tax obligations. The escrow balance may be increased or decreased over time. As of December 31, 2011 securities with a market value of $39.5 million were held by an escrow agent, of which $8.7 million is reported as restricted in accordance with the tax agreement.

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The Trust has the following other assets as of December 31, 2011: receivables, deposits and fixed assets described in the Notes to Financial Statements.

Accrued Interest and Dividends Receivable

Interest receivable	$2,117,859
Dividends receivable	1,060,594
Total	$3,178,553

Deposits and Other Assets	$366,933

Fixed Assets

As described in Note 2(a) (4) of the Notes to Financial Statements, the costs of non-income producing assets which will be exhausted during the life of the Trust, and are not available for satisfying claims, are expensed as incurred. The cumulative balance of all fixed assets purchased, net of disposals, through December 31, 2011 is as follows:

Furniture and Equipment	$ 242,800
Computer Hardware and Software	377,600
e-Claims Software Development	2,361,100
Total Fixed Assets	$2,981,500

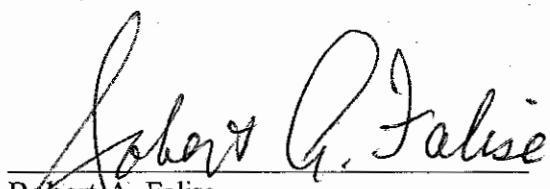
SCHEDULE I - Statement of Pertinent Facts

During 2011 the Trust completed its review of the pro rata percentage based upon new claim forecasts and assets projections. At this time, the Trustees, with the concurrence of the Legal Representative of Future Claimants and the Select Council for the Beneficiaries, elected to keep the current pro rata percentage of 7.5% subject to monitoring of both claim filings and the Trust Corpus.

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AFFIRMATION OF TRUSTEES

Robert A. Falise, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2011, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

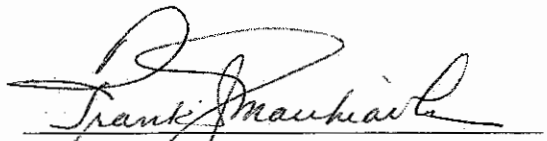


Robert A. Falise
Managing Trustee

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AFFIRMATION OF TRUSTEES

Frank J. Macchiarola, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2011, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.

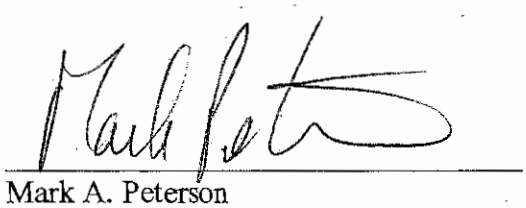


Frank J. Macchiarola
Trustee

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AFFIRMATION OF TRUSTEES

Mark A. Peterson, hereby affirms: That the foregoing Account of Trustees, insofar as it relates to the year ended December 31, 2011, contains, according to the best of my knowledge and belief, a true statement of all the receipts and disbursements of the Trustees on account of the Trust Estate and of all monies or other property belonging to the Trust Estate which have come into the hands of the Trustees or been received by any other person by order or authority of the Trustees for their use, and that I do not know of any error or omission in the account to the prejudice of any creditor of, or person interested in, the Trust Estate.



Mark A. Peterson
Trustee

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Audited Financial Statements for the Year Ending DECEMBER 31, 2011 (EXHIBIT A)

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AUDITED SPECIAL-PURPOSE CONSOLIDATED
FINANCIAL STATEMENTS WITH
SUPPLEMENTAL INFORMATION

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

DECEMBER 31, 2011 AND 2010

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MANVILLE PERSONAL INJURY SETTELEMENT TRUST

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INDEPENDENT AUDITOR'S REPORT

To the Trustees
Manville Personal Injury Settlement Trust
Pound Ridge, New York

We have audited the accompanying special-purpose consolidated statements of net claimants' equity of Manville Personal Injury Settlement Trust (the Trust, organized in the State of New York) as of December 31, 2011 and 2010, and the related special-purpose consolidated statements of changes in net claimants' equity and of cash flows for the years then ended. These special-purpose consolidated financial statements are the responsibility of the Trust's management. Our responsibility is to express an opinion on these special-purpose consolidated financial statements and supplementary information based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 2, these special-purpose consolidated financial statements were prepared on a special-purpose basis of accounting and are not intended to be a presentation in conformity with accounting principles generally accepted in the United States of America. The special-purpose basis of accounting has been used in order to communicate the amount of equity presently available to current and future claimants.

In our opinion, the special-purpose consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Trust as of December 31, 2011 and 2010 and the results of its changes in net claimants' equity and its cash flows for the years then ended in conformity with the basis of accounting described in Note 2.

This report is intended solely for the information and use of the management of the Trust, the Trustees, the beneficiaries of the Trust, and the United States Bankruptcy Court for the Southern District of New York and is not intended to be and should not be used by anyone other than these specified parties. This restriction is not intended to limit the distribution of this report which, upon filing with the United States Bankruptcy Court for the Southern District of New York, is a matter of public record.

Argy, Wiltse & Robinson, P.C.

McLean, Virginia
February 24, 2012

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Two Democracy Center | 6903 Rockledge Drive | Suite 310 | Bethesda, Maryland 20817 | 240.485.0860

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SPECIAL-PURPOSE CONSOLIDATED STATEMENTS OF NET CLAIMANTS' EQUITY
AS OF DECEMBER 31, 2011 AND 2010

	2011	2010
ASSETS:		
Cash equivalents and investments (Note 3)		
Restricted (Note 9)	$51,700,000	$51,000,000
Unrestricted	876,546,914	1,011,310,337
Total cash equivalents and investments	928,246,914	1,062,310,337
Accrued interest and dividend receivables	3,178,553	3,691,340
Deposits and other assets	366,933	1,147,028
Total assets	931,792,400	1,067,148,705
LIABILITIES:		
Accrued expenses	2,209,227	2,613,046
Deferred income taxes (Note 10)	21,524,000	25,385,000
Unpaid personal injury claims (Notes 5, 7 and Exh. III)		
Outstanding offers	18,062,669	19,133,738
Settled, not paid	3,323,070	2,551,732
Pro rata adjustment payable	121,506	253,849
Co-defendant claims payable	200,064	
Lease commitment payable (Note 6)	1,168,792	1,387,319
Total liabilities	46,609,328	51,324,684
NET CLAIMANTS' EQUITY (Note 7)	$885,183,072	$1,015,824,021

The accompanying notes are an integral part of these special-purpose consolidated financial statements.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SPECIAL-PURPOSE CONSOLIDATED STATEMENTS OF CHANGES IN NET CLAIMANTS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
NET CLAIMANTS' EQUITY, BEGINNING OF YEAR	$1,015,824,021	$1,059,226,461
ADDITIONS TO NET CLAIMANTS' EQUITY:		
Investment income (Exhibit I)	19,428,435	90,623,691
Decrease in outstanding claim offers	1,071,069	
Reduction in personal injury pro rata liability		7,383,919
Decrease in lease commitments payable (Note 6)	218,527	395,114
Total additions	20,718,031	98,402,724
DEDUCTIONS FROM NET CLAIMANTS' EQUITY:		
Net operating expenses (Exhibit II)	4,308,238	4,803,408
Provision for income taxes	5,566,200	4,223,300
Increase in outstanding claim offers		4,735,318
Personal injury claims settled	141,071,337	127,363,240
Co-defendant claims settled	413,205	679,898
Total deductions	151,358,980	141,805,164
NET CLAIMANTS' EQUITY, END OF YEAR	$885,183,072	$1,015,824,021

The accompanying notes are an integral part of these special-purpose consolidated financial statements.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SPECIAL-PURPOSE CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
CASH INFLOWS:		
Investment income receipts	$24,367,673	$27,161,323
Net realized gains on investment securities	17,473,489	6,491,871
Decrease in deposits and other assets		4,992,940
Total cash inflows	41,841,162	38,646,134
CASH OUTFLOWS:		
Personal injury claim payments	140,432,342	140,157,144
Co-defendant claim payments	213,141	679,898
Total claim payments	140,645,483	140,837,042
Disbursements for Trust operating expenses and income taxes	9,479,294	9,486,562
Increase in deposits and other assets	36,252	
Total cash outflows	150,161,029	150,323,604
NET CASH OUTFLOWS	(108,319,867)	(111,677,470)
NON-CASH CHANGES:		
Net unrealized (losses) gains on investment securities	(25,743,556)	67,652,368
NET DECREASE IN CASH EQUIVALENTS AND INVESTMENTS	(134,063,423)	(44,025,102)
CASH EQUIVALENTS AND INVESTMENTS BEGINNING OF YEAR	1,062,310,337	1,106,335,439
CASH EQUIVALENTS AND INVESTMENTS END OF YEAR	$928,246,914	$1,062,310,337

The accompanying notes are an integral part of these special-purpose consolidated financial statements.

(1) DESCRIPTION OF THE TRUST

The Manville Personal Injury Settlement Trust (the Trust), organized pursuant to the laws of the state of New York with its office in Pound Ridge, New York, was established pursuant to the Manville Corporation (Manville or JM) Second Amended and Restated Plan of Reorganization (the Plan). The Trust was formed to assume Manville's liabilities resulting from pending and potential litigation involving (i) individuals exposed to asbestos who have manifested asbestos-related diseases or conditions, (ii) individuals exposed to asbestos who have not yet manifested asbestos-related diseases or conditions and (iii) third-party asbestos-related claims against Manville for indemnification or contribution. Upon consummation of the Plan, the Trust assumed liability for existing and future asbestos health claims. The Trust's initial funding is described below under "Funding of the Trust." The Trust's funding is dedicated solely to the settlement of asbestos health claims and the related costs thereto, as defined in the Plan. The Trust was consummated on November 28, 1988.

In December 1998, the Trust formed a wholly-owned corporation, the Claims Resolution Management Corporation (CRMC), to provide the Trust with claim processing and settlement services. Prior to January 1, 1999, the Trust provided its own claim processing and settlement services. The accounts of the Trust and CRMC have been consolidated for financial reporting purposes. All significant intercompany balances and transactions between the Trust and CRMC have been eliminated in consolidation.

The Trust was initially funded with cash, Manville securities and insurance settlement proceeds. Since consummation, the Trust has converted the Manville securities to cash and currently holds no Manville securities.

(2) SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Presentation

The Trust's financial statements are prepared using special-purpose accounting methods that differ from accounting principles generally accepted in the United States. The special-purpose accounting methods were adopted in order to communicate to the beneficiaries of the Trust the amount of equity available for payment of current and future claims. Since the accompanying consolidated special-purpose financial statements and transactions are not based upon GAAP, accounting treatment by other parties for these same transactions may differ as to timing and amount. These special-purpose accounting methods are as follows:

(1) The financial statements are prepared using the accrual basis of accounting.

(2) The funding received from JM and its liability insurers was recorded directly to net claimants' equity. These funds do not represent income of the Trust. Settlement offers for asbestos health claims are reported as deductions in net claimants' equity and do not represent expenses of the Trust.

(3) Costs of non-income producing assets, which will be exhausted during the life of the Trust and are not available for satisfying claims, are expensed as they are incurred. These costs include acquisition costs of computer hardware, software, software development, office furniture and leasehold improvements.

(4) Future fixed liabilities and contractual obligations entered into by the Trust are recorded directly against net claimants' equity. Accordingly, the future minimum rental commitments outstanding at period end for non-cancelable operating leases, net of any sublease agreements, have been recorded as deductions to net claimants' equity.

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(5) The liability for unpaid claims reflected in the special-purpose consolidated statements of net claimants' equity represents settled but unpaid claims and outstanding settlement offers. Post-Class Action complaint claims' liability is recorded once a settlement offer is made to the claimant (Note 5) at the amount equal to the expected pro rata payment. No liability is recorded for future claim filings and filed claims on which no settlement offer has been made. Net claimants' equity represents funding available to pay present and future claims on which no fixed liability has been recorded.

(6) Investment securities are recorded at fair value. All interest and dividend income on investment securities, net of investment expenses, and realized and unrealized gains and losses on investment securities are included in investment income on the special-purpose consolidated statements of changes in net claimants' equity.

Realized gains/losses on investment securities are recorded based on the security's original cost. At the time a security is sold, all previously recorded unrealized gains/losses are reversed and recorded net, as a component of other unrealized gains/losses in the accompanying consolidated statements of changes in net claimants' equity.

(7) The Trust records deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the book and tax basis of assets and liabilities.

(b) Use of Estimates

The preparation of financial statements in conformity with the special-purpose accounting methods described above requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions to net claimants' equity during the reporting period. Actual results could differ from those estimates. The most significant estimates with regard to these financial statements relate to unpaid claims, as discussed in Notes 5 and 7.

(c) Subsequent Events

The Trust has evaluated its December 31, 2011 special-purpose consolidated financial statements for subsequent events through February 24, 2012, the date the special-purpose consolidated financial statements were available to be issued. The Trust is not aware of any subsequent events which would require recognition or disclosure in the special-purpose consolidated financial statements.

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(3) CASH EQUIVALENTS AND INVESTMENTS

At December 31, 2011 and 2010, the Trust has recorded all of its investment securities at fair value, as follows:

	2011		2010	
	Cost	Fair Value	Cost	Fair Value
Restricted				
Cash equivalents	$193,146	$ 193,146	$1,601,623	$ 1,601,623
U.S. Govt. obligations	7,430,262	7,516,161	17,848,500	17,988,942
Corporate and other debt	19,744,497	19,926,045	7,277,353	7,537,123
Equities - U.S.	13,503,137	24,064,648	12,932,257	23,872,312
Total	$40,871,042	$51,700,000	$39,659,733	$51,000,000

	2011		2010	
	Cost	Fair Value	Cost	Fair Value
Unrestricted				
Cash equivalents	$75,434,505	$75,434,505	$69,434,339	$69,434,339
U.S. Govt. obligations	139,909,820	146,096,162	170,847,117	174,446,373
Corporate and other debt	175,232,474	178,962,126	206,404,700	212,567,235
Equities - U.S.	291,047,791	397,071,435	318,668,625	435,567,107
Equities - International	62,259,882	78,982,686	88,060,867	119,295,283
Total	$743,884,472	$876,546,914	$853,415,648	$1,011,310,337

The Trust invests in two types of derivative financial instruments. Equity index futures are used as strategic substitutions to cost effectively replicate the underlying index of its domestic equity investment fund. At December 31, 2011, the fair value of these instruments was approximately $4.1 million and was included in investments on the special-purpose consolidated statements of net claimants' equity. Foreign currency forwards are utilized for both currency translation purposes and to economically hedge against some of the currency risk inherent in foreign equity issues and are generally for periods up to 90 days. At December 31, 2011, the Trust held $38.7 million in net foreign currency forward contracts. The unrealized loss on these outstanding currency forward contracts of approximately $0.2 million is offset by an equal unrealized gain due to currency exchange on the underlying international securities. These net amounts are recorded in the special-purpose consolidated statements of net claimants' equity as of December 31, 2011.

The Trust invests in professionally managed portfolios that contain common shares of publicly traded companies, U.S. government obligations, U.S. and international equities, corporate and other debt, and money market funds. Such investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the Trust's account balance in the future and the amounts reported in the accompanying special-purpose consolidated financial statements.

(4) FIXED ASSETS

The cost of non-income producing assets that will be exhausted during the life of the Trust and are not available for satisfying claims are expensed as incurred. Since inception, the cost of fixed assets expensed, net of disposals, include:

Acquisition of furniture and equipment	$242,800
Acquisition of computer hardware and software	377,600
Computer software development (e-Claims)	2,361,100
Total	$2,981,500

These items have not been recorded as assets, but rather as direct deductions to net claimants' equity in the accompanying special-purpose consolidated financial statements.

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(5) UNPAID CLAIMS

The Trust distinguishes between claims that were resolved prior to the filing of the class action complaint on November 19, 1990, and claims resolved after the filing of that complaint. Claims resolved prior to the complaint (Pre-Class Action Claims) were resolved under various payment plans, all of which called for 100% payment of the full liquidated amount without interest over some period of time. However, between July 1990 and February 1995, payments on all claims, except qualified exigent health and hardship claims, were stayed by the courts. By court order on July 22, 1993 (which became final on January 11, 1994), a plan submitted by the Trust was approved to immediately pay, subject to claimant approval, a discounted amount on settled, but unpaid Pre-Class Action Claims, in full satisfaction of these claims. The discount amount taken, based on the claimants who accepted the Trust's discounted offer, was approximately $135 million.

The unpaid liability for the Post-Class Action claims represents outstanding offers made in first-in, first-out (FIFO) order to claimants eligible for settlement after November 19, 1990. Under the Trust Distribution Process (TDP) (Note 7), claimants receive an initial pro rata payment equal to a percentage of the liquidated value of their claim. The Trust remains liable for the unpaid portion of the liquidated amount only to the extent that assets are available after paying all claimants the established pro rata share of their claims. The Trust makes these offers electronically for law firms that file their claims electronically (e-filers), or in the form of a check made payable to the claimant and/or claimant's counsel for claimants that file their proof of claim on paper. E-filers may accept their offers electronically and the Trust records a settled, but unpaid claim at the time of acceptance. Paper filers may accept their offer by depositing the check. An unpaid claim liability is recorded once an offer is made. The unpaid claim liability remains on the Trust's books until accepted or expiration of the offer after 360 days. Expired offers may be reinstated if the claimant accepts the original offer within two years of offer expiration.

(6) COMMITMENT

In September 2009, the CRMC executed an early termination of its Falls Church, Virginia office space lease effective September 30, 2010. Subsequently, CRMC signed a new 5-year office lease effective October 1, 2010 at its same location for approximately one-half of the existing space. CRMC has a 5-year option at expiration of its current lease in September 2015.

Future minimum rental commitments under this operating lease, as of December 31, 2011, are as follows:

Calendar Year	Amount
2012	$299,388
2013	308,330
2014	317,561
2015	243,513
	$1,168,792

This obligation has been recorded as a liability in the accompanying special-purpose consolidated statements of net claimants' equity.

(7) NET CLAIMANTS' EQUITY

A class action complaint was filed on behalf of all Trust beneficiaries on November 19, 1990, seeking to restructure the methods by which the Trust administers and pays claims. On July 25, 1994, the parties signed a Stipulation of Settlement that included a revised the TDP. The TDP prescribes certain procedures for distributing the Trust's limited assets, including pro rata payments and initial determination of claim value based on scheduled diseases and values. The Court approved the settlement in an order dated January 19, 1995 and the Trust implemented the TDP payment procedures effective February 21, 1995.

Prior to the commencement of the class action in 1990, the Trust filed a motion for a determination that its assets constitute a "limited fund" for purposes of Federal Rules of Civil Procedure 23(b)(1)(B). The Courts adopted the findings of the Special Master that the Trust is a "limited fund". In part, the limited fund finding

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concludes that there is a substantial probability that estimated future assets of the Trust are and will be insufficient to pay in full all claims that have been and will be asserted against the Trust.

The TDP contains certain procedures for the distribution of the Trust's limited assets. Under the TDP, the Trust forecasts its anticipated annual sources and uses of cash until the last projected future claim has been paid. A pro rata payment percentage is calculated such that the Trust will have no remaining assets or liabilities after the last future claimant receives his/her pro rata share.

Prior to the implementation of the TDP, the Trust conducted its own research and monitored studies prepared by the Courts' appointee regarding the valuation of Trust assets and liabilities. Based on this valuation, the TDP provided for an initial 10% payment of the liquidated value of then current and estimated future claims (pro rata payment percentage). As required by the TDP, the Trust has periodically reviewed the values of its projected assets and liabilities to determine whether a revised pro rata payment percentage should be applied. In June 2001, the pro rata percentage was reduced from 10% to 5%.

During the second and third quarters of 2002, the Selected Counsel for the Beneficiaries (SCB) and Legal Representative of Future Claimants (Legal Representative) and the Trust met to discuss amending the TDP. As a result of these meetings, in late August 2002, the parties agreed to TDP amendments that are now contained in what is referred to as the "2002 TDP". The 2002 TDP principally changes the categorization criteria and scheduled values for the scheduled diseases.

In January 2008, the Trust completed its most recent review of the Trust's projected assets and liabilities. Based upon this review, the Trustees approved an increase in the pro rata percentage from 5% to 7.5%. This proposed change received the required concurrence of the SCB and the Legal Representative in early March 2008. Under the TDP, any claimant who received less than the current pro rata percentage is entitled to receive a retroactive payment sufficient to increase their previous payment percentage to the current pro rata percentage. Accordingly, the Trust recorded a liability of $365.7 million for approximately 282,000 personal injury claimants eligible to receive a retroactive payment. As of December 31, 2011, the Trust has paid all but approximately 7,100 eligible claimants. It is expected that most of these claimants will not be located. During the year ended December 31, 2010, the Trust reduced the liability for the pro rata adjustment by $7.4 million and added the amount back to Net Claimants' Equity.

The Trust recently completed its review of the pro rata percentage based upon new claim forecasts and asset projections. At this time, the Trustees elected to keep the current pro rata percentage at 7.5 %, subject to monitoring of both claim filings and the Trust Corpus.

(8) EMPLOYEE BENEFIT PLAN

The Trust established a tax-deferred employee savings plan under Section 401(k) of the Internal Revenue Code, with an effective date of January 1, 1988. The plan allows employees to defer a percentage of their salaries within limits set by the Internal Revenue Code with the Trust matching contributions by employees of up to 6% of their salaries. The total employer contributions and expenses under the plan were approximately $112,000 and $149,500 for the years ended December 31, 2011 and 2010 respectively.

(9) RESTRICTED CASH EQUIVALENTS AND INVESTMENTS

In order to avoid the high costs of director and officer liability insurance (approximately $2.5 million in 1990), the Trust ceased purchasing such insurance in 1991 and, with the approval of the United States Bankruptcy Court for the Southern District of New York, the Trust established a segregated security fund of $30 million and, with the additional approval of the United States District Court for the Southern and Eastern Districts of New York, an additional escrow fund of $3 million from the assets of the Trust, which are devoted exclusively to securing the obligations of the Trust to indemnify the former and current Trustees and officers, employees, agents and representatives of the Trust and CRMC. Also, a $15 million escrow and security fund was established to secure the obligations of the Trust to exclusively indemnify the current Trustees, whose access to the other security funds is subordinated to the former Trustees. Upon the final order in the Class Action litigation (Note 5), the $15 million escrow and security fund was reduced by $5 million. Pursuant to Section 5.07 of the Plan, Trustees are entitled to a lien on the segregated security and escrow funds to secure the payment of any amounts payable to

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them through such indemnification. Accordingly, in total, $43 million has been transferred from the Trust's bank accounts to separate escrow accounts and pledge and security agreements have been executed perfecting those interests. The investment earnings on these escrow accounts accrue to the benefit of the Trust.

Additionally, as a condition of the tax agreement between JM and the Trust discussed in Note 10, the Trust was required to transfer $30 million in cash to an escrow account to secure the payment of its future income tax obligations post settlement of the transaction. The escrow account balance may be increased or decreased over time. As of December 31, 2011, securities with a market value of $39.5 million were held by an escrow agent, of which $8.7 million is reported as restricted in accordance with the agreement.

(10) INCOME TAXES

For federal income tax purposes, JM had elected for the qualified assets of the Trust to be taxed as a Designated Settlement Fund (DSF). Income and expenses associated with the DSF are taxed in accordance with Section 468B of the Internal Revenue Code, which obligates JM to pay for any federal income tax liability imposed upon the DSF. In addition, pursuant to an agreement between JM and the Trust, JM is obligated to pay for any income tax liability of the Trust. In a subsequent separate agreement between the Trust and JM to facilitate the sale of JM to a third party, JM paid the Trust $90 million to settle the JM obligation to the Trust. In return, the Trust terminated JM's contractual liability for income taxes of the DSF and agreed to indemnify JM in respect for all future income taxes of the Trust and established an escrow fund to secure such indemnification. The statutory income tax rate for the DSF is 15%. As a New York domiciled trust, the Trust is not subject to state income taxes. CRMC files separate federal and state corporate income taxes returns.

As of December 31, 2011, the Trust has recorded a net deferred tax liability of approximately $21.5 million from net unrealized gains on investment securities. As of December 31, 2011 and 2010, the Trust recorded net deferred tax assets of $159,000 and $158,000, representing temporary differences primarily due to expensing asset acquisitions for financial reporting purposes, accrued vacation and deferred compensation. The deferred tax assets are included in other assets in the accompanying consolidated statement of net claimants' equity. As of December 31, 2011 and 2010, the Trust has income taxes receivable of $294,000 and $816,000, respectively. These amounts are included with other assets as of December 31, 2011 and 2010 on the consolidated statements of net claimants' equity.

(11) PROOF OF CLAIM FORMS FILED

Proof of claim forms filed as December 31, 2011 and 2010 with the Trust are as follows:

	2011	2010
Claims filed	884,311	850,794
Withdrawn (1)	(93,863)	(93,001)
Expired offers (2)	(1,584)	(1,219)
Active claims	788,864	756,574
Settled claims	(769,128)	(736,767)
Claims currently eligible for settlement	19,736	19,807

(1) Principally claims that have received a denial notification and the claim is in an expired status for more than two years. These claims must be refiled to receive a new offer.

(2) Claims that received a Trust offer or denial, but failed to respond within the specified response period, usually 360 days. As of December 31, 2011 and 2010, approximately 610 and 660 respectively, of the claims with expired offers are still eligible to accept their original offer with a payment value of $1.8 million and $4.0 million, respectively. All claims with expired offers may be reactivated upon written request by the claimant and will be eligible for a new offer at the end of the FIFO queue.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

SUPPLEMENTAL INFORMATION

DECEMBER 31, 2011 AND 2010

The following exhibits are provided in accordance with Article 3.02 (d)(iii) of the Manville Personal Injury Settlement Trust Agreement.

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INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTAL INFORMATION

To the Trustees
Manville Personal Injury Settlement Trust
Pound Ridge, New York

Our audits were made for the purpose of forming an opinion on the basic special-purpose consolidated financial statements for the years ended December 31, 2011 and 2010 taken as a whole in accordance with the basis of accounting described in Note 2 of such statements. The supplemental information on pages 12 to 15 is presented for purposes of additional analysis and is not a required part of the basic special-purpose consolidated financial statements. The supplemental information for the years ended December 31, 2011 and 2010 has been subjected to the auditing procedures applied in the audit of the basic special-purpose consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic special-purpose consolidated financial statements taken as a whole.

Argy, Wiltse & Robinson, P.C.

McLean, Virginia
February 24, 2012

8405 Greensboro Drive | 7th Floor | McLean, Virginia 22102 | 703.893.0600
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EXHIBIT I

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SUPPLEMENTAL SCHEDULE OF SPECIAL-PURPOSE CONSOLIDATED INVESTMENT INCOME
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
INVESTMENT INCOME		
Interest	$ 12,239,466	$ 15,922,023
Dividends	13,018,113	12,237,785
Total interest and dividends	25,257,579	28,159,808
Net realized gains	17,473,489	6,491,871
Net unrealized (losses) gains, net of the change in deferred income taxes (Note 10)	(21,882,556)	57,504,368
Investment expenses	(1,420,077)	(1,532,356)
TOTAL INVESTMENT INCOME	$ 19,428,435	$ 90,623,691

The accompanying notes are an integral part of this exhibit.

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EXHIBIT II

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SUPPLEMENTAL SCHEDULE OF SPECIAL-PURPOSE CONSOLIDATED NET OPERATING EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
NET OPERATING EXPENSES:		
Personnel costs	$ 2,844,103	$ 3,285,791
Office general and administrative	279,070	576,660
Travel and meetings	82,573	70,134
Board of Trustees	531,583	520,311
Professional fees	888,347	473,096
Net fixed asset purchases	82,793	31,768
Web hosting and other EDP costs	105,361	84,434
Other income	(505,592)	(238,786)
TOTAL NET OPERATING EXPENSES	$ 4,308,238	$ 4,803,408

The accompanying notes are an integral part of this exhibit.

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MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SUPPLEMENTAL SCHEDULE OF LIQUIDATED CLAIMS
SINCE CONSUMMATION (NOVEMBER 28, 1988)
THROUGH DECEMBER 31, 2011

	Number	Amount	Average Payment Amount
Trust Liquidated Claims			
Pre-Class Action Complaint November 19, 1990 and Before-			
Full Liquidated Claim Value	27,590	$1,187,852,399	
Present Value Discount (1)		(135,306,535)	
Net Settlements	27,590	1,052,545,864	
Payments	(27,590)	(1,052,545,864)	$38,150
Unpaid Balance		$0	
Post-Class Action Complaint After November 19, 1990-			
Offers Made at Full Liquidated Amount	745,372	$37,260,357,373	
Reduction in Claim Value (2)		(34,031,957,600)	
Net Offer Amount	745,372	3,228,399,773	
Offers Accepted	(741,538)	(3,210,337,104)	$4,329
Outstanding Offers	3,834	18,062,669	
Offers Accepted, Not Paid	547	3,323,070	
Unpaid Balance	4,381	$21,385,739	
Total Trust Liquidated Claims	769,128	$4,262,882,968	$5,542
Manville Liquidated Claims Paid (3)	158	$24,946,620	
Co-Defendant Liquidated Claims (4)			
Settlement Claim Value		$94,298,076	
Investment Receipts (5)		2,624,732	
Payments		(96,722,744)	
Payable		$200,064	

(1) The unpaid liability for Pre-Class Action Complaint claims has been reduced based upon a plan approved by the Courts in January, 1994 which requires the Trust to offer to pay a discounted amount in full satisfaction of the unpaid claim amount.

(2) Under the TDP, Post Class Action Complaint claims have been reported at a pro rata percentage of their liquidated value.

(3) Manville Liquidated Claims refers to Liquidated AH Claims (as defined in the Plan) which the Trust has paid pursuant to an order of the United States Bankruptcy Court for the Southern District of New York dated January 27, 1987.

(4) Number of personal injury claimants not identifiable.

(5) Investment receipts of separate investment escrow account established for the sub-class beneficiaries per the Stipulation of Settlement, net of income taxes.

The accompanying notes are an integral part of this exhibit.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
SUPPLEMENTAL SCHEDULE OF LIQUIDATED CLAIMS
FOR THE YEAR ENDED DECEMBER 31, 2011

	Number	Amount	Average Payment Amount
Trust Liquidated Claims			
Post-Class Action Complaint After November 19, 1990 (1)			
Offers Outstanding as of December 31, 2010	5,810	$19,133,738	
Net Offers Made (2)	30,385	140,000,268	
Offers Accepted	(32,361)	(141,071,337)	$4,359
Offers Outstanding as of December 31, 2011	3,834	18,062,669	
Offers Accepted, Not Paid as of Dec. 31, 2011	547	3,323,070	
Payable as of December 31, 2011	4,381	$21,385,739	

Co-Defendant Liquidated Claims	
Payable as of December 31, 2010	$0
Settled 2011	413,205
Paid 2011	(213,141)
Payable as of December 31, 2011	$200,064

(1) Under the TDP, Post Class Action Complaint claims have been reported at a pro rata percentage of their liquidated value.

(2) Represents payment offers made during the period net of rejected and expired offers.

The accompanying notes are an integral part of this exhibit.

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Claim Payments
(EXHIBIT B)

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EXHIBIT B

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CLAIM PAYMENT BY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2011

State/Country	# of Payments	Total Payments
USA Alabama	3,480	$ 5,847,680
Alaska	42	93,750
Arizona	84	812,513
Arkansas	228	893,719
California	636	9,660,654
Colorado	574	1,051,320
Connecticut	94	1,700,888
Delaware	223	3,108,821
District of Columbia	9	94,125
Florida	604	4,417,767
Georgia	1,143	1,765,836
Hawaii	37	505,575
Idaho	18	257,175
Illinois	918	13,833,287
Indiana	266	1,440,169
Iowa	47	266,100
Kansas	96	472,883
Kentucky	37	470,138
Louisiana	1,097	3,879,803
Maine	22	468,450
Maryland	721	2,645,275
Massachusettes	174	1,948,313
Michigan	410	2,575,719
Minnesota	148	1,485,000
Mississippi	1,447	2,477,900
Missouri	177	1,770,156
Montana	46	273,383
Nebraska	96	317,250
Nevada	25	270,750
New Hampshire	12	150,300
New Jersey	261	2,690,217
New Mexico	29	177,150
New York	2,483	16,230,919
North Carolina	1,471	3,239,097
North Dakota	10	84,900
Ohio	1,435	5,364,726
Oklahoma	1,213	2,027,164
Oregon	56	562,260
Pennsylvania	684	6,490,507
Rhode Island	85	2,228,100
South Carolina	4,975	5,486,419
South Dakota	7	59,475
Tennessee	181	1,340,700
Texas	4,492	13,557,149
Utah	20	162,900
Vermont	5	60,424
Virginia	1,694	4,847,418

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EXHIBIT B

MANVILLE PERSONAL INJURY SETTLEMENT TRUST
CLAIM PAYMENT BY STATE/COUNTRY
CLAIMS PAID JANUARY 1 THROUGH DECEMBER 31, 2011

State/Country	# of Payments	Total Payments
Washington	116	1,759,825
West Virginia	279	1,633,066
Wisconsin	126	1,566,158
Wyoming	12	216,675
Foreign		
Canada	333	4,689,600
Great Britain	3	30,900
Mexico	41	1,076,250
Other Foreign Countries	13	58,013
Total	32,935	140,594,707
Less Settlements Reversed and Amounts Returned in 2011	(64)	(162,365)
Grand Total Claim Payments	32,871	$ 140,432,342

Application For Order Approving Account of Trustees (EXHIBIT C)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION, et al.,	)	Chapter 11
	)	Case Nos. 82 B 11656 (BRL)
Debtors.	)	Through 82 B 11676 (BRL)
	)	Inclusive

APPLICATION FOR ORDER APPROVING
ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS
OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST
FOR THE PERIOD JANUARY 1, 2011 THROUGH DECEMBER 31, 2011

TO: THE HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE

Robert A. Falise, Frank J. Macchiarola, and Mark A. Peterson, Trustees of the Manville Personal Injury Settlement Trust (the "Trustees") and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, respectfully represent:

1. On August 26, 1982, Johns-Manville Corporation and the other Debtors herein ("Manville") filed voluntary petitions for reorganization under Chapter 11 of the Bankruptcy Code.

2. By order dated December 22, 1986 (the "Confirmation Order"), Manville's Second Amended and Restated Plan of Reorganization, as modified (the "Plan"), was confirmed.

3. Exhibit A to the Plan is a Glossary of defined terms used in the Plan, Exhibits and Annexes. Capitalized terms used in this Application and the within Account not otherwise defined herein have the meanings set forth in the Glossary.

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4. The Confirmation Order became a Final Order on October 28, 1988. Pursuant to the Plan, November 28, 1988 was the Consummation Date.

5. John C. Sawhill, Donald M. Blinken, Francis H. Hare, Jr., Christian E. Markey, Jr., and Daniel Fogel, or Gladys Fogel as executrix for the Estate of Daniel Fogel, the original Trustees of the Trust, previously filed accounts for the periods January 9, 1987 (Inception) through November 28, 1988; November 29, 1988 through December 31, 1989; January 1, 1990 through December 31, 1990; and January 1, 1991 through July 5, 1991. Christian E. Markey, Louis Klein, Jr., Robert A. Falise and Frank J. Macchiarola (the Former Trustees) previously filed an account for the period (partially as to the Former Trustees) July 6, 1991 through December 31, 1991. The Former Trustees also filed an account for the period January 1, 1992 through December 31, 1992, as well for the periods of January 1, 1993 through December 31, 1993, January 1, 1994 through December 31, 1994, January 1, 1995 through June 30, 1995, July 1, 1995 through December 31, 1995, January 1, 1996 through December 31, 1996, January 1, 1997 through December 31, 1977, January 1, 1998 through December 31, 1998, January 1, 1999 through December 31, 1999, January 1, 2000 through December 31, 2000, January 1, 2001 through December 31, 2001, January 1, 2002 through December 31, 2002, January 1, 2003 through December 31, 2003, January 1,2004 through December 31, 2004, January 1, 2005 through December 31, 2005, January 1, 2006 through December 31, 2006, January 1, 2007 through June 30, 2007. Robert A. Falise, Frank J. Macchiarola and Mark A Peterson filed an account for the period July 1, 2007 through December 31, 2007, January 1, 2008 through December 31, 2008, January 1, 2009 through December 31, 2009, and January 1, 2010 through December 31, 2010. All of these accounts have been approved by the Court.

6. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 1334(b) and 157(a) and the July 10, 1984 Referral Order of the Southern District of New York (Ward,

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Acting C.J.); 11 U.S.C. § 1142(b); the Plan, §§ 10.1.G. and L. and Order Confirming Debtors' Second Amended and Restated Plan, December 22, 1986, pp. 23-25; and the Manville Personal Injury Settlement Trust Agreement, § 6.14. See also Order Further Amplifying Order Authorizing the Interim Establishment of the Manville Personal Injury Settlement Trust Pending Consummation of the Debtors' Plan of Reorganization, (Bankr. S.D.N.Y., Lifland, C.B.J.), March 18, 1988.

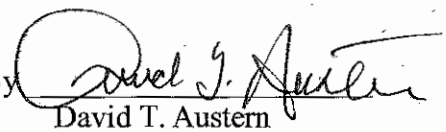
7. Pursuant to the foregoing, the Trustees are filing herewith their Account of Trustees and Financial Statements for the period January 1, 2011 through December 31, 2011.

WHEREFORE, the Trust and the Trustees respectfully request that, pursuant to the foregoing, the Court enter the annexed Order judicially settling, approving and allowing the Account and Financial Statements and discharging the Trustees and for such further and different relief as the Court may deem just and proper.

Respectfully submitted,

Manville Personal Injury
Settlement Trust

Dated: April 9, 2012
Fall Church, Virginia

By 

David T. Austern
General Counsel
3110 Fairview Park Dr.
Suite 200
P.O. Box 12003
Falls Church, Virginia 22042
DTA: 7301

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Order Approving Account of Trustees (EXHIBIT D)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A Reorganization Under Chapter 11
JOHNS-MANVILLE CORPORATION, et al.,	)	Case Nos. 82 B 11656 (BRL) Through 82 B 11676 (BRL) Inclusive
Debtors.	)	

ORDER APPROVING ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD January 1, 2011 THROUGH DECEMBER 31, 2011

Upon the Application dated _____2012 of Robert A. Falise, Frank J. Macchiarola, and Mark A. Peterson, Trustees of the Manville Personal Injury Settlement Trust, (the "Trustees") and the Manville Personal Injury Settlement Trust (the "Trust"), by their counsel, for Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2011 through December 31, 2011 (the "Application"), and the Account of Trustees and Financial Statements of the Trust for the Year Ending December 31, 2011 (the "Account"),

IT APPEARING THAT, proper notice of the Application and Account and hearing thereon was given as set forth in the Order of this Court dated _____2012, as evidenced by the certificate of service and affidavit of publication filed herein,

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AND IT FURTHER APPEARING THAT, a hearing on the Application and Account was held by this Court on the _____day of _____, 2012,

AND after due deliberation and sufficient cause appearing therefor, it is

NOW, on motion of counsel for the Trust and Trustees, it is hereby

ORDERED, that the Application is, in all respects, hereby granted; and it is further

ORDERED, that the Account be and the same hereby is judicially settled, approved and allowed as filed; and it is further

ORDERED, that the Trustees be and each of them is hereby released and discharged from any and all liability or responsibility as to all matters embraced in the Account, Application or in this Order.

Date: New York, New York

_____, 2012

_____
Burton R. Lifland
United States Bankruptcy Court

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Affidavit of David T. Austern (EXHIBIT E)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re JOHNS-MANVILLE CORPORATION, et al., Debtors.	In Proceedings For A Reorganization Under Chapter 11 Case Nos. 82 B 11656 (BRL) Through 82 B 11676 (BRL) Inclusive

AFFIDAVIT OF DAVID T. AUSTERN IN SUPPORT OF PROPOSED ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF THE TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD January 1, 2011 THROUGH DECEMBER 31, 2011 AND APPLICATION FOR APPROVAL THEREFOR

Fairfax, Virginia)
: ss
)

DAVID T. AUSTERN, being duly sworn, deposes and says:

1. I am General Counsel of the Manville Personal Injury Settlement Trust (the "Trust"). I am a member of the Bars of the states of New York and the District of Columbia, as well as various federal courts including the United States Supreme Court. I submit this affidavit in support of the proposed Order Approving Notice of Filing and Service List for the Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the Period January 1, 2011 through December 31, 2011 and for the Application for Approval.

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2. Robert A. Falise, Frank J. Macchiarola, and Mark A. Peterson, Trustees of the Trust (the "Trustees"), have caused to be prepared the annexed Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the period January 1,2011 through December 31, 2011 (the "Account"). The Account is being filed with the Court together with the Application for Approval of Account (the "Application"), and proposed Order Approving Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust (the "Proposed Order"). These documents, together with all exhibits, total over 70 pages.

3. As stated in Schedule G to the Account, the beneficiaries of the Trust are the holders of Allowed AH Claims and Other Asbestos Obligations (including Co-Defendants included within such categories) as defined in the Manville Plan of Reorganization. As of December 31, 2011, approximately 885,000 claims had been filed with the Trust, and approximately 769,000 claims had been settled and paid in full or are partially paid. Of the remaining approximately 116,000 claims which were received but unsettled as of December 31, 2011, approximately 94,000 have been withdrawn, 1,600 have expired offers, and approximately 20,000 are pending. Excluding the withdrawn population, approximately 4,000 claims were filed pro se by claimants or their personal representatives and the remaining personal injury claimants were represented by approximately 1,500 law firms.

4. The Trustees wish to adopt a reasonable method of giving notice of the Account to all known Trust beneficiaries as well

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as to Selected Counsel for the Beneficiaries, the Legal Representative and other interested parties. However, the expense of individual service by mail on the 20,000 present, unsettled claimants would be exorbitant.

5. Accordingly, the Trustees seek to provide notice directly to pro se claimants and to the attorneys for those claimants represented by counsel. The Trustees therefore seek this Court's approval to mail the attached form of Notice of Filing to all attorneys representing claimants with pending claims, to all pro se claimants or their personal representatives, as described in Paragraph 3, and to all attorneys representing codefendant and distributor claimants. The Trustees also propose that the Notice of Filing be published in U.S.A. Today.

6. The Trustees further propose that complete copies of the Application, the Account and Proposed Order be mailed only to the attorneys for Selected Counsel for the Beneficiaries, the Legal Representative, Johns Manville Corporation and its attorneys, the United States Trustee and to those individuals appointed by the United States District Courts for the Eastern and Southern Districts of New York in connection with a class action filed against the Trustees on November 19, 1990 on behalf of all Trust beneficiaries.

7. Complete copies of these documents will be on file with the Trust and will be sent to any person requesting them from the office of the General Counsel.

8. To the best of my knowledge and belief, based upon my review of the records of the Trust, the attached Service List

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representing pending claimants, includes the names of all pro se claimants or their personal representatives having claims presently pending with the Trust, the names of all law firms for personal injury claimants, and codefendants and distributors having such pending claims or who have indicated that they may assert claims against the Trust.

9. No previous application for this relief has been made.

David T. Austern
General Counsel

Sworn to before me this
30th day of March, 2012.

Debra Baker Jones
Notary Public

My commission expires on: 3/31/2014

DEBRA BAKER JONES NOTARY PUBLIC REG # 179673 MY COMMISSION EXPIRES 3/31/2010 2014 COMMONWEALTH OF VIRGINIA

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Order Approving Notice of Filing (EXHIBIT F)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	)	In Proceedings For A
	)	Reorganization Under
JOHNS-MANVILLE CORPORATION,	)	Chapter 11
et al.,	)	
	)	Case Nos. 82 B 11656 (BRL)
Debtors.	)	Through 82 B 11676 (BRL)
	)	Inclusive

ORDER APPROVING NOTICE OF FILING AND SERVICE LIST FOR ACCOUNT OF TRUSTEES AND FINANCIAL STATEMENTS OF THE MANVILLE PERSONAL INJURY SETTLEMENT TRUST FOR THE PERIOD January 1, 2011 THROUGH DECEMBER 31, 2011 AND APPLICATION FOR APPROVAL THEREFOR

Upon the annexed affidavit of David T. Austern, and sufficient cause appearing therefor,

NOW, on motion of counsel to the Manville Personal Injury Settlement Trust (the "Trust") and Robert A. Falise, Frank J. Macchiarola, and Mark A. Peterson, Trustees of the Trust, (the "Trustees"), it is hereby

ORDERED, that a copy of this Order, the supporting Affidavit of David T. Austern, the attached Notice of Filing (the "Notice of Filing") of the Application for Order Approving Account of Trustees and Financial Statements of Manville Personal Injury Settlement Trust for the Period January 1, 2011 through December

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31, 2011 (the "Application"), the attached Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for the year ending December 31, 2011 (the "Account") and the attached proposed Order approving the Account and discharging the Trustees from any liability as to all matters embraced in the Account (the "Proposed Order") shall be served by first class mail, postage prepaid, on or before April 12,2012 upon the following:

Caplin & Drysdale, Chartered
Attorneys for Selected Counsel
for the Beneficiaries
375 Park Avenue, 35th Fl.
New York, New York 10152
Attn: Elihu Inselbuch, Esq.

Johns Manville Corporation
P.O. Box 5108
717 17th Street, 12th Floor
Denver, Colorado 80202
Attn: Cindy Meyer, Esq.

Davis, Polk & Wardwell
Attorneys for Johns Manville Corporation
450 Lexington Avenue
New York, New York 10017
Attn: L. Gordon Harriss, Esq.

Goodwin Procter, LLP
901 New York Avenue, N.W.
Washington, D.C. 20001
Attn: John Aldock, Esq.

Debevoise & Plimpton
919 Third Avenue
New York, New York 10022
Attn: Roger Podesta, Esq.

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Paul, Weiss, Rifkind, Wharton
& Garrison
1285 Avenue of the Americas
New York, New York 10019-6064
Attn: Leslie Gordon Fagen, Esq.

Office of the United States Trustee
Diana G. Adams, Esq.
33 Whitehall St., 21st Fl.
New York, New York 10004

John H. Faricy, Jr., Esq.
Faricy & Roen, P.A.
Metropolitan Centre, Ste. 2320
333 So. Seventh Street
Minneapolis, Minnesota 55402

Lani A. Adler, Esq.
Wolf, Block, Schorr & Solis-Cohen, LLP
250 Park Ave., 10th Fl.
New York, New York 10177

Perry Weitz, Esq.
Weitz & Luxenberg, P.C.
180 Maiden Lane
New York, New York 10038

Francis J. Lawall, Esq.
Pepper Hamilton, LLP
3000 Two Logan Square
Eighteenth & Arch Streets
Philadelphia, Pennsylvania 19103

Gardner Duvall, Esq.
Whiteford, Taylor & Preston, LLP
Seven Saint Paul St.
Baltimore, Maryland 21202

and it is further

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ORDERED, that a copy of the Notice of Filing shall be served by first class mail, postage prepaid, on or before May 2, 2012 upon the persons listed on the Service List annexed hereto, namely, those persons and entities who have claims pending with the Trust, consisting of pro se claimants or their personal representatives and attorneys for personal injury claimants, codefendants and distributors, and it is further

ORDERED, that a copy of the Notice of Filing shall be published once in *USA Today* on or before May 2, 2012; and it is further

ORDERED, that service and publication as set forth in the three preceding ordered paragraphs shall be deemed good and sufficient notice of this Order, the Application, the Hearing (as hereinafter defined) and all proceedings to be held therein to all persons and entities deemed by the Court to be entitled to notice thereof; and it is further

ORDERED, that pursuant to the Notice of Filing all persons interested in complete copies of the Application, the Account, and Proposed Order may inspect such copies in the Clerk of the Court's Office in Room 614 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408 or may request copies in writing from the following address:

Claims Resolution Management Corporation

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P.O. Box 12003
Falls Church, Virginia 22042
Attn: David T. Austern

and it is further

ORDERED, that objections, if any, to the Application, Account, and proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, and served upon and received by the Trust, as follows:

David T. Austern
General Counsel
Manville Personal Injury
Settlement Trust
3110 Fairview Park Dr., Ste. 200
Falls Church, Virginia 22042

on or before May 25, 2012; and it is further

ORDERED, that a hearing (the "Hearing") shall be held on the Application, Account, and Proposed Order and objections thereto, if any, before the undersigned in Room 623 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on May 30, 2012, at 10 O'clock in the morning of said day.

Dated: New York, New York
April 5, 2012

/S/ Burton R. Lifland
Burton R. Lifland
United States Bankruptcy Court

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Notice of Filing
(EXHIBIT G)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	In Proceedings For A Reorganization Under Chapter 11
)	
JOHNS-MANVILLE CORPORATION,)	
et al.,)	
)	Case Nos. 82 B 11656 (BRL)
Debtors.)	Through 82 B 11676 (BRL) Inclusive

NOTICE OF FILING

TO: All persons and entities interested in the Manville Personal Injury Settlement Trust, including all holders and potential holders of claims for death, personal injuries or personal damages caused or allegedly caused, directly or indirectly, by exposure to asbestos and arising or allegedly arising, directly or indirectly, from acts or omissions prior to October 28, 1988 of one or more of Manville Corporation and certain affiliated corporations.

PLEASE TAKE NOTICE that the Manville Personal Injury Settlement Trust (the "Trust") and Robert A. Falise, Frank J. Macchiarola, and Mark A. Peterson, Trustees of the Trust (the "Trustees") have filed with this Court an Application for Order Approving the Account of Trustees and Financial Statements of the Manville Personal Injury Settlement Trust ("Application") for the Period January 1, 2011 through December 31, 2011. Copies of the Application, Account of the Trustees and Financial Statements of the Manville Personal Injury Settlement Trust for such period ("Account"), and a proposed Order approving the Account and discharging the Trustees from all liability as to all matters embraced in the Account of Trustees and Financial Statements ("Proposed Order") are available on the Trust's website (www.mantrust.org) or may be requested from the General Counsel for the Trust at the Falls Church, Virginia address indicated below.

Persons wishing to receive a list, by state and country, of the number and total value of payments the Trust made to Beneficiaries during the period covered by the accounting should request this information from the Trust at the address listed below.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Account, the Application and the Proposed Order shall be made in writing, shall state with particularity the grounds therefor, and shall be filed with the Court, Burton R. Lifland, United States Bankruptcy Judge, and served upon and received by the undersigned counsel for the Trust and the Trustees on or before August 11, 2011. A hearing on the Application, Account, and Proposed Order and objections thereto, if any, shall be held before the Court in Room 623 of the United States Bankruptcy Court, Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, on the 30th day of May, 2012 at 10 o' clock in the morning of said day.

MANVILLE PERSONAL INJURY SETTLEMENT TRUST

Dated: Falls Church, Virginia
April 9, 2012

By: /s/ David T. Austern

David T. Austern, General Counsel
3110 Fairview Park Dr., Ste. 200
P.O. Box 12003
Falls Church, Virginia 22042
(703) 204-9300

EXHIBIT H

SERVICE LIST

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LAW FIRMS WITH PENDING CLAIMS

A. Russell Smith
A Russell Smith
159 South Main Street
503 Key Building
Akron, OH 44308

Allan J. Levine
Allan Levine
114 Logie Drive
P. O. Box 1098
Hampton, E5N 8H1

Allen Stewart, PC
James Piel
325 N. St. Paul St.
Suite 2750
Dallas, TX 75201

Anapol, Schwartz, Weiss & Cohan, P.C.
Cheryl Kozak
1710 Spruce Street
Philadelphia, PA 19103

Antonio D. Pyle. P.C.
Antonio Pyle
227 Upper Baird Rd
Stowe, VT 05672

Bailey Perrin Bailey
Sola Sodeinde
440 Louisiana St.
Suite 2100
Houston, TX 77002

Baron & Budd
Ann Harper
3102 Oak Lawn Avenue
Suite 1100
Dallas, TX 75219

Belluck & Fox, LLP
Matthew Baker
546 Fifth Ave., 4th Flr.
New York, NY 10036

Bergman Draper & Frockt, PLLC
Diana Linde
614 First Ave., Third Floor
Seattle, WA 98104

Bevan & Associates, L.P.A., Inc.
Sherrylynn Atha
6555 Dean Memorial Parkway
Boston Heights, OH 44236

Boechler, P.C.
LISA BOECHLER
1120 28th Avenue North
Suite A
Fargo, ND 58102

Brayton Purcell, LLP
Ryan Poole
222 Rush Landing Road
P.O. Box 2109
Novato, CA 94948

Brent Coon & Associates
Lori Slocum
215 Orleans
Beaumont, TX 77701

Brookman, Rosenberg, Brown & Sandler
Tracey Crocker
One Penn Square West, 17th Floor
30 South 15th Street, The Graham Bldg.
Philadelphia, PA 19102

Bruce L. Ahnfeldt Law Offices
Bruce Ahnfeldt
Box 6078
Napa, CA 94581

BRUEGGER & McCULLOUGH PC
Terri Carpenter
9400 N. Central Expressway
Suite 1305
Dallas, TX 75231

Bufete Vazquez
Tanya Vazquez
Apartado #595
Aguirre, PR 007040595

Camp Fiorante Matthews & BC Work. Comp. Brd.
Linnae Roach
4th Floor Randall Bldg.
555 West Georgia Street
Vancouver BC, R6B 1125

Carlile Law Firm, LLP
Vickie Cade
400 S. Alamo
Marshall, TX 75671

Caroselli, Beachler, McTiernan & Conboy
Bonnie Heidinger
20 Stanwix St., 7th Flr.
Pittsburgh, PA 152224802

Cascino, Vaughn Law Offices, LTD
Susan Dwyer
220 South Ashland Avenue
Chicago, IL 606075308

Charles M. Daniels
Charles Daniels
113 Clinton Dr.
Ashland, KY 41101

Clapper Patti Schweizer & Mason
Laurie Lee
2330 Marinship Way
Suite 140
Sausalito, CA 94965

Clifford W. Cuniff Law Offices
DAVONNE EVANS
238 G. Westwood Road
Suite 36
Annapolis, MD 21401

Climaco, Lefkowitz, Peca, Wilcox & Garofoli & Co, L.P.A.
Cindy Parisi
55 Public Square
Suite 1950
Cleveland, OH 44113

Coady Law Firm
Marianne Puddister
205 Portland Street
Boston, MA 02114

Cooney & Conway South
Karen Sylander
120 N. La Salle St.
Suite 3000
Chicago, IL 60602

Cooney and Conway
Tiffany Stewart
120 North LaSalle Street
30th Floor
Chicago, IL 60602

Cooper & Tuerk, LLP
Carl Tuerk jr.
201 Charles Street
Suite 2300
Baltimore, MD 21201

Corries Solicitors Ltd.
Cathrine Brown
Rowntree Wharf
Navigation Road
York, Y019WE

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LAW FIRMS WITH PENDING CLAIMS

Cory Watson Crowder and DeGaris, PC
Courtney Sach
2131 Magnolia Ave., #200
Birmingham, AL 35205

Cumbest, Cumbest, Hunter & McCormick, P.A.
VIVIAN LAMBERT
P. O. Drawer 1287
Pascagoula, MS 395681287

Danziger & De Llano, LLP
Chris Lowery
440 Louisiana #1212
Houston, TX 77002

David J. Clegg Esq.
David Clegg
PO Box 3448
Kingston, NY 12401

David M. Weinfeld Law Office
David Weinfeld
P. O. Box 12003
Falls Church, VA 220420683

David O. McCormick, P.A.
Darlene McInnis
P.O Drawer 1287
Pascagoula, MS 395681287

Davis & Heubeck, LLP
Joseph Davis
1900 Avenue of the Stars
Suite 1800
Los Angeles, CA 90067

Deakle-Couch Law Firm
Karen Deakle
802 Main St., P.O. Box 2072
Hattiesburg, MS 39403

Delbert G. Talley
Delbert Talley
82337 June St., Folsom, LA 70437
PO Box 2608 (Mailing)
Covington, LA 704342608

DeLuca & Nemeroff, LLP
Julie Burnaman
21021 Springbrook Plaza Dr.
Suite 150
Spring, TX 77379

DeMarco & DeMarco
James Demarco
1420 Walnut Street
Suite 1107
Philadelphia, PA 19102

Dolores M. Troiani, Esq.
Dolores Troiani
38 N. Waterloo Rd.
Devon, PA 193331458

Donald A. Marshall, P.C.
Donald Marshall
P.O. Box 500
Wynnewood, PA 19096

Early & Strauss, L.L.C.
Nicole Salato
c/o Early Ludwick Sweeny & Strauss
P. O. Box 1866
New Haven, CT 065081866

Edward O. Moody, P.A.
Sandra Bell
P. O. Box 8191
Little Rock, AR 722038191

Embry and Neusner
TRACY VOLLRATH
118 Poquonnock Road
P. O. Box 1409
Groton, CT 063401409

Environmental Attorneys Group, LLC
Martin Berks
210 18th St. N
Bessemer, AL 350204949

Environmental Litigation Group, P.C.
KATHY TUCKER
3529 7th Avenue South
Birmingham, AL 352223210

F. Gerald Maples PA
Vickey Maples
One Canal Place
365 Canal St., Suite 2650
New Orleans, LA 70130

Fleming & Associates, LLP
Robert Bench
Attn: Robert Bench
1330 Post Oak Rd., Suite 3030
Houston, TX 770563104

Florence & Smith
William Florence jr.
One Park Place
Suite 300
Peekskill, NY 10566

Foster & Sear
DENISE HOLLAND
817 Greenview Dr.
Attention: Spring McCurdy
Grand Prairie, TX 75050

G. Patterson Keahey
Ann Gray
One Independence Plaza
Suite 612
Birmingham, AL 35209

Galiher DeRobertis Ono
Marina Luafalemana
610 Ward Avenue
Suite 200
Honolulu, HI 96814

George & Sipes, LLP
Bonnie Sipes-Hovey
151 North Delaware St.
Suite 1700
Indianapolis, IN 46204

George R. Covert
George Covert
101 L.S.U. Avenue
Baton Rouge, LA 70808

Glasser & Glasser, P.L.C.
Robbie Suddeth
580 East Main St., Suite 600
Crown Center Building
Norfolk, VA 235102212

Goldberg, Persky & White PC
Janet Norton
1030 Fifth Avenue, 3rd Floor
Attn: Mark Meyer
Pittsburgh, PA 15219

Goldenberg Heller Antognoli Rowland & Short, PC
Lisa Ligibel
2227 S. State Route 157
P. O. Box 959
Edwardsville, IL 620250959

Goodman, Meagher & Enoch
John Amato
111 N. Charles Street, 7th Flr.
Baltimore, MD 21201

LAW FIRMS WITH PENDING CLAIMS

Gori, Julian & Associates, PC
Nicole Hudson
156 N. Main St.
Edwardsville, IL 62025

Hal C. Pitkow & Associates
Hal Pitkow
351 South Main St.
Lambertville, NJ 08530

Hamburg, Rubin, Mullin Maxwell & Lupin
Marie Slezak
375 Morris Road
P.O. Box 1479
Lansdale, PA 194460773

Harowitz & Tigerman, LLP
Michelle Edwards
450 Sansome St., 3rd Flr.
San Francisco, CA 94111

Harrison Davis Steakley, PC
Sheila Hendricks Hode
P. O. Drawer 21387
Waco, TX 767021387

Harvit & Schwartz
William Schwartz
2018 Kanawha Blvd., East
Charleston, WV 25311

Heard, Robins, Cloud & Lubel LLP
KAY ASHFORD
9 Greenway Plaza
Suite 2300
Houston, TX 77046

Hendler Law Firm
Sylvia Torres
1301 W. 25th St.
Suite 400
Austin, TX 78705

Hissey Kientz, L.L.P.
Jeremy Johnson
Arboretum Plaza One
9442 Capital of Texas Hwy. N, Suite 400
Austin, TX 78759

Hissey, Kientz & Herron, P.L.L.C
Jeremy Johnson
Plaza One, Suite 420
9442 Capital of Texas Hwy N #420
Austin, TX 78759

Hossley Embry, LLP
D Allen Hossley
320 South Broadway
Suite 100
Tyler, TX 75702

Hotze Runkle, PLLC
Cheryl Pullen
816 Congress Ave., Suite 1410
Austin, TX 78701

Howard, Brenner & Nass P.C.
GARY ORR
1608 Walnut St. Suite 700
Philadelphia, PA 19103

Jacobs & Crumplar, P. C.
Viola Coleman
2 East 7th Street
Wilmington, DE 19899

James D. Burns
James Burns
2200 Fourth Avenue
Seattle, WA 98121

James F. Humphreys Law Offices
Debra Miller
United Center, Suite 800
500 Virginia St. East
Charleston, WV 25301

James Hession, Attorney at Law
Candy Hession
202 N. Saginaw Street
P.O. Box 266
St. Charles, MI 48655

James V. Ball
James Ball
204 Buntyn St.
Memphis, TN 381111610

Jeffrey A. Varas
Debbie Page
119 Caldwell Drive
Hazlehurst, MS 39083

John Arthur Eaves
Carol Campbell
101 North State Street
Jackson, MS 39201

John C. Dearie Law office
Sandi Sperling
515 Madison Ave., Suite 1118
New York, NY 10022

John C. Robinson Law Offices
John Robinson
235 Georgia Mall South
Suite H
Vallejo, CA 94590

John C. Smith Jr. Law Offices
John Smith jr.
1390 Market Street #310
San Francisco, CA 94102

John F. Dillon, P.L.C.
Brandy Brignac
81174 Jim Loyd Road
P. O. Box 369
Folsom, LA 704370369

John Sedia
John Sedia
120 Pine St.
Schererville, IN 463751016

Jon A. Swartzfager
Carol Nobles
442 N. 6th Ave.
P. O. Box 131
Laurel, MS 394410131

Jones & Granger
Bruce Halstead
10000 Memorial Dr., Ste. 888
P. O. Box 4340
Houston, TX 77024

Jones, Martin, Parris & Tessener Law Offices
Wendy Kriebel
410 Glenwood Avenue
Suite 200
Raleigh, NC 27603

Juan A. Hernandez Rivera & Associates
Raymond Esteves
PO Box 367059
San Juan, PR 00936-7059

Keefe Bartels Clark, LLC
JOENE ALT
170 Monmouth St.
Red Bank, NJ 07701

LAW FIRMS WITH PENDING CLAIMS

Keegan & Keegan, Ross & Rosner, LLP
Thomas Keegan
147 North Ocean Ave.
P. O. Box 918
Patchogue, NY 11772

Kevin E. McDermott
Tyresha Brown
36815 Detroit Road
Avon, OH 44011

Law Office of Timothy Walsh
Timothy Walsh
5415 Buffet Ct.
Granger, IN 46530

Law Offices of Peter T. Enslein, PC
Peter Enslein
1738 Wisconsin Ave., NW
Washington, DC 20007

Leigh Day & Co.
Daniel Easton
Priory
25 St. John's Lane
London, EC1M 4LB

Lipsitz & Ponterio, LLC
Cassandra Palmateer
135 Delaware Ave. 5th Floor
Buffalo, NY 14202

Lundy & Davis, L.L.P.
Chrystal Anderson
501 Broad Street
Lake Charles, LA 706014334

Mandelbrot Law Firm
Michael Dunning
582 Market St.
Suite 608
San Francisco, CA 94104

Maurice Blackburn & Cashman
Andrew Dimsey
P. O. Box 523J
Melbourne VIC, 3001

McTeague, Higbee, Case, Cohen, Whitney & Toker, PA
G William Higbee
Four Union Park
P.O. Box 5000
Topsham, ME 04086

Keller Fishback & Jackson, LLP
Suzanne Eastman
18425 Burbank Blvd.
Suite 610
Tarzana, CA 91356

Law Office of Jeffrey S. Mutnick
Jeffrey Mutnick
737 S. W. Vista Ave.
Portland, OR 97205

Law Offices of Mitchell S. Cohen
Mitchell Cohen
612 Manor Rd.
Narberth, PA 19072

Law Offices of Phillip L. Heeger
Phillip Heeger
21031 Ventura Blvd., 12th Flr.
Woodland Hills, CA 91364

Levin Simes Kaiser & Gornick LLP
Tonio Garcia-Romero
44 Montgomery St.
Floor 36
San Francisco, CA 94104

Lipsitz Green Scime Cambria LLP
DEBBIE LUDESCHER
42 Delaware Avenue
Suite # 120
Buffalo, NY 142023924

Lyons & Ranta, LLP
Bruce Ranta
150 N. Sunnyslope Road
Suite 270
Brookfield, WI 530054816

Maples & Lomax, P.A.
JAN HARRIS
P. O. Drawer 1368
Pascagoula, MS 395681368

Mazur & Kittel, PLLC
John Kittel
30665 Northwestern Highway
Suite 175
Farmington Hills, MI 48334

Melissa R. Ferrari
Melissa Ferrari
1700 N.E. 105 St. No. 219
Miami Shores, FL 33138

Kelley & Ferraro LLP
Leza Reimer
2200 Key Tower
127 Public Square
Cleveland, OH 44114

Law Office of Matthew Bergman
Sandra Asher
P.O. Box 2010
17530 Vashon Highway SW
Vashon, WA 980702010

Law Offices of Paul J. Harris
Paul Harris
32 15th St
Wheeling, WV 26003

Law Offices of Sherman Ames III, PC
Sherman Ames
P. O. Box 1435
Cleveland, TN 373641435

Levy, Phillips & Konigsberg, LLP
Michael Larimer
800 Third Avenue
13th Floor
New York, NY 10022

Locks Law Firm
Leon Carpenter
601 Walnut St., Suite 720 East
ATTN: MARC WEINGARTEN
Philadelphia, PA 19106

Madeksho Law Firm, PLLC
Kathryn Jaks
8866 Gulf Freeway
Suite 440
Houston, TX 770174598

Martzell & Bickford
Joanne Lanaux
338 Lafayette St.
New Orleans, LA 70130

McCroskey, Feldman, Cochrane & Brock, P.C.
J. Brock
1440 Peck Street
P.O. Box 27
Muskegon, MI 49441

Merton Shinnick
Rohan Atherton
P. O. Box 1343
Upwey VIC 3158,

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LAW FIRMS WITH PENDING CLAIMS

Michael B. Serling
Barbara Defrane-Smith
280 N. Woodward Ave.
Ste. 406
Birmingham, MI 48009

Michie, Hamlett, Lowry, Rasmussen & Tweel PC
Kelly Donato
500 Court Square, Suite 300
Charlottesville, VA 22902

Morris, Sakalarios & Blackwell, PLLC
CAROL NOBLES
1817 Hardy Street
Hattiesburg, MS 39401

Motley Rice, LLC
Donna Hagood
28 Bridgeside Boulevard
P.O. Box 1792 (Zip 29465)
Mt. Pleasant, SC 29464

N. Calhoun Anderson, Jr., P.C.
Jennifer Sims
340 Eisenhower Dr., Bldg. 300, Suite B
Post Office Box 13823
Savannah, GA 31416

Nichol & Associates
ASHLEY DAVIS
6759 Baum Drive
Knoxville, TN 37919

Nix, Patterson & Roach LLP
VANESSA CAMPBELL
205 Linda Drive
P.O. Box 679
Daingerfield, TX 75638

Nordstrom, Steele, Nicolette & Blythe
Russell Nordstrom
Attn: Russell Nordstrom
17542 E. 17th St., Suite 250
Tustin, CA 92780

Norris & Phelps, PLC
Kristy Cobb
101 Ferguson St.
P. O. Box 8
Hattiesburg, MS 394030008

O'Brien Law Firm, L.L.C.
Tracie Girth
815 Geyer Ave.
Saint Louis, MO 631044047

O'Shea & Reyes, LLC
Daniel O'Shea
5599 S. University Dr.
Suite 202
Davie, FL 33328

Patten, Wornom, Hatten,and Diamonstein, L.C.
Joyce Blaylock
12350 Jefferson Ave., Suite 360
Newport News, VA 23602

Paul & Hanley, LLP
Gerry Sobelman
5716 Corsa Avenue
Suite 203
Westlake Village, CA 91362

Paul A. Weykamp Law Offices
Karin Remesch
16 Stenersen Lane
Suite 2
Hunt Valley, MD 21030

Paul, Reich & Myers
Amy Gill
1608 Walnut Street
Suite 500
Philadelphia, PA 19103

Peter G. Angelos Law Offices
Paul Matheny
One Charles Center Attn: Paul Matheny
100 N. Charles Street, 2lst Flr.
Baltimore, MD 21201

Peter T. Nicholl
William Burgy
36 South Charles Street
17th Floor
Baltimore, MD 21201

Porter & Malouf
Lindsay Henley
P.O. Box 12768
Jackson, MS 39236

Provost & Umphrey
Melanie McCabe
Attention: Colin D. Moore
P. O. Box 4905, 490 Park Street
Beaumont, TX 77704

Reaud, Morgan & Quinn, Inc.
Ashley Nini
801 Laurel Street (Zip 77701)
P. O. Box 26005
Beaumont, TX 777206005

Reyes, O'Shea & Coloca, PA
Jackie Collada
345 Palermo Ave.
Coral Gables, FL 33134

Richard M. Fountain, P.A.
Nancy Arcemont
1771 A Lelia Drive
P. O. Box 14047
Jackson, MS 392364047

Richardson Patrick Westbrook Brickman
Verna Dobson
1730 Jackson St.
P. O. Box 1368
Barnwell, SC 29812

Robert A. Pritchard
Robert Cunningham
2909 Magnolia St.
Pascagoula, MS 39567

Robert E. Sweeney Co., L.P.A.
Mark Wintering
The Illuminating Bldg.
55 Public Square, Suite 1500
Cleveland, OH 441131998

Robert G. Taylor (Scott Hooper)
Maribel Gordon
Attention: Reba Dolezal
3400 One Allen Center
Houston, TX 77002

Robert G. Taylor II PC
Maribel Gordon
3400 One Allen Center
500 Dallas, Suite 3400
Houston, TX 77002

Robert J. O'Shea, Jr.
Robert O'Shea
1500 JFK Blvd.
Suite 200
Philadelphia, PA 19102

Robert Land, P.C.
Robert Land
The Curtis Center
601 Walnut St., #160 WEst
Philadelphia, PA 19106

Robert Peirce & Associates, PC
Lindsey Phillips
2500 Gulf Tower
707 Grant St., Rm 2500
Pittsburgh, PA 152191918

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LAW FIRMS WITH PENDING CLAIMS

Robert S. Fain, Attorney At Law
Robert Fain
P. O. Box 80886
Billings, MT 591080886

Rodman, Rodman & Sandman, P.C.
LESLEY ZORABEDIAN
One Malden Square Building
442 Main St., ATTN: Lesley Zorabedian
Malden, MA 021485122

Roger B. Lane Attorney at Law PC
Lee Lane
1601 Reynolds Street
Brunswick, GA 31520

Roger G. Worthington
Cindy Ribeiro
273 W. 7th St.
San Pedro, CA 90731

Rose, Klein & Marias
RAYMOND CERVANTES
12800 Center Ct. Dr.
Cerritos, CA 907039367

Roven, Kaplan & Wells, LLP
Gabriel Ortiz
2190 North Loop West
Suite 410
Houston, TX 77018

Ryan A. Foster and Associates, PLLC
Niki Rhodes
440 Louisiana, Suite 2220
Houston, TX 77002

Sales, Tillman, Wallbaum, Catlett & Satterley
Doris Powell
1900 Waterfront Plaza
325 West Main Street, Suite 1900
Louisville, KY 40202

Sams Fischer Packard & Schuessler, LLC
Theresa Nelson Ruck
8738 Union Centre Blvd.
West Chester, OH 45069

Saville & Flint, LLC
Ethan Flint
112 Magnolia Dr.
P. O. Box 930
Glen Carbon, IL 62034

Savinis D'Amico & Kane LLC
Jan Bruner
3626 Gulf Tower
707 Grant Street
Pittsburgh, PA 15219

Schroeter, Goldmark & Bender
Mindy Schaberg
810 Third Ave.
Suite 500
Seattle, WA 98104

Seeger Weiss LLP
Eric Weslek
One William Street
10th Floor
New York, NY 10005

Shein Law Center, Ltd.
KELLY COUGHLAN
121 South Broad Street
Twenty First Floor
Philadelphia, PA 19107

Shermoen & Jaksa
Michael Jaksa
345 6th Ave.
P.O. Box 1072
Int'l Falls, MN 56649

Shivers, Gosnay & Greatrex. LLC
Roberta (Bobbie) Barr
Attn: Jenniffer K. Adams
1415 Route 70 East #210
Cherry Hill, NJ 08034

Shor, Levin & DeRita, P.C.
Jay Shor
261 Old York Road
#200
Jenkintown, PA 19046

Shrader & Williamson
Elaine Doyal
2201 Timberlock Place, Suite 110
The Woodlands, TX 77380

Sieben, Polk, LaVerdiere & Dusich P.A.
Cherice Fuller
1640 S. Frontage Road
Suite 200
Hastings, MN 55033

Simmons Browder Gianaris Angelides & Barnerd, LLC
Melissa Cobb
707 Berkshire Boulevard
P. O. Box 521
East Alton, IL 62024

Simon & Shingler, LLP
John Yu
3220 Lone Tree Way
Suite 100
Antioch, CA 94509

Simon Eddins & Greenstone, LLP
James Bradley Smith
3232 McKinney Ave., Suite 610
Dallas, TX 75204

St. Martin & Bourque
Melanie Lagarde
4084 Highway 311
Houma, LA 70360

Stanley Law Firm
James Stanley
917A W. Markham St.
Little Rock, AR 722011201

Summers & Wyatt, P.C.
Jerry Summers
The James Building
735 Broad St Ste 800
Chattanooga, TN 37402

Tate Law Group, LLC
Katie Kindred
2 East Bryan St.
Suite 600
Savannah, GA 31401

Terrell Hogan
Jennifer Nelson
233 E. Bay Street
Suite 804
Jacksonville, FL 32202

The Calwell Practice, PLLC
DIANA BOWE
Law and Arts Center West
500 Randolph St.
Charleston, WV 25302

The David Law Firm
Kerry Liston
10655 Six Pines Drive, Suite 260
The Woodlands, TX 773803405

The Deaton Law Firm
Ben Rasmussen
1 Richmond Sq. Suite 163W
Providence, RI 02906

LAW FIRMS WITH PENDING CLAIMS

The Ferraro Law Firm
Nestor Madera
4000 Ponce DeLeon Blvd., Suite 700
Miami, FL 33146

The Gibson Law Firm
Gigi Gibson
447 Northpark Drive
Post Office Box 6005
Ridgeland, MS 39158-6005

The Hoffman Law Firm
Katie Heron
9400 N. Central Expy, Suite 608
Dallas, TX 75231

The Lanier Law Firm PC
Jeanne Borah
6810 FM 1960 West
P. O. Box 691448
Houston, TX 77069

The Law Firm of Alwyn H. Luckey, P.A.
Amanda Black
2016 Bienville Boulevard, Suite 102
P. O. Box 724
Ocean Springs, MS 395660724

The Law Offices of Michael R. Bilbrey, P.C.
Sarah Rushing
8724 Pin Oak Road
Edwardsville, IL 62025

THE LAW OFFICES OF ROBERT L STEINBERG
Robert Steinberg
2621 Persa St.
Houston, TX 77098

The Lipman Law Firm
Stacy Giddens
5915 Ponce De Leon Blvd.
Suite 44
Coral Gables, FL 33146

The Nielsen Law Firm, PC
Eric Nielsen
8433 Katy Freeway
Suite 250
Houston, TX 77024

The Odom Law Firm
Russell Winburn
1 East Mountain
P. O. Drawer 1868
Fayetteville, AR 72702

The Richardson Law Firm, P.C.
Jason Messenger
6450 South Lewis Ave., Suite 300
Tulsa, OK 74136

The Shepard Law Firm, P.C.
Ziomara Ayala-Mendoza
10 High Street, Suite 1100
Boston, MA 02110

The Tomes Law Firm, PC
Frances Tomes
150B Tices Lane
East Brunswick, NJ 08816

Thomas D. Summerville
Thomas Summerville
1608 Walnut Street
Suite 1700
Philadelphia, PA 19103

Thornton & Naumes, LLP
Garrett Bradley
100 Summer Street 30th FL
Boston, MA 02110

Treanors Solicitors, Ltd.
J Liddle
25 John St.
Sunderland, SRI IJG

Turner Freeman Solicitors
Sharon Noble
P. O. Box 13142 George Street Post Shop
Brisbane, Queensland, 4003

Venable and Venable, P. A.
Catherine Venable
205 South Hoover Blvd. Suite 206

Tampa, FL 336093533

Vonachen, Lawless, Trager & Slevin et al
John Slevin
456 Fulton Street
Suite 425
Peoria, IL 61602-1220

Wallace & Graham
Mark Jennings
525 North Main Street
Salisbury, NC 28144

Ward Black Law, PA
LAURIE H. CANHAM
208 West Wendover Avenue
Greensboro, NC 27401

Wartnick Law Firm
Michelle Edwards
450 Sansome St., 3rd Flr.
San Francisco, CA 94111

Waters & Kraus
Tracie Patton Whetstone
3219 McKinney Avenue
Suite 3000
Dallas, TX 75204

Weitz & Luxenberg, P. C.
Hazel Garcia
700 Broadway
New York, NY 10003

Wilentz, Goldman & Spitzer
Donna Briganti
90 Woodbridge Center Dr., Suite 900
Attn: Jon G. Kupilik
Woodbridge, NJ 070950958

William S. Guy
Jodi Daniel
P.O. Box 509
909 Delaware Avenue
McComb, MS 396490509

Williams Kherkher Hart Boundas, LLP
Charles Finley
8441 Gulf Freeway
Suite 600
Houston, TX 77017

Wise & Julian, P.C.
Phyllis Johnessee
156 North Main St.
Edwardsville, IL 62025

Wysoker, Glassner, Weingartner, et al
SHARON TROJANOWSKI
340 George Street
New Brunswick, NJ 08901

Zamler, Mellen & Shiffman, P.C.
Angela Krzeminski
23077 Greenfield Rd # 557
Southfield, MI 48075

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LAW FIRMS WITH PENDING CLAIMS

Abel Law Firm
Mariano Acuna
900 N.E. 63rd St.
Oklahoma City, OK 73105

Armistad Law Firm PLLC
Suan McAllister
225 S. Railroad Ave.
Brookhaven, MS 39601

Baldwin & Baldwin
SPRING ROSE
400 W. Houston Street
Marshall, TX 756704044

Bogdan Law Firm
Jackie Holden
7322 Southwest Freeway
Suite 868
Houston, TX 77074

Brooks Law Firm
Renee Brinkley
313 West York St.
Savannah, GA 31401

Browell Smith & Co.
Dawn Bagley
Commercial Union House, 39 Pilgrim St.
New Castle Upon Tyne
United Kingdom, NE16QE

Brown & Gould, LLP
Kelly Lawson-Hue
7700 Old Georgetown Road
Suite 500
Bethesda, MD 20814

Bruce Lance & Co. Solicitors
Stephen Gasper
87 Easton St.
High Wycombe
Buckinghamshire, HP11 1NF

Calabrese Lawyers
Joe Calabrese
Level 8, 65 York St.
Sydney,

Carey & Danis, LLC
Corey Sullivan
8235 Forsyth Blvd.
Suite 1100
St. Louis, MO 63105

Casey, Gerry, Schenk, Francavilla, Blatt & Penfield
Andrew Duckworth
110 Laurel Street
San Diego, CA 92101

Connelly & Vogelzang
Olivia Chen
218 N. Jefferson St., Suite 400
Chicago, IL 60661

Danny E. Cupit
Katie Stafford
304 North Congress
Jackson, MS 39201

Darren K. Parr Law Firm
Darren Parr
301 Grant St., Suite 4300
One Oxford Center
Pittsburgh, PA 15219

David C. Thompson
Toni Nicolson
321 Kittson Ave.
P.O. Box 5235
Grand Forks, ND 58201

Delaney & Desaultels
Michael Delaney
80 Wolf Road
Albany, NY 12205

Early, Lucarelli Sweeney & Meisenkothen, LLC
ELWYN BREWSTER
265 Church St., 11th Flr.
P. O. Box 1866
New Haven, CT 06508

Gertler Law Firm
ANN EBERT
127-129 Carondelet Street
New Orleans, LA 70130

Hanners & Duncan PLLC
Michael Hanners
13140 Coit Rd.
Dallas, TX 75240

Howard & Reed
Shana Carriere
516 North Columbia St.
Covington, LA 704332922

James Walker, Ltd.
Elizabeth Craig
207 W. Jefferson, Suite 200
Bloomington, IL 61701

Jaques Admiralty Law Firm, PC d/b/a Maritime Asbestosis Legal Clinic
MICKEY RHEN
1370 Penobscot Building
645 Griswold Suite 1370
Detroit, MI 482264192

Julie Ardoin, LLC
Daniel Lawless
2200 Veterans Memorial Blvd.
Suite 210
Kenner, LA 70062

Karst & von Oiste, LLP
Erik Karst
19500 State Highway 249
Suite 420
Houston, TX 77070

Kazan McClain Lyons Greenwood & Harley
MATT THIEL
Jack London Market
55 Harrison St., Suite 400
Oakland, CA 94607

Koonz, McKenney, Johnson, DePaolis, Lightfoot
Tammy Simmons
WillowWood Plaza I
10300 Eaton Place, Suite 200
Fairfax, VA 22030

Landry & Associates
John Landry
120 E. Ogden Ave.
Suite 212
Hinsdale, IL 60521

Landry, Swarr and Cannella, LLC
Susan Burk
1010 Common Street, Suite 2050
New Orleans, LA 70112

Larry O. Norris
Kristy Cobb
101 Ferguson St.
P. O. Box 8
Hattiesburg, MS 39403-0008

Law Office of Brian Muldoon
Brian Muldoon
525 Railway St.
Suite 200
Whitefish, MT 59937

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LAW FIRMS WITH PENDING CLAIMS

Law Office of Jim Zadeh
Jamshyd (Jim) Zadeh
115 W. 2nd St.
Suite 201
Fort Worth, TX 76102

Maune Raichle Hartley French & Mudd, LLC
Stacey Daniels
1 Metropolitan Square, Suite 2940
211 N. Broadway
St. Louis, MO 63102

MICHAEL W. PATRICK
MICHAEL PATRICK
312 West Franklin Street
P. O. Box 16848
CHAPEL HILL, NC 275166848

Moenning & Georg
Martin Dreschers
Julicher St. 116
Aachen, 52070

Morgan & Morgan
Gwen Clark
20 N. Orange Ave.
Orlando, FL 32801

Paul D. Henderson PC
Deana Aylor
712 W. Division Ave.
Orange, TX 77630

Penn Rakauski Law Firm
JoAnne Aceto
927 Main St.
Racine, WI 53403

Rhoden, Lacy, Downey & Colbert
Cindy Ingram Cheatham
117 Park Circle
Flowood, MS 39232

Robert G. Taylor II, PC. (RGT-Texas)
Christine Wyman
500 Dallas, Suite 3400
Houston, TX 77002

Sammons & Berry, PC
J Kirkland Sammons
4606 FM 1960 West
Suite 600
Houston, TX 77069

Shannon Law Firm, PLLC
Janice (Ables) Strahan
100 W. Gallatin St.
Hazlehurst, MS 390830869

Shrader & Associates, LLP
Robert Shuttlesworth
1021 Main St., Suite 1450
Houston, TX 77002

Sivinski Smith & Herberth, LLC
Brian Herberth
8905 Lake Ave., 4th Flr.
Attn: Brian Herberth
Cleveland, OH 44102

Speights & Runyan
Daniel Speights
304 Lee Avenue
P.O. Box 685
Hampton, SC 29924

The Farrise Law Firm PC
Simona Farrise
225 South Olive
Suite 102
Los Angeles, CA 90064

Thomas & Wan, LLP
Michelle Wan
1710 Sunset Blvd.
Houston, TX 77005

Thomas Alkon PC
Allan Christian
2115 Queen St
Christiansted
St. Croix, VI 00820

Trine & Metcalf
Cathy Wasson
Valmont Square Offices
2919 Valmont Rd., Suite 204
Boulder, CO 803011350

Vasquez & Sammons
Trisha Keough
440 Louisiana
Suite 1440
Houston, TX 77002

Weinstein Couture PLLC
Benjamin Couture
1001 Fourth Ave.
Suite 4400
Seattle, WA 98154

Wilson Law Office PA
Natasha Mitchell Stroud
Post Office Box 320187
Flowood, MS 39232

Wylder Corwin Kelly LLP
Jennifer Skorzak
207 E. Washington St.
Suite 102
Bloomington, IL 61701

PRO SE CLAIMANTS WITH PENDING CLAIMS

RALPH ALSTON
1200 Micott Dr.
Hampton, VA 23666-

JOSEPH ANTOGNONI
37 Evergreen Lane
Carkise, MA 01741-

AUTRY BARNEY
517 Cherry Avenue
Jackson, AL 36545-3607

Jerome Blackwood
7208 Turnstone Rd
Sarasota, FL 34242-

Leon Blotner
10 East End Ave #6H
New York, NY 10075-

LAWRENCE BRILLHART
P. O. Box 52117
Pacific Grove, CA 93950-

Dorothy Callier
PO Box 134
Grove Hill, AL 36451-

EDWARD CALNAN
125 Nightingale Rd
C/O Arlene Calnan-Nolan
Blairstown, NJ 07825-3006

Carol Campbell
6187 Bayou Rd
Mobile, AL 36605-

JAMES CHARLEBOIX
1009 N.W. Washington Blvd.
Grants Pass, OR 95726-

Gilbert Delbosque
1210 Summer
Odessa, TX 79763-

WILLIAM DIERSCH
22095 Caminito Vino
Laguna Hills, CA 92653-1629

PAUL EASLEY
RR #1 Box 148 A
Moweaqua, IL 62550-

Howard Edmonson
1436 Forbes Dr.
Byram, MS 39272-

Antonio Flores
PO Box 1055
Goliad, TX 77963-

CLEN FLUCAS
1004 W. Pershing Blvd.
Cheyenne, WY 82001-

Jimmie Frost
401 Melody Lane
Wagoner, OK 74467-

HARTLEY GORDON
3912 Albtross Street #301
San Diego, CA 92101-

JAMES GRUNA
241 So City Rd Y
Hatley, WI 54440-

MAX HAIR
3835 West 4650 South
Roy, UT 84067-

HENRY HARRIS
Jeanne Harris
5421 Arabian Pl. NW
Albuquerque, NM 87120-

BRUCE HAVLISCH
2496 3rd St
San Francisco, CA 94107-3111

JOHN HEMMINGWAY
Bostick State Prison 1-1
P.O. Box 1700
Hardwick, GA 31034-

Fred Jenkins
P.O.Box 375
Tenana, TX 75974-0375

Gary Kidwell
3635 Elm Ave.
Baltimore, MD 21211-

GEORGE KIRKLAND
5844 Greenhorn Mt ct
Bakersfield, CA 93313-

James Legg
6A Riverdale Estates
Winfield, WV 25213-

Peter Lomonaco
1030 Breckenridge Ave
Lake Forest, IL 60045-

GERALD MCMURRAY
10 East Dr.
Decatur, IL 62526-

Nicholas McWhinnie
13 Northgate Hartland
North Devon, -

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PRO SE CLAIMANTS WITH PENDING CLAIMS

WILLIAM MEARS
1056 Jefferson Ave
Chesterton, IN 46304-

RUSSELL MEINERT
2233 Cypress Point Lane
Newburg, IN 47630-

Vernon Mikolajcyk
1643 Fawnhope
Houston, TX 77008-

W Mills
2201 Gilboa Ave
Zion, IL 60099-

OWEN NEWSOME
Rt 2, Box 150-C
Pittsburg, TX 75686-

CHARLES NOLF
PO Box 1700
Harwick, GA 31034-

Earl Perdue
7310 SW 207th Ct
Dunnellon, FL 34431-

Berlin Pickett
Po Box 382
231 Pickett St.
Franklin, LA 70538-

Edward Ransom
1630 Frazier
Waukegan, IL 60087-

MICHAEL ROBERTS
5 Limekiln Grove
Highnam, -

TERENCE SEDGWICK
20 Shelly Rd
Bognor Regis
West Sussex PO 212SN, -

ALFRED SKIDMORE
213 Madelena Dr
North Bay Ontario PIA 2Y6, -

CLAUDE SMITH
4830 BROUGHTON STREET
CORPUS CHRISTIS, TX 78415-

JOHNNY SUTTON
GDC 150420 Wilcox SP F-2
P. O. Box 397
Abbeville, GA 34001-

Rocco TATASCIORE
231 Amanda Lane
Phoenixville, PA 19460-

Byron Tomey
4712 Haffner Dr
Ft Wayne, IN 46835-

JOHN WALTERS
1716 10th Ave
Tuscaloosa, AL 35401-

Simeon White
935 7th Street
Cherokee, AL 35616-

LINDA WRIGHT
375 Barthe Dr
Pasadena, CA 91103-

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, -

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, -

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, -

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CO-DEFENDANTS

James Hipolit, Esq.
ACandS, Inc.
120 North Lime Street
Lancaster, PA 17603

David Luvara, Esq.
POST & SCHELL
Four Penn Center
1600 John F. Kennedy Blvd
Philadelphia, PA 19103

AMERICAN PRESIDENT LINES, LTD.
1111 Broadway
Oakland, CA 94607

Charles E. Erway, III
PORZIO, BROMBERG & NEWMAN
100 Southgate Parkway
Morristown, NJ 07962-1997

Lawrence J. Keating
ARMSTRONG WORLD INDUSTRIES
P.O. Box 3001
Lancaster, PA 17604

Mr. Gerald Reed
HIGHLANDS INSURANCE CO.
10200 Richmond Ave., Ste. 175
Houston, TX 77042

Tom Lucchesi
BAKER & HOSTETLER
3200 National City Center
Cleveland, OH 49114

IOWA ASBESTOS COMPANY
112 S.W. 2nd Street
Des Moines, IA 50309

Suzanne M. Halbardier
BARRY, MCTIERNAN & MOORE
2 Rector St.
New York, NY 10006-1819

T. Dennis Feeley
PORTER HAYDEN COMPANY
7667 Waterwood Trail
Glen Burnie, MD 21060

Janice Grubin, Esq.
GOLENBOCK, EISEMAN, ASSOR
437 Madison Avenue,35th Fl.
New York, NY 10022

D. Bobbitt Noel, Jr., Esq.
VINSON & ELKINS
(For Highlands Insurance)
2500 First City Tower, 1001 Fannin
Houston, TX 77002-6760

Richard J. Hilfer
Bartells Asbestos Settlement Trust
5516 17th Avenue NW
Seattle, WA 98107

William A. Brasher
One Metropolitan Square, Suite 2300
211 North Broadway
St. Louis, MO 63102

Lawrence R. Cetrulo, Esq.
PEABODY & ARNOLD
50 Rowes Wharf
Boston, MA 02110

Lanny Larcinese
PACOR
P.O. Box 59389
Philadelphia, PA 19102

Shook & Fletcher Asbestos Settlement Trust
c/o Richard H. Wyron, Esq.
Orrick Herrington & Sutcliffe, LLP
1152 15Th Street, N.W.
Washington, DC 20005

James J. Hayes, Jr., Esq.
GURNA, LUCOW, MILLER, SEWARD
1000 Woodbridge Street
Detroit, MI 48207-3192

BURNS & LEVINSON
125 Summer Street
Boston, MA 02110-1624

BURNS, WHITE & HICKTON
Four Northshore Center
106 Isabella St.
Pittsburgh, PA 15212-5841

Richard Soloman, Esq.
P.O. Box 604578
Bay Terrace Station
Bayside, NY 11360

John Aldock, Esq.
GOODWIN PROCTER LLP
901 New York Ave., N.W.
Washington, D.C. 20001

Larry R. Barron, Esq.
MONTGOMERY, MCCRACKEN, WALKER
123 S. Broad St.
Philadelphia, PA 19109

Richard D. Brooks, Esq.
ARTER & HADDEN
One Columbus Building, 21st Floor
10 West Broad Street
Columbus, OH 43215

Fred Block, Esq. (Law Dept.)
NORFOLK SOUTHERN CORP.
8 North Jefferson Street
Roanoke, VA 24042-0041

Francis Murphy, Esq.
Murphy Spadaro & Landon
1011 Centre Road, Ste. 210
Wilmington, DE 19805

WESTINGHOUSE CBS
Attn: Legal Department
11 Stanwix Street
Pittsburgh, PA 15222

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CO-DEFENDANTS

Peter A. Fine, Esq.
CHOATE, HALL & STEWART
Exchange Place, 53 State Street
Boston, MA 02109

George M. Simmerman, Jr., Esq.
INGALLS SHIPBUIDING, INC.
1000 West River Road
P.O. Box 149
Pascagoula, MS 39568-0149

Mark G. Lionetti, Esq.
One Commerce Square, 22nd Floor
2005 Market Street
Philadelphia, PA 19103

Frank Hartman
CLEVELAND-CLIFFS IRON COMPANY
1100 Superior Avenue
Cleveland, OH 44114

Robert Lapowsky, Esq.
STEVENS & LEE
1818 Market St., 29th Fl.
Philadelphia, PA 19103

Eugene D. Buckley, Esq.
West 1100 First National Bank Bldg.
332 Minnesota Street
Saint Paul, MN 55101-1379

Gita Rothschild, Esq.
MCCARTER & ENGLISH
4 Gateway Center
100 Mulberry Street
Newark, NJ 07102-4096

Kevin Colquhuon, Esq.
COLQUHUON & COLQUHUON
165 South Street
Morristown, NJ 07906

William J. O'Brien, Esq.
CONRAD, O'BRIEN, GELLMAN & ROHN
16th Floor, 1515 Market Street
Philadelphia, PA 19102-1916

Elayna Levine, Esq.
SMITH, MAZURE, DIRECTOR & WILKINS
111 John Street
New York, NY 10038

Jim Hoppe
JOHNS MANVILLE CORPORATION
P.O. Box 5108
Denver, CO 80217

Sheila L. Birnbaum
SKADDEN, ARPS, SLATE
4 Times Square
New York, NY 10036

WAGNER, BAGOT & GLEASON
650 Poydras Street, Suite 2660
New Orleans, LA 70130-6102

Jay W. Hughes, Jr.
W.R. GRACE & CO.
5400 Broken Sound Blvd., NW
Suite 300
Boca Raton, FL 33487

Susan Grondine
LIBERTY MUTUAL
175 Berkeley Street
Boston, MA 02117

R. Cornelius Danaher, Esq.
DANAHER, TEDFORD, LAGNESE
21 Oak Street # 700
Hartford, CT 06106-8002

James E. Culhane, Esq.
DAVIS & KUELTHAU, S.C.
111 E. Kilbourn, Suite 1400
Milwaukee, WI 53202-3101

Martin Murphy, Esq.
Davis & Young
1200 Fifth Third Center
600 Superior Ave., E.
Cleveland, OH 44114-2654

Roger Podesta, Esq.
DEBEVOISE & PLIMPTON
919 Third Avenue
New York, NY 10022

Paul A. Scrudato
SCHIFF HARDIN LLP
623 Fifth Ave., 28th Fl.
New York, NY 10022

Daniel J. Schoenborn, Esq.
DIXON, DE MARIE & SCHOENBORN
930 Convention Tower, 43 Court St.
Buffalo, NY 14202

Catherine L. Philistine
F.B. WRIGHT COMPANY
98 Vanadium Road
Bridgeville, PA 15017

Robert V. D'Angelo, Jr., Esq.
UNIROYAL HOLDING, INC.
70 Great Hill Road
Naugatuck, CT 06770

Jeffrey J. Casto, Esq.
ROETZEL & ANDRESS
75 East Market Street
Akron, OH 44308-2098

David G. Klaber
KIRKPATRICK & LOCKHART
1500 Oliver Building
Pittsburgh, PA 15222

John Faricy, Jr., Esq.
FARICY & ROEN, P.A.
Metropolitan Centre, Suite 2320
333 So. Seventh Street
Minneapolis, MN 55402

Thomas V. Hagerty
HAGERTY & BRADY
Suite 1010, Chemical Bank Building
Buffalo, NY 14202-3875

CO-DEFENDANTS

James McGlynn, Esq.
(For: FISHER LUMBER CO.)
116 S. Charles Street
Belleville, IL 62220-2212

Bruce McDonald, Esq.
WILEY, REIN & FIELDING
1776 K Street, N.W., 10th Floor
Washington, D.C. 20006

Julie Evans
WILSON, ELSER, MOSKOWITZ
150 East 42nd Street
New York, NY 10170-5612

Stan Levy, Esq.
LEVY, PHILLIPS, & KONIGSBERG
800 Third Ave., 13th Fl.
New York, NY 10022

Mitchell B. Axler
SQUIRE, SANDERS & DEMPSEY
4900 Key Tower
127 Public Square
Cleveland, OH 44114

Betty Murphy, Esq.
FORD MOTOR COMPANY
Three Parklane Blvd., Suite 1500 West
Dearborn, MI 48126-2568

William F. Jordan
INGALLS SHIPBUIDING, INC.
1000 West River Road
P.O. Box 149
Pascagoula, MS 39568-0149

Allan Goodloe, Esq.
THOMPSON & MITCHELL
One Mercantile Center, Suite 3300
St. Louis, MO 63101

Robert L. Poyourow, Esq.
GAF CORPORATION
1361 Alps Road
Wayne, NJ 07470-3687

Dan Lubell, Esq.
HUGHES, HUBBARD & REED
One Battery Park Plaza
New York, NY 10004

J. Joel Mercer, Jr.
GEORGIA-PACIFIC CORP.
133 Peachtree Street, N.E.
Atlanta, GA 30348

James J. Restivo, Jr., Esq.
REED, SMITH, SHAW & McCLAY
435 6th Avenue
Pittsburgh, PA 15219

Thomas W. Kirby
WILEY, REIN & FIELDING
1776 K Street, N.W., Suite 900
Washington, D.C. 20006

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323 S. Wayne Avenue
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Milwaukee Insulation
4700 N. 129th St.
P.O. Box 650
Butler, WI 53007

Charles H. Carpenter, Esq.
Pepper Hamilton, LLP
Hamilton Square
600 Fourteenth St., N.W.
Washington, DC 20005

Allied Insulation Supply Company
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109 S. Diamond Mill Rd.
P.O. Box 66
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Thorpe Insulation Co.
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Fullerton, CA 92836-0351

American Metals Supply
P.O. Box 13483
Springfield, IL 62791

Honeywell, Inc.
Attn: Legal Department
Honeywell Plaza, Box 524
Minneapolis, MN 55440-0524

Arrowhead Products Division
4411 Katella Avenue
Los Alamitos, CA 90720

The E.J. Bartells Company
Richard J. Hilfer
5516 17th Avenue NW
Seattle, WA 98107

Gentry Supply & Distributing Co.
2900 Live Oak Drive
Mesquite, TX 75149

Asbestos Insulation & Roofing Co.
312 S. Harrison Street
Fort Wayne, IN 46802

Steve Leermakers, Esq.
Tom Davis, Esq.
Ashland Chemical Company
P.O. Box 2219
Columbus, OH 43216

Julie Evans, Esq.
Wilson, Elser, Moskowitz, Edelman
For: Asbestos Corp. of America
150 E. 42nd Street
New York, NY 10017

Simon, Peragine, Smith & Redfern
Attn: Susan B. Kohn, Esq.
Energy Centre - 30th Fl.
1100 Poydras Street
New Orleans, IL 70163-3000

Capitol Supplies, Inc.
2020 N. Illinois
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South Charleston, WV 25315

Danzinger Manufacturing Company
6307 Foster
Houston, TX 77021

Lukens Chemical Co.
Attn: General Counsel
15 Old Flanders Road
Westborough, MA 01581

Decker-Reichert Steel Company
1625 Ash Street
Erie, PA 16512

F.B. Wright Co.
Attn: Catherine L. Philistine
98 Vanadium Road
Bridgeville, PA 15017

Foster-Kilby Supply Company
5920 Arroyo Vista Dr., NE
Rockford, MI 49341-9453

Erb Company
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Buffalo, NY 14210

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Dumphy Smith Company
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Union, NJ 07803

FAB Steel Supply, Inc.
1304 Claudina Street
Anaheim, CA 92805

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Hastings, MI 49058

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P.O. Box 2810
Davenport, IA 52809-2810

Thermal Supply
3500 E. Parkway
Groves, TX 77619

L & L Insulation & Supply, Inc.
P.O. Box 489
Ankeny, IA 50021-0489

Insulation Material Corporation
700 Metuchen Road
South Plainfield, NJ 07080

Industrial Insulation Sales
2101 Kenmore Avenue
Buffalo, NY 14207

Inland Supply Company
60 Ann Street
Elgin, IL 60120

Hitco
1600 E. 135th St.
Gardena, CA 90249

Huntington Plumbing Supply
310 Broadway
Huntington Station, NY 11746

Greenville Supply company
2120 Washington St.
Greenville, TX 75401

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Odessa, TX 79766

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CO-DEFENDANTS

James Hipolit, Esq.
ACandS, Inc.
120 North Lime Street
Lancaster, PA 17603

David Luvara, Esq.
POST & SCHELL
Four Penn Center
1600 John F. Kennedy Blvd
Philadelphia, PA 19103

AMERICAN PRESIDENT LINES, LTD.
1111 Broadway
Oakland, CA 94607

Charles E. Erway, III
PORZIO, BROMBERG & NEWMAN
100 Southgate Parkway
Morristown, NJ 07962-1997

Lawrence J. Keating
ARMSTRONG WORLD INDUSTRIES
P.O. Box 3001
Lancaster, PA 17604

Mr. Gerald Reed
HIGHLANDS INSURANCE CO.
10200 Richmond Ave., Ste. 175
Houston, TX 77042

Tom Lucchesi
BAKER & HOSTETLER
3200 National City Center
Cleveland, OH 49114

IOWA ASBESTOS COMPANY
112 S.W. 2nd Street
Des Moines, IA 50309

Suzanne M. Halbardier
BARRY, MCTIERNAN & MOORE
2 Rector St.
New York, NY 10006-1819

T. Dennis Feeley
PORTER HAYDEN COMPANY
7667 Waterwood Trail
Glen Burnie, MD 21060

Janice Grubin, Esq.
GOLENBOCK, EISEMAN, ASSOR
437 Madison Avenue,35th Fl.
New York, NY 10022

D. Bobbitt Noel, Jr., Esq.
VINSON & ELKINS
(For Highlands Insurance)
2500 First City Tower, 1001 Fannin
Houston, TX 77002-6760

Richard J. Hilfer
Bartells Asbestos Settlement Trust
5516 17th Avenue NW
Seattle, WA 98107

William A. Brasher
One Metropolitan Square, Suite 2300
211 North Broadway
St. Louis, MO 63102

Lawrence R. Cetrulo, Esq.
PEABODY & ARNOLD
50 Rowes Wharf
Boston, MA 02110

Lanny Larcinese
PACOR
P.O. Box 59389
Philadelphia, PA 19102

Shook & Fletcher Asbestos Settlement Trust
c/o Richard H. Wyron, Esq.
Orrick Herrington & Sutcliffe, LLP
1152 15Th Street, N.W.
Washington, DC 20005

James J. Hayes, Jr., Esq.
GURNA, LUCOW, MILLER, SEWARD
1000 Woodbridge Street
Detroit, MI 48207-3192

BURNS & LEVINSON
125 Summer Street
Boston, MA 02110-1624

BURNS, WHITE & HICKTON
Four Northshore Center
106 Isabella St.
Pittsburgh, PA 15212-5841

Richard Soloman, Esq.
P.O. Box 604578
Bay Terrace Station
Bayside, NY 11360

John Aldock, Esq.
GOODWIN PROCTER LLP
901 New York Ave., N.W.
Washington, D.C. 20001

Larry R. Barron, Esq.
MONTGOMERY, MCCRACKEN, WALKER
123 S. Broad St.
Philadelphia, PA 19109

Richard D. Brooks, Esq.
ARTER & HADDEN
One Columbus Building, 21st Floor
10 West Broad Street
Columbus, OH 43215

Fred Block, Esq. (Law Dept.)
NORFOLK SOUTHERN CORP.
8 North Jefferson Street
Roanoke, VA 24042-0041

Francis Murphy, Esq.
Murphy Spadaro & Landon
1011 Centre Road, Ste. 210
Wilmington, DE 19805

WESTINGHOUSE CBS
Attn: Legal Department
11 Stanwix Street
Pittsburgh, PA 15222

CO-DEFENDANTS

Peter A. Fine, Esq.
CHOATE, HALL & STEWART
Exchange Place, 53 State Street
Boston, MA 02109

George M. Simmerman, Jr., Esq.
INGALLS SHIPBUIDING, INC.
1000 West River Road
P.O. Box 149
Pascagoula, MS 39568-0149

Mark G. Lionetti, Esq.
One Commerce Square, 22nd Floor
2005 Market Street
Philadelphia, PA 19103

Frank Hartman
CLEVELAND-CLIFFS IRON COMPANY
1100 Superior Avenue
Cleveland, OH 44114

Robert Lapowsky, Esq.
STEVENS & LEE
1818 Market St., 29th Fl.
Philadelphia, PA 19103

Eugene D. Buckley, Esq.
West 1100 First National Bank Bldg.
332 Minnesota Street
Saint Paul, MN 55101-1379

Gita Rothschild, Esq.
MCCARTER & ENGLISH
4 Gateway Center
100 Mulberry Street
Newark, NJ 07102-4096

Kevin Colquhuon, Esq.
COLQUHUON & COLQUHUON
165 South Street
Morristown, NJ 07906

William J. O'Brien, Esq.
CONRAD, O'BRIEN, GELLMAN & ROHN
16th Floor, 1515 Market Street
Philadelphia, PA 19102-1916

Elayna Levine, Esq.
SMITH, MAZURE, DIRECTOR & WILKINS
111 John Street
New York, NY 10038

Jim Hoppe
JOHNS MANVILLE CORPORATION
P.O. Box 5108
Denver, CO 80217

Sheila L. Birnbaum
SKADDEN, ARPS, SLATE
4 Times Square
New York, NY 10036

WAGNER, BAGOT & GLEASON
650 Poydras Street, Suite 2660
New Orleans, LA 70130-6102

Jay W. Hughes, Jr.
W.R. GRACE & CO.
5400 Broken Sound Blvd., NW
Suite 300
Boca Raton, FL 33487

Susan Grondine
LIBERTY MUTUAL
175 Berkeley Street
Boston, MA 02117

R. Cornelius Danaher, Esq.
DANAHER, TEDFORD, LAGNESE
21 Oak Street # 700
Hartford, CT 06106-8002

James E. Culhane, Esq.
DAVIS & KUELTHAU, S.C.
111 E. Kilbourn, Suite 1400
Milwaukee, WI 53202-3101

Martin Murphy, Esq.
Davis & Young
1200 Fifth Third Center
600 Superior Ave., E.
Cleveland, OH 44114-2654

Roger Podesta, Esq.
DEBEVOISE & PLIMPTON
919 Third Avenue
New York, NY 10022

Paul A. Scrudato
SCHIFF HARDIN LLP
623 Fifth Ave., 28th Fl.
New York, NY 10022

Daniel J. Schoenborn, Esq.
DIXON, DE MARIE & SCHOENBORN
930 Convention Tower, 43 Court St.
Buffalo, NY 14202

Catherine L. Philistine
F.B. WRIGHT COMPANY
98 Vanadium Road
Bridgeville, PA 15017

Robert V. D'Angelo, Jr., Esq.
UNIROYAL HOLDING, INC.
70 Great Hill Road
Naugatuck, CT 06770

Jeffrey J. Casto, Esq.
ROETZEL & ANDRESS
75 East Market Street
Akron, OH 44308-2098

David G. Klaber
KIRKPATRICK & LOCKHART
1500 Oliver Building
Pittsburgh, PA 15222

John Faricy, Jr., Esq.
FARICY & ROEN, P.A.
Metropolitan Centre, Suite 2320
333 So. Seventh Street
Minneapolis, MN 55402

Thomas V. Hagerty
HAGERTY & BRADY
Suite 1010, Chemical Bank Building
Buffalo, NY 14202-3875

CO-DEFENDANTS

James McGlynn, Esq.
(For: FISHER LUMBER CO.)
116 S. Charles Street
Belleville, IL 62220-2212

Bruce McDonald, Esq.
WILEY, REIN & FIELDING
1776 K Street, N.W., 10th Floor
Washington, D.C. 20006

Julie Evans
WILSON, ELSER, MOSKOWITZ
150 East 42nd Street
New York, NY 10170-5612

Stan Levy, Esq.
LEVY, PHILLIPS, & KONIGSBERG
800 Third Ave., 13th Fl.
New York, NY 10022

Mitchell B. Axler
SQUIRE, SANDERS & DEMPSEY
4900 Key Tower
127 Public Square
Cleveland, OH 44114

Betty Murphy, Esq.
FORD MOTOR COMPANY
Three Parklane Blvd., Suite 1500 West
Dearborn, MI 48126-2568

William F. Jordan
INGALLS SHIPBUIDING, INC.
1000 West River Road
P.O. Box 149
Pascagoula, MS 39568-0149

Allan Goodloe, Esq.
THOMPSON & MITCHELL
One Mercantile Center, Suite 3300
St. Louis, MO 63101

Robert L. Poyourow, Esq.
GAF CORPORATION
1361 Alps Road
Wayne, NJ 07470-3687

Dan Lubell, Esq.
HUGHES, HUBBARD & REED
One Battery Park Plaza
New York, NY 10004

J. Joel Mercer, Jr.
GEORGIA-PACIFIC CORP.
133 Peachtree Street, N.E.
Atlanta, GA 30348

James J. Restivo, Jr., Esq.
REED, SMITH, SHAW & McCLAY
435 6th Avenue
Pittsburgh, PA 15219

Thomas W. Kirby
WILEY, REIN & FIELDING
1776 K Street, N.W., Suite 900
Washington, D.C. 20006

Robert Sayer
GOODWIN & GOODWIN
1500 One Valley Square
Charleston, WV 25301

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