

July 31, 2014

**By E-mail**

Robert A. Sacks, Esq.  
Sullivan & Cromwell LLP  
1888 Century Park East  
Los Angeles, California 90067-1725

Dear Mr. Sacks:

In connection with the RMBS Trust Settlement Agreement, dated November 15, 2013, and modified as of July 29, 2014 (the "Proposed Settlement Agreement"), by and among JPMorgan Chase & Co. and its direct and indirect subsidiaries ("JPMorgan") and the investment advisors and investors party thereto<sup>1</sup>, we write to request, consistent with Section 2.03(b) of the Proposed Settlement Agreement, that the Acceptance Date be extended, with respect to each of the Trustees indicated below, in their respective capacities as trustees, separate trustees, successor trustees, securities administrators or successor securities administrators solely for the Trusts or loan groups within Trusts set forth on Exhibit A hereto (the "Extended Acceptance Date Trusts and Loan Groups") for the limited purpose of proceeding with a solicitation for holder direction by the respective Trustee, to and including October 1, 2014. Consequently, each of the Forbearance Period and the Trustee Tolling Period, if applicable, under and as defined in the Tolling Agreement shall be similarly extended through and including October 1, 2014 with respect to the Extended Acceptance Date Trusts and Loan Groups. Please indicate JPMorgan's agreement to such extensions below and return an executed copy of this letter via e-mail to Matthew Martel at Jones Day (mmartel@jonesday.com).

Nothing in this letter shall be construed as acceptance or rejection of the Proposed Settlement Agreement or any portion thereof on behalf of the Extended Acceptance Date Trusts and Loan Groups. The Tolling Agreement, as amended hereby, shall remain in full force and effect with respect to the Extended Acceptance Date Trusts and Loan Groups. The Trustees fully reserve all rights.

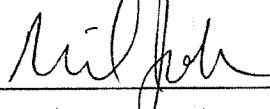
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<sup>1</sup> Capitalized terms not expressly defined herein shall have the meaning set forth in the Proposed Settlement Agreement.

Robert A. Sacks, Esq.  
July 31, 2014  
Page 2

Very truly yours,

WILMINGTON TRUST, NATIONAL  
ASSOCIATION, as trustee or securities  
administrator, by its counsel Alston & Bird LLP

  
\_\_\_\_\_  
By: Michael Johnson

U.S. BANK NATIONAL ASSOCIATION,  
as trustee or securities administrator, by its  
counsel Jones Day

\_\_\_\_\_  
By:

WELLS FARGO BANK, N.A., as trustee  
or securities administrator, by its counsel  
Faegre Baker Daniels LLP

\_\_\_\_\_  
By:

LAW DEBENTURE TRUST COMPANY  
OF NEW YORK, as separate trustee, by its  
counsel Seward & Kissel LLP

\_\_\_\_\_  
By:

Robert A. Sacks, Esq.  
July 31, 2014  
Page 2

Very truly yours,

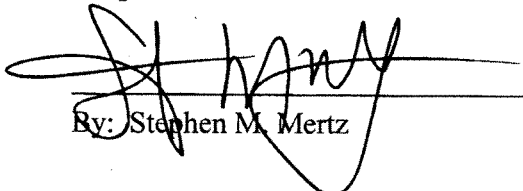
WILMINGTON TRUST, NATIONAL  
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\_\_\_\_\_  
By:

U.S. BANK NATIONAL ASSOCIATION,  
as trustee or securities administrator, by its  
counsel Jones Day

\_\_\_\_\_  
By:

WELLS FARGO BANK, N.A., as trustee  
or securities administrator, by its counsel  
Faegre Baker Daniels LLP

  
\_\_\_\_\_  
By: Stephen M. Mertz

LAW DEBENTURE TRUST COMPANY  
OF NEW YORK, as separate trustee, by its  
counsel Seward & Kissel LLP

\_\_\_\_\_  
By:

Robert A. Sacks, Esq.  
July 31, 2014  
Page 2

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Faegre Baker Daniels LLP

\_\_\_\_\_  
By:

\_\_\_\_\_  
By:

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as trustee or securities administrator, by its  
counsel Jones Day

LAW DEBENTURE TRUST COMPANY  
OF NEW YORK, as separate trustee, by its  
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\_\_\_\_\_  
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Page 2

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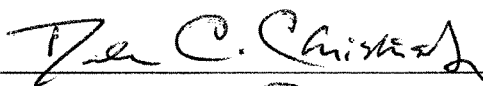
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as trustee or securities administrator, by its  
counsel Jones Day

\_\_\_\_\_  
By:

WELLS FARGO BANK, N.A., as trustee  
or securities administrator, by its counsel  
Faegre Baker Daniels LLP

\_\_\_\_\_  
By:

LAW DEBENTURE TRUST COMPANY  
OF NEW YORK, as separate trustee, by its  
counsel Seward & Kissel LLP

  
By: Dale C. Christensen Jr.

Robert A. Sacks, Esq.  
July 31, 2014  
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ACCEPTED AND AGREED:

JPMORGAN CHASE & CO., for itself and each of its subsidiaries



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By: Stephen M. Cutler  
Its: General Counsel

## **EXHIBIT A**

### **Extended Acceptance Date Trusts**

BSABS 2007-AQ2  
BSMF 2006-SL2  
BSMF 2006-SL3  
BSMF 2006-SL4  
BSMF 2006-SL6  
BSMF 2007-SL1  
BSMF 2007-SL2  
JPMAC 2006-WF1  
SACO 2006-5  
SACO 2006-6  
SACO 2006-7  
SACO 2006-9  
SACO 2006-10  
SACO 2007-2

### **Extended Acceptance Date Loan Groups**

BSABS 2007-HE4, Loan Group I only  
JPMAC 2006-HE3, Group 2 only  
JPMAC 2006-WMC2, Group 2 only  
JPMAC 2006-WMC3, Group 2 only  
JPMAC 2006-WMC4, Group 2 only  
BSMF 2007-AR1, Loan Group II only  
BALTA 2006-5, Loan Group I only  
BALTA 2006-8, Loan Group I and II only  
BALTA 2007-1, Loan Group I only  
BSAAT 2007-1, Loan Group I and II only  
SACO 2006-12, Loan Group I only  
SACO 2007-1, Loan Group I only  
SAMI 2007-AR7, Loan Group I and II only