

At IAS Part 60 of the
Supreme Court of the
State of New York held in
and for the County of
New York at 60 Centre
Street, New York, New
York on the day of
October, 2014

PRESENT:

Honorable Marcy S. Friedman, Justice

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

In the matter of the application of

U.S. BANK NATIONAL ASSOCIATION,
THE BANK OF NEW YORK MELLON,
THE BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., WILMINGTON TRUST,
NATIONAL ASSOCIATION, LAW DEBENTURE
TRUST COMPANY OF NEW YORK, WELLS
FARGO BANK, NATIONAL ASSOCIATION,
HSBC BANK USA, N.A., and DEUTSCHE
BANK NATIONAL TRUST COMPANY
(as Trustees under various Pooling and
Servicing Agreements and Indenture Trustees
under various Indentures),

Petitioners,

for an order, pursuant to CPLR § 7701, seeking
judicial instruction.

INDEX NO. 652382/2014

**[PROPOSED] ORDER
TO SHOW CAUSE**

Upon the accompanying affirmation of David H. Wollmuth, dated November
3, 2014, the accompanying Memorandum of Law in Support of Order to Show Cause
Why the National Credit Union Administration Board As Liquidating Agent Should

Not Be Entitled to Intervene, the Order of the Honorable Marcy S. Friedman (Docket No. 40, August 15, 2014), and all papers and proceedings heretofore had herein, and sufficient cause appearing therefor,

ORDERED, that Petitioners or their attorneys show cause before this Court at the Courthouse thereof, 60 Centre Street, New York, NY, Part 60, the Honorable Marcy S. Friedman presiding, on the ____ day of _____, 2014, at 9:30 a.m. or as soon thereafter as the parties may be heard:

1. why the National Credit Union Administration Board as Liquidating Agent should not be granted leave to intervene in this proceeding as a matter of right pursuant to CPLR 1012(a), or alternatively by permission pursuant to CPLR 1013; and
2. why such other and further relief as to this Court may seem just and proper should not be granted, and

ORDERED, that service of a copy of this order and a copy of the papers upon which it is granted by e-filing on or before _____, 2014, shall be deemed good and sufficient service.

ORDERED, that answering papers, if any, shall be served so as to be received by counsel no later than ____ o'clock __.m. on _____, 2014.

ENTERED,

J.S.C.