

**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, and approval of a proposed settlement.

Index No. 652382/2014

AFFIDAVIT OF JOSE C. FRAGA REGARDING THE NOTICE PROGRAM

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

JOSE C. FRAGA, being duly sworn, deposes and says:

1. I am a Senior Director of The Garden City Group (“GCG”). GCG was engaged by 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., National Association, and Deutsche Bank National Trust Company (the “Trustees”), as trustees or indenture trustees of the residential mortgage-securitization trusts listed on Exhibit A to the Petition, to assist with the implementation of the Notice Program set forth in the Interim Decision and Order on Order to Show Cause, dated August 15, 2014 (the “August 15 Order”).

Pursuant to the August 15 Order, the Notice and related documents were distributed and/or published in the manner as described in the Affirmation Regarding Compliance With Notice Program filed with the Court on October 14, 2014.

2. GCG was also engaged by U.S. Bank National Association, Wilmington Trust, National Association, Law Debenture Trust Company of New York, and Wells Fargo Bank, National Association (the “October 1 Accepting Trustees”), as trustees of the residential mortgage-securitization trusts listed on Exhibit A to Affirmation of Robert C. Micheletto filed on October 2, 2014 (the “October 1 Accepting Trusts”), to assist with the implementation of the Supplemental Notice Program set forth in the Order to Show Cause, dated October 9, 2014 (the “October 9 Order”). Pursuant to the October 9 Order, the Supplemental Notice and related documents were distributed and/or published in the manner described below.¹

A. **SETTLEMENT WEBSITE**

3. On October 14, 2014, GCG updated the website, *www.rmbstrusteesettlement.com*, to provide information regarding the Settlement. As directed by the October 9 Order, the website contains the Supplemental Notice, the Petition, all other papers filed contemporaneously with the Petition, the Amended Petition, all other papers filed contemporaneously with the Amended Petition, the October 9 Order, and the August 15 Order. The website also contains, among other things, a copy of the Settlement, all other documents filed in the Article 77 Proceeding, a list containing Committee on Uniform Security Identification Procedures numbers related to the residential mortgage-backed securitization trusts covered by the initial offer in the Settlement, including such numbers for the October 1 Accepting Trusts (the “CUSIP List”), certain expert reports, and notices provided by the Trustees, including the October 1 Accepting

¹ Capitalized terms used, but not defined, herein have the meanings assigned to them in the August 15 Order and the October 9 Order.

Trustees. In addition, the website lists an email address for GCG, questions@rmbstrusteesettlement.com, as well as email addresses for the Trustees, including the October 1 Accepting Trustees, to which inquiries can be addressed.

B. **PUBLICATION OF THE NOTICE**

4. In accordance with the October 9 Order, GCG caused an English language only condensed version of the Supplemental Notice containing the information specified by the Court on the record on October 8, 2014 (the “Condensed Supplemental Notice”) to be published in *The Wall Street Journal (Global)*, *Financial Times Worldwide*, *The New York Times*, *USA Today*, *Investor’s Business Daily*, and *The Economist Worldwide Edition* for one business day in each publication. Attached hereto as Exhibit A are affidavits or correspondence confirming the publication of the Supplemental Notice by each publication.

5. GCG also issued the Condensed Supplemental Notice to the following media distribution wire services: *Business Wire*, *PR Newswire*, and *GlobeNewswire*. Each media distribution wire service issued the Condensed Supplemental Notice, via press release, on a business day. Attached hereto as Exhibit B are confirmations from representatives of these media distribution wire services that the press releases were issued on a business day.

6. On October 14, 2014, GCG provided the Supplemental Notice to The Depository Trust Company (“DTC”) which posted the Supplemental Notice to Certificateholders for the October 1 Accepting Trusts in accordance with DTC’s established procedures.

7. On October 17, 2014, the October 1 Accepting Trustees confirmed to GCG that each October 1 Accepting Trustee posted a notice on each October 1 Accepting Trustees’ investor reporting website, if such October 1 Accepting Trustee performs investor reporting for an October 1 Accepting Trust, or confirmed that third parties who perform investor reporting for October 1 Accepting Trusts posted such a notice, advising investors of the addition of the

October 1 Accepting Trusts to the Settlement and the Article 77 Proceeding and referring them to *www.rmbstrusteesettlement.com* for information about the Settlement and the Article 77 Proceeding.

C. **MAILED NOTICE PROGRAM**

8. On October 17, 2014, GCG mailed packets containing copies of the Supplemental Notice, the Notice, the CUSIP List, the Petition, all other papers filed contemporaneously with the Petition, the Amended Petition, all other papers filed contemporaneously with the Amended Petition, certain other papers filed with the Court, the August 15 Order, and the October 9 Order, by first-class, registered mail to Certificateholders listed in the Certificate Registry for each October 1 Accepting Trust, to each Certificateholder (or its counsel) for an October 1 Accepting Trust that had communicated with the October 1 Accepting Trustees concerning the Settlement and had requested such papers, and all persons and entities for each October 1 Accepting Trust set forth in paragraph 4(b) – (m) of the Affirmation of Robert C. Micheletto filed August 3, 2014.


Jose C. Fraga

Sworn to before me this
4th day of November 2014


Notary Public

VANESSA M VIGILANTE
Notary Public, State of New York
No. 01VI6143817
Qualified in Nassau County
Commission Expires April 17, 2018