

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)

INDEX NO. 652382/2014

Petitioners,

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

AFFIDAVIT OF MATTHEW C. DAVIES

State of Illinois)
)
County of Cook) ss:

Matthew C. Davies, being duly sworn, deposes and says:

1. I am a member of Korein Tillery, LLC, and am counsel for intervenor the National Credit Union Administration Board, as Liquidating Agent for U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union, in the above captioned action. I am familiar with the proceedings in this case, have personal knowledge of the facts set forth herein and make this affidavit in support of the application of David H. Wollmuth, Esq. to admit me as counsel pro hac vice to represent the National Credit Union Administration Board in this matter pursuant to 22 NYCRR 520.11(a)(1) and 22 NYCRR 602.2(a).

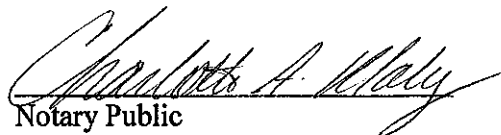
2. As evidenced by the attached Certificate of Good Standing, I am an active member in good standing in the State Bar of Illinois, having been admitted to practice law in Illinois on November 5, 2009.

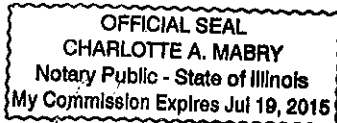
3. I am familiar with and agree to be bound by the standards of professional conduct imposed upon members of the New York bar, including the rules of court governing the conduct of attorneys and the Disciplinary Rules of the Code of Professional Responsibility. I acknowledge and agree that I shall be subject to the jurisdiction of the courts of the State of New York with respect to any acts occurring during the course of my participation in the matter.

4. There are no disciplinary proceedings pending against me in the State of Illinois or in any other jurisdiction, nor have there ever been any such proceedings brought against me in any jurisdiction.

By 
Matthew C. Davies

Subscribed and sworn to
before me on this 2ND day
of December, 2014.


Notary Public



Certificate of Admission To the Bar of Illinois

I, Carolyn Taft Grosboll, Clerk of the Supreme Court of Illinois, do hereby certify that

Matthew Charles Davies

has been duly licensed and admitted to practice as an Attorney and Counselor of Law within this State; has duly taken the required oath to support the CONSTITUTION OF THE UNITED STATES and of the STATE OF ILLINOIS, and also the oath of office prescribed by law, that said name was entered upon the Roll of Attorneys and Counselors in my office on November 5, 2009 and is in good standing, so far as the records of this office disclose.

In Witness Whereof, I have hereunto placed my hand and affixed the seal of said Supreme Court, at Springfield, in said State, this Friday, November 14, 2014.

Carolyn Taft Grosboll

Clerk