

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), AEGON USA Investment Management, LLC (intervenor), Bayerische Landesbank (intervenor), BlackRock Financial Management, Inc. (intervenor), Cascade Investment, LLC (intervenor), the Federal Home Loan Bank of Atlanta (intervenor), the Federal Home Loan Mortgage Corporation (Freddie Mac) (intervenor), the Federal National Mortgage Association (Fannie Mae) (intervenor), Goldman Sachs Asset Management L.P. (intervenor), Voya Investment Management LLC (f/k/a ING Investment LLC) (intervenor), Invesco Advisers, Inc. (intervenor), Kore Advisors, L.P. (intervenor), Landesbank Baden-Wuerttemberg (intervenor), Metropolitan Life Insurance Company (intervenor), Pacific Investment Management Company LLC (intervenor), Sealink Funding Limited (intervenor), Teachers Insurance and Annuity Association of America (intervenor), The Prudential Insurance Company of America (intervenor), the TCW Group, Inc. (intervenor), Thrivent Financial for Lutherans (intervenor), and Western Asset Management Company (intervenor),

Petitioners,

-against-

FEDERAL HOME LOAN BANK OF BOSTON (intervenor), TRIAXX PRIME CDO 2006-1, LTD., TRIAXX PRIME CDO 2006-2, LTD., TRIAXX PRIME CDO 2007-1, LTD. (intervenor), QVT FUND V LP, QVT FUND IV LP, QUINTESSENCE FUND L.P., QVT FINANCIAL LP (intervenor), BREVAN HOWARD CREDIT CATALYSTS MASTER FUND LIMITED AND BREVAN HOWARD CREDIT VALUE MASTER FUND LIMITED (intervenor), THE NATIONAL CREDIT UNION ADMINISTRATION,

Respondents,

for an order, pursuant to CPLR § 7701, seeking judicial instruction, and approval of a proposed settlement.

Index No. 652382/2014

**STIPULATION AND
ORDER GRANTING
W&L INVESTMENTS,
LLC'S MOTION TO
INTERVENE**

(Motion #16)

WHEREAS, W&L Investments, LLC (“W&L Investments”) timely filed its written notice of intent to appear and object on November 3, 2014 (Doc. 148);

WHEREAS, W&L Investments, LLC filed its Proposed Order to Show Cause Why W&L Investments Should Not be Permitted to Intervene and Memorandum of Law in Support of same on December 8, 2014 (Docs. 217 and 219);

WHEREAS, the Trustees stated in their Omnibus Response to the Requests to Intervene, “the Trustees do not oppose the Requests to Intervene,” and specifically listed W&L as a proposed intervenor. (Doc. 179 at 2.);

WHEREAS, the Trustees also stated the following in their Amended Omnibus Proposed Order Granting Petitions to Intervene:

On November 3, 2014, Construction Laborers Pension Trust for Southern California and Laborers Pension Trust Fund for Northern California filed a notice of appearance and other papers expressing their intention to object to the Settlement, and W&L Investments, LLC filed a letter expressing its intention to object to the Settlement. Although these parties have not moved to intervene in the proceeding, the Trustees do not oppose their appearances.

(Doc. 184 at 2, n 1.);

In accordance with the Court’s instruction during the February 23, 2015 conference: IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned attorneys of record, that W&L Investments, LLC’s motion to intervene (Motion # 16), be granted.

IT IS FURTHER STIPULATED AND AGREED that the electronic, facsimile, or PDF signatures shall be deemed to be original signatures, and that this stipulation may be executed in counterparts and delivered by facsimile or electronic mail.

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JONES DAY

Robert C. Micheletto
Nina Yadava
222 East 41st Street
New York, New York 10017
(212) 326-39139

Matthew A. Martel
Joseph B. Sconyers
100 High Street, 21st Floor
Boston, Massachusetts 02110
(617) 960-39139

*Attorneys for Petitioners
US Bank National Association*

MAYER BROWN LLP



Matthew D. Ingber
Christopher J. Houpt
1221 Avenue of the Americas
New York, New York 10020-1001
(212) 506-2500

*Attorneys for Petitioners
The Bank of New York Mellon and
The Bank of New York Mellon Trust
Company, N.A.*

ALSTON & BIRD LLP

Michael E. Johnson
Christina Spiller
90 Park Avenue
New York, NY 10016
(212) 210-9400

*Attorneys for Petitioner
Wilmington Trust, National Association*

FAEGRE BAKER DANIELS LLP

Robert L. Schnell
Stephen M. Mertz
Michael M. Krauss
2200 Wells Fargo Center
90 S. Seventh Street
Minneapolis, Minnesota 55402
(612) 766-7000

*Attorneys for Petitioner
Wells Fargo Bank, National Association*

MORGAN, LEWIS & BOCKIUS LLP

Michael S. Kraut
Kurt W. Rademacher
101 Park Avenue
New York, New York 10178-0060
(212) 309-6000

*Attorneys: for Petitioner
Deutsche Bank National Trust Company*

SEWARD & KISSEL LLP

M. William Munno
Dale C. Christensen, Jr.
Thomas Ross Hooper
One Battery Park Plaza
New York, New York 10004
(212) 574-1200

*Attorneys for Petitioner
Law Debenture Trust Company of New York*

JONES DAY

Robert C. Micheletto
Nina Yadava
222 East 41st Street
New York, New York 10017
(212) 326-39139

Matthew A. Martel
Joseph B. Sconyers
100 High Street, 21st Floor
Boston, Massachusetts 02110
(617) 960-39139

Attorneys for Petitioners
US Bank National Association

MAYER BROWN LLP

Matthew D. Ingber
Christopher J. Houpt
1221 Avenue of the Americas
New York, New York 10020-1001
(212) 506-2500

Attorneys for Petitioners
The Bank of New York Mellon and
The Bank of New York Mellon Trust
Company. N.A.

ALSTON & BIRD LLP

Michael E. Johnson
Christina Spiller
90 Park Avenue
New York, NY 10016
(212) 210-9400

Attorneys for Petitioner
Wilmington Trust, National Association

FAEGRE BAKER DANIELS LLP

Robert L. Schnell
Stephen M. Mertz
Michael M. Krauss
2200 Wells Fargo Center
90 S. Seventh Street
Minneapolis, Minnesota 55402
(612) 766-7000

Attorneys for Petitioner
Wells Fargo Bank, National Association

MORGAN, LEWIS & BOCKIUS LLP

Michael S. Kraut
Kurt W. Rademacher
101 Park Avenue
New York, New York 10178-0060
(212) 309-6000

Attorneys: for Petitioner
Deutsche Bank National Trust Company

SEWARD & KISSEL LLP



M. William Munno
Dale C. Christensen, Jr.
Thomas Ross Hooper
One Battery Park Plaza
New York, New York 10004
(212) 574-1200

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Law Debenture Trust Company of New York

JONES DAY

Robert C. Micheletto
Nina Yadava
222 East 41st Street
New York, New York 10017
(212) 326-39139

Matthew A. Martel
Joseph B. Sconyers
100 High Street, 21st Floor
Boston, Massachusetts 02110
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US Bank National Association*

MAYER BROWN LLP

Matthew D. Ingber
Christopher J. Houpt
1221 Avenue of the Americas
New York, New York 10020-1001
(212) 506-2500

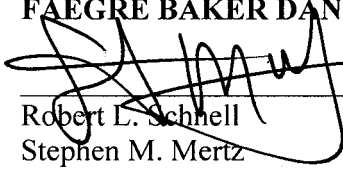
*Attorneys for Petitioners
The Bank of New York Mellon and
The Bank of New York Mellon Trust
Company. N.A.*

ALSTON & BIRD LLP

Michael E. Johnson
Christina Spiller
90 Park Avenue
New York, NY 10016
(212) 210-9400

*Attorneys for Petitioner
Wilmington Trust, National Association*

FAEGRE BAKER DANIELS LLP



Robert E. Schnell
Stephen M. Mertz
Michael M. Krauss
2200 Wells Fargo Center
90 S. Seventh Street
Minneapolis, Minnesota 55402
(612) 766-7000

*Attorneys for Petitioner
Wells Fargo Bank, National Association*

MORGAN, LEWIS & BOCKIUS LLP

Michael S. Kraut
Kurt W. Rademacher
101 Park Avenue
New York, New York 10178-0060
(212) 309-6000

*Attorneys: for Petitioner
Deutsche Bank National Trust Company*

SEWARD & KISSEL LLP

M. William Munno
Dale C. Christensen, Jr.
Thomas Ross Hooper
One Battery Park Plaza
New York, New York 10004
(212) 574-1200

*Attorneys for Petitioner
Law Debenture Trust Company of New York*

JONES DAY

/s/ Nina Yadava (by permission)

Robert C. Micheletto
Nina Yadava
222 East 41st Street
New York, New York 10017
(212) 326-39139

Matthew A. Martel
Joseph B. Sconyers
100 High Street, 21st Floor
Boston, Massachusetts 02110
(617) 960-39139

*Attorneys for Petitioners
US Bank National Association*

MAYER BROWN LLP

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Christopher J. Houpt
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New York, New York 10020-1001
(212) 506-2500

*Attorneys for Petitioners
The Bank of New York Mellon and
The Bank of New York Mellon Trust
Company. N.A.*

ALSTON & BIRD LLP

/s/ Michael E. Johnson (by permission)

Michael E. Johnson
Christina Spiller
90 Park Avenue
New York, NY 10016
(212) 210-9400

*Attorneys for Petitioner
Wilmington Trust, National Association*

FAEGRE BAKER DANIELS LLP

Robert L. Schoell
Stephen M. Mertz
Michael M. Krauss
2200 Wells Fargo Center
90 S. Seventh Street
Minneapolis, Minnesota 55402
(612) 766-7000

*Attorneys for Petitioner
Wells Fargo Bank, National Association*

MORGAN, LEWIS & BOCKIUS LLP

/s/ Kurt W. Rademacher (by permission)

Michael S. Kraut
Kurt W. Rademacher
101 Park Avenue
New York, New York 10178-0060
(212) 309-6000

*Attorneys: for Petitioner
Deutsche Bank National Trust Company*

SEWARD & KISSEL LLP

M. William Munno
Dale C. Christensen, Jr.
Thomas Ross Hooper
One Battery Park Plaza
New York, New York 10004
(212) 574-1200

*Attorneys for Petitioner
Law Debenture Trust Company of New York*

MAYER BROWN LLP

Jean-Marie L. Atamian
Matthew V. Wargin
1615 Broadway
New York, New York 10019
(212) 506-2500

*Attorneys for Petitioner
HSBC Bank USA, N.A.*

WARNER PARTNERS, P.C.



Kenneth E. Warner
950 Third Avenue, 32nd Floor
New York, New York 10022
(212) 593-8000

Gibbs & Bruns LLP
Kathy D. Patrick
Robert J. Madden
David Sheeren
1100 Louisiana, Suite 5300
Houston, Texas 77002
(713) 650-8805

*Attorneys for Intervenor-Petitioners,
the Institutional Investors*

**WOLLMUTH MAHER & DEUTSCH
LLP**

David H. Wollmuth
Michael Ledley
Devika Persaud
500 Fifth Avenue
New York, New York 10110
(212) 382-3300

Attorneys for the QVT Funds and Ambac

KELLER ROHRBACK LLP

Derek W. Loeser
David J. Ko
1201 Third Avenue, Suite 3200
Seattle, Washington 98101
(206) 623-1900

*Attorneys for the Federal Home Loan
Bank of Boston*

**AXINN, VELTROP & HARKRIDER
LLP**

Donald W. Hawthorne
Magdalena H. Spencer
114 West 47th Street
New York, New York 10036
(212) 718-2100

Attorneys for The DW Funds

KOREIN TILLERY LLC

George A. Zelcs
John A. Libra
Matthew C. Davies
205 North Michigan Avenue, Suite 1950
Chicago, Illinois 60601
(312) 641-9760
Attorneys for NCUA

MILLER & WRUBEL, P.C.

John G. Moon
570 Lexington Avenue
New York, New York 10022
(212) 336-3500

Attorneys for the Triaxx Entities

MAYER BROWN LLP

Jean-Marie L. Atamian
Matthew V. Wargin
1615 Broadway
New York, New York 10019
(212) 506-2500

*Attorneys for Petitioner
HSBC Bank USA, N.A.*

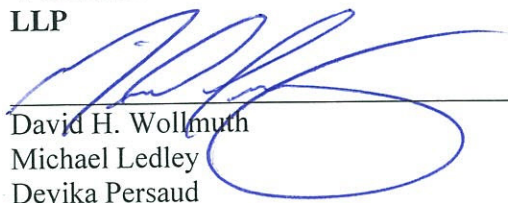
WARNER PARTNERS, P.C.

Kenneth E. Warner
950 Third Avenue, 32nd Floor
New York, New York 10022
(212) 593-8000

Gibbs & Bruns LLP
Kathy D. Patrick
Robert J. Madden
David Sheeren
1100 Louisiana, Suite 5300
Houston, Texas 77002
(713) 650-8805

*Attorneys for Intervenor-Petitioners,
the Institutional Investors*

**WOLLMUTH MAHER & DEUTSCH
LLP**



David H. Wollmuth
Michael Ledley
Devika Persaud
500 Fifth Avenue
New York, New York 10110
(212) 382-3300

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KELLER ROHRBACK LLP

Derek W. Loeser
David J. Ko
1201 Third Avenue, Suite 3200
Seattle, Washington 98101
(206) 623-1900

*Attorneys for the Federal Home Loan
Bank of Boston*

**AXINN, VELTROP & HARKRIDER
LLP**

Donald W. Hawthorne
Magdalena H. Spencer
114 West 47th Street
New York, New York 10036
(212) 718-2100

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KOREIN TILLERY LLC

George A. Zelcs
John A. Libra
Matthew C. Davies
205 North Michigan Avenue, Suite 1950
Chicago, Illinois 60601
(312) 641-9760
Attorneys for NCUA

MILLER & WRUBEL, P.C.

John G. Moon
570 Lexington Avenue
New York, New York 10022
(212) 336-3500

Attorneys for the Triaxx Entities

MAYER BROWN LLP

Jean-Marie L. Atamian
Matthew V. Wargin
1615 Broadway
New York, New York 10019
(212) 506-2500

*Attorneys for Petitioner
HSBC Bank USA, N.A.*

WARNER PARTNERS, P.C.

Kenneth E. Warner
950 Third Avenue, 32nd Floor
New York, New York 10022
(212) 593-8000

Gibbs & Bruns LLP
Kathy D. Patrick
Robert J. Madden
David Sheeren
1100 Louisiana, Suite 5300
Houston, Texas 77002
(713) 650-8805

*Attorneys for Intervenor-Petitioners,
the Institutional Investors*

**WOLLMUTH MAHER & DEUTSCH
LLP**

David H. Wollmuth
Michael Ledley
Devika Persaud
500 Fifth Avenue
New York, New York 10110
(212) 382-3300

Attorneys for the QVT Funds and Ambac

KELLER ROHRBACK LLP

Derek W. Loeser
David J. Ko
1201 Third Avenue, Suite 3200
Seattle, Washington 98101
(206) 623-1900

*Attorneys for the Federal Home Loan
Bank of Boston*

**AXINN, VELTROP & HARKRIDER
LLP**

Donald W. Hawthorne
Magdalena H. Spencer
114 West 47th Street
New York, New York 10036
(212) 718-2100

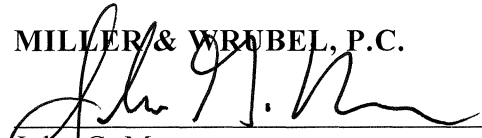
Attorneys for The DW Funds

KOREIN TILLERY LLC

George A. Zelcs
John A. Libra
Matthew C. Davies
205 North Michigan Avenue, Suite 1950
Chicago, Illinois 60601
(312) 641-9760

Attorneys for NCUA

MILLER & WRUBEL, P.C.



John G. Moon
570 Lexington Avenue
New York, New York 10022
(212) 336-3500

Attorneys for the Triaxx Entities

MAYER BROWN LLP

/s/ Matthew V. Wargin (by permission)

Jean-Marie L. Atamian
Matthew V. Wargin
1615 Broadway
New York, New York 10019
(212) 506-2500

*Attorneys for Petitioner
HSBC Bank USA, N.A.*

WARNER PARTNERS, P.C.

Kenneth E. Warner
950 Third Avenue, 32nd Floor
New York, New York 10022
(212) 593-8000

Gibbs & Bruns LLP
Kathy D. Patrick
Robert J. Madden
David Sheeren
1100 Louisiana, Suite 5300
Houston, Texas 77002
(713) 650-8805

*Attorneys for Intervenor-Petitioners,
the Institutional Investors*

**WOLLMUTH MAHER & DEUTSCH
LLP**

David H. Wollmuth
Michael Ledley
Devika Persaud
500 Fifth Avenue
New York, New York 10110
(212) 382-3300

Attorneys for the QVT Funds and Ambac

KELLER ROHRBACK LLP

/s/ David J. Ko (by permission)

Derek W. Loeser
David J. Ko
1201 Third Avenue, Suite 3200
Seattle, Washington 98101
(206) 623-1900

*Attorneys for the Federal Home Loan
Bank of Boston*

**AXINN, VELTROP & HARKRIDER
LLP**

/s/ Donald W. Hawthorne (by permission)

Donald W. Hawthorne
Magdalena H. Spencer
114 West 47th Street
New York, New York 10036
(212) 718-2100

Attorneys for The DW Funds

KOREIN TILLERY LLC

/s/ John Libra (by permission)

George A. Zelcs
John Libra
Matthew C. Davies
205 North Michigan Avenue, Suite 1950
Chicago, Illinois 60601
(312) 641-9760

Attorneys for NCUA

MILLER & WRUBEL, P.C.

John G. Moon
570 Lexington Avenue
New York, New York 10022
(212) 336-3500

Attorneys for the Triaxx Entities

SULLIVAN & CROMWELL LLP

/s/ Robert A. Sacks (by permission)

Robert A. Sacks
Darrell S. Cafasso
125 Broad Street
New York, NY 10004
(212) 558-4000

Attorneys for JPMorgan Chase & Co.

JONES & KELLER, PC

A handwritten signature in black ink that reads "Michael A. Rollin". The signature is written in a cursive style with a horizontal line underneath it.

Michael A. Rollin
Maritza Dominguez Braswell
1999 Broadway, Suite 3150
Denver, CO 80202
(303) 573-1600

Attorneys for W&L Investments, LLC

Dated: March 5, 2015

SO ORDERED:

_____, J.S.C.