

EXHIBIT 5

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

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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 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 (intervenor), and AMBAC ASSURANCE:
CORPORATION, THE SEGREGATED ACCOUNT OF AMBAC:
ASSURANCE CORPORATION (intervenor), AND W&L:
INVESTMENTS, LLC (intervenor).

Respondents,

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

Index No. 652382/2014

Assigned to: Friedman, J.

**STIPULATION
CONSENTING TO
ENTRY OF PROPOSED
ORDER REGARDING
THE PRODUCTION OF
DRAFT SETTLEMENT
AGREEMENTS
WITHOUT WAIVER OF
PRIVILEGE OR
OBJECTIONS**

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IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned attorneys for all parties to the above captioned proceeding, that: (i) the [Proposed] Order on Consent Regarding the Production of Draft Settlement Agreements Without Waiver of Privilege or Objections, attached hereto as Exhibit "1," may be presented to the Court without further notice to be signed on consent; and (ii) email, electronic, conformed, and facsimile signatures on this Stipulation shall be the equivalent of original signatures

Dated: May 22, 2015

JONES DAY

/s/ Robert C. Micheletto (with permission)

Robert C. Micheletto
Nina Yadava
222 East 41st Street
New York, New York 10017
(212) 326-3939
Matthew A. Martel
Joseph B. Sconyers
100 High Street, 21st Floor
Boston, Massachusetts 02110
(617) 960-3939

*Attorneys for U.S. Bank National
Association*

ALSTON & BIRD LLP

/s/ Michael E. Johnson (with
permission)

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

*Attorneys for Wilmington Trust,
National Association*

MAYER BROWN LLP

/s/ Matthew D. Ingber (with permission)

Matthew D. Ingber
Christopher J. Houpt
1675 Broadway
New York, New York 10019
(212) 506-2500

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

SEWARD & KISSEL LLP

/s/ M. William Munno (with permission)

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

*Attorneys for Law Debenture Trust Company
of New York*

FAEGRE BAKER DANIELS LLP

/s/ Robert L. Schnell (with permission)

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 Wells Fargo Bank,
National Association*

MORGAN, LEWIS & BOCKIUS LLP

/s/ Michael S. Kraut (with permission)

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

*Attorneys for Deutsche Bank National
Trust Company*

MAYER BROWN LLP

/s/ Jean-Marie L. Atamian (with permission)

Jean-Marie L. Atamian
Matthew V. Wargin
1675 Broadway
New York, New York 10019
(212) 506-2500

Attorneys for 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 the Institutional Investors

WOLLMUTH MAHER & DEUTSCH LLP

/s/ Michael Ledley (with permission)

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

KOREIN TILLERY, LLC

/s/ John A. Libra (with permission)

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

Attorneys for the NCUA

JONES & KELLER, P.C.

/s/ Michael A. Rollin (with permission)

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

Attorneys for W&L Investments, LLC

AXINN, VELTROP & HARKRIDER LLP

/s/ Donald W. Hawthorne (with permission)

Donald W. Hawthorne
Magdalena H. Spencer
114 West 47th Street
New York, New York 10036
(212) 728-2200

Attorneys for DW Funds

MILLER & WRUBEL, P.C.

/s/ John G. Moon (with permission)

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 (with permission)

Robert A. Sacks
Ryan J. McCauley
1870 Embarcadero Road
Palo Alto, California 94303
(650) 461-5689

Attorney for JPMorgan