

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

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In the matter of the application of :

Index No. 652382/2014

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-Wurttemberg (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), :

Part 60

Motion Sequence No. 21

Hon. Marcy S. Friedman

Oral Argument Requested

NOTICE OF MOTION

Petitioners,

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

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PLEASE TAKE NOTICE that Respondent-Investors,¹ by and through their undersigned attorneys, upon the (i) affirmation of Michael C. Ledley, Esq. affirmed July 7, 2015, and the exhibits thereto; (ii) affirmation of Charles R. Jacob III, Esq. affirmed July 7, 2015, and the exhibits thereto, (iii) affirmation of John G. Moon, Esq. affirmed July 7, 2015, (iv) affidavit of Mingsung Tang sworn to July 6, 2015, and the exhibits thereto, and (v) accompanying Memorandum of Law dated July 7, 2015, and upon all prior pleadings and proceedings herein, shall, pursuant to Rule 3124 of the Civil Practice Law and Rules move this Court located at 60 Centre Street, Room 130, New York, New York 10007, on the 20th day of July, 2015 at 9:30 a.m., or as soon thereafter as counsel may be heard, for an Order directing the Institutional Investors to produce certain discovery as follows:

(1) all Respondent-Investors seek an order compelling the Institutional Investors² to produce all documents concerning the negotiation of the proposed settlement agreement among JPMorgan Chase & Co. (“JPMorgan”) and the Institutional Investors, and the Trustees, dated November 15, 2013, and modified July 29, 2014 (the “Proposed Settlement”), including any presentation or analysis provided to or discussed with JPMorgan relating to the subject matter thereof;

¹ The Respondent-Investors are 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 (“NCUA”); the QVT Fund V LP, QVT Fund IV LP and Quintessence Fund L.P. (the “QVT Funds”); Ambac Assurance Corporation and The Segregated Account of Ambac Assurance Corporation (“Ambac”); DW Catalyst Master Fund, Ltd. and DW Value Master Fund, Ltd. (formerly Brevan Howard Credit Catalysts Master Fund Limited and Brevan Howard Credit Value Master Fund Limited) (the “DW Funds”); Triaxx Prime CDO 2006-1, Ltd., Triaxx Prime CDO 2006-2, Ltd., and Triaxx Prime CDO 2007-1, Ltd. (collectively, the “Respondent-Investors”). DW Funds joins in this motion as to all Institutional Investors other than TIAA and MetLife.

² “Institutional Investors” has the same meaning as set forth in The Institutional Investors’ Response to the Objecting Certificateholders’ Objections to the Trustees’ Request for Relief (Dec. 3, 2014), Doc. No. 192.

(2) W&L Investments, LLC (“W&L”) seeks an order compelling the Institutional Investors to provide responses to W&L’s discovery requests; and

(3) Triaxx Prime CDO 2006-1, Ltd., Triaxx Prime CDO 2006-2, Ltd., and Triaxx Prime CDO 2007-1, Ltd. seek an order compelling the Institutional Investors to produce documents concerning the Institutional Investors’ holdings (if any) in the trusts that are the subject of this settlement as of September 1, 2008 and April 1, 2009.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Stipulation and Proposed Scheduling Order dated June 30, 2015, answering papers, if any, must be served on or before July 14, 2015.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Stipulation and Proposed Scheduling Order dated June 30, 2015, reply papers, if any, must be served on or before July 17, 2015.

Dated: New York, New York
July 7, 2015

WOLLMUTH MAHER & DEUTSCH LLP

KOREIN TILLERY LLC

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