

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 BOARD, AND W&L INVESTMENTS, LLC

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.

**AFFIRMATION OF MICHAEL
A. ROLLIN IN SUPPORT OF
RESPONDENT-INVESTORS'
OMNIBUS MOTION TO
COMPEL THE INSTITUTIONAL
INVESTORS**

(Motion Sequence No. 21)

MICHAEL A. ROLLIN, an attorney duly licensed to practice law in the State of New York, affirms under penalty of perjury and says:

1. I am a member of the Bar of this Court and a shareholder of Jones & Keller, PC, attorneys of record for Respondent-Investor W&L Investments, LLC ("W&L Investments") in the above captioned action.

2. I submit this affirmation in support of Respondent-Investors' omnibus motion to compel the Institutional Investors. The parties have met and conferred with respect to their respective positions, but have been unable to resolve the present dispute.

3. I have knowledge of the facts set forth herein on the basis of personal knowledge and the review of documents in the possession of my firm.

4. Attached hereto as **Exhibit 1** is a true and correct copy of correspondence dated May 14, 2014, from W&L Investments, LLC to Bank of New York Mellon.

5. Attached hereto as **Exhibit 2** is a true and correct copy of an email dated January 28, 2015 from David Sheeren, counsel for the Institutional Investors, to Respondents, attaching discovery requests.

WHEREFORE it is respectfully requested that Respondent-Investors' omnibus motion to compel the Institutional Investors be granted.

Dated this 17th day of July, 2015.

/s/ Michael A. Rollin
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