

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-

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), 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

(Friedman, J.)

**AFFIDAVIT OF RYAN J.
McCAULEY IN SUPPORT
OF HIS ADMISSION *PRO
HAC VICE***

Ryan J. McCauley, being duly sworn, deposes and says:

1. I am an attorney duly admitted to the practice of law in the State of California. I am an associate in the law firm of Sullivan & Cromwell LLP, based at the firm's Palo Alto, California office.

2. This Affidavit is submitted in support of the request by non-party JPMorgan Chase & Co., pursuant to 22 NYCRR § 520.11, for my admission *pro hac vice* in the above-captioned proceeding.

3. I graduated from the Georgetown University Law Center in 2009. I was admitted to practice in the State of California in 2009, where I remain a member of the Bar in good standing. A current Certificate of Good Standing issued by the State Bar of California is attached hereto. I am also a member in good standing of the bars of the United States District Court for the Central District of California, the United States District Court for the Northern District of California, and the United States District Court for the Southern District of California. There are no pending disciplinary proceedings against me in any state or federal court, and I have not been disciplined, suspended, or disbarred from practice before any court.


4. I seek admission for the sole purpose of representing JPMorgan Chase & Co. in this proceeding. I shall abide by all Rules of this Court and shall abide by and be bound by any notices sent to the New York office of Sullivan & Cromwell LLP.

5. I have previously been admitted *pro hac vice* in New York State to represent affiliates of JPMorgan Chase & Co. in the actions titled *Bank of New York Mellon v. WMC Mortgage, et al.*, Index No. 654464/2012 (Sup. Ct. N.Y. Cnty.) and

SACO I Trust 2006-5, et al. v. EMC Mortgage LLC, et al., Index No. 651820/2012 (Sup. Ct. N.Y. Cnty.).

WHEREFORE, I respectfully request that this Court grant my admission *pro hac vice* to practice before this Court for the purpose of this proceeding and grant such other and further relief as the Court may deem just and proper.

Dated: November 13, 2015
Palo Alto, California

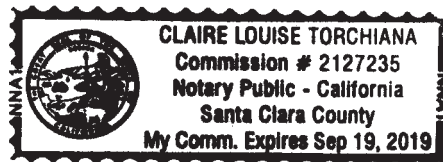

Ryan J. McCauley

State of California
County of Santa Clara

Subscribed and sworn to before me
on this 13 day of November, 2015
by Ryan J. McCauley,
proved to me on the basis of satisfactory evidence
to be the person who appeared before me.



NOTARY PUBLIC





THE STATE BAR OF CALIFORNIA

MEMBER RECORDS & COMPLIANCE

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1617

TELEPHONE: 888-800-3400

November 10, 2015

Ryan McCauley
Sullivan & Cromwell LLP
1870 Embarcadero Road
Palo Alto, CA 94301

Re: State Bar Member Number 264913 – Ryan Joseph McCauley

To Whom it May Concern:

In response to your recent request, enclosed please find the certificate(s) of standing for the above-referenced individual.

Should you need further information, please do not hesitate to contact the Member Services Center at 1-888-800-3400 or msc@calbar.ca.gov.

Sincerely,

Linda Kuzma
The State Bar of California – Member Services Center

Enclosure(s):

1 Standard

Delivery Method: UPS Domestic
PH: 6504615600



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TELEPHONE: 888-800-3400

CERTIFICATE OF STANDING

November 10, 2015

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, RYAN JOSEPH MCCAULEY, #264913 was admitted to the practice of law in this state by the Supreme Court of California on December 1, 2009; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Trustees or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

Louise Turner
Custodian of Membership Records