

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),

Index No. 652382/2014

Petitioners,

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

AFFIDAVIT OF JOSE C. FRAGA REGARDING THE NOTICE PROGRAM

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

JOSE C. FRAGA, being duly sworn, deposes and says:

1. I am a Senior Director of The Garden City Group (“GCG”). GCG was engaged by 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 (the “Trustees”), as trustees or indenture trustees under the residential mortgage-securitization trusts listed on Exhibit A to the Petition, to assist with the implementation of the Notice Program set forth in the Interim Decision and Order on Order to

Show Cause, dated August 15, 2014 (the “Order”).¹ Pursuant to the Order, the Notice and related documents were distributed and/or published in the manner described below.

A. SETTLEMENT WEBSITE

2. On August 19, 2014, GCG updated the website, *www.rmbstrusteesettlement.com*, to provide information regarding the Settlement. As directed by the Order, the website contains the Notice, the Order, the Petition and all other papers filed contemporaneously with the Petition. The website also contains, among other things, a copy of the Settlement, all other documents filed in this Article 77 Proceeding, a list containing Committee on Uniform Security Identification Procedures numbers related to the residential mortgage-backed securitization trusts covered by the initial offer in the Settlement, including such numbers for the Accepting Trusts, (the “CUSIP List”), certain expert reports, and notices provided by the Trustees. In addition, the website lists an email address for GCG, *questions@rmbsettlemnt.com*, as well as email addresses for the Trustees to which inquiries can be addressed.

B. PUBLICATION OF THE NOTICE

3. In accordance with the Order, GCG caused the Notice to be published in *The Wall Street Journal (Global)*, *Financial Times Worldwide*, *The New York Times*, *The Times (London)*, *USA Today*, *Investor’s Business Daily*, and *The Economist Worldwide Edition* for one business day per week for three consecutive weeks in each publication. Attached hereto as Exhibit A are affidavits or correspondence confirming the publication of the Notice by each publication.

4. GCG caused translated versions of the Notice to be published in *Les Echos* (France), *Die Welt* (Germany), *Il Sole 24 Ore* (Italy), *Tages Anzeiger* (Switzerland), *NRC Handelsblad* (Netherlands), *The Nikkei* (Japan), *Straits Times* (Singapore), *New Straits Times* (Malaysia), *China Business News* (China), and *Korea Economic Daily* (South Korea) for one

¹ Capitalized terms used, but not defined, herein have the meanings assigned to them in the Order.

business day per week for 3 consecutive week in each publication. Attached hereto as Exhibit B are affidavits confirming the publication of the Notice by each publication.

5. GCG also issued the Notice to the following media distribution wire services: *Business Wire*, *PR Newswire*, and *GlobeNewswire*. Each media distribution wire service issued the Notice, via press release, on a business day. Attached hereto as Exhibit C are confirmations from representatives of these media distribution wire services that the press releases were issued on a business day.

6. GCG also purchased banner advertisements announcing the Settlement and providing a hyperlink to www.rmbstrusteesettlement.com on the following websites: wsj.com, MarketWatch.com, Barrons.com, AllthingsD.com, IHT.com, investors.com, ft.com, reuters.com, economist.com, Globalcustody.net, Assetman.net, FundServices.net, and yahoo.com. Attached hereto as Exhibit D are screenshots of the banner advertisements as they appeared on the foregoing websites.

7. On September 8, 2014, GCG provided the Notice to The Depository Trust Company (“DTC”) which posted the Notice to Certificateholders in accordance with DTC’s established procedures.

8. On September 25, 2014, the Trustees confirmed to GCG that each Trustee posted a notice on each Trustees’ investor reporting website, if such Trustee performs investor reporting for an Accepting Trust, or confirmed that third parties who perform investor reporting for Accepting Trusts posted such a notice, advising investors of the Settlement and Article 77 Proceeding and referring them to www.rmbstrusteesettlement.com for information about the Settlement and the Article 77 Proceeding.

C. MAILED NOTICE PROGRAM

9. Beginning on September 18, 2014 and continuing through September 29, 2014, GCG mailed packets containing copies of the Notice, the Order, the Petition and all other papers filed contemporaneously with the Petition, certain other papers filed with the Court, and the CUSIP List by first-class, registered mail to Certificateholders listed in the Certificate Registry for each Accepting Trust, to each Certificateholder (or its counsel) that had communicated with the Trustees and requested such papers, and all persons and entities identified in paragraphs 4 (b) – (m) of the Micheletto Affirmation.


Jose C. Fraga

Sworn to before me this
13th day of October 2014


Notary Public

VANESSA M VIGILANTE
Notary Public, State of New York
No. 01VI6143817
Qualified in Nassau County
Commission Expires April 17, 2018