

At IAS Part 60 of the Supreme Court of the State of New York, held in and for the County of New York, at the Courthouse located at 60 Centre Street, New York, New York on the ___ day of __, 2023

PRESENT: Hon. Melissa A. Crane, Justice

In the matter of the application of

WELLS FARGO BANK, NATIONAL ASSOCIATION, U.S. BANK NATIONAL ASSOCIATION, U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, THE BANK OF NEW YORK MELLON, THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., WILMINGTON TRUST, NATIONAL ASSOCIATION, HSBC BANK USA, N.A., and DEUTSCHE BANK NATIONAL TRUST COMPANY (as Trustees, Indenture Trustees, Securities Administrators, Paying Agents, and/or Calculation Agents of Certain Residential Mortgage-Backed Securitization Trusts),

Petitioners,

For Judicial Instructions under CPLR Article 77 on the Distribution of a Settlement Payment.

Index No. 657387/2017

ORDER TO SHOW CAUSE

Upon reading the annexed Affirmation of Clay J. Pierce, dated February 6, 2023 (the “Pierce Affirmation”), counsel for Wells Fargo Bank, National Association, and upon the pleadings and proceeding heretofore had herein;

LET all parties, or their attorneys, show cause before the Hon. Melissa A. Crane at IAS Part 60, Room 647, of the Supreme Court of the State of New York for the County of New York, at the Courthouse located at 60 Centre Street, New York, New York, on _____, 2023 at _____ a.m./p.m., or as soon thereafter as counsel can be heard, why an Order should not be made and entered:

(a) Granting the [Proposed] Final Judgment and Order Concerning 24 Trusts, attached as Exhibit A to the Pierce Affirmation; and

(b) Granting such other and further relief as this Court deems just and proper.

SUFFICIENT REASON APPEARING THEREFOR,

1. ORDERED that Petitioners shall e-file and email this Order to Show Cause, together with the papers upon which it is based, upon all appearing counsel for the parties, no later than February ____, 2023 by e-filing and by email, and such service shall be deemed sufficient on all parties; and it is further

2. ORDERED that within twenty-one (21) days of the entry of this Order to Show Cause, the Petitioners shall cause notice of the hearing on this order to be provided by: (a) mailing a copy of a notice substantially in the form attached as Exhibit B to the Pierce Affirmation (the “Notice”) as well as the Order to Show Cause; the Affirmation of Clay J. Pierce in Partial Opposition to the Institutional Investors’ Order to Show Cause Seeking Entry of Final Judgment and Order for 37 Trusts; the Supplemental Affirmation of Clay J. Pierce in Partial Opposition to the Institutional Investors’ Order to Show Cause Seeking Entry of Final Judgment and Order for 37 Trusts; and the [Proposed] Final Judgment and Order Concerning 24 Trusts (the “24 Trust Proposed Judgment”) (collectively, the “Notice Documents”) to all certificateholders listed on the certificate registry for each of the Trusts subject to the 24 Trust Proposed Judgment and to any certificateholder in a Trust subject to the 24 Trust Proposed Judgment (or its counsel) that has requested such papers from any Petitioner; (b) electronically transmitting the Notice to The Depository Trust Company, which will post the Notice in accordance with its established procedures; and (c) electronically posting the Notice Documents to <http://www.rmbstrusteesettlement.com> (collectively, the “Notice Program”); and it is further

3. ORDERED that the Notice Program is approved, is the best notice practicable, is reasonably calculated to put interested parties on notice of this action, is good and sufficient service for all purposes under the CPLR and satisfies, and is in accordance with, CPLR 308 §§ 308(5), 311(b), and 311-a(b), as may be applicable, and satisfies the federal and state due process requirements and other applicable law; and it is further

4. ORDERED that opposition papers, if any, by any interested party to the entry of said [Proposed] Final Judgment and Order Concerning 24 Trusts are to be served at least two business days prior to the return date of this motion, by e-filing and by email upon all appearing counsel for the parties, and such service shall be deemed sufficient; and it is further

5. ORDERED that (i) parties that have not previously appeared in this action may file papers opposing entry of the [Proposed] Final Judgment and Order Concerning 24 Trusts only if such opposition is limited to objections concerning how Wells Fargo should treat the Cross-Over Date Issue in connection with all future normal course activity, (ii) such oppositions are to be served at least two business days prior to the return date of this motion, by e-filing and by email upon all appearing counsel for the parties, and (iii) and such service shall be deemed sufficient.

ENTER:

HON. MELISSA A. CRANE, J.S.C.