



Fay William - Notice Program Affidavit.pdf

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E-Signature Summary

E-Signature 1: WILLIAM FAY (WF)

March 13, 2023 06:25:17 -8:00 [E90ACD01B8DA] [71.244.151.35]
 williamfay2002@yahoo.com (Principal)

E-Signature Notary: Kaye S. Lindig (KSL)

March 13, 2023 06:25:17 -8:00 [B425934C67A9] [38.135.168.193]
 kaye.lindig@faegredrinker.com
 I, Kaye S. Lindig, did witness the participants named above electronically sign this document.



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

In the Matter of the Application of

WELLS FARGO BANK, NATIONAL ASSOCIATION,
U.S. NATIONAL BANK 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, or Securities Administrators, Paying Agents,
and/or Calculation Agents of Certain Residential
Mortgage-Backed Securitization Trusts),

Petitioner,

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

Index No. 657387/2017

**AFFIDAVIT OF
WILLIAM FAY**

STATE OF MARYLAND)
) ss.
COUNTY OF HOWARD)

**AFFIDAVIT OF WILLIAM FAY
REGARDING THE NOTICE PROGRAM
PURSUANT TO THE ORDER TO SHOW CAUSE ENTERED FEBRUARY 7, 2023**

WILLIAM FAY, being duly sworn, deposes and says:

1. I am a Vice President in the Default and Restructuring Group of the Corporate Trust Services department of Computershare Trust Company, N.A. (“CPU”). I make this affidavit regarding Wells Fargo Bank, National Association (“Wells Fargo”)’s compliance with the notice provisions of the Court’s *Order to Show Cause* (the “Order to Show Cause”) dated February 7, 2023 at Dkt. 1024.

2. Until November 1, 2021, I was a Vice President in the Default and Restructuring Group of the Corporate Trust Services department of Wells Fargo. Wells Fargo is the Trustee,

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Indenture Trustee, or Securities Administrator, Paying Agent, and/or Calculation Agent (in such capacity, the “Petitioner”, “Trustee”, or the “Securities Administrator”) of the twenty-four residential mortgage-backed securitization trusts listed on Exhibit A of the [Proposed] Final Judgment and Order Concerning 24 Trusts (the “24 Trust Proposed Judgment”) (each a “Trust” and collectively, the “Trusts”).

3. On November 1, 2021, Wells Fargo sold its Corporate Trust Services business to CPU. Per the terms of the sale, CPU was named as agent and attorney in fact for Wells Fargo with respect to Wells Fargo’s role as Trustee, Indenture Trustee, or Securities Administrator, Paying Agent, and/or Calculation Agent of the Trusts. As a representative of CPU, I am authorized to make this affidavit for and on behalf of Wells Fargo solely in its capacity as Trustee, Indenture Trustee, or Securities Administrator, Paying Agent, and/or Calculation Agent of the Trusts. I have personal knowledge of the facts set forth herein.

4. Paragraph 2 of the Order to Show Cause sets forth the notice and procedures for providing notice that Wells Fargo must undertake (the “Notice Program”). The Notice Program requires Wells Fargo to transmit the following documents (the “Notice Documents”) by mail to certain parties:

- a. A notice (the “Notice”);
- b. The Order to Show Cause;
- c. 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;
- d. 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
- e. The 24 Trusts Proposed Judgment.



5. The Order to Show Cause also requires Wells Fargo to electronically transmit the Notice Documents to the Depository Trust & Clearing Company (“DTC”), and to electronically post the Notice Documents to <http://www.rmbstrusteesettlement.com> (the “RMBS Website”).

6. This affidavit addresses Wells Fargo’s compliance with the Notice Program, as required by the Order to Show Cause.

7. I caused a copy of the Notice Documents to be mailed to all certificateholders listed on the certificate registry for each of the Trusts subject to the 24 Trust Proposed Judgment by directing an Operations Analyst at CPU (the “Operations Analyst”) to mail the Notice Documents to these parties.

8. I received confirmation from the Operations Analyst on February 15, 2023, in the form of an email confirmation, that the mailing described in the preceding paragraph was completed on February 15, 2023. A copy of that email confirmation is attached as **Exhibit A**.¹

9. Regarding the Order to Show Cause’s provision to provide the Notice Documents to certificateholders (or their respective counsel) who specifically requested service, no certificateholders requested service of the Notice Documents separate and apart from the Notice Program.

10. On February 14, 2023, I caused a copy of the Notice Documents for all Trusts to be transmitted to DTC, for DTC to post in accordance with its established procedures, by causing the Notice Documents for all the Trusts to be emailed to legalandtaxnotices@dtcc.com on

¹ Notice Documents were inadvertently mailed to the holders of the GPMF 2005-AR~~4~~4 Trust, and not the GPMF 2005-AR~~5~~5 Trust. The holders in GPMF 2005-AR5 received the Notice Documents through DTC and via Petitioner’s posting on the RMBS Trustee settlement website before February 28, 2023. The inadvertent mailing error was discovered on March 6, 2023. I immediately caused the Notice Documents to be mailed to the registered holders of GPMF 2005-AR5 on March 6, 2023. An excerpt of the email thread with the confirmation of the mailing is attached hereto as **Exhibit B**.



February 14, 2023.² The email received from DTC confirming that the Notice Documents were published in accordance with DTC’s established procedures is attached hereto as **Exhibit C**.

11. On February 14, 2023, CPU received confirmation from DTC that DTC had posted the Notice Documents for all Trusts. On the DTC confirmation, only the first six characters of the CUSIPs are listed. During prior notice programs that Wells Fargo has undertaken, Wells Fargo has confirmed with DTC that the six characters listed on these confirmations are a six-character family CUSIP which allows the certificateholders for the relevant Trust to locate all notices relating to the Trust. The email from DTC to Wells Fargo explaining the six-character family CUSIP is attached as **Exhibit D**.

12. I caused a copy of the Notice Documents to be electronically posted to the RMBS Website by directing Faegre Drinker to transmit the Notice Documents to the host of the RMBS Website. Faegre Drinker received confirmation that the Notice Documents had been posted to the RMBS Website on February 21, 2023, excerpts of the email confirming are attached hereto as **Exhibit E**.

13. In addition to the Notice Program, I caused a copy of the Notice Documents to be posted to the investor reporting website for the Trusts, www.ctslink.com (“CTSLink”).

WILLIAM FAY
SIGNED BY 2023/03/13 06:25:17 -8:00

William Fay

Sworn to before me this
13th day of March,
2023.

Kaye S Lindig
SIGNED BY 2023/03/13 06:25:17 -8:00

Notary Public



Notarial act performed by audio-visual communication

² DTC, through its subsidiaries, provides clearing, settlement, and information services for equities, corporate and municipal bonds, government- and mortgage-backed securities, money market instruments, and over-the-counter derivatives.



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