

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. BANK 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
Administration and Distribution of a Settlement Payment.

Index No. 0657387/2017

**AFFIRMATION OF BRIAN S.
FRASER IN SUPPORT OF
ANSWER OF AXONIC
CAPITAL LLC**

Brian S. Fraser, an attorney duly admitted to practice in the Courts of the State of New York, hereby affirms the following to be true, under penalty of perjury, pursuant to CPLR § 2106:

1. I am a partner in the law firm of Akerman LLP, attorneys for Interested Party Axonic Capital LLC ("Axonic"). Axonic is the investment advisor for the funds listed below ("Axonic Funds"). I am fully familiar with, and have personal knowledge of, the facts and circumstances set forth herein.

2. I respectfully submit this affirmation in support of Axonic's Answer to the Petition.

3. The Axonic Funds are holders of certificates in the Trusts identified below:

CUSIP	Security Name	Fund(s) and Original Face Amounts
65541BAE4	NMRR 2015-10R 2A2	Axonic Credit Opportunities Master Fund, LP (3,280,330)
65541HAB7	NMRR 2015-11R 1A2	Axonic Credit Opportunities Master Fund, LP (3,285,462)
17314RAB1	CMLTI 2008-AR4 1A2	Axonic Credit Opportunities Master Fund, LP (33,800,000) OC 523 Master Fund, Ltd. (5,619,675)
17314RAF2	CMLTI 2008-AR4 2A2	Axonic Credit Opportunities Master Fund, LP (35,000,000) OC 523 Master Fund, Ltd. (3,785,481)
07400LAT1	BSMF 2006-SL6 2A	Axonic Credit Opportunities Master Fund, LP (10,100,000) OC 523 Master Fund, Ltd. (10,179,000)
07401PAB0	BSMF 2007-SL1 2A	Axonic Credit Opportunities Master Fund, LP (12,000,000), NB 523 Offshore Fund, Ltd. (12,050,000)
25160HAN5	DMARC 2014-RS1 4A2	Axonic Credit Opportunities Master Fund, LP (7,230,818), NB 523 Offshore Fund, Ltd. (1,343,274)
94987XAJ6	WFMLT 2011-RR4 2A2	Axonic Credit Opportunities Master Fund, LP (5,299,405)
74161YAR6	PRIME 2006-2 1A21	NB 523 Offshore Fund, Ltd (29,777,000), OC 523 Master Fund, Ltd (4,662,000), Axonic PG Structured Credit Fund, LP (13,926,000)

Dated: New York, New York
January 29, 2018

/s/ Brian S. Fraser
Brian S. Fraser