

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 DEUSTCHE 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

Hon. Marcy S. Friedman  
Part 60

**NOVER VENTURES, LLC'S  
AMENDED WITHDRAWAL  
OF SUBMISSION FOR  
CERTAIN TRUSTS**

Nover Ventures, LLC (“Nover”) is an Interested Person, as that term is defined in the Order to Show Cause entered on December 19, 2017, in certain of the Settlement Trusts identified in the Petition filed by Wells Fargo 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 U.S.A., N.A. and Deutsche Bank Trust Company (collectively, “Petitioners”). Nover respectfully files this Submission under that Order to Show Cause and the Clarifying Order (collectively, the “Orders”).

On April 12, 2018, Nover withdrew its submission of interests with respect to the BSABS 2005-FR1; BSABS 2005-HE4; BSABS 2005-HE5; BSABS 2005-HE9; and SAMI 2006-AR3 Settlement Trusts. Nover, however, does still have an interest in the BSABS 2005-FR1, BSABS 2005-HE4, and BSABS 2005-HE9 Settlement Trusts. These interests are all represented in Nover’s February 21, 2018 Affirmation and they were mistakenly included in the withdrawal of

submission for certain trusts dated April 12, 2018. Accordingly, the only Settlement Trusts in which Nover is withdrawing its interests are BSABS 2005-HE5 and SAMI 2006-AR3.

Nover continues to maintain its position with respect to all other Settlement Trusts and Nover respectfully requests the Court to instruct Petitioners to distribute the Allocable Shares for the Settlement Trusts in a manner that is consistent with the terms, meaning, and intent of the Governing Agreements by following the language of those agreements, including without limitation by using the Write-Up First Method. Nover also requests all other relief, at law or in equity, to which it may be justly entitled.

DATED: May 18, 2018  
New York, New York

Respectfully submitted,

MCKOOL SMITH, P.C.

By: /s/ Gayle R. Klein  
Gayle R. Klein  
Robert W. Scheef  
David I. Schiefelbein

One Bryant Park, 47th Floor  
New York, New York 10036  
gklein@mckoolsmith.com  
rscheef@mckoolsmith.com  
rschiefelbein@mckoolsmith.com  
(t) (212) 402-9400  
(f) (212) 402-9444

*Attorneys for Nover Ventures, LLC*