

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
Distribution of a Settlement Payment.

Index No. 657387/2017

**NOTICE OF
[PROPOSED] PARTIAL
SEVERANCE ORDER
AND PARTIAL
FINAL JUDGMENT WITH
RESPECT TO ONE
SETTLEMENT TRUST,
BSABS 2005-HE5**

Pursuant to Section (3) of the Court's Scheduling Order dated February 13, 2018, Prophet Mortgage Opportunities LP ("Prophet"), Poetic Holdings VI LLC, Poetic Holdings VII LLC and affiliates ("Poetic"), and the Institutional Investors respectfully submit a [Proposed] Partial Severance Order and Partial Final Judgment with respect to the Settlement Trust BSABS 2005-HE5. BSABS 2005-HE5 has not been the subject of any previous proposed severance order presented to the Court in this proceeding.

Poetic and Prophet, the Institutional Investors, and Nover Ventures LLC are the only respondents to have asserted an interest in Settlement Trust BSABS 2005-HE5. By notices dated April 12, 2018 and May 18, 2018, Nover Ventures LLC withdrew its submission with respect to certain trusts, including BSABS 2005-HE5 (Dkt. 323 and 396), leaving Poetic, Prophet and the Institutional Investors as the only respondents asserting an interest in that trust.

Accordingly, Poetic, Prophet and the Institutional Investors respectfully request that the Court enter the attached [Proposed] Partial Severance Order and Partial Final Judgment.¹ U.S. Bank, the payment administrator and Trustee for BSABS 2005-HE5, has been consulted on the form of this order.

Dated: New York, New York
May 25, 2018

AXINN, VELTROP & HARKRIDER LLP

By: /s/ Donald W. Hawthorne
Donald W. Hawthorne
Felix J. Gilman
114 W 47th Street
New York, NY 10036
Tel: 212.728.2200
Fax: 212.728.2201
dhawthorne@axinn.com
fgilman@axinn.com

*Attorneys for Respondents Poetic Holdings VI
LLC, Poetic Holdings VII LLC and affiliates
and Prophet Mortgage Opportunities LP*

WARNERS PARTNERS, P.C.

By: /s/ Kenneth E. Warner
Kenneth E. Warner
950 Third Avenue, 32nd Floor
New York, New York 10022
(212) 593-8000

¹ By submitting this proposed order, no party makes any admission with respect to the standing of any party, and all parties expressly reserve all rights to challenge any party's standing with respect to any Settlement Trust other than BSABS 2005-HE5.

GIBBS & BRUNS LLP

By: /s/ David M. Sheeren
Kathy D. Patrick
David M. Sheeren
1100 Louisiana, Suite 5300
Houston, Texas 77002
(713) 650-8805

Attorneys for The Institutional Investors