

**SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK: IAS PART 60**

<p>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),</p> <p style="text-align: right;"><i>Petitioners,</i></p> <p>For Judicial Instructions under CPLR Article 77 on the Distribution of a Settlement Payment.</p>	<p style="text-align: center;">Index No. 657387/2017 (Friedman, J.)</p> <p style="text-align: center;"><b>AFFIRMATION OF SETH D. ALLEN IN SUPPORT OF MEMORANDUM OF LAW OF U.S. BANK NATIONAL ASSOCIATION, AS TRUSTEE OF THE NIM TRUSTS HOLDING INTERESTS IN THE HBK SETTLEMENT TRUSTS REGARDING THE PAY FIRST, WRITE-UP SECOND ISSUE</b></p>
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**SETH D. ALLEN**, an attorney duly licensed to practice law in the State of New York affirms the following under penalty of perjury:

1. I am an associate with Schlam Stone & Dolan LLP, counsel HBK Master Fund L.P. (“HBK”), which is providing direction to U.S. Bank National Association (“U.S. Bank”), as trustee of the NIM Trusts holding interests in the settlement trusts for which HBK previously appeared in this action (the “HBK Trusts”). I submit this affirmation in support of U.S. Bank’s memorandum of law regarding the pay first, write-up second issue.

2. Attached hereto Exhibit 1 is a true and correct list of the HBK Trusts.

3. Attached hereto Exhibit 2 is a true and correct copy of the Settlement Agreement.

4. Attached hereto as Exhibit 3 is (i) a summary chart providing the definition of Subsequent Recoveries from the Pooling and Servicing Agreements (“PSA”) governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

5. Attached hereto as Exhibit 4 is (i) a summary chart providing the definition of Principal Funds from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

6. Attached hereto as Exhibit 5 (i) a summary chart providing the distribution provisions (Section 5.04) from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

7. Attached hereto as Exhibit 6 is (i) a summary chart providing the definition of Excess Spread from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

8. Attached hereto as Exhibit 7 is (i) a summary chart providing the definition of Remaining Excess Spread from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

9. Attached hereto as Exhibit 8 is (i) a summary chart providing the definition of Overcollateralization Release Amount from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

10. Attached hereto as Exhibit 9 is (i) a summary chart providing the definition of Principal Distribution Amount from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

11. Attached hereto as Exhibit 10 is a true and correct list of the NIM Indentures which govern the NIM Trusts that hold a direct interest in the HBK Trusts.

Dated: New York, New York  
September 14, 2018

*Seth D. Allen*

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**Seth D. Allen**