

**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. 657387/2017

**AFFIDAVIT OF HOUDIN HONARVAR IN SUPPORT OF MEMORANDUM OF DW
PARTNERS LP AND ELLINGTON MANAGEMENT GROUP, L.L.C. ON THE MERITS
OF THE PETITION FOR JUDICIAL INSTRUCTIONS UNDER ARTICLE 77 AS TO
CERTAIN REMAINING DISPUTED TRUSTS**

STATE OF NEW YORK)
) ss:
NEW YORK COUNTY)

I, HOUDIN HONARVAR, being duly sworn, deposes and says:

1. I am the General Counsel of Respondent DW Partners, L.P. (“DW”). I make this affidavit in support of the Memorandum of DW Partners LP and Ellington Management Group, L.L.C. (“Ellington”) on the Merits of the Petition for Judicial Instructions under Article 77 as to Certain Remaining Disputed Trusts in the above-captioned case.

2. The statements in this Affidavit are based upon my personal knowledge and upon review of DW’s books and records. If called as a witness, I could and would testify competently as to the matters set forth herein.

3. Neither the Securities Administrator nor the Trustee of the BSABS 2006-HE3 Trust has indicated that it has taken any steps to cancel or make final distributions on the Trust's Zero Balance Classes (as that term is defined in the accompanying merits brief filed by DW and Ellington), or provided any notice of same.

4. DW's Certificates in the BSABS 2006-HE3 Trust were never presented or surrendered to the Trustee for cancellation, and no final distribution was made on such Certificates.

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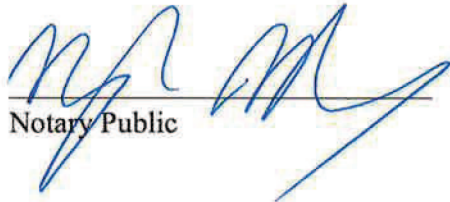
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I declare under penalty of perjury that the foregoing is true and correct.

Dated: September 14, 2018
New York, New York


Houdin Honarvar

Sworn to before me this 14 day of
September 2018


Notary Public

MEAGHAN MAHONEY
Notary Public, State of New York
Reg. No. 01MA6346899
Qualified in Nassau County
My Commission Expires 8/22/2020