

**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>Index No. 657387/2017 (Friedman, J.)</p> <p><b>OPPOSITION AFFIRMATION OF SETH D. ALLEN IN SUPPORT OF OPPOSITION 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 to 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 Opposition Memorandum of Law Regarding The Pay First, Write-Up Second Issue.<sup>1</sup>

2. Attached hereto as Exhibit 1 is (i) a summary chart providing the definition of Certificate Principal Balance from the Pooling and Servicing Agreements (“PSA”) governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

<sup>1</sup> All capitalized terms in this Affirmation have the meaning given to them in the Petition, unless otherwise specified.

3. Attached hereto as Exhibit 2 is (i) a summary chart providing the definition of Current Interest from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

4. Attached hereto as Exhibit 3 is (i) a summary chart providing the definition of Accrual Period from the PSAs 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 Interest Determination Date 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 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.

7. Attached hereto as Exhibit 6 is (i) a summary chart providing the definition of Overcollateralization Amount 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 Extra Principal Distribution Amount 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 allocation of realized loss provisions (Section 5.05) from the PSAs governing the HBK Trusts; and (ii) true and correct excerpts of the relevant provisions of those PSAs.

Dated: New York, New York  
September 28, 2018

*Seth D. Allen*

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Seth D. Allen