

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

**NOTICE OF [PROPOSED]
MODIFIED INTERIM ORDER
CONCERNING SETTLEMENT
TRUSTS FOR WHICH NO
INVESTORS HAVE APPEARED
(5 TRUSTS)**

TO THE HONORABLE MARCY FRIEDMAN:

The undersigned Petitioners (the “Relevant Petitioners”) jointly move for entry of an order (the “Proposed Order”) concerning the proposed procedure for resolving the issues identified in the Petition¹ related to the Settlement Payment Application Process for the Settlement Trusts for which no parties have appeared in this proceeding (the “No Appearance Settlement Trusts”). The Proposed Order would modify the Interim Order Concerning Settlement Trusts For Which No Investors Have Appeared dated March 14, 2018 (NYSCEF No. 270) (the “Interim Order”). Included herewith is the Proposed Order and a redline comparing the Proposed Order to the Interim Order.

¹ The Petition is filed with the Court at NYSCEF No. 1. All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Petition.

As set forth more fully in the Proposed Order, there are currently five No Appearance Settlement Trusts. The issues related to the No Appearance Settlement Trusts substantially overlap with the issues that the Court is presently considering related to the Settlements Trusts for which the Settlement Payment Application Process is subject to dispute (the “Disputed Settlement Trusts”), and it is expected that the Court will issue a merits ruling or rulings (the “Merits Ruling(s)”) on the Disputed Settlement Trusts. The Proposed Order sets forth a procedure pursuant to which the Relevant Petitioners would file proposed orders for the No Appearance Settlement Trusts following entry of the Merits Ruling(s) and the expiration of the applicable appeal period(s). The proposed orders would resolve the issues related to the No Appearance Settlement Trusts in a manner consistent with the Court’s reasoning set forth in the Merits Ruling(s).

For the reasons set forth herein and in the Proposed Order, the Relevant Petitioners respectfully request that the Court enter the Proposed Order.

Dated: New York, NY
January 4, 2019

JONES DAY

By: /s/ Nina Yadava

Nina Yadava
250 Vesey Street
New York, NY 10281
Tel.: (212) 326-3939

Keith M. Kollmeyer (*pro hac vice*)
100 High Street
Boston, MA 02110
Tel.: (617) 449-6923

*Attorneys for Petitioner U.S. Bank National
Association*

HAHN & HESSEN LLP

By: /s/ Zachary G. Newman

Zachary G. Newman
Stephen J. Grable
Brigitte R. Rose
488 Madison Avenue
New York, NY 10022
Tel.: (212) 478-7200
Fax: (212) 478-7400

-and-

FAEGRE BAKER DANIELS LLP

By: /s/ Michael F. Doty

Michael F. Doty (*pro hac vice*)
Stephen M. Mertz (*pro hac vice*)
Julie R. Landy (*pro hac vice*)
90 South Seventeenth Street
Minneapolis, Minnesota 55402
Tel.: (612) 766-7000
Fax: (612) 766-1600

*Attorneys for Petitioner Wells Fargo Bank,
National Association*

ALSTON & BIRD LLP

By: /s/ Alexander S. Lorenzo

Alexander S. Lorenzo
90 Park Avenue
New York, NY 10016
Tel.: (212) 910-9400

*Attorneys for Petitioner Wilmington Trust
National Association*