

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

In the matter of the application of

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, LAW DEBENTURE TRUST COMPANY OF NEW YORK, WELLS FARGO BANK, NATIONAL ASSOCIATION, HSBC BANK USA, N.A., and DEUTSCHE BANK NATIONAL TRUST COMPANY (as Trustees under various Pooling and Servicing Agreements and Indenture Trustees under various Indentures),

Petitioners,

for an order, pursuant to CPLR § 7701, seeking judicial instruction.

Index No. 652382/2014

**SUPPLEMENTAL
AFFIRMATION OF
ROBERT C. MICHELETTO**

I, Robert C. Micheletto, an attorney admitted to practice in the courts of the State of New York, affirms under penalty of perjury as follows:

1. I am a member of the firm of Jones Day, attorneys for Petitioner U.S. Bank National Association. I submit this affirmation in support of the Trustees' Brief In Further Support of the Order to Show Cause (the "Notice Program Brief") filed by 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, Law Debenture Trust Company of New York, Wells Fargo Bank, National Association, HSBC Bank U.S.A., N.A., and Deutsche Bank National Trust Company, solely in their respective capacities as trustees, indenture trustees, successor trustees, and/or separate trustees (collectively, the "Accepting Trustees" or "Trustees") of the residential mortgage-backed securitization trusts listed on Exhibit A to the Petition (all of the trusts on Exhibit A, collectively, the "Accepting Trusts").

2. On June 29, 2011, The Bank of New York Mellon filed, among other papers, an Order To Show Cause seeking, in part, approval of a notice program substantially similar to the Notice Program described in paragraphs 5(a)-(h) of the Affirmation of Robert C. Michelleto on August 4, 2014. These papers began the Bank of America Proceeding (as defined in the Notice Program Brief). A true and correct copy of the Order to Show Cause filed in the Bank of America Proceeding is attached hereto as Exhibit A.

3. Shortly after the Bank of America Proceeding began, counsel for certain intervening investors objected to the proposed settlement at issue in that action. During the course of a trial to determine the appropriateness of the trustees' settlement evaluation process, Jose Fraga, a director of Garden City Group, Inc., gave testimony as to the implementation of the notice program in the Bank of America Proceeding. Garden City Group, Inc. is a leading provider of legal administrative services for class action, mass tort, and bankruptcy cases. A true and correct copy of the transcript of Jose Fraga's trial testimony is attached hereto as Exhibit B.

4. On January 31, 2014, the Court in the Bank of America Proceeding entered its Decision/Order/Judgment. A true and correct copy of the Decision/Order/Judgment is attached hereto as Exhibit C.

Dated: August 5, 2014
New York, New York

s/ Robert C. Micheletto

Robert C. Micheletto