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

In the matter of the application of

THE BANK OF NEW YORK MELLON (as Trustee under
various Pooling and Servicing Agreements and Indenture Trustee
under various Indentures), *et al.*

Petitioners,

for an order, pursuant to C.P.L.R. § 7701, seeking judicial
instructions and approval of a proposed settlement.

Index No. 651786/2011

Hon. Saliann Scarpulla

AFFIRMATION OF
MICHAEL A. ROLLIN

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

MICHAEL A. ROLLIN, an attorney admitted to practice law in
the courts of this state, affirms that the following is true under the penalty of perjury:

1. I am a partner with the law firm of Jones & Keller, P.C., counsel for the AIG Entities¹, Respondents in the above-captioned proceeding. I am fully familiar with the facts and circumstances set forth herein. I submit this affirmation in support of Respondents' motion for an order:

- (a) staying entry of final judgment so the Court can conduct further proceedings, as may be appropriate, to address all issues left open by the Court's January 31, 2014 Decision/Order/Judgment; and
- (b) granting respondents such other and further relief as the Court may deem just and proper.

2. Attached hereto as Exhibit A is a true and correct copy of the Decision/Order/Judgment of the Honorable Barbara R. Kapnick, dated January 31, 2014, in the above-captioned proceeding.

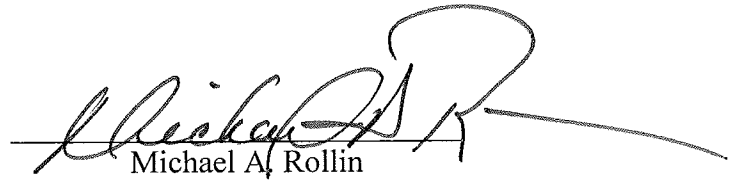
3. Attached hereto as Exhibit B is a true and correct copy of the Settlement Agreement entered into by and among The Bank of New York Mellon in its capacity as trustee or indenture trustee of certain trusts, Bank of America Corporation and Bank of America Home Loans Servicing, LP, and Countrywide Financial Corporation and Countrywide Home Loans, Inc., dated June 28, 2011.

¹ The AIG Entities include American International Group, Inc., American General Assurance Company, American General Life and Accident Insurance Company, American General Life Insurance Company, American General Life Insurance Company of Delaware, American Home Assurance Company, American International Life Assurance Company of New York, Chartis Property Casualty Company, Chartis Select Insurance Company, Commerce and Industry Insurance Company, First SunAmerica Life Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, PA, New Hampshire Insurance Company, SunAmerica Annuity and Life Assurance Company, SunAmerica Life Insurance Company, The Insurance Company of The State of Pennsylvania, The United States Life Insurance Company in The City of New York, The Variable Annuity Life Insurance Company, and Western National Life Insurance Company.

4. Attached hereto as Exhibit C is a true and correct copy of the [Proposed] Final Order and Judgment, submitted by Petitioners as Exhibit F to the Petition in this Article 77 proceeding.

5. No prior request has been made for the relief requested in this motion.

Dated: New York, New York
February 4, 2014



Michael A. Rollin