

EXHIBIT R-1072



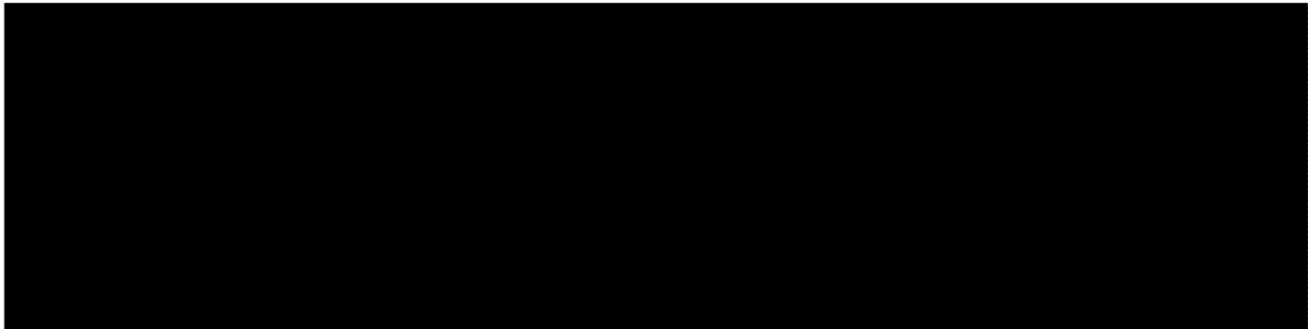
Jana J. Litsey
Deputy General Counsel
Director of Litigation/Regulatory Inquiries

November 4, 2010

Jason H.P. Kravitt
Mayer Brown LLP
1675 Broadway
New York NY 10019-5820

Dear Jason:

I wish to confirm our understanding with respect to representation by Mayer Brown LLP (the "Firm") of The Bank of New York Mellon (the "Company") in connection with advice relating to the rights and obligations of the Company, in its role as indenture trustee, in the transactions that are sponsored and serviced by subsidiaries or affiliates of Bank of America Corporation (the "Bank") that are identified on Exhibit A, together with any additional transactions that are sponsored and serviced by subsidiaries or affiliates of the Bank in which the Company also acts as indenture trustee (the "Limited Engagement").

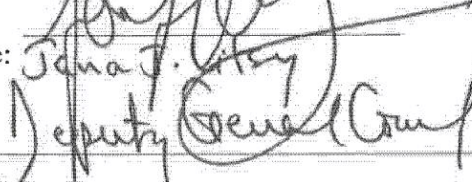


The foregoing consent is also subject to the Firm's receipt of a written consent from the Company to the Firm's present representation of the Bank and any of its subsidiaries and affiliates in connection with any and all matters in which the Firm currently represents the Bank or any of its subsidiaries and affiliates.

We note, of course, that consistent with your professional obligations, the Bank expects assertive and unbiased representation in all circumstances where the Firm has been engaged by it or any of its affiliates or subsidiaries to provide legal services.

Sincerely,

BANK OF AMERICA CORPORATION

By: 
Name: Jana J. Litsey
Title: Deputy General Counsel

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jana.j.litsey@bankofamerica.com

Bank of America, NC1-002-29-01
101 S. Tryon Street, Charlotte, NC 28255

In re BNYM
Index No. 651786/11
Trial Exhibit
R-1072

EXHIBIT A

Deal Name	Deal Name	Deal Name
CWALT 2004-32CB	CWHL 2004-22	CWL 2006-15
CWALT 2004-6CB	CWHL 2004-25	CWL 2006-16
CWALT 2004-J1	CWHL 2004-29	CWL 2006-19
CWALT 2005-14	CWHL 2004-HYB9	CWL 2006-2
CWALT 2005-21CB	CWHL 2005-11	CWL 2006-20
CWALT 2005-24	CWHL 2005-14	CWL 2006-22
CWALT 2005-32T1	CWHL 2005-18	CWL 2006-24
CWALT 2005-35CB	CWHI 2005-19	CWL 2006-25
CWALT 2005-36	CWHL 2005-2	CWL 2006-26
CWALT 2005-44	CWHL 2005-3	CWL 2006-3
CWALT 2005-45	CWHL 2005-30	CWL 2006-5
CWALT 2005-56	CWHL 2005-9	CWL 2006-7
CWALT 2005-57CB	CWHL2005-HYB3	CWL 2006-9
CWALT 2005-64CB	CWHL 2005-HYB9	CWL 2006-BC2
CWALT 2005-72	CWHL 2005-R3	CWL 2006-BC3
CWALT 2005-73CB	CWHL 2006-9	CWL 2006-BC4
CWALT 2005-74T1	CWHL 2006-HYB2	CWL 2006-BC5
CWALT 2005-81	CWHL 2006-HYB5	CWL 2006-SD1
CWALT 2005-AR1	CWHL 2006-J2	CWL 2006-SD3
CWALT 2005-J5	CWHL 2006-OA5	CWL 2006-SD4
CWALT 2005-J9	CWHL 2006-R2	CWL 2006-SPS2
CWALT 2006-14CB	CWHL 2007-12	CWL 2007-2
CWALT 2006-20CB	CWHL 2007-16	CWL 2007-5
CWALT 2006-37R	CWHL 2008-3R	CWL 2007-6
CWALT 2006-41CB	CWL2005-10	CWL 2007-7
CWALT 2006-HY12	CWL 2005-11	CWL 2007-9
CWALT 2006-OA11	CWL 2005-13	CWL 2007-BC1
CWALT 2006-OA16	CWL2005-16	CWL 2007-BC2
CWALT 2006-OA17	CWL 2005-2	CWL 2007-BC3
CWALT 2006-OA6	CWL 2005-4	CWL 2007-QH1
CWALT 2006-OA9	CWL 2005-5	CWL 2007-S3
CWALT 2006-OC10	CWL 2005-6	
CWALT 2006 OC2	CWL 2005-7	
CWALT 2006-OC4	CWL 2005-8	
CWALT 2006-OC5	CWL 2005-9	
CWALT 2006-OC6	CWL 2005-AB2	
CWALT 2006-OC7	CWL 2005-AB3	
CWALT 2007-17CB	CWL 2005-AB4	
CWALT 2007-23CB	CWL 2005-BC5	
CWALT 2007-24	CWL 2005-IM1	
CWALT 2007-OA7	CWL 2006-10	
CWALT 2008-2R	CWL 2006-12	