

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 CPLR § 7701, seeking judicial instructions and approval of a proposed settlement.

**Index No. 651786-2011**

**Hon. Saliann Scarpulla**

**NOTICE OF ENTRY**

PLEASE TAKE NOTICE that the within is a true and correct copy of the Modified Judgment Upon Remittitur entered on April 27, 2015, in the New York County Clerk's Office.

Dated: May 1, 2015  
New York, New York

s/Matthew D. Ingber  
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*Attorneys for Petitioner The Bank of New York Mellon*

To:

*All Counsel of Record*

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 CPLR § 7701, seeking  
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**Index No. 651786-2011**

**NOTICE OF SETTLEMENT**

PLEASE TAKE NOTICE that, pursuant to Uniform Rule 202.48, the attached Proposed  
Modified Judgment Upon Remittitur will be presented for settlement and entry to The Honorable  
Justice Saliann Scarpulla, at Room 208, at the Courthouse located at 60 Centre Street, New  
York, New York 10007, on April 13, 2015 at 9:30 a.m.

Dated: New York, New York  
April 8, 2015

s/Christopher J. Houpt  
Matthew D. Ingber  
Christopher J. Houpt  
MAYER BROWN LLP  
1221 Avenue of the Americas  
New York, New York 10020  
(212) 506-2500  
*Attorneys for Petitioner*  
*The Bank of New York Mellon*

To: All Counsel of Record

**FILED**  
**APR 27 2015**  
**COUNTY CLERK'S OFFICE**  
**NEW YORK**

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  
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Petitioners,

for an order, pursuant to CPLR § 7701, seeking  
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settlement.

**Index No. 651786-2011**

**[PROPOSED] MODIFIED  
JUDGMENT UPON REMITTITUR**

Petitioner, The Bank of New York Mellon (the "Trustee"), having applied to this Court for an order pursuant to CPLR § 7701 for judicial instructions and approval of a settlement entered into by and among the Trustee, Bank of America Corporation, BAC Home Loans Servicing, LP, Countrywide Financial Corporation, and Countrywide Home Loans, Inc. (the "Settlement");

UPON all pleadings heretofore had;

UPON all proceedings, including 36 days of evidentiary hearing from June 3, 2013 to November 21, 2013;

UPON the Order and Judgment, Supreme Court, New York County (Barbara R. Kapnick, J.), entered February 21, 2014, which, among other things, stated on page 53 that "paragraphs (h), (i), (j), (k), and (t) of the PFOJ [Proposed Final Order and Judgment] are approved to the extent that they do not apply to the loan modification claims" and "it is hereby ORDERED and ADJUDGED that the Settlement Agreement is approved except to the extent that it releases the loan modification claims";

UPON the Decision and Order of the Appellate Division, First Department, entered March 5, 2015, which ordered that the February 21, 2014 judgment "should be modified, on the law and the facts, to approve the settlement in all respects, including the aspect releasing the loan modification claims, and otherwise affirmed" and stated "that the Trustee did not abuse its discretion or act unreasonably or in bad faith in embarking on the settlement here," that "[t]he Trustee acted within its authority throughout the process, and there is no indication that it was acting in self-interest or in the interests of BofA rather than those of the ~~certificatholders~~ <sup>certificatholders</sup>," and that "it would have been unreasonable to decline to enter into the settlement";

UPON a Remittitur having been filed with the New York County Clerk (NYSCEF Doc. No. 1145) on March 9, 2015.

NOW, in accordance with the Decision and Order of the Appellate Division, First Department, entered March 5, 2015, it is hereby ORDERED and ADJUDGED that the above Order and Judgment of the Supreme Court, New York County, entered February 21, 2014, is "modified, on the law and the facts, to approve the settlement in all respects, including the aspect releasing the loan modification claims," as follows:

1. The settlement is approved in all respects, including the aspect releasing the loan modification claims;
2. The final sentence of the middle paragraph on page 53 is modified to delete the clause "to the extent that they do not apply to the loan modification claims"; and
3. The first sentence of the final paragraph on page 53 is modified to delete the clause "except to the extent that it releases the loan modification claims."

The Clerk of the Court is directed to enter this Modified Judgment as a Judgment.

Dated: April 22, 2015

ENTER



J.S.C.

HON. SALIANN SCARPULLA

Miltona Deryling  
Clerk

**FILED** as a judgment  
APR 27 2015  
COUNTY CLERK'S OFFICE  
NEW YORK

Index No. 051786/2011

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

~~Plaintiff~~ Petitioner

~~vs.~~  
For an order pursuant to C.P.R. § 7701,  
seeking judicial instructions and approval  
of proposed settlement ~~\_\_\_\_\_~~

JUDGMENT

Mayor Brown LLP  
1221 Avenue of the Americas  
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(212) 506-2500

FILED

APR 27 2015

AT 1:45 PM  
N.Y. CO. CLERK'S OFFICE

RECEIVED  
CLERK'S OFFICE  
APR 27 2015