

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

In the Matter of the Application of

THE BANK OF NEW YORK MELLON, in its  
Capacity as Trustee or Indenture Trustee of 530  
Countrywide Residential Mortgage-Backed  
Securitization Trusts,

Petitioner,

For Judicial Instructions under CPLR Article 77  
on the Distribution of a Settlement Payment.

Index No. 150973/2016

IAS Part 39

Hon. Saliann Scarpulla

**DECLARATION OF JUSTIN M. ELLIS**

JUSTIN M. ELLIS hereby declares the following pursuant to CPLR 2106:

1. I am an attorney in good standing with the bar of this Court. I am associated with MoloLamken LLP, attorneys in this action for Respondents Prosirir Capital Management LP (“Prosirir”) and Tilden Park Capital Management LP (“Tilden Park”). I submit this Declaration in support of Prosirir’ and Tilden Park’s supplemental brief filed August 26, 2016 in this action.

2. Attached as Exhibit A to this Declaration is a true and correct copy of the Prospectus Supplement filed October 26, 2005 with the U.S. Securities and Exchange Commission for the Countrywide Alternative Loan Trust 2005-61.

3. Attached as Exhibit B to this Declaration is a true and correct copy of the Prospectus Supplement filed February 28, 2007 with the U.S. Securities and Exchange Commission for the Countrywide Alternative Loan Trust 2007-OA3.

4. Attached as Exhibit C to this Declaration is a true and correct copy of the Prospectus Supplement filed November 29, 2005 with the U.S. Securities and Exchange Commission for the Countrywide Alternative Loan Trust 2005-72.

5. Attached as Exhibit D to this Declaration is a true and correct copy of the Prospectus Supplement filed August 23, 2005 with the U.S. Securities and Exchange Commission for the CWABS Asset-Backed Certificates Trust 2005-IM1.

6. Attached as Exhibit E to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2005-61 dated as of October 1, 2005 and filed with the U.S. Securities and Exchange Commission.

7. Attached as Exhibit F to this Declaration is a true and correct transcript of the hearing held June 22, 2016 in this action.

8. Attached as Exhibit G to this Declaration is a true and correct copy of an affidavit sworn to on July 25, 2016 by George Jigarjian, in his capacity as President of Intex Solutions, Inc. (“Intex”).

9. Attached as Exhibit H to this Declaration is a true and correct copy of an email from Intex’s “Client Services” group dated January 15, 2016 and produced by Intex in this action under Bates number INTEX00798.

10. Attached as Exhibit I to this Declaration is a true and correct copy of an email from Intex’s “Client Services” group dated January 7, 2016 and produced by Intex in this action under Bates number INTEX00258.

11. Attached as Exhibit J to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2005-69 entered into as of November 1, 2005 and filed with the U.S. Securities and Exchange Commission.

12. Attached as Exhibit K to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2005-72 entered into as of November 1, 2005 and filed with the U.S. Securities and Exchange Commission.

13. Attached as Exhibit L to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2005-76 entered into as of December 1, 2005 and filed with the U.S. Securities and Exchange Commission.

14. Attached as Exhibit M to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the CWABS Asset-Backed Certificates Trust 2005-IM1 entered into as of August 1, 2005 and filed with the U.S. Securities and Exchange Commission.

15. Attached as Exhibit N to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2006-OA3 entered into as of March 1, 2006 and filed with the U.S. Securities and Exchange Commission.

16. Attached as Exhibit O to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2006-OA7 entered into as of April 1, 2006 and filed with the U.S. Securities and Exchange Commission.

17. Attached as Exhibit P to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2006-OA8 entered into as of May 1, 2006 and filed with the U.S. Securities and Exchange Commission.

18. Attached as Exhibit Q to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2006-OA10 entered into as of June 1, 2006 and filed with the U.S. Securities and Exchange Commission.

19. Attached as Exhibit R to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2006-OA14 entered into as of September 1, 2006 and filed with the U.S. Securities and Exchange Commission.

20. Attached as Exhibit S to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2007-OA3 entered into as of February 1, 2007 and filed with the U.S. Securities and Exchange Commission.

21. Attached as Exhibit T to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the Countrywide Alternative Loan Trust 2007-OA8 entered into as of June 1, 2007 and filed with the U.S. Securities and Exchange Commission.

22. Attached as Exhibit U to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the CHL Mortgage Pass-Through Trust 2006-OA5 entered into as of February 1, 2006 and filed with the U.S. Securities and Exchange Commission.

23. Attached as Exhibit V to this Declaration is a true and correct copy of the Pooling and Servicing Agreement for the CWABS Asset Backed Securities Trust 2006-3 entered into as of February 1, 2006 and filed with the U.S. Securities and Exchange Commission.

24. Attached as Exhibit W to this Declaration is a true and correct copy of a November 29, 2010 publication by Credit Suisse entitled “ABX and RMBS November Performance Update.”

I declare under penalty of perjury that the foregoing is true and correct.

New York, New York  
August 26, 2016

/s/ Justin M. Ellis  
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