

Exhibit 8

MAYER • BROWN

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December 18, 2012

VIA ELECTRONIC MAIL

TO: STEERING COMMITTEE

Re: *In re the Application of The Bank of New York
Mellon* (Index No. 651786-2011)

Dear Counsel:

Pursuant to Paragraph 2(c) of the protective order signed by the parties and so ordered by Justice Kapnick on June 14, 2012 (the "Protective Order"), The Bank of New York Mellon designates the following portions of the deposition of Robert Bailey as "Confidential," as it is defined in the Protective Order:

December 3, 2012 Transcript Page/Line Designation
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December 18, 2012

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Please feel free to call or email me if you have any questions.

Very truly yours,

Matthew Ingber (DC)

Matthew D. Ingber

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SUPREME COURT OF THE STATE OF NEW YORK

COUNTY OF NEW YORK

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In the Matter of the Application of

Index No. 651786/

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

Assigned to Kapnick, J.

Petitioners,

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

-----X

* C O N F I D E N T I A L *

VIDEOTAPED DEPOSITION

OF

ROBERT E. BAILEY

New York, New York

Monday, December 3, 2012

Reported by:
ANNETTE ARLEQUIN, CCR, RPR, CCR, CLR
JOB NO. 55069

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December 3, 2012
9:41 a.m.

CONFIDENTIAL videotaped deposition of
ROBERT E. BAILEY, held at the offices of
Quinn Emanuel, 51 Madison Avenue, New York,
New York, pursuant to Notice, before
Annette Arlequin, a Certified Court
Reporter, a Registered Professional
Reporter, a Certified Realtime Reporter, a
Certified LiveNote Reporter, and a Notary
Public of the State of New York.

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A P P E A R A N C E S:

DECHERT
Attorneys for Bank of New York Mellon and
the Witness
1095 Avenue of the Americas
New York, New York 10036
BY: HECTOR GONZALEZ, ESQ.

- and -

MAYER BROWN
Attorneys for Bank of New York Mellon and
the Witness
1675 Broadway
New York, New York 10019
BY: MATTHEW D. INGBER, ESQ.
CHRISTOPHER J. HOUP, ESQ.

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A P P E A R A N C E S (Cont'd.)

REILLY POZNER
Attorneys for The Western and Southern
Life Insurance Company and American
International Group, et al.
1900 Sixteenth Street
Denver, Colorado 80202
BY: DANIEL M. REILLY, ESQ.
CLARE PENNINGTON, ESQ.
LARRY POZNER, ESQ.

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A P P E A R A N C E S (Cont'd.):

GIBBS & BRUNS
Attorneys for The Institutional Investors
1100 Louisiana
Houston, Texas 77002
BY: SCOTT A. HUMPHRIES, ESQ.

WACHTELL, LIPTON ROSEN & KATZ
Attorneys for Bank of America
51 West 52nd Street
New York, New York 10019
BY: JONATHAN M. MOSES, ESQ.

SCOTT & SCOTT
Attorneys for The Public Pension Funds
405 Lexington Avenue
New York, New York 10174
BY: BETH KASWAN, ESQ.

1
2 A P P E A R A N C E S (Cont'd.)
3
4 KELLER ROHRBACK
5 Attorneys for Federal Home Loan Bans of
6 Boston, Chicago, and Indianapolis
7 1201 Avenue of the Americas
8 Seattle, Washington 98101
9 BY: DAVID KO, ESQ.
10
11
12 STATE OF DELAWARE
13 OFFICE OF THE ATTORNEY GENERAL
14 Attorneys for State of Delaware
15 120 Broadway
16 New York, New York 10271
17 BY: NICK HIRST, Assistant Attorney General
18
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25

1 R. E. Bailey - Confidential
2 THE VIDEOGRAPHER: This begins tape
3 labeled No. 1 of the videotaped deposition
4 of Robert E. Bailey in the matter of the
5 Application of the Bank of New York Mellon
6 et al for the Supreme Court of the State of
7 New York, County of New York, Index No.
8 651786/2011.
9 This deposition is being held at 51
10 Madison Avenue, New York, New York on
11 December 3rd, 2012 at approximately 9:41
12 a.m.
13 My name is Matthew Smith from TSG
14 Reporting Incorporated. I'm the legal
15 video specialist.
16 The court reporter is Annette
17 Arlequin in association with TSG Reporting.
18 All appearances have been noted for
19 the record. Will the court reporter please
20 swear in the witness.
21 * * *
22 R O B E R T E. B A I L E Y, called as a
23 witness, having been duly sworn by a
24 Notary Public, was examined and testified
25 as follows:

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2 A P P E A R A N C E S (Cont'd.)
3
4 TALCOTT FRANKLIN
5 Attorneys for Knights of Columbus, American Equity
6 Investment Life Insurance Company, et al., Blue
7 Mountain Credit Alternatives Master Fund, LP and Stone
8 Creek LLC
9 208 North Market Street
10 Dallas, Texas 75202
11 BY: DEBORA PRICE, ESQ.
12 (Telephonically)
13
14
15
16 ALSO PRESENT:
17
18 NANDINI MANI, BNY Mellon, Managing Counsel
19 MATTHEW SMITH, Legal Video Specialist
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1 R. E. Bailey - Confidential
2 MR. GONZALEZ: Dan, thank you.
3 Before you begin questions, I just want to
4 be clear. As you know, Mr. Bailey was the
5 in-house lawyer at Bank of New York who
6 worked on this matter. We'll take
7 privilege objections as necessary when they
8 come, but I just want to be clear that the
9 fact of us not challenging his testifying
10 in this case is by no means intended as a
11 waiver of any relative privilege.
12 MR. REILLY: Okay. I understand.
13 And in the past we've agreed that one
14 objection by the, for today, Bank of New
15 York Mellon counsel, will be supportive of
16 objections by Bank of America and the
17 institutional investors.
18 Do you guys still want to do that
19 today?
20 MR. HUMPHRIES: No problem.
21 MR. REILLY: Jonathan, is that all
22 right?
23 MR. MOSES: Am I a party?
24 MR. REILLY: Well, there's been
25 objections from your seat so...

R. E. Bailey - Confidential

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R. E. Bailey - Confidential

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R. E. Bailey - Confidential

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R. E. Bailey - Confidential

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