

Fir Tree, Inc.

May 2, 2013

Via E-Filing

The Honorable Barbara R. Kapnick
Supreme Court of the State of New York
60 Centre Street
New York, New York 10007

**Re: *In re the Application of The Bank of New York Mellon, et al.*
(Index No. 651786/2011, Kapnick, J.)**

Dear Justice Kapnick:

Fir Tree, Inc. ("Fir Tree") is an investment management firm. Fir Tree advises affiliated funds that hold securities (the "Securities") issued by some of the 530 securitization trusts within the scope of the proposed settlement for which approval is sought by The Bank of New York Mellon, as trustee, pursuant to *In re Application of The Bank of New York Mellon, et al.*, Index No. 651/2011 (the "Proceeding").

Fir Tree writes to the Court on behalf of certain of its funds under management who hold Securities to ask the Court to approve the proposed settlement.

As of the date hereof, funds managed by Fir Tree hold more than \$550 million in original face value of Securities that are subject to the proposed settlement. Like most other holders of affected Securities, Fir Tree is not an intervenor or an objector in the Proceeding. Fir Tree believes that this widespread lack of objection reflects deep and broad support among holders of Securities for the proposed settlement.

Fir Tree understands that the Court has scheduled a hearing on May 30, 2013, to determine whether to approve the proposed settlement. Fir Tree urges the Court to proceed with the hearing as scheduled and to make its determination to approve the proposed settlement.

Fir Tree supports the proposed settlement and views the settlement as fair and reasonable after taking into account the risks and costs of obtaining a judgment for the benefit of holders of Securities against the Countrywide and Bank of America entities that are parties to the settlement. Accordingly, Fir Tree urges the court to approve the settlement, enabling holders of Securities to see recoveries from the settling parties.

For the avoidance of any doubt, Fir Tree's support regarding the proposed settlement is based on the very particular facts and circumstances of this proceeding, including, without limitation, the staggering task and complexity of organizing a settlement of more than 530 trusts and the costs associated with having to potentially re-underwrite and investigate millions of mortgage loan files if the settlement were not

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approved. Fir Tree appreciates the opportunity to provide you with their views.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Evan Lederman". The signature is stylized with a large, sweeping initial "E" and a long horizontal stroke at the end.

Evan Lederman

Authorized Person

Fir Tree, Inc. (on behalf of certain of its funds under management)