

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 C.P.L.R. § 7701, seeking judicial instructions and approval of a proposed settlement.

Index No. 651786/2011

Assigned to: Kapnick, J.

**AFFIRMATION OF  
DANIEL M. REILLY IN  
SUPPORT OF  
CONSOLIDATED  
RESPONSE TO  
STATEMENTS IN  
SUPPORT OF THE  
PROPOSED  
SETTLEMENT**

I, Daniel M. Reilly, hereby affirm under the penalty of perjury that the following is true and correct:

1. I am a member of the Bar of the State of Colorado and admitted to appear before this Court *pro hac vice*. I am a member of Reilly Pozner LLP, counsel for the AIG entities in this matter.

2. AIG is one of several Intervenor-Respondents in this matter and my firm is a member of the Steering Committee. I am familiar with the matters referenced herein and submit this affirmation in support of the Consolidated Response to Statements in Support of the Proposed Settlement.

3. Attached as Exhibit 113 is a true and accurate copy of excerpts from the Deposition Transcript of John Langbein (April 18, 2013).

4. Attached as Exhibit 114 is a true and accurate copy of excerpts from the Deposition Transcript of Elaine Golin (Nov. 12, 2012).

5. Attached as Exhibit 115 is a true and accurate copy of excerpts from the Expert Rebuttal Report of Adam J. Levitin (Apr. 11, 2013) (Doc. No. 570).

6. Attached as Exhibit 116 is a true and accurate copy of excerpts from the Deposition Transcript of Faten Sabry (Dec. 4, 2012).

7. Attached as Exhibit 117 is a true and accurate copy of excerpts from the Deposition Transcript of Phillip R. Burnaman, II (Apr. 25, 2013).

8. Attached as Exhibit 118 is a true and accurate copy of the Responses and Objections of Non-Party Bank of America Corporation to Steering Committee's Subpoena (Oct. 4, 2012).

9. Attached as Exhibit 119 is a true and accurate copy of excerpts from the Deposition Transcript of Thomas Scrivener (Nov. 14, 2012).

10. Attached as Exhibit 120 is a true and accurate copy of excerpts from the Expert Report of Charles D. Cowan, Ph.D. (Mar. 14, 2013) (Doc. No. 537).

11. Attached as Exhibit 121 is a true and accurate copy of excerpts from the Expert Report of Professor John C. Coates IV (Feb. 28, 2013) (Doc. No. 530).

12. Attached as Exhibit 122 is a true and accurate copy of excerpts from the Deposition Transcript of Terry P. Laughlin (Dec. 12, 2012).

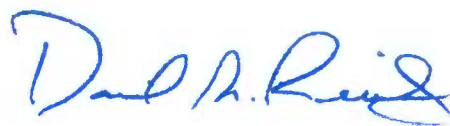
13. Attached as Exhibit 123 is a true and accurate copy of excerpts from the Expert Report of Phillip R. Burnaman, II (Mar. 14, 2013) (Doc. No. 539).

14. Attached as Exhibit 124 is a true and accurate copy of *MBIA, Bank of America Reach 1.6 Billion Cash Settlement*, by Karen Freifeld and Dan Wilchins (available at

<http://www.reuters.com/article/2013/05/06/us-mbia-bankofamerica-deal-idUSBRE9450L020130506>).

15. Attached as Exhibit 125 is the Affirmation of John C. Coates IV.
16. Attached as Exhibit 126 is a true and accurate copy of excerpts of the Pooling and Servicing Agreement for CWALT 2005-35CB (Dep. Ex. 13).
17. Attached as Exhibit 127 is a true and accurate copy of excerpts from the Deposition Transcript of Kelly Crosson (Nov. 9, 2012).
18. Attached as Exhibit 128 is a true and accurate copy of a May 17, 2011 email from Kathy D. Patrick to Jason Kravitt H.P., Bates stamped II-0012567.
19. Attached as Exhibit 129 is a true and accurate copy of excerpts from the Deposition Transcript of Kent Smith (Dec. 5, 2012).
20. Attached as Exhibit 130 is a true and accurate copy of experts from the transcription of October 19, 2010 interview of Kathy Patrick (video available at <http://video.cnbc.com/gallery/?video=1619469657> (last checked May 13, 2013)).
21. Attached as Exhibit 131 is a true and accurate copy of the *Institutional Holders Of Countrywide-Issued RMBS Issue Notice Of Non-Performance Identifying Alleged Failures By Master Servicer To Perform Covenants And Agreements In More Than \$47 Billion Of Countrywide-Issued RMBS*, Gibbs & Bruns, LLP Press Release (Oct. 18, 2010).

Dated this 13th day of May, 2013.



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Daniel M. Reilly