

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK: IA PART 39

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), BlackRock Financial Management Inc. (intervenor), Kore Advisors, L.P. (intervenor), Maiden Lane, LLC (intervenor), Metropolitan Life Insurance Company (intervenor), Trust Company of the West and affiliated companies controlled by The TCW Group, Inc. (intervenor), Neuberger Berman Europe Limited (intervenor), Pacific Investment Management Company LLC (intervenor), Goldman Sachs Asset Management, L.P. (intervenor), Teachers Insurance and Annuity Association of America (intervenor), Invesco Advisors, Inc. (intervenor), Thrivent Financial for Lutherans (intervenor), Landesbank Baden-Wuerttemberg (intervenor), LBBW Asset Management (Ireland) plc, Dublin (intervenor), ING Bank fsb (intervenor), ING Capital LLC (intervenor), ING Investment Management LLC (intervenor), Nationwide Mutual Insurance Company and its affiliated companies (intervenor), AEGON USA Investment Management LLC, authorized signatory for Transamerica Life Insurance Company, AEGON Financial Assurance Ireland Limited, Transamerica Life International (Bermuda) Ltd., Monumental Life Insurance Company, Transamerica Advisors Life Insurance Company, AEGON Global Institutional Markets, plc, LIICA Re II, Inc., Pine Falls Re, Inc., Transamerica Financial Life Insurance Company, Stonebridge Life Insurance Company, and Western Reserve Life Assurance Co. of Ohio (intervenor), Federal Home Loan Bank of Atlanta (intervenor), Bayerische Landesbank (intervenor), Prudential Investment Management, Inc. (intervenor), and Western Asset Management Company (intervenor),

Petitioners,

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

Index No. 651786-2011

Kapnick, J.

AFFIRMATION OF MATTHEW D. INGBER

The undersigned, Matthew D. Ingber, states the following under penalty of perjury:

1. I am a partner of the law firm of Mayer Brown LLP, attorneys for Petitioner The Bank of New York Mellon (“BNYM” or “Trustee”). I am familiar with the matters referenced herein and submit this affirmation in support of the Petitioners’ Memorandum of Law in Support of Order to Show Cause Why the Court Should Not Preclude Use of Discovery and Pleadings from Other Irrelevant Actions.

2. Attached hereto as **Exhibit 1** is a true and correct copy of excerpts from the Objectors' Exhibit List.

3. Attached hereto as **Exhibit 2** is a true and correct copy of a subpoena from Keller Rohrbach LLP to Bank of America Corporation, dated November 18, 2011, in the matter of *The Bank of New York Mellon v. Walnut Place LLC, et al.*, No. 11-cv-5988 (WHP).

4. Attached hereto as **Exhibit 3** is a true and correct copy of a letter from Daniel Reilly to Justice Kapnick, dated August 15, 2010.

5. Attached hereto as **Exhibit 4** is a true and correct copy of a Notice of Subpoena from Miller & Wrubel to Bank of America Corporation, dated September 14, 2012.

6. Attached hereto as **Exhibit 5** is a true and correct copy of the First Set of Document Requests to Objectors, dated March 11, 2013, from Kenneth Warner to the Federal Home Loan Banks of Boston, Chicago, and Indianapolis.

7. Attached hereto as **Exhibit 6** is a true and correct copy of a letter from Daniel Reilly to Justice Kapnick, dated May 27, 2013.

8. No prior relief for the relief herein has been requested.

Dated: May 30, 2013
New York, New York

/s/ Matthew D. Ingber
Matthew D. Ingber