

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), BlackRock Financial Management Inc. (intervenor), Kore Advisors, L.P. (intervenor), Maiden Lane, LLC (intervenor), Maiden Lane II, LLC (intervenor), Maiden Lane III, 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 Advisers, Inc. (intervenor), Thrivent Financial for Lutherans (intervenor), Landesbank BadenWuerttemberg (intervenor), LBBW Asset Management (Ireland) plc, Dublin (intervenor), ING Bank fsb (intervenor), ING Capital LLC (intervenor), ING Investment Management LLC (intervenor), New York Life 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),

Index No. 651786/2011

Assigned to: Kapnick, J.

Petitioners,

-against-

FEDERAL HOME LOAN BANK OF BOSTON; FEDERAL HOME LOAN BANK OF CHICAGO; FEDERAL HOME LOAN BANK OF INDIANAPOLIS; FEDERAL HOME LOAN BANK OF PITTSBURGH; FEDERAL HOME LOAN BANK OF SAN FRANCISCO; and FEDERAL HOME LOAN BANK OF

SEATTLE (proposed intervenor-respondents),

Respondents,

for an order pursuant to CPLR § 7701 seeking judicial instructions
and approval of a proposed settlement.

AFFIDAVIT OF GARY A. GOTTO

STATE OF ARIZONA)
) ss:
COUNTY OF MARICOPA)

GARY A. GOTTO, being duly sworn, hereby deposes and says as follows:

1. I am a member of the firm of Keller Rohrback, PLC, practicing in the firm's Phoenix office located at 3101 North Central Avenue, Suite 1400, Phoenix, Arizona 85012, and am counsel for the proposed intervenor Federal Home Loan Banks of Boston, Chicago and Indianapolis ("FHLB") in this litigation. I am familiar with the proceedings in this case, have personal knowledge of the facts set forth herein and make this affidavit in support of the application of David S. Preminger, Esq. of Keller Rohrback's New York office, attorneys of record for proposed intervenor FHLB, to admit me as counsel *pro hac vice* to represent FHLB in this matter, pursuant to 22 NYCRR 520.11(a)(1) and 22 NYCRR 602.2(a).

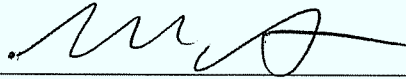
2. As evidenced by the attached Certificate of Good Standing, I am an active member in good standing of the State Bar of Arizona, having been admitted to practice law in Arizona on October 23, 1982.

3. I am familiar with, and agree to be bound by, the standards of professional conduct imposed upon members of the New York bar, including the rules of court governing the conduct of attorneys and the Disciplinary Rules of the

Code of Professional Responsibility. I acknowledge and agree that I shall be subject to the jurisdiction of the courts of the State of New York with respect to any acts occurring during the course of my participation in the matter.

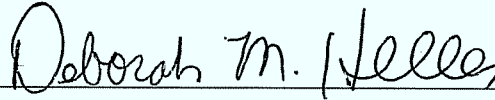
4. There are no disciplinary proceedings pending against me in the State of Arizona or in any other jurisdiction, nor have there ever been any such proceedings brought against me in any jurisdiction.

5. I have not previously been admitted *pro hac vice* in this Court.



Gary A. Gotto

Sworn to before me this 3rd day of August, 2011.



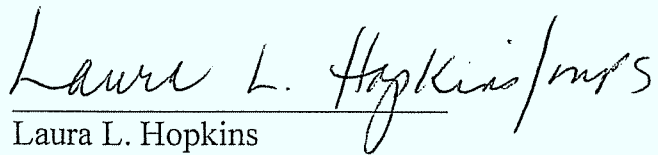
Notary Public



CERTIFICATE OF GOOD STANDING
ISSUED BY THE DISCIPLINARY CLERK
FOR AND ON BEHALF OF
THE SUPREME COURT OF ARIZONA

The Disciplinary Clerk pursuant to Rule 74, Rules of the Supreme Court of Arizona, hereby certifies that according to the records of the State Bar, **GARY ANTHONY GOTTO** was duly admitted to practice as an attorney and counselor at law in all courts of Arizona by the Supreme Court of Arizona on October 23, 1982 and is now, as of the date of this Certificate, an active member of the State Bar of Arizona in good standing.

Given under the seal of the Disciplinary
Clerk of the Supreme Court of Arizona
this 1st day of August, 2011.



Laura L. Hopkins
Disciplinary Clerk