

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 Agreement and Indenture Trustee
under various Indentures),

Petitioner,

-against-

FEDERAL HOME LOAN BANK OF
PITTSBURGH,

Respondent.

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

INDEX NO. 651786/11

ASSIGNED TO: KAPNICK, J.

**AFFIRMATION OF
HEATHER Y. FONG IN SUPPORT
OF PRO HAC VICE ADMISSION
OF THOMAS B. HATCH AND
BRUCE D. MANNING**

HEATHER Y. FONG, an attorney duly licensed to practice law in the State of
New York, affirms under penalties of perjury and says:

1. I have been a member in good standing of the Bar of the State of New York since I was admitted on July 18, 2003.
2. I am a member of the Business Litigation Group of the firm of Robins, Kaplan, Miller & Ciresi L.L.P., attorneys for the respondent-intervenor Federal Home Loan Bank of Pittsburgh ("Pittsburgh FHLB") in the above captioned action.
3. I am familiar with this Article 77 proceeding and make this affidavit in support of the *pro hac vice* admission of my colleagues Thomas B. Hatch and Bruce D. Manning in this matter.

4. Thomas B. Hatch and Bruce D. Manning are partners of the firm of Robins, Kaplan, Miller & Ciresi L.L.P. I have known and worked with Mr. Hatch and Mr. Manning since I joined the firm in March 2010.

5. I have worked closely with Mr. Hatch and Mr. Manning. I know from personal experience that they are attorneys who abide by the rules of ethics and act with the highest integrity.

6. As evidenced by their Certificates of Good Standing attached to their respective affidavits, Mr. Hatch is an active member in good standing of the Bar of the State of Minnesota, having been admitted to practice law in Minnesota on October 31, 1983, and Mr. Manning is an active member in good standing of the Bar of the State of Minnesota, having been admitted to practice law in Minnesota on Oct 26, 2001.

7. Mr. Hatch and Mr. Manning, as evidenced by their affidavits, are 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. Mr. Hatch and Mr. Manning acknowledge and agree that they shall be subject to the jurisdiction of the courts of the State of New York with respect to any acts occurring during the course participation in this mater.

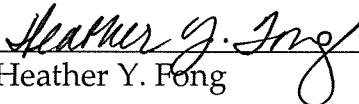
8. To the best of my knowledge, there are no disciplinary proceedings pending against either Mr. Hatch or Mr. Manning in the State of Minnesota or in any other jurisdiction; nor has there ever been any such proceedings brought against either Mr. Hatch or Mr. Manning in any jurisdiction.

9. To the best of my knowledge, neither Mr. Hatch nor Mr. Manning has been previously been admitted *pro hac vice* in this Court.

WHEREFORE, it is respectfully requested that the application to admit Thomas B. Hatch *pro hac vice* to represent Pittsburgh FHLB in the above captioned matter, together with me, be granted.

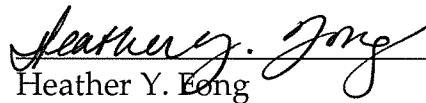
Dated: Minneapolis, Minnesota.
July 25, 2011

Respectfully submitted,

By: 
Heather Y. Fong

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Attorneys for Proposed Respondent-Intervenor Federal Home Loan Bank of Pittsburgh


Heather Y. Fong

Affirmed this 25th
day of July, 2011.