

At Commercial Division Part 39
Supreme Court of the State of New
York, held in and for the County of
New York, at the Courthouse located at
60 Centre Street, New York, New
York, on the ___ day of _____,
2013

P R E S E N T:

HONORABLE BARBARA R. KAPNICK, J.S.C.

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),

Petitioner,

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.
(Part 39)

**ORDER TO SHOW
CAUSE WHY THE
COURT SHOULD NOT
VACATE THE INSIDE
INSTITUTIONAL
INVESTORS'
DISCOVERY
DEMANDS**

UPON the annexed Affirmation of Daniel M. Reilly, dated April 1, 2013, the annexed
Affirmation of Derek W. Loeser, dated April 1, 2013, the annexed Affirmation of John G. Moon,
dated April 1, 2013, with exhibits attached thereto, the accompanying Memorandum of Law in
Support of Order to Show Cause Why the Court Should Not Vacate the Inside Institutional
Investors' Discovery Demands, dated April 1, 2013, and all pleadings and proceedings
previously had herein,

SUFFICIENT CAUSE THEREFOR BEING ALLEGED, IT IS HEREBY

ORDERED that the Institutional Investors and their counsel, show cause before this
Court at Commercial Division Part 39, to be held at 60 Centre Street, New York, New York, on

the ____ day of _____ 2013 at _____ a.m/p.m., or as soon as counsel may be heard, why an order should not be entered as follows:

- 1) Pursuant to CPLR § 3103, vacating in their entirety, all of the document requests and deposition notices served on Intervenors by the Institutional Investors on March 11, 2013; and
- 2) Awarding such other and further relief as the Court may deem just and proper.

SUFFICIENT REASON APPEARING THEREFOR, let service of a copy of this Order, together with the papers upon which it was granted, upon counsel for the Institutional Investors, by electronic filing service, and a courtesy copy of the signed order by electronic mail on or before the ____ day of _____ 2013, be deemed good and sufficient service. Any answering papers shall be filed and served upon all counsel of record on or before _____, 2013, and reply papers shall be filed and served upon all counsel of record on or before _____, 2013.

Oral argument is requested on this motion.

Counsel submitting this Order to Show Cause has affirmed that a good faith effort has been made to resolve the issues raised in this Order to Show Cause with the Institutional Investors and their counsel.

ENTER,

J.S.C.