

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 Baden-Wuerttemberg (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)

Petitioner,

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

Index No.
651786/2011

Assigned to:
Kapnick, J.

**AFFIDAVIT OF
GREGORY C. STRONG
IN SUPPORT OF PRO
HAC VICE ADMISSION**

STATE OF DELAWARE)
) ss:
COUNTY OF NEW CASTLE)

GREGORY C. STRONG, being duly sworn, deposes and says:

1. I am a member of the Delaware Department of Justice, 820 N. French Street, Wilmington, DE 19801, counsel for intervenor-respondent State of Delaware 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 the Delaware Department of

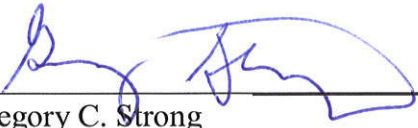
Justice, to admit me as counsel *pro hac vice* to represent the State of Delaware in this matter, pursuant to 22 NYCRR 520.11(a)(1) and 22 NYCRR 602.2(a).

2. As evidenced by the attached Certificate of Good Standing, I am an active member in good standing of the bar of the State of Delaware, having been admitted to practice law in Delaware on May 24, 2005.

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 this matter.

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

5. To the best of my recollection, I have never been previously been admitted *pro hac vice* in this Court.



Gregory C. Strong
Deputy Attorney General
Delaware Department of Justice
820 N. French Street
Wilmington, DE 19801

Sworn to before me this
15th day of April, 2012.



Notary Public

BRUCE JAH I AIKEN
NOTARY PUBLIC, STATE OF DELAWARE
My Commission Expires Upon Office