

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.

**AFFIRMATION OF
JOSEPH
SENSENBRENNER IN
SUPPORT OF PRO
HAC VICE
ADMISSION OF
GREGORY C.
STRONG**

Joseph Sensenbrenner, 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 May 14, 2007.
2. I am an Assistant Deputy Attorney General for the Delaware Department of Justice.
3. I am familiar with the above referenced proceeding and make this affidavit in support of the *pro hac vice* admission of Mr. Strong in this matter.

4. Gregory C. Strong is a Deputy Attorney General at the Delaware Department of Justice, who is the Securities Commissioner of the State of Delaware. I have known and worked with Mr. Strong since I joined the Delaware Department of Justice in January 2012.

5. I have worked closely with Mr. Strong. I know from personal experience that he is an attorney who abides by the rules of ethics and acts with the highest integrity.

6. As evidenced by his Certificate of Good Standing attached to his respective affidavit, Mr. Strong is 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.

7. Mr. Strong, as evidenced by his affidavit, is familiar with and agrees 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. Strong acknowledges and agrees that he 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 matter.

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

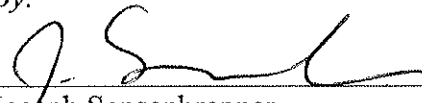
9. To the best of my knowledge, Mr. Strong has not been previously admitted *pro hac vice* in this Court.

WHEREFORE, it is respectfully requested that the application to admit Gregory C. Strong *pro hac vice* to represent intervenor-respondent the State of Delaware in the above captioned matter, together with me, be granted.

Dated: April 11, 2012

Respectfully Submitted,

By:

A handwritten signature in black ink, appearing to read 'J. Sensenbrenner', written over a horizontal line.

Joseph Sensenbrenner
Assistant Deputy Attorney General
Delaware Department of Justice
820 N. French Street, 5th floor
Wilmington, DE 19801

Affirmed this 11
day of April, 2012.