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VIA HAND DELIVERY

Hon. Barbara R. Kapnick
Supreme Court of the State of New York
60 Centre Street
New York, New York 10007

Re: *In re the Application of The Bank of New York
Mellon* (Index No. 651786/2011)

Dear Justice Kapnick,

We represent The Bank of New York Mellon in the above-referenced proceeding. At the May 8, 2012 hearing, the parties and the Court discussed a proposed protective order. Consistent with that discussion, enclosed is a proposed Protective Order that has been agreed to by counsel for The Bank of New York Mellon, counsel for the Institutional Investors, and the Steering Committee on behalf of the Intervenor-Respondents and Objectors except those listed in footnote 1 of the proposed Protective Order.

Respectfully submitted,



Matthew D. Ingber

Enclosures

cc: All counsel of record (via email)