

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), *et al.*

Petitioners,

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.

**AFFIRMATION OF MICHAEL A. ROLLIN IN SUPPORT OF
PRO HAC VICE ADMISSION OF CLARE PENNINGTON**

MICHAEL A. ROLLIN, an attorney duly licensed to practice law in the State of New York, affirms under penalties of perjury and says:

1. I am a member of Reilly Pozner LLP, attorneys of record for AIG in the above-captioned action. I am familiar with the proceedings in this case and make this affidavit in support of AIG's application to admit Clare Pennington of the firm of Reilly Pozner LLP in Denver, Colorado as counsel *pro hac vice* to represent AIG in this matter.

2. I am a member in good standing of the Bar of the State of New York. I was admitted to practice law in New York in 2010.

3. I am a partner at Reilly Pozner LLP, licensed to practice in New York and Colorado (among other jurisdictions). Ms. Pennington is a member of the firm and I know from personal experience in working with her that she is an attorney of the highest caliber and integrity.

4. As evidenced by her Certificate of Good Standing attached to her affidavit, Ms. Pennington is an active member in good standing of the Bar of the State of Colorado, having been admitted to practice law in Colorado on October 23, 2006.

5. Her affidavit states that (a) she 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; (b) she acknowledges and agrees that she 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 her participation in this matter; (c) there are no disciplinary proceedings pending against her in the State of Colorado or in any other jurisdiction, nor have there ever been any such proceedings brought against her in any jurisdiction; and (d) Ms. Pennington has applied for *pro hac vice* admission in one other matter pending in New York Supreme Court before Justice Ramos; otherwise, to the best of her recollection, Ms. Pennington has not been previously admitted *pro hac vice* in this Court.

WHEREFORE, it is respectfully requested that the application to admit Clare Pennington, *pro hac vice* to represent AIG in the above-captioned matter be granted.


Michael A. Rollin

Affirmed this 18th day of October, 2012.