

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X

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 BadenWuerttemberg (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),

Docket No.: 11-CV-5988 (UA)

NOTICE OF APPEARANCE AND OBJECTION

Petitioners,

--against--

Walnut Place LLC, Walnut Place II LLC, Walnut Place III LLC,
et al.,

Respondents,

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

-----X

PLEASE TAKE NOTICE THAT Goldman, Sachs & Co. Securities Division (“Goldman Sachs”), as a Potentially Interested Person herein, by its undersigned counsel, pursuant to the Order of the New York Supreme Court, dated August 5, 2011 (the “Order”), hereby appears in

this proceeding, states that it does not have enough information to determine that all investors who are similarly situated will be treated equally under the terms of the Settlement identified in the Order and, therefore, objects to the Settlement on those grounds. Goldman Sachs would not object to a settlement that treats equally all investors who are similarly situated. Goldman Sachs reserves the right to supplement, amend or withdraw this objection based on additional information it receives.

A Notice of Removal for this case was filed on August 26, 2011.

Dated: New York, New York
August 30, 2011

VANDENBERG & FELIU, LLP

By: /s/ Bertrand C. Sellier
Bertrand C. Sellier
John C. Ohman

60 East 42nd Street, 51st Floor
New York, NY 10165
(212) 763-6800

*Attorneys for Goldman, Sachs & Co.
Securities Division*

CERTIFICATE OF SERVICE

This is to certify that on this the 30th day of August, 2011, a true and correct copy of the foregoing **NOTICE OF APPEARANCE AND OBJECTION** was served on the following counsel of record as indicated below:

Via NYSCEF, SDNY CM/ECF and Fax

Matthew D. Ingber
Mayer Brown LLP
1675 Broadway
New York, New York 10019
Fax: (212) 849-5973

Via NYSCEF and SDNY CM/ECF

All counsel of record.

/s/ Eichakeem L. McClary
Eichakeem L. McClary