

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT 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,

-against-

WALNUT PLACE LLC, et al.

Respondents,

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

Case No. 11 CV 5988-WHP

Hon. William H. Pauley

ECF Case

**CERTIFICATE OF SERVICE OF NOTICE OF INTENTION TO
APPEAR AND OBJECT TO PROPOSED SETTLEMENT**

I, David S. Preminger, hereby certify that true and correct copies of the attached Notice of Intention to Appear and Object to Proposed Settlement on behalf of Respondents the Federal Home Loan Banks of Boston, Chicago, Indianapolis and Pittsburgh (Exhibit A hereto), was filed and electronically served on counsel in the pre-removal state court proceeding, In re Bank of New York Mellon, et al., No. 651786/2011 (Sup. Ct. New York Co.) (Kapnick, J.), on August 30, 2011, as described in the electronic-filing confirmation (Exhibit B hereto); as well as in the within action as Docket No. 37 on behalf of Respondents, the Federal Home Loan Banks of Boston, Chicago, Indianapolis, Pittsburgh, San Francisco, and Seattle; and upon counsel for the

Bank of New York Mellon by overnight delivery on August 31, 2011 at Mayer Brown LLP,
Matthew D. Ingber, 1675 Broadway, New York, NY 10019.

Dated: August 31, 2011
New York, New York

/s/ David S. Preminger
David S. Preminger (DP 1057)

EXHIBIT A

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

<p>In the matter of the application of</p> <p>THE BANK OF NEW YORK MELLON (as Trustee under various Pooling and Servicing Agreements and Indenture Trustee under various Indentures), et al.,</p> <p style="text-align: center;">Petitioners,</p> <p style="text-align: center;">-against-</p> <p>WALNUT PLACE LLC, et al.</p> <p style="text-align: center;">Respondents,</p> <p>for an order pursuant to CPLR § 7701 seeking judicial instructions and approval of a proposed settlement.</p>

Index No. 651786/2011

Assigned to: Kapnick, J.

**NOTICE OF INTENTION
TO APPEAR AND
OBJECT TO PROPOSED
SETTLEMENT**

NOTICE OF INTENTION TO APPEAR AND OBJECT TO PROPOSED SETTLEMENT

Respondents, the FEDERAL HOME LOAN BANKS OF BOSTON, CHICAGO, INDIANAPOLIS and PITTSBURGH (collectively, “the Banks”) hereby file this written notice of intention to appear and object to the settlement between Bank of New York Mellon (the "Trustee") and Bank of America Corporation, BAC Home Loans Servicing, LP f/k/a Countrywide Home Loans Servicing, LP, Countrywide Financial Corporation, and Countrywide Home Loans, Inc., (“Countrywide”) with respect to which the Trustee filed a petition in this court seeking judicial instructions and approval pursuant to Article 77 of the New York Civil Practice Law and Rules (“Art. 77 Proceedings”). The proposed settlement related to 530 securitization trusts created by Countrywide (the “Covered Trusts”).

The Banks purchased certificates issued by certain of the Covered Trusts as set forth previously in their motion to intervene in the Art. 77 Proceedings. The Banks do not have sufficient information at this time to fully evaluate the settlement. By filing this written notice,

the Banks are preserving any and all rights they may have with respect to the Art. 77 Proceedings, including the right to obtain discovery and to supplement this objection, and take any other appropriate actions, at the appropriate time.

Dated: New York, NY
August 30, 2011

Respectfully submitted,

KELLER ROHRBACK L.L.P.

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EXHIBIT B

Debra Wilcher

From: NewYorkEF@courts.state.ny.us
Sent: Tuesday, August 30, 2011 3:36 PM
To: aromanelli@rplaw.com; jbulmer@rplaw.com; efile@scott-scott.com; luis.lopez@dechert.com; sbishop@gibbsbruns.com; rleone@susmangodfrey.com; tmyers@gibbsbruns.com; graffh@dicksteinshapiro.com; alperstein@kolawyers.com; hector.gonzalez@dechert.com; mauricio.espana@dechert.com; shumphries@gibbsbruns.com; robailey@bankofny.com; thomas.carroll@ag.ny.gov; sziluck@halperinlaw.net; sfitzgerald@wmd-law.com; dreilly@rplaw.com; russell@yankwitt.com; dle@murphyking.com; kwarner@warnerpartnerslaw.com; lgrant@grantfirm.com; cpurdy@rplaw.com; aatlas@graisellsworth.com; minerva@sfclasslaw.com; jbuchdahl@susmangodfrey.com; sviafore@graisellsworth.com; e_file_ny@rgrdlaw.com; kshih@gibbsbruns.com; David Preminger; rcq@mcvpr.com; jmarsala@mayerbrown.com; olc@pobox.com; jeremy.eicher@state.de.us; kpatrick@gibbsbruns.com; rajiashvili@susmangodfrey.com; mrollin@rplaw.com; nycmanagingclerks@dechert.com; james.mcguire@dechert.com; dgrais@graisellsworth.com; law@federmanlaw.com; mhurley@akingump.com; drscott@scott-scott.com; lee@sfclasslaw.com; crhodes@mw-law.com; aslaughter@scott-scott.com; justin.sher@sherllp.com; ymiller@sfa-law.com; schere@dicksteinshapiro.com; gregory.strong@state.de.us; megan.fazio@state.de.us; mtlatenchi@scott-scott.com; wbf@federmanlaw.com; rmarks@akingump.com; mschwartz@scott-scott.com; ngb@federmanlaw.com; managingattorneydept@dicksteinshapiro.com; peter@pntlaw.com; rrothman@rgrdlaw.com; lwilson@graisellsworth.com; Debra Wilcher; HYFong@RKMC.com; jguglielmo@scott-scott.com; rmadden@gibbsbruns.com; nymco@akingump.com; bkaswan@scott-scott.com; jrosen@graisellsworth.com; ocyrulnik@graisellsworth.com; mingber@mayerbrown.com
Subject: NYSCEF: New York Confirmation - OBJECTIONS IN POINT OF LAW 651786/2011 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) - v. - for a



New York County Supreme Court

Confirmation
08/30/2011

This is an AUTOMATED response for Supreme Court / Court of Claims cases.
The NYSCEF web site has received document(s) from the filing user **DAVID S PREMINGER**
for case/claim number

651786/2011

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Please print this as a confirmation of your filing(s).

Case Caption: 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) - v. - for an Order, pursuant to CPLR 7701, seeking judicial instructions and approval of a proposed settlement

Judge: Barbara Kapnick

Doc #	Document Type	Description	Motion #	Received date/time

189	OBJECTIONS IN POINT OF LAW	NOTICE OF INTENTION TO APPEAR AND OBJECT TO PROPOSED SETTLEMENT	08/30/2011 06:36 PM
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