

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.*,

Petitioner,

-against-

WALNUT PLACE LLC, *et al.*,

Intervenor- Respondents,

No. 11-CIV-5988

Assigned to: Hon. William H. Pauley III

PROPOSED  
INTERVENOR-  
RESPONDENT AIG'S  
NOTICE OF MOTION  
TO INTERVENE

PLEASE TAKE NOTICE that American International Group, Inc., American General Assurance Company, American General Life and Accident Insurance Company, American General Life Insurance Company, American General Life Insurance Company of Delaware , American Home Assurance Company, American International Life Assurance Company of New York, Chartis Property Casualty Company, Chartis Select Insurance Company, Commerce and Industry Insurance Company, First SunAmerica Life Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, PA, New Hampshire Insurance Company, SunAmerica Annuity and Life Assurance Company, SunAmerica Life Insurance Company, The Insurance Company of the State of Pennsylvania, The United States Life Insurance Company in the City of New York, The Variable Annuity Life Insurance Company, and Western National Life Insurance Company (hereinafter collectively referred to as "AIG"), as a "Potentially Interested Person" in the Article 77 proceeding commenced in New York State Supreme Court, New York County, Index No. 651786/2011, and removed to this Court pursuant to a Notice of Removal filed on August 26, 2011, intends to appear and object to the settlement proposed by Bank of New York Mellon (the "Trustee"), pursuant to that court's

orders dated June 29, 2011 and August 5, 2011, upon the grounds that AIG does not have sufficient information to evaluate the Settlement.

PLEASE TAKE FURTHER NOTICE that AIG, as a party with an interest in the above-captioned Case, upon the attached Declaration, will move this Court on a date to be determined by the Court for an order pursuant to Fed. R. Civ. P. 24, permitting proposed Intervenor-Respondent AIG to intervene in this proceeding, directing that AIG be added as a respondent to the caption of this case, and granting such other and further relief as may be just and proper.

Dated: September 2, 2011

Respectfully Submitted,

/s/ Michael A. Rollin

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Inc., et al.*

**CERTIFICATE OF SERVICE**

This is to certify that on this 2nd day of September, 2011, a true and correct copy of the PROPOSED INTERVENOR-RESPONDENT AIG'S NOTICE OF MOTION TO INTERVENE was served on the following counsel via ECF/PACER.

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Dated: September 2, 2011

s/ Michael A. Rollin