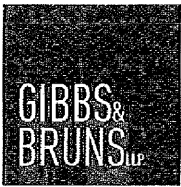


Exhibit 31
to
Affidavit of Daniel M. Reilly
in Support of Joint Memorandum of
Law in Opposition to Proposed Settlement



Kathy D. Patrick
Partner
kpatrick@gibbsbruns.com
713.751.5253

October 22, 2010

The Bank of New York
101 Barclay Street
4 West
New York, NY 10286
Attn: Mortgage Backed Securities Group and Corporate Trust MBS Administration for
Trusts Listed on Ex. A

Mr. Leo Crowley
Ms. Jeanne Naughton-Carr
Pillsbury LLP
1540 Broadway
New York, NY 10036-4039

Re: Final Certifications of Trustee for 115 Countrywide-issued RMBS Trusts Listed
on Ex. A

Ladies and Gentlemen:

As you know, this firm represents the holders of over 25% of the Voting Rights in the 115 Countrywide-issued RMBS Trusts listed on the attached Exhibit A.

Each of the Pooling and Servicing Agreements (PSAs) governing these 115 Trusts required that original mortgage notes be endorsed, in blank, for the benefit of the Trust that was to hold them as collateral. *See* PSA §2.02. Each of the PSAs further required that Bank of New York, as Trustee, provide a Final Certification of Trustee confirming that it had received the original mortgage notes endorsed by the originator, or an original lost note affidavit confirming that the note existed and had been properly endorsed. *See* PSA Ex. H. Finally, the Final Certification required the Trustee to identify and list specific exceptions to the required endorsements so that they could be cured or, if not cured, repurchased within ninety days of the Trustee's exception report. *Id.* at §2.02 and Ex. H.

Recent reports in the press concerning Servicer record-keeping and Servicer execution of foreclosure affidavits have called into question whether these requirements were met in every instance. On behalf of our clients, we request that the Trustee promptly provide the following documents to verify that it performed its obligations under Section 2.02 and Ex. H for each of the 115 RMBS Trusts:

Gibbs & Bruns LLP • 1100 Louisiana • Suite 5300 • Houston, Texas 77002 • T 713.650.8805 • F 713.750.0903

In Re BNY Mellon
Index No. 651786/11
Depo. Exh. 018

Confidential

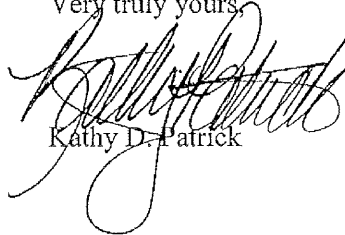
BNYM_CW-00008766

The Bank of New York
Mr. Leo Crowley
Ms. Jeanne Naughton-Carr
October 22, 2010
Page 2 of 2

1. Copies of the Final Certifications of Trustee;
2. Copies of the Exception Reports required by Section 2.01 and Ex. H; and,
3. Documents verifying that conforming loans were substituted, or that the non-conforming loans were purchased out of the Trusts, within ninety days of the Trustees' Final Certifications.

Please send the copies of these documents to my attention. This is a matter of utmost urgency, so my clients will appreciate Bank of New York's prompt attention to the matter.

Very truly yours,



Kathy D. Patrick

KDP/tjm
Enclosure

Exhibit "A"

Deal Name	Deal Name	Deal Name
CWALT 2004-32CB	CWHL 2004-22	CWL 2006-15
CWALT 2004-6CB	CWHL 2004-25	CWL 2006-16
CWALT 2004-J1	CWHL 2004-29	CWL 2006-19
CWALT 2005-14	CWHL 2004-HYB9	CWL 2006-2
CWALT 2005-21CB	CWHL 2005-11	CWL 2006-20
CWALT 2005-24	CWHL 2005-14	CWL 2006-22
CWALT 2005-32T1	CWHL 2005-18	CWL 2006-24
CWALT 2005-35CB	CWHL 2005-19	CWL 2006-25
CWALT 2005-36	CWHL 2005-2	CWL 2006-26
CWALT 2005-44	CWHL 2005-3	CWL 2006-3
CWALT 2005-45	CWHL 2005-30	CWL 2006-5
CWALT 2005-56	CWHL 2005-9	CWL 2006-7
CWALT 2005-57CB	CWHL 2005-HYB3	CWL 2006-9
CWALT 2005-64CB	CWHL 2005-HYB9	CWL 2006-BC2
CWALT 2005-72	CWHL 2005-R3	CWL 2006-BC3
CWALT 2005-73CB	CWHL 2006-9	CWL 2006-BC4
CWALT 2005-74T1	CWHL 2006-HYB2	CWL 2006-BC5
CWALT 2005-81	CWHL 2006-HYB5	CWL 2006-SD1
CWALT 2005-AR1	CWHL 2006-J2	CWL 2006-SD3
CWALT 2005-J5	CWHL 2006-OA5	CWL 2006-SD4
CWALT 2005-J9	CWHL 2006-R2	CWL 2006-SPS2
CWALT 2006-14CB	CWHL 2007-12	CWL 2007-2
CWALT 2006-20CB	CWHL 2007-16	CWL 2007-5
CWALT 2006-37R	CWHL 2008-3R	CWL 2007-6
CWALT 2006-41CB	CWL 2005-10	CWL 2007-7
CWALT 2006-HY12	CWL 2005-11	CWL 2007-9
CWALT 2006-OA11	CWL 2005-13	CWL 2007-BC1
CWALT 2006-OA16	CWL 2005-16	CWL 2007-BC2
CWALT 2006-OA17	CWL 2005-2	CWL 2007-BC3
CWALT 2006-OA6	CWL 2005-4	CWL 2007-QH1
CWALT 2006-OA9	CWL 2005-5	CWL 2007-S3
CWALT 2006-OC10	CWL 2005-6	
CWALT 2006-OC2	CWL 2005-7	
CWALT 2006-OC4	CWL 2005-8	
CWALT 2006-OC5	CWL 2005-9	
CWALT 2006-OC6	CWL 2005-AB2	
CWALT 2006-OC7	CWL 2005-AB3	
CWALT 2007-17CB	CWL 2005-AB4	
CWALT 2007-23CB	CWL 2005-BC5	
CWALT 2007-24	CWL 2005-IM1	
CWALT 2007-OA7	CWL 2006-10	
CWALT 2008-2R	CWL 2006-12	