

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, in its  
Capacity as Trustee for 278 Residential Mortgage-  
Backed Securitization Trusts,

Petitioner,

For Judicial Instructions Under CPLR Article 77  
Concerning the Proper Pass-Through Rate  
Calculation for CWALT Interest Only Senior  
Certificates.

Index No. 150738/2019

**AFFIRMATION REGARDING COMPLIANCE WITH  
ORDER TO PROVIDE SUPPLEMENTAL NOTICE**

I, Christopher J. Houpt, an attorney admitted to practice in the courts of the State of New York, affirm under penalty of perjury as follows:

1. I am a partner in the law firm of Mayer Brown LLP, attorneys for Petitioner The Bank of New York Mellon (“BNYM” or “Trustee”). I submit this affirmation as proof of compliance with the Order to Provide Supplemental Notice entered May 22, 2019 (the “May 22 Order”), requiring BNYM to provide certain further forms of notice of this proceeding pursuant to CPLR § 7701 concerning the Covered Trusts<sup>1</sup> (the “Article 77 Proceeding”).

2. Paragraph 3 of the May 22 Order required BNYM to provide Supplemental Notice within 7 days of the date of the May 22 Order by:

- (a) mailing, by first-class, registered mail, a copy of the Supplemental Notice to: (i) all Certificateholders listed on the certificate registry for the Covered Trusts; and (ii) any Certificateholder of the Covered Trusts (or its counsel) of which Petitioner has actual

<sup>1</sup> Capitalized terms used, but not defined, herein have the meanings assigned to them in the May 22 Order.

knowledge; and (iii) any Certificateholder of the Covered Trusts (or its counsel) that has requested such papers from the Trustee;

(b) electronically transmitting the Supplemental Notice to The Depository Trust Company (“DTC”), which will post the Supplemental Notice in accordance with its established procedures; and

(c) electronically posting a copy of the Supplemental Notice on the Trustee’s investor reporting website and posting all papers subsequently filed in this proceeding on <http://www.inre278rmbstrusts.com>.

3. Paragraph 2 of the May 22 Order required BNYM to provide notice of the Article 77 Proceeding and the Final Hearing within 21 days of the date of the May 22 Order by publicizing the Supplemental Notice in the online version of the Wall Street Journal for at least one business day per week for two consecutive weeks.

4. Mailed Notice: On May 23 and 24, 2019, a packet containing a copy of the Supplemental Notice was mailed by first-class, registered mail to the Certificateholders listed on the certificate registry for the Covered Trusts.

5. On May 28, 2019, the same packet was mailed by first-class, registered mail to counsel for the plaintiffs in (i) *American Fidelity Assurance Company v. The Bank of New York Mellon*, Case No. 11-cv-01284 (W.D. Okla.); (ii) *BlackRock et al v. The Bank of New York Mellon*, Case No. 14-cv-9372 (S.D.N.Y.); (iii) *Commerzbank A.G. v. The Bank of New York Mellon & The Bank of New York Mellon Trust Company, N.A.*, Case No. 15-cv-10029 (S.D.N.Y.); (iv) *Knights of Columbus v. The Bank of New York Mellon*, Index No. 651442/2011 (Sup. Ct. N.Y. Cnty.); (v) *Pacific Life Insurance Company, et al. v. The Bank of New York Mellon*, 17-cv-1388 (S.D.N.Y.); (vi) *Silian Ventures LLC v. The Bank of New York Mellon*, Case No. 18-cv-11763 (S.D.N.Y.); and (vii) *The Western & Southern Life Insurance Co. v. The Bank of New York Mellon*,

Case No. A 1302490 (Ohio). The plaintiffs in the aforementioned cases (i)-(vii) include parties that have alleged that they are Certificateholders in one or more of the Covered Trusts.

6. Electronic Notice: On May 23, 2019, BNYM provided the Supplemental Notice to DTC, which posted the Supplemental Notice to Certificateholders in accordance with DTC's established procedures.

7. Investor Reporting Website: On May 23, 2019, BNYM posted the Supplemental Notice on its investor reporting website. The website address is <https://gctinvestorreporting.-bnymellon.com>.

8. Wall Street Journal: On May 28, 2019, BNYM caused an advertisement stating "If you have an interest in CWHL or CWALT Residential Mortgage Securitization Trusts created during the period 1998-2008, a pending court proceeding may affect your rights" to be published in the online version of the Wall Street Journal (the "WSJ Banner Ad"). The WSJ Banner Ad contains a link to <http://www.inre278rmbstrusts.com> (the "Notice Website"). The Notice Website provides access to (i) the Supplemental Notice, (ii) a list of the Covered Trusts, (iii) contact information for the Trustee, and (iv) all documents filed in the Article 77 Proceeding to date.

9. Attached hereto as Exhibit A are illustrations of the WSJ Banner Ad. As noted on the illustrations, the WSJ Banner Ad consists of three text frames. The first two frames are visible for six seconds before advancing and the final frame is visible for three seconds before the cycle repeats.

10. Attached hereto as Exhibit B are screenshots showing the WSJ Banner Ad as displayed in the online version of the Wall Street Journal. The first three pages of Exhibit B show the 300x250 size format at each stage of its cycle. The final three pages of Exhibit B show the 728x90 size format at each stage of its cycle.

11. The WSJ Banner Ad was displayed in the online version of the Wall Street Journal from May 28 to June 10, 2019.

Dated: June 17, 2019  
New York, New York

By: /s/ Christopher J. Houpt  
Christopher J. Houpt

# **Exhibit A**

**728x90 Online Display Banner for WSJ.com –**

Frame 1: Visible for 6 seconds.

**If you have an interest in CWHL or CWALT  
Residential Mortgage Securitization Trusts**

Frame 2: Visible for 6 seconds.

**created during the period 1998-2008,  
a pending court proceeding may affect your rights.**

Frame 3: Visible for 3 seconds.

**Click here for more information.  
[www.InRe278RMBSTrusts.com](http://www.InRe278RMBSTrusts.com)**

**300x250 Online Display Banner for WSJ.com –**

Frame 1: Visible for 6 seconds.

**If you have an interest  
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Frame 2: Visible for 6 seconds

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# Exhibit B

Size (728x90)

**THE WALL STREET JOURNAL.**  
U.S. Edition • May 30, 2019 • Print Edition • Video

Home World U.S. Politics Economy Business Tech Markets Opinion Life & Arts Real Estate WSJ Magazine Search

**If you have an interest in CWHL or CWALT Residential Mortgage Securitization Trusts**

**What's News**

**Trump Steps Up Attacks on Mueller**  
President Trump continued to attack Robert Mueller, a day after the special counsel's comments put the task of assessing Mr. Trump's conduct in the lap of a Democratic-controlled House.  
• Mueller Shifts Burden to Congress

**Fed's Patience Tested as Trade Spat Clouds Growth Outlook**  
The recent escalation of the U.S. trade dispute with China is putting the Federal Reserve in a bind and complicates its make-no-moves policy posture.

**FedEx to Deliver 7 Days a Week**  
FedEx will deliver packages seven days a week starting next year, adding an extra operating day to accommodate America's online shopping habits.

**For Renault and FCA, Past Auto Deals Hold Chances to Happier Future**  
As Renault and Fiat Chrysler discuss plans to

**Markets**

Change in front-month futures contracts prices this year

Commodity	Price Change
Corn	15%
Wheat	10%
Soybeans	5%

**Living and Lending Under One Roof**

**Star Wars Gives Force to Disney Parks**

**Police Unlock AI's Potential to Solve Crimes**

**New Jersey Needs a Pension Fix. Is This It?**

**Opinion**

**Robert Mueller's Parting Shot**  
By The Editorial Board / Review & Outlook

**Socialists Don't Know History**  
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Size (300x250)

**COMPANIES TOGETHER.**

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As Renault and Fiat Chrysler discuss plans to combine, they may want to study the industry's previous deals to discover why auto mergers often fail. [36 minutes ago](#)

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Some New Jersey lawmakers are pushing an overhaul of the state's pension system, one of the most deeply indebted retirement systems in the U.S., as payments are expected to more than double by 2023.

**Markets**

U.S.	EUROPE	ASIA	FX	RATES	FUTURES
DIA	299634	63.73	0.25%		
S&P 500	279487	15.85	0.45%		
Nikkei	706426	3735	0.50%		
Russell 2000	187546	133	0.50%		
EU Total Mkt	2876434	126.48	0.48%		
MAY 19 10:58 AM EDT				MARKETS	

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