NYSCEF DOC. NO. 861

INDEX NO. 651786/2011

RECEIVED NYSCEF: 05/31/2013

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, (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), 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 Advisors, Inc. (intervenor), Thrivent Financial for Lutherans (intervenor), Landesbank Baden-Wuerttemberg (intervenor), LBBW Asset Management (Ireland) plc, Dublin (intervenor), ING Bank fsb (intervenor), ING Capital LLC (intervenor), ING 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),

Petitioners,

for an order, pursuant to C.P.L.R. § 7701, seeking judicial instructions and approval of a proposed Settlement.

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Kapnick, J.

AFFIDAVIT OF DAVID SHEEREN

STATE OF NEW YORK) ss: COUNTY OF NEW YORK)

DAVID SHEEREN, being duly sworn, hereby deposes and says as follows:

1. I am a member of the firm of Gibbs & Bruns, LLP, 1100 Louisiana, Suite 5300, Houston, Texas 7702, national counsel for the co-petitioners, the Institutional Investors (listed individually in the above caption), in this litigation. I am familiar with the proceedings in this case, have personal knowledge of the facts set forth herein and make this affidavit in support of

the application of Kenneth E. Warner, Esq. of Warner Partners P.C., attorneys of record for the

Institutional Investors, to admit me as counsel pro hac vice to represent the Institutional

Investors in this matter, together with Mr. Warner's firm, pursuant to 22 NYCRR 520.00(a)(1)

and 22 NYCRR 602.2(a).

2. I am an active member in good standing of the Bar of the State of Texas, having

been admitted to practice law in Texas on November 4, 2011. My Certificate of Good Standing

is attached.

3. I am familiar with, and agree to be bound by, the standards of professional

conduct imposed upon members of the New York bar, including the rules of court governing the

conduct of attorneys and the Disciplinary Rules of the Code of Professional Responsibility. I

acknowledge and agree that I shall be subject to the jurisdiction of the courts of the State of New

York with respect to any acts occurring during the course of my participation in this matter.

4. There are no disciplinary proceedings pending against me in the State of Texas or

in any other jurisdiction, nor have there ever been any such proceedings brought against me in

any jurisdiction.

5. I have not previously been admitted *pro hac vice* in this Court.

DAVID SHEEREN

Sworn to before me the 31 cd day of May, 2013

Notary Public

KENNETH E. WARNER
Notary Public, State of New York
No. 02WA6082479
Qualified in New York County
Commission Expires October 28, 2014

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STATE BAR OF TEXAS



Office of The Chief Disciplinary Counsel

May 21, 2013

RE: David Michael Sheeren

State Bar Number - 24079313

To Whom it May Concern:

This is to certify that David Michael Sheeren was licensed to practice law in Texas on November 04, 2011 and is an active member in good standing with the State Bar of Texas.

Good Standing means that the attorney is current on payment of Bar dues and attorney occupation tax; has met Minimum Continuing Legal Education requirements; and is not presently under either administrative or disciplinary suspension.

No disciplinary action involving professional misconduct has been taken against the attorney's law license. This certification expires 30 days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

Linda A. Acevedo Chief Disciplinary Counsel

LA/dh

