

1 MAYER BROWN LLP
 2 DONALD M. FALK (SBN 150256)
 3 *dfalk@mayerbrown.com*
 4 Two Palo Alto Square, Suite 300
 3000 El Camino Real
 Palo Alto, CA 94306-2112
 Tel: 650-331-2000
 Fax: 650-331-2060

5 MAYER BROWN LLP
 6 BRONWYN F. POLLOCK (SBN 210912)
 7 *bpollock@mayerbrown.com*
 350 S. Grand Ave., 25th Floor
 Los Angeles, CA 90071-1503
 Tel: 213-229-9500
 Fax: 213-625-0248

9 Attorneys for Plaintiff
 10 The Bank of New York Mellon
 (f/k/a The Bank of New York)

11 UNITED STATES DISTRICT COURT
 12 NORTHERN DISTRICT OF CALIFORNIA

FILED
 AUG 07 2013
 RICHARD W. WIEKING
 CLERK, U.S. DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA

Handwritten initials and signature: "SS" and a large signature.

JCS

13 THE BANK OF NEW YORK MELLON (f/k/a
 14 The Bank of New York), as Trustee, on behalf
 15 of the Trusts listed in Exhibit A,

16 Plaintiff,

17 v.

18 CITY OF RICHMOND, CALIFORNIA, a
 19 municipality; RICHMOND CITY COUNCIL;
 MORTGAGE RESOLUTION PARTNERS
 20 L.L.C., a Delaware limited liability company;
 and GORDIAN SWORD LLC, a Delaware
 21 limited liability company;

22 Defendants.

Case No. 13 3664

COMPLAINT FOR DECLARATORY
 AND INJUNCTIVE RELIEF

FILE VIA FAX

28

1 Plaintiff allege as follows based on information and belief:

2 **INTRODUCTION**

3 1. This is a case about the misuse of public power for private benefit.

4 2. Following a scheme devised by a mortgage investment firm that stands to profit
5 handsomely from the deal, the City of Richmond (the “City”) has made clear that it imminently
6 plans to seize residential mortgages—mortgages that are current on their payments—at deep
7 discounts and then refinance the properties at reduced loan values. The borrowers would retain
8 their homes with a lower debt load. The City and the investment firm each would receive certain
9 fees generated by the refinancing transactions, and then the firm and its investors would profit
10 from reselling federally guaranteed loans. And the trusts and their investors, including pension
11 funds and other institutional investors, who held current, performing loans that had financed the
12 purchase of homes in the City would be left holding the bag, losing tens of millions of dollars in
13 loan principal.

14 3. The contemplated use of the eminent domain power in this seizure and refinance
15 scheme violates the constitutions of both the United States and California, along with several
16 California statutes.

17 4. Plaintiff, The Bank of New York Mellon, is the Trustee of certain trusts that were
18 created to hold residential mortgage loans (the “Trusts,” listed in Exhibit A hereto). The Trusts’
19 beneficiaries include both municipal and private pension plans, 401(k) plans, mutual funds, and
20 other investors.

21 5. Defendants City and Mortgage Resolution Partners L.L.C. (“MRP”) have entered
22 into an agreement, pursuant to which they will use the City’s eminent domain power to seize
23 performing debt instruments—which are not located in Richmond and are held by out-of-state
24 trusts—at deeply discounted prices. Defendants would then profit by refinancing and
25 resecuritizing those loans, while paying fees to MRP and to the City. MRP’s investors—whose
26 funds will be used to acquire the loans—will reap substantial profits. Defendants’ mortgage loan
27 seizure program is referred to herein as the “Seizure Program.”
28

1 6. Defendants attempt to justify the Seizure Program as one that will help
2 homeowners and communities in Richmond that are struggling with foreclosures, but the Seizure
3 Program actually targets performing loans and does nothing to help homeowners in foreclosure.
4 These loans, which have survived the recession and housing crisis intact, are the ones for which
5 seizure will be most valuable to MRP's investors but least likely to generate any public benefit.
6 Even if the City did intend to take high-risk loans, the Seizure Program still could not create any
7 public benefit, because many of the Trusts' servicers already can and do forgive principal where
8 doing so would make the loan more valuable, by reducing the risk of default enough to justify
9 the loss of principal.

10 7. The Seizure Program is unlawful and unconstitutional and violates numerous
11 federal, state and local laws, including the City's own Charter. Nevertheless, in connection with
12 its agreement with MRP, the City intends to employ the Seizure Program and has taken
13 substantial steps in its furtherance.

14 8. Defendants have already selected over 100 mortgage loans that they wish to seize
15 from the Trusts. The City has nominally offered to "purchase" the loans on behalf of MRP. The
16 offers, however, are not in good faith: Defendants' valuation method is designed to produce
17 values that are far below any reasonable level because they give no value to homeowners' steady
18 payment record. And MRP has stated publicly that federal law precludes the Trusts from selling
19 the loans through the voluntary purchase proposal offered by Defendants.

20 9. The low offers are no accident, nor are they the beginning of a constructive
21 negotiation. Defendants cannot simply purchase the loans consensually from their owners (*i.e.*,
22 the Trusts), because the Seizure Program does not work if the City actually pays fair value. MRP
23 and its investors do not plan to hold the loans for the long-term and collect principal and interest
24 from borrowers. The Seizure Program is pure financial engineering. MRP and its investors,
25 with the critical assistance of City's purported power of eminent domain, intend to take the loans
26 for a fraction of their value and then flip them, reselling them in a new securitization.

27 10. Defendants do not plan to do anything to enhance the value of the mortgaged
28 properties, to bear market risk, or to work with borrowers to improve their ability to pay. In fact,

1 the only modification that they plan is to *write off* much of each loan's balance before acquiring
2 the loans.

3 11. The Seizure Program purportedly is intended to assist homeowners at risk of
4 defaulting on their mortgage loans and thereby somehow avoid urban blight. But the design and
5 implementation of the Seizure Program show that the rationale is a pretext. The Seizure Program
6 actually is intended to generate significant sums for MRP and its investors, with payments to the
7 City in exchange for the use of its eminent domain powers. The Seizure Program also generates
8 private benefits for the homeowners who are selected for it.

9 12. Many of the Trusts' existing guidelines and practices, implemented by the
10 servicers, of modifying loans is further proof that undercompensation, not modification, is the
11 source of the Seizure Program's profit. The true value of the loans already reflects the Trusts'
12 ability to enhance their value through modification. There is no indication that MRP, which
13 describes itself as a "community advisory firm," will be as qualified as experienced servicers.
14 Indeed, the blanket modifications that Defendants plan are unlikely to increase the price of the
15 loans in a resale. For example, while it is sometimes possible to increase a loan's value with a
16 carefully considered modification, it rarely makes sense to reduce the loan balance when the
17 borrower is making the existing, agreed payments. Nor is it often the case that a loan will be
18 more valuable if its principal is reduced below the value of the house. That MRP expects to
19 profit nonetheless demonstrates that undercompensation of the Trusts is an essential element of
20 the Seizure Program.

21 13. There are numerous reasons that this scheme is unconstitutional. As outlined
22 above, the Seizure Program cannot be successful on its own terms if the Trusts receive fair
23 market value. Thus, this case is more than a dispute about valuation of individual loans. The
24 takings also are manifestly not for public use—indeed, the Seizure Program specifically carves
25 out loans whose modification might avoid foreclosure, in apparent recognition that many Trusts
26 already can conduct such modifications. Further, the Seizure Program involves the taking of
27 loans that are located outside of the City's limits and therefore are beyond its eminent domain
28 power.

1 14. The Seizure Program violates other provisions of the U.S. and California
2 Constitutions as well. By coercing transactions across state lines and threatening massive
3 disruption to the national mortgage lending and securitization markets, it conflicts with federal
4 power under the Commerce Clause. It also runs afoul of the Contracts Clause, which bars States
5 and their political subdivisions like the City from modifying private contracts. In fact, the
6 Seizure Program is a paradigmatic example of the types of misconduct that each Clause was
7 intended to prevent. The City seeks to abrogate debts that its citizens owe to out-of-town entities
8 and permit a local speculator to reap the profits.

9 15. Already, the federal government has expressed its concerns about the
10 unconstitutional nature of the Seizure Program and the federal interest in avoiding havoc to
11 mortgage lending nationwide. In a public statement dated August 9, 2012, the Federal Housing
12 Finance Administration (“FHFA”), the conservator of Fannie Mae and Freddie Mac (the two
13 Government-Sponsored Enterprises (“GSEs”) that are among the largest investors in residential-
14 mortgage backed securitization (“RMBS”) trusts), stated that “FHFA has significant concerns
15 about the use of eminent domain to revise existing financial contracts” and that “resulting losses
16 from such a program would represent a cost ultimately borne by taxpayers” and would have “a
17 chilling effect on the extension of credit to borrowers seeking to become homeowners and on
18 investors that support the housing market.” 77 Fed. Reg. 47,652 (August 9, 2012). FHFA noted
19 that “[a]mong questions raised regarding the proposed use of eminent domain are the
20 constitutionality of such use,” “the effects on holders of existing securities,” “the impact on
21 millions of negotiated and performing mortgage contracts,” and “critical issues surrounding the
22 valuation by local governments of complex contractual arrangements that are traded in national
23 and international markets.” *Id.*

24 16. As stated, the targeted loans are out-of-Richmond interests, held by out-of-
25 Richmond entities. Nevertheless, as an alternative, and to the extent that loans targeted by the
26 Seizure Program may be considered local interests (they are not), the Seizure Program also
27 violates the California Constitution, which, as amended by voter proposition in 2008, expressly
28 prohibits local governments from using eminent domain to seize owner-occupied residences for

1 the purpose of conveying it to a private person. Cal. Const. art. I, § 19(b). Specifically, as an
2 alternative basis, the Seizure Program is unlawful if the targeted mortgage loans constitute
3 interests in real property that are secured exclusively by owner-occupied residences and are
4 conveyed to private persons.

5 17. Injunctive and declaratory relief is necessary to avoid imminent and irreversible
6 harm, not only to the Trusts but to the national economy. The City intends to use California's
7 "quick take" procedure, which allows it to condemn property first and ask the courts to
8 determine fair compensation second. Once each loan is taken, MRP will destroy it through
9 refinancing; a new loan would then be imposed on each borrower, and those new loans would be
10 hastily sold to other investors. If the Seizure Program is found unconstitutional afterwards, that
11 egg may prove impossible to unscramble, and certainly not without harming innocent
12 homeowners and investors. Moreover, because of the design of the Seizure Program, the
13 compensable losses to the Trusts will be far greater than the City realizes and may exceed its
14 ability to pay. MRP is indemnifying the City for these costs, but its financial resources are
15 unknown.

16 18. Moreover, several other municipalities—including North Las Vegas, Nevada; El
17 Monte, California; La Puente, California; Orange Cove, California; Pomona, California; and San
18 Joaquin, California—have entered into agreements with MRP. Litigating each taking
19 individually in state court while waiting for definitive guidance on federal constitutional issues
20 would be wasteful and protracted and lead to years of uncertainty.

21 19. The Seizure Program is a scheme that should be nipped in the bud. That is why
22 Plaintiff seeks immediate relief from this Court.

23 THE PARTIES

24 **A. Plaintiff**

25 20. Plaintiff, The Bank of New York Mellon, is a bank organized under the laws of
26 the State of New York and having its principal place of business at One Wall Street, New York,
27 New York 10286. The Bank of New York Mellon serves as Trustee for Trusts listed on Exhibit
28 A hereto that hold mortgage loans targeted by the Seizure Program.

1 21. The beneficial owners of the Trusts include municipal and private pension plans,
2 401(k) plans, mutual funds, and other investors.

3 22. As the first phase of the Seizure Program, the City sent out letters to 32 trustees
4 and servicers of RMBS trusts offering to purchase approximately 624 loans. The Mayor of
5 Richmond publicly indicated that this was only the “first batch” of loans and that she hopes to
6 expand the Program. Plaintiff received a letter from the City dated July 31, 2013 demanding to
7 purchase more than 100 loans from the Trusts. Attached hereto as Exhibit B is a true and correct
8 copy of the City’s letter.

9 23. None of the Trusts is incorporated in California or otherwise organized under the
10 laws of California. All of the Trusts are organized under New York common law.

11 24. The physical notes and other documents evidencing the mortgage loans that
12 Defendants intend to seize all are valid and binding, and located outside of the territorial
13 boundaries of the City.

14 25. The beneficiaries of the Trusts are located across the country and the world.

15 **B. Defendants**

16 26. Defendant MRP is a limited liability company organized and existing under the
17 laws of Delaware, and it is headquartered in San Francisco, California.

18 27. MRP is a privately-owned, for-profit company that will manage and facilitate the
19 loan restructuring process of the Seizure Program, including (a) raising funds to finance the
20 seizures; (b) identifying mortgage loans to be acquired by eminent domain; and (c) arranging for
21 the loan refinancing. MRP will receive a \$4,500 fee for each loan seized and refinanced. In
22 addition, MRP’s investors would receive the profit between the seizure price and price at which
23 the new loan to the homeowner is sold, net of MRP’s fee, the City’s fee, and any expenses
24 incurred by MRP. MRP has no other business operations.

25 28. Defendant Gordian Sword LLC is a limited liability company organized and
26 existing under the laws of Delaware, and it is headquartered in San Francisco, California. It was
27 established to create the Seizure Program and is the managing member that controls and directs
28

1 MRP. The name Gordian Sword is an apparent reference to the Gordian Knot, a legend and
2 metaphor for an intractable problem that is solved easily by cheating (*i.e.*, cutting the knot).

3 29. On or about April 2, 2013, the City, through its City Council and upon the
4 recommendation of its City Manager, voted to enter into an "Advisory Services Agreement" with
5 MRP, under which MRP would provide contractual services to the City regarding, among other
6 things, mortgage relief for City homeowners and the acquisition of existing mortgage loans
7 through eminent domain. It is not clear whether this is the only written agreement between the
8 City and MRP or if there are other undisclosed oral or written agreements between them.

9 30. Defendant City, a municipality, is located in Contra Costa County in the State of
10 California, with the territorial boundaries described in Article I, section 2 of the City's Charter.

11 31. Defendant Richmond City Council (the "City Council") is the City's governing
12 body. Defendant City Council is the governing body with legal responsibility for making
13 decisions with respect to the City's exercise of its eminent domain powers.

14 JURISDICTION AND VENUE

15 32. The Court has jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 (federal
16 question jurisdiction) and 1343(a)(3) and (4) (jurisdiction over actions for violations of
17 constitutional and federal rights secured by 42 U.S.C. § 1983), and over Plaintiff's declaratory
18 relief causes of action under 28 U.S.C. §§ 2201 and 2202. Plaintiff's state-law claims form part
19 of the same case or controversy as the federal claims. Accordingly, this Court has supplemental
20 jurisdiction over Plaintiff's state-law claims pursuant to 28 U.S.C. § 1367(a).

21 33. This Court has personal jurisdiction over Defendants City and City Council, as
22 municipalities or agents and officers of municipalities located in this judicial district. The Court
23 also has personal jurisdiction over those Defendants because Plaintiff's claims arise out of
24 actions taken by those Defendants in this judicial district.

25 34. The Court has personal jurisdiction over Defendants MRP and Gordian Sword
26 because they are headquartered in San Francisco, California, and Plaintiff's claims arise out of
27 MRP's and Gordian Sword's transaction of business in this judicial district.

28

1 sponsored by a private entity, rather than by a Government-Sponsored Enterprise (GSEs), such a
2 Fannie Mae and Freddie Mac).¹

3 40. The Seizure Program seeks to cherry-pick loans that are “relatively current (not in
4 default),” and only from “*borrowers who appear likely to repay their loans.*” See Exhibit C at 9
5 (emphasis added).² Thus, the Seizure Program does not target loans where there is a serious risk
6 of default (much less a serious risk of foreclosure). Indeed, of the approximately 624 loans that
7 the City has offered to purchase, approximately 85% are not in any stage of the foreclosure
8 process and approximately 81% of the loans have never had a notice of default filed or are now
9 current. Of the 105 loans held by Plaintiff as trustee, over 90% are not in any stage of the
10 foreclosure process.

11 41. The stated justifications for the Seizure Program—to prevent “blight” or some
12 other “public” harm caused by foreclosures—are mere pretexts for this profit-driven scheme.
13 Indeed, the fact that the Seizure Program primarily targets performing loans—loans that will be
14 the most profitable to restructure and sell but are the least likely to default—shows that the
15 Seizure Program is designed to create profits for MRP and its investors.

16 42. MRP has included a small percentage of loans in default or foreclosure for optics
17 only, in a thinly-veiled attempt to justify its scheme under the guise of public good. The Seizure
18 Program is not structured to help borrowers actually facing foreclosure because such borrowers
19 are a bad credit risk, unlikely to qualify for refinancing. In MRP’s own words, one of the “key
20 steps to the MRP process” is that “[h]omeowners who opt into the program, but do not qualify
21 for a refinance or a lease *will be dropped* from the eminent domain motion before their mortgage
22 is purchased.” See Exhibit D at 13 (emphasis added).³

24 _____
25 ¹ The Seizure Program has been described in several public sources, attached hereto as Exhibits
26 C and D.

26 ² Available at <http://online.wsj.com/public/resources/documents/EMINENT-powerpoint.pdf> (last
27 visited August 7, 2013).

27 ³ Available at
28 [http://sireweb.ci.richmond.ca.us/sirepub/cache/2/mb1qpzgj4mcgl3zqu31kl0y3/36546408062013
071309684.PDF](http://sireweb.ci.richmond.ca.us/sirepub/cache/2/mb1qpzgj4mcgl3zqu31kl0y3/36546408062013071309684.PDF) (last visited August 7, 2013). This presentation is attached to explain the
Seizure Program, which would be unlawful if fully implemented.

1 43. Defendants attempt to justify the Seizure Program as correcting what they claim
2 to be a contractual bar on forgiving principal in securitization trusts *See, e.g.*, Exhibit D at 5. As
3 to the Trusts administered by Plaintiff, that is simply false. Many of the loans' servicers can and
4 do forgive principal when doing so would maximize the value of the loan.

5 44. Another seemingly arbitrary provision is that the Seizure Program is limited to
6 loans held by private RMBS trusts, all located outside of the City of Richmond.

7 45. The Seizure Program excludes loans held by trusts sponsored and guaranteed by
8 Freddie Mac or Fannie Mae. It also excludes loans held directly by banks. These exceptions
9 demonstrate that the stated justifications are a pretext and appear intended to minimize
10 opposition from local banks and federal agencies.

11 **B. The Seizure and Refinancing of the Targeted Loans**

12 46. Having now selected loans held by the Trusts for seizure, the City will attempt to
13 seize the loan through eminent domain for a fraction of its value.⁴ The example frequently given
14 by MRP of its proposed valuation methodology is that for a loan with a principal balance of
15 \$300,000 secured by a home worth \$200,000, Defendants would seize the loan at \$160,000. *See*
16 Exhibit D at 7, 16-18.

17 47. Once Defendants expropriate each loan for less than fair market value, they then
18 intend to replace it with a new loan to be sold into a FHA securitized pool in an amount equal to
19 approximately 95% of the underlying home value. Defendants and MRP's investors would
20 profit by sharing the spread between the discounted seizure price and the 95% refinancing price.
21 *See id.*

22 48. Because the loans are underwater (*i.e.*, the home value is less than the outstanding
23 principal balance), Defendants have calculated a discounted valuation that is far lower than the
24 unpaid principal balance of the loan.

25 49. The offers also are totally disconnected from, and far less than, any measure of
26 fair value. Defendants have primarily selected loans that are current and not in foreclosure. The

27 _____
28 ⁴ In one instance, the City's July 31, 2013 letter offered a mere 11% of the principal balance of
the loan. *See* Exhibit B at Trustee Exhibit B therein.

1 fair value of such loans includes the anticipated principal and interest payments over the life of
2 the loan. That is especially so for long-term holders of the loans like the Trusts, which were
3 designed to hold loans to maturity, not to trade them in the market.

4 **C. Defendants Have Taken Substantial Steps Towards Implementing the**
5 **Seizure Program.**

6 50. Defendants have taken substantial steps towards implementing the Seizure
7 Program. In April 2013, the City entered into an "Advisory Services Agreement" with MRP,
8 which is an operative agreement between the City and MRP with respect to the Seizure Program,
9 attached hereto as Exhibits E (agreement) and F (City Council minutes indicating approval).
10 Recently, MRP began sending letters to Plaintiff and other trustees and servicers for RMBS
11 trusts stating that unidentified California cities were interested in acquiring mortgage loans and
12 would soon be making purchase offers on the loans, one of the prerequisites under California
13 eminent domain law before a local government can seize property.

14 51. On multiple occasions over the past months, the Mayor of Richmond or other City
15 officials have publicly discussed the City's implementation of the Seizure Program, including
16 confirming that the City Council entered into a partnership with MRP to implement the Seizure
17 Program and discussing MRP and the City's readiness to begin implementing the Seizure
18 Program.

19 52. On or about July 31, 2013, Richmond sent a letter to Plaintiff (attached hereto as
20 Exhibit B) and other trustees and servicers for RMBS trusts making offers to purchase loans
21 from the Trusts. The offer letters attached a list of approximately 624 mortgage loans
22 purportedly held by RMBS trusts (including approximately 105 held by the Trusts) that the City
23 is offering to acquire, "at the present time." The letters state that the offers are not binding on
24 the City but provide a deadline of August 13, 2013 for Plaintiff to respond, after which the City
25 may "decide[] to proceed with the acquisition of the loans through eminent domain." After
26 sending the letters, the Mayor of Richmond reportedly declared: "If financial institutions do not
27 cooperate, the city will seize the loans using eminent domain." See Exhibit G hereto.⁵ The

28 ⁵ Available at <http://www.latimes.com/business/money/la-fi-mo-richmond-eminent-domain->

(cont'd)

1 City's offer letters constitute a first wave of offers, and if Defendants are successful in acquiring
2 or seizing these loans, it is expected that they will attempt to acquire or seize many other loans.

3 53. If the offers are not accepted, the City will attempt to quickly seize possession of
4 the loans. The City Council must first hold a condemnation hearing, and immediately thereafter
5 could file an eminent domain lawsuit in California and use an expedited procedure known as a
6 "quick take" to quickly obtain a court order giving the City possession of the loan. MRP has
7 indicated that the "quick take" procedure is a critical component of the Seizure Program. *See*
8 Exhibit H hereto at 3.⁶ Once the City receives possession of the loans, it could then extinguish,
9 restructure, and refinance them, causing immediate and irreparable harm to the Trusts that will
10 be exceedingly difficult, if not impossible, to unwind.

11 54. Thus, there is a high likelihood that Defendants will very soon exercise the City's
12 eminent domain powers to seize possession of mortgage loans under the Seizure Program.

13 **II. IMPLEMENTATION OF THE SEIZURE PROGRAM WOULD RESULT IN**
14 **SIGNIFICANT HARM TO THE TRUSTS AND WILL AFFECT INTERSTATE**
15 **COMMERCE**

16 **A. Harm to the Trusts**

17 55. If implemented, the Seizure Program would cause significant harm to Trusts.

18 56. First, the targeting of performing loans within the Trusts' portfolios would, by
19 itself, completely upend the purpose of the securitization process. The structure and value of a
20 particular securitization trust is based upon diversification of loans, in both the terms of the loans
21 and the geographic location of the property secured by the loans, and the associated risks.
22 RMBS trusts are dependent on the stable and non-saleable nature of performing loans within the
23 pool. Cherry-picking performing loans from the Trusts disrupts the risk diversification on which
24 the Trusts were structured.

25 57. Second, the number of loans targeted in the City alone—hundreds of mortgage
26 loans—would cause significant direct losses to the Trusts and other RMBS trusts. Indeed, the

27 _____
20130730,0,7196420.story.

28 ⁶ Available at <http://online.wsj.com/public/resources/documents/EMINENT-faqs.pdf>.

1 first wave of the approximately 624 loans targeted by Defendants could potentially cause losses
2 to the RMBS trusts holding those loans of over \$90 million or more.

3 58. Third, there is a risk that the takings could jeopardize the Trusts' tax status. The
4 Trusts are organized as Real Estate Mortgage Investment Conduits (REMICs), a status that
5 Congress created to apply uniformly on a national basis to encourage securitization of static
6 pools of residential mortgage loans. The REMIC regulations do not permit the transfer of non-
7 defaulted loans out of the trusts without the imposition of potentially significant and adverse tax
8 consequences, nor do they contemplate the City's unprecedented seizure of mortgage loans from
9 securitized trusts. Particularly if the Seizure Program is copied by other municipalities, the IRS
10 may find that the Trusts are not REMIC-eligible. If as a result of the seizure of such loans, the
11 IRS concluded that the Trusts are no longer REMIC-eligible, the results of that finding would be
12 catastrophic: the Trusts, which currently pay no tax at the trust level, would be subject to a 35%
13 tax on all of their income. That tax liability could result in a sharp loss of income for pension
14 funds, retirees, and others who rely on regular payments from these securities.

15 59. Fourth, many other municipalities across the U.S. are watching to see whether
16 Defendants are able to carry out the Seizure Program. If even a few other municipalities of
17 City's size implement the Seizure Program, losses could range in the billions of dollars. If more
18 than a few implement the Seizure Program, far greater losses could mount. This widespread
19 transfer of substantial funds from the Trusts' beneficiaries, including municipal pension funds
20 and private retirement plans, on the one hand, to Defendants, on the other hand, could destabilize
21 the national housing market and the larger economy.

22 **B. The Effect on Interstate Commerce and the National Housing Market**

23 60. The Seizure Program also would cause significant harm to interstate commerce
24 and the national housing market. As a preliminary matter, because the Trusts and the loans are
25 located out of California, the Seizure Program would coerce interstate transactions.
26 Additionally, the Seizure Program is expressly designed to favor local interests—MRP and
27 underwater homeowners—at the expense of out-of-state creditors. Furthermore, in addition to
28 the losses suffered by the Trusts from the seizure of performing residential mortgage loans at

1 below fair market values, the Seizure Program would have a chilling effect on the extension of
2 credit to homeowners. The Seizure Program also will disrupt the national nature of the mortgage
3 market by subjecting investors to qualitatively different types of risk in different jurisdictions.
4 Mortgage rates would rise, and some prospective homeowners may be unable to obtain loans at
5 all, lowering housing prices across the country.

6 61. Further, the Seizure Program would undermine investor confidence in the
7 residential mortgage-backed securities market, and by extension, the national housing market
8 and national economy. The securitization market would be upended, as investors in residential
9 mortgage-backed securities would be unable to adequately evaluate underlying mortgage pools
10 that collateralize their investment, and prices for affected securities would decrease. A broad
11 range of investors hold interests in residential mortgage-backed securitizations as part of
12 common diversification strategies. Thus, the detrimental effects of a valuation crisis as to the
13 securities evidencing such interests would flow through the national housing market, and
14 likewise, the larger economy.

15 62. Likewise, industries dependent on a vibrant housing market and an active home
16 lending environment would suffer, such as the home building, construction, and realty industries.

17 63. In comments published in the Federal Register, 77 Fed. Reg. 47,652 (August 9,
18 2012) discussing the "Use of Eminent Domain To Restructure Performing Loans," the FHFA
19 recognized the harm that programs like the Seizure Program would cause. Among other things,
20 FHFA has explained that the GSEs, as well as the multiple Federal Home Loan Banks for which
21 FHFA acts as a regulator, because they are substantial holders of RMBS trusts, would be
22 harmed, as well as the communities themselves that attempt to use eminent domain. According
23 to FHFA:

24 FHFA has significant concerns about the use of eminent domain to revise
25 existing financial contracts and the alteration of the value of Enterprise or Bank
26 securities holdings. In the case of the Enterprises, resulting losses from such a
27 program would represent a cost ultimately borne by taxpayers. At the same time,
28 FHFA has significant concerns with programs that could undermine and have a
chilling effect on the extension of credit to borrowers seeking to become
homeowners and on investors that support the housing market.

FHFA has determined that action may be necessary on its part as conservator for

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2 credit to homeowners. The Seizure Program also will disrupt the national nature of the mortgage
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17 63. In comments published in the Federal Register, 77 Fed. Reg. 47,652 (August 9,
18 2012) discussing the "Use of Eminent Domain To Restructure Performing Loans," the FHFA
19 recognized the harm that programs like the Seizure Program would cause. Among other things,
20 FHFA has explained that the GSEs, as well as the multiple Federal Home Loan Banks for which
21 FHFA acts as a regulator, because they are substantial holders of RMBS trusts, would be
22 harmed, as well as the communities themselves that attempt to use eminent domain. According
23 to FHFA:

24 FHFA has significant concerns about the use of eminent domain to revise
25 existing financial contracts and the alteration of the value of Enterprise or Bank
26 securities holdings. In the case of the Enterprises, resulting losses from such a
27 program would represent a cost ultimately borne by taxpayers. At the same time,
28 FHFA has significant concerns with programs that could undermine and have a
chilling effect on the extension of credit to borrowers seeking to become
homeowners and on investors that support the housing market.

FHFA has determined that action may be necessary on its part as conservator for

1 the Enterprises and as regulator for the Banks to avoid a risk to safe and sound
2 operations and to avoid taxpayer expense.

3 Among questions raised regarding the proposed use of eminent domain are the
4 constitutionality of such use; the application of federal and state consumer
5 protection laws; the effects on holders of existing securities; the impact on
6 millions of negotiated and performing mortgage contracts; the role of courts in
7 administering or overseeing such a program, including available judicial
8 resources; fees and costs attendant to such programs; and, in particular, critical
9 issues surrounding the valuation by local governments of complex contractual
10 arrangements that are traded in national and international markets.

11 64. Likewise, the U.S. House of Representatives Financial Services Committee,
12 which has oversight of Fannie Mae and Freddie Mac, recently issued a draft reform bill, a stated
13 purpose of which is to implement the following reform: "To combat constitutionally-suspect
14 'eminent domain' schemes by local municipalities to seize mortgages out of legally binding
15 securities for purposes of rewriting their terms, prohibit the GSEs from purchasing or
16 guaranteeing loans originated in municipalities where such practices have been employed during
17 the last ten years." Executive Summary of the Protecting American Homeowners (PATH) Act,
18 July 11, 2013, at 2.⁷

19 65. The concerns expressed by the FHFA and the House Financial Services
20 Committee are well-founded. The Seizure Program will have a devastating effect on interstate
21 commerce, including on the mortgage-backed securities market and the national housing market,
22 and would detrimentally affect both borrowers and lenders.

23 **C. The Adverse Effects on the City and Its Homeowners**

24 66. The City, and its residents, would not be spared from the harm caused by the
25 Seizure Program. The Seizure Program will have negative consequences for borrowers and
26 prospective homeowners with respect to lending products in communities that seize mortgage
27 loans at unfairly reduced values through eminent domain. The risks associated with lending in
28 such communities will force lenders to place more stringent conditions on borrowers seeking a
mortgage. With less people qualifying for mortgages, homeownership rates would drop and
property values would plummet.

⁷ Available at
<http://financialservices.house.gov/news/documentsingle.aspx?DocumentID=342165>.

1 67. The relatively small number of select City homeowners who could potentially
2 receive a windfall under the Program by having their underwater mortgages refinanced will not
3 offset the devastation to the local housing market and economy due to the Seizure Program's
4 chilling effect on credit.

5 68. City homeowners whose loans are in the Seizure Program actually may be
6 damaged by it. Debt forgiveness generally is treated as taxable income for both state and federal
7 income tax purposes. The Seizure Program intends to seize loans at a price that is hundreds of
8 thousands of dollars lower than the principal balance on the loan. This principal balance
9 reduction may be treated as debt forgiveness and subject to income tax. Thus, these select City
10 homeowners could owe upwards of six figures in income tax liability. Even more, unlike
11 mortgage debt, income tax debt is not necessarily dischargeable in bankruptcy. Instead of
12 creating more stable neighborhoods, having more money in our local economy to stimulate
13 community wealth, and saving homeowners money on their mortgage payments, as MRP and the
14 City claim will happen, the Seizure Program in fact may undermine the growing economy and
15 push the City back into recession. Although certain federal and state programs temporarily allow
16 for mortgage debt forgiveness to be excluded from taxable income, it is far from clear whether
17 the Seizure Program would qualify for any such exclusion or whether the Seizure Program would
18 complete the seizure process before the expiration of the tax holiday at the end of 2013.

19 **III. INJUNCTIVE RELIEF IS NECESSARY TO PREVENT IMMEDIATE AND**
20 **IRREPARABLE HARM.**

21 69. Defendants should be enjoined from implementing the Seizure Program. The
22 Seizure Program would cause significant and widespread harm, and the transactions that will
23 occur under the Seizure Program will be exceedingly difficult, if not impossible, to unwind.

24 70. Under the Seizure Program, once new loans are issued to refinance the original
25 loans, they would be securitized. Thus, to unwind these unlawful seizures would require
26 extinguishing the new loan—thereby harming the new trust that holds that loan, and its
27 beneficiaries—and then reinstating the homeowner's old loan. It is doubtful that either step of
28 this process could occur—that is, that MRP could “claw back” the new loan, and any payments

1 that have been made, from the new trust and its investors, or that the Trusts could reinstate the
2 old loans.

3 71. Nor could money damages adequately compensate the Trusts. First, widespread
4 seizure and extinguishment of the loans may cause significant damage to the Trusts and their
5 beneficiaries, including, among other things, causing the Trusts to lose their REMIC status and
6 affecting the credit rating of the Trusts' certificates and the market value of trust securities,
7 which could cause systemic problems for other RMBS securitizations and their
8 Certificateholders—including the Trusts—that cannot be compensated by money damages.

9 72. Second, even if money damages could somehow be adequate, there is serious
10 doubt that Defendants would have the financial means necessary to compensate the Trusts (at the
11 same time that they also must compensate all similarly-situated RMBS trusts) for the potentially
12 hundreds of millions of dollars in losses caused by the Seizure Program, in which case the Trusts
13 will be left without recourse for their loss.

14 **JUSTICIABLE DISPUTE**

15 73. By reason of the foregoing, there now exists a justifiable dispute and controversy
16 for which immediate relief is necessary.

17 74. Accordingly, Plaintiff seeks injunctive and declaratory relief as set forth herein.

18 **CLAIMS FOR RELIEF**

19 **FIRST CLAIM**

20 **(DECLARATORY RELIEF REGARDING VIOLATION OF THE "PUBLIC USE"**
21 **REQUIREMENT OF THE TAKINGS CLAUSES OF THE U.S. AND CALIFORNIA**
22 **CONSTITUTIONS, THE RICHMOND CITY CHARTER, AND CLAIM UNDER 42**

23 **U.S.C. § 1983)**

24 **(AGAINST ALL DEFENDANTS)**

25 75. Plaintiff repeats and realleges the allegations contained in each preceding
26 paragraph as if fully set forth herein.

27 76. The Fifth Amendment to the U.S. Constitution provides that "private property"
28 shall not be "taken for public use, without just compensation" (the "Takings Clause"). This

1 requirement is incorporated and made applicable to the states and their political subdivisions and
2 actors by the Fourteenth Amendment of the U.S. Constitution.

3 77. 42 U.S.C. § 1983 provides that any person, acting under the color of state law,
4 that subjects or causes to be subjected any citizen of the United States or other person within its
5 jurisdiction to the deprivation of any rights, privileges, or immunities under the Constitution,
6 shall be liable to the injured party in an action at law, suit in equity, or other proper proceeding
7 for redress.

8 78. California Constitution Article I, section 19 provides that private property may be
9 taken only for a “public use.”

10 79. The Richmond City Charter Article II, section 19 provides that a private property
11 may be taken only for a “public use.”

12 80. The Seizure Program is carried out by Defendants, who are inextricably
13 intertwined, under the color of state law.

14 81. The Seizure Program violates the “public use” requirement of the Takings Clause
15 of the Fifth and Fourteenth Amendments, the California Constitution, and the Richmond City
16 Charter.

17 82. The Seizure Program is not implemented for a public purpose, but rather for the
18 purpose of seizing property from one set of private entities (the Trusts) to enrich MRP, a private
19 investment firm, and its investors. Even if individual homeowners do benefit, and those benefits
20 are not wiped out by, for example, federal tax liability, those homeowners are private parties as
21 well.

22 83. The stated justifications for the Seizure Program—to prevent “blight” or some
23 other “public” harm caused by foreclosures—are mere pretexts for this profit-driven scheme.
24 Indeed, the fact that the Seizure Program primarily targets performing loans—loans that will be
25 the most profitable to restructure and sell but are the least likely to default—shows that the
26 Seizure Program is designed to create profits for MRP and its investors. Furthermore, even if the
27 purported justification of preventing future foreclosures were true, prevention of future blight or
28 harm is not a valid public use.

1 84. In addition, the Seizure Program would not benefit the City's citizens on a whole,
2 but would instead lead to windfalls for the select group of homeowners who meet a loan profile
3 profitable to MRP and its investors, to the detriment of all others. Even this small group of
4 intended beneficiaries may receive a severe tax burden that would offset any windfall and may
5 worsen the homeowners' financial situations. Further, the Seizure Program expressly excludes
6 many borrowers and primarily targets performing mortgage loans that are not in default or
7 foreclosure. If the Seizure Program is fully implemented and performing loans are seized for
8 well-below their unpaid principal balance, and thus at significant losses to the Trusts holding
9 those loans, lenders will be unwilling to extend credit in the City at the current level, creating, at
10 a minimum, a chilling effect on the local home lending environment. This will have severe
11 consequences for current and prospective City homeowners.

12 85. For all of the reasons asserted herein, there is an actual controversy between
13 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
14 2202.

15 86. Defendants have taken substantial steps towards seizing loans under the Seizure
16 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
17 harmed.

18 87. Accordingly, Plaintiff respectfully requests that the Court issue a judgment for
19 declaratory and injunctive relief against Defendants, declaring that the implementation of the
20 Seizure Program would violate the Fifth and Fourteenth Amendments of the U.S. Constitution,
21 Article I, section 19 of the California Constitution, and Article II, section 19 of the Richmond
22 Charter, and permanently enjoining Defendants from implementing any aspect of the Seizure
23 Program.

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SECOND CLAIM

**(DECLARATORY RELIEF REGARDING VIOLATION OF THE PROHIBITIONS AGAINST EXTRATERRITORIAL SEIZURES UNDER THE TAKINGS CLAUSES OF THE U.S. AND CALIFORNIA CONSTITUTIONS AND THE CALIFORNIA CODE OF CIVIL PROCEDURE, AND CLAIM UNDER 42 U.S.C. § 1983)
(AGAINST ALL DEFENDANTS)**

88. Plaintiff repeats and reallege the allegations contained in each preceding paragraph as if fully set forth herein.

89. The Fifth Amendment to the U.S. Constitution prohibits a local government from extraterritorially seizing property pursuant to eminent domain powers. This requirement is incorporated and made applicable to the states and their political subdivisions and actors by the Fourteenth Amendment of the U.S. Constitution.

90. 42 U.S.C. § 1983 provides that any person, acting under the color of state law, that subjects or causes to be subjected any citizen of the United States or other person within its jurisdiction to the deprivation of any rights, privileges, or immunities under the Constitution, shall be liable to the injured party in an action at law, suit in equity, or other proper proceeding for redress.

91. The California Constitution prohibits local governments from extraterritorially seizing property pursuant to eminent domain powers.

92. Under section 1240.050 of the California Code of Civil Procedure, a local public entity may acquire by eminent domain only property located within its territorial limits. Under section 1250.020 of the California Code of Civil Procedure, an eminent domain proceeding must be commenced in the county in which the property sought to be taken is located.

93. The Seizure Program is carried out by Defendants, who are inextricably intertwined, under the color of state law.

94. Defendants' implementation of the Seizure Program violates prohibitions against extraterritorial property seizures under the Fifth and Fourteenth Amendments of the U.S. Constitution, the California Constitution, and the California Code of Civil Procedure. The debt

1 instruments that Defendants target under the Seizure Program are not located within the
2 territorial boundaries of the City and are held by Trusts located outside of Richmond. Because
3 the situs of a debt instrument for eminent domain purposes is the location of the physical
4 instrument, and the situs of an intangible debt is the location of the creditor, Defendants have no
5 power to seize these outside-of-Richmond debts.

6 95. In addition, the notes evidencing the mortgage loans are held outside of the
7 territorial boundaries of the City. Defendants have no power to effect extraterritorial seizures of
8 those tangible instruments.

9 96. For all of the reasons asserted herein, there is an actual controversy between
10 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
11 2202.

12 97. Defendants have taken substantial steps towards seizing loans under the Seizure
13 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
14 harmed.

15 98. Accordingly, Plaintiff respectfully requests that the Court issue a judgment for
16 declaratory and injunctive relief against Defendants, declaring that the implementation of the
17 Seizure Program would violate the Fifth and Fourteenth Amendments of the U.S. Constitution,
18 the California Constitution, and the California Code of Civil Procedure, and permanently
19 enjoining Defendants from implementing any aspect of the Seizure Program.

20 **THIRD CLAIM**

21 **(DECLARATORY RELIEF REGARDING VIOLATION OF THE COMMERCE**
22 **CLAUSE OF THE U.S. CONSTITUTION AND CLAIM UNDER 42 U.S.C. § 1983)**

23 **(AGAINST ALL DEFENDANTS)**

24 99. Plaintiff repeats and realleges the allegations contained in each preceding
25 paragraph as if fully set forth herein.

26 100. Article I, section 8, clause 3 of the U.S. Constitution (the "Commerce Clause")
27 gives Congress the power to regulate commerce among the several states. The Commerce
28 Clause bars states and their political subdivisions from taking action designed to benefit in-state

1 economic interests by burdening out-of-state interests. Direct regulation of interstate commerce
2 by the states and their political subdivisions is prohibited, and incidental regulation is permissible
3 only where the burden imposed on such commerce is not excessive in comparison with the
4 putative local benefits.

5 101. 42 U.S.C. § 1983 provides that any person, acting under the color of state law,
6 that subjects or causes to be subjected any citizen of the United States or other person within its
7 jurisdiction to the deprivation of any rights, privileges, or immunities under the Constitution,
8 shall be liable to the injured party in an action at law, suit in equity, or other proper proceeding
9 for redress.

10 102. The Seizure Program is carried out by Defendants, who are inextricably
11 intertwined, under the color of state law.

12 103. Defendants violate the Commerce Clause of the U.S. Constitution by
13 implementing the Seizure Program, which is designed to benefit local Defendants' own
14 economic interests at the expense of out-of-Richmond and out-of-state interests, including the
15 Trusts that hold the mortgage loans targeted for seizure.

16 104. In addition, the Seizure Program is a direct regulation of interstate commerce by
17 the City. The Seizure Program expressly targets for seizure private-label mortgage loans held by
18 out-of-Richmond and out-of-state Trusts. The Seizure Program thus seeks to impermissibly
19 coerce interstate transactions. In addition, the Trusts are investment vehicles designed to
20 distribute economic and financial risk by holding a diversified collateral base of mortgage loans,
21 including loans that are diverse based on, among other factors, their geographic and risk profiles.
22 Thus, by design, the Trusts hold not only loans secured by property in the City or even
23 California, but from a variety of states and localities.

24 105. Also, the private-label mortgage loans targeted by MRP at issue here were
25 acquired by a private sponsor, who securitized them in private RMBS Trusts, in which the loans
26 are serviced, and mortgage payments flow through the Trusts to be ultimately distributed to the
27 Trusts' beneficiaries. Therefore, the Seizure Program would directly regulate an investment
28 structure that by its very nature depends on a pool of collateral located in different states, and on

1 the interstate flows of proceeds from homeowners, to loan servicers, to the Trusts, and then
2 ultimately to the Trusts' investors.

3 106. Furthermore, the residential mortgage-backed securities market is a national
4 industry that crosses state lines, with investors and other market participants located throughout
5 the country. The Seizure Program would significantly and directly regulate, if not destroy, this
6 market by seizing assets from nationwide trusts.

7 107. Moreover, the burden imposed on interstate commerce by the Seizure Program
8 would be excessive, and would greatly outweigh any purported benefits to the City and its
9 residents. Among other things, the Seizure Program could cause tens of millions of dollars in
10 losses to the trusts that hold the approximately 624 targeted mortgage loans, which is just the
11 first wave of the Seizure Program. It also would upend the heavily negotiated investment
12 structures used across the national residential mortgage backed securitization industry, diminish
13 investor confidence in such structures, and have a chilling effect on credit and insurance of
14 mortgaged properties and loans throughout the U.S. Moreover, it could severely disrupt the
15 uniform application of the REMIC rules, which Congress enacted to encourage private
16 securitization. In addition, the purported benefits to the City—preventing foreclosures and their
17 local consequences—are non-existent. The Seizure Program does not aim to seize loans in
18 default or at serious risk of default or foreclosure, but performing loans at low risk of default,
19 which would not address the harms that the Seizure Program purports to prevent. The potential
20 benefits to the relatively small number of private City homeowners receiving a windfall under
21 the Seizure Program (should that windfall not be blown away by the tax liability) would not
22 outweigh the harm that the Seizure Program would cause to the Trusts and the national economy.

23 108. For all of the reasons asserted herein, there is an actual controversy between
24 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
25 2202.

26 109. Defendants have taken substantial steps towards seizing loans under the Seizure
27 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
28 harmed.

1 the interstate flows of proceeds from homeowners, to loan servicers, to the Trusts, and then
2 ultimately to the Trusts' investors.

3 106. Furthermore, the residential mortgage-backed securities market is a national
4 industry that crosses state lines, with investors and other market participants located throughout
5 the country. The Seizure Program would significantly and directly regulate, if not destroy, this
6 market by seizing assets from nationwide trusts.

7 107. Moreover, the burden imposed on interstate commerce by the Seizure Program
8 would be excessive, and would greatly outweigh any purported benefits to the City and its
9 residents. Among other things, the Seizure Program could cause tens of millions of dollars in
10 losses to the trusts that hold the approximately 624 targeted mortgage loans, which is just the
11 first wave of the Seizure Program. It also would upend the heavily negotiated investment
12 structures used across the national residential mortgage backed securitization industry, diminish
13 investor confidence in such structures, and have a chilling effect on credit and insurance of
14 mortgaged properties and loans throughout the U.S. Moreover, it could severely disrupt the
15 uniform application of the REMIC rules, which Congress enacted to encourage private
16 securitization. In addition, the purported benefits to the City—preventing foreclosures and their
17 local consequences—are non-existent. The Seizure Program does not aim to seize loans in
18 default or at serious risk of default or foreclosure, but performing loans at low risk of default,
19 which would not address the harms that the Seizure Program purports to prevent. The potential
20 benefits to the relatively small number of private City homeowners receiving a windfall under
21 the Seizure Program (should that windfall not be blown away by the tax liability) would not
22 outweigh the harm that the Seizure Program would cause to the Trusts and the national economy.

23 108. For all of the reasons asserted herein, there is an actual controversy between
24 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
25 2202.

26 109. Defendants have taken substantial steps towards seizing loans under the Seizure
27 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
28 harmed.

1 provides that the test for assessing “fair market value” for purposes of the “just compensation”
2 requirement is the highest price that a hypothetical buyer and seller would agree to in the
3 marketplace, assuming both were willing and able to complete the transaction but had no
4 particular or urgent necessity to do so.

5 123. The Seizure Program is carried out by Defendants, who are inextricably
6 intertwined, under the color of state law..

7 124. Defendants violate the just compensation requirements of the Takings Clause of
8 the U.S. Constitution and California Constitution. The Seizure Program proposes seizing
9 performing mortgage loans at fractions of their unpaid principal balance, prices that are below
10 the fair market value even if the loans would be in default. To achieve its profit goals, the
11 Seizure Program must compensate the Trusts inadequately by seizing loans at prices far less than
12 their actual or fair market values. This unconstitutional feature of the Seizure Program is not
13 merely a question of the valuation of a single property, but is central to the Seizure Program’s
14 financing and viability.

15 125. For all of the reasons asserted herein, there is an actual controversy between
16 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
17 2202.

18 126. Defendants have taken substantial steps towards seizing loans under the Seizure
19 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
20 harmed.

21 127. Accordingly, Plaintiff respectfully requests that the Court issue a judgment for
22 declaratory and injunctive relief against Defendants, declaring that the implementation of the
23 Seizure Program would violate the Takings Clause of the U.S. Constitution and California
24 Constitution, and permanently enjoining Defendants from implementing any aspect of the
25 Seizure Program.

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SIXTH CLAIM
(DECLARATORY RELIEF REGARDING TORTIOUS INTERFERENCE WITH
CONTRACT)
(AGAINST ALL DEFENDANTS)

128. Plaintiff repeats and reallege the allegations contained in each preceding paragraph as if fully set forth herein.

129. Under California law, a defendant commits the tort of intentional interference with contract where: (1) there is a valid contract between plaintiff and a third party; (2) defendant has knowledge of the contract; (3) defendant's intentional acts are designed to induce a disruption of the contractual relationship; (4) the contractual relationship is disrupted; and (5) the disruption results in damages.

130. The implementation of the Seizure Program would constitute tortious interference with contracts. The loan agreements are valid contracts. Defendants have knowledge of those contracts, especially as Defendants select which loans to target for seizure based on certain terms of those contracts, such as the principal balance of the loans. The Seizure Program is designed to induce a disruption of the contractual relationship for Defendants' own profit, by extinguishing those contracts through the City's eminent domain powers so that the loans can be refinanced by the Defendants for a substantial profit. The Seizure Program is unconstitutional under the United States and California constitutions, and violates California's statutory restriction on the use of eminent domain, and therefore Defendants are causing the disruption of the borrowers' contracts with the Trusts through wrongful means—*i.e.*, the illegal Seizure Program. Moreover, the disruption of the Trusts' contracts is not merely an incidental effect of the seizures; the contracts are the very object of the seizure, and their abrogation is the purpose of the Seizure Program. The disruption to the contractual relationship that would be caused by the Seizure Program will result in significant damages to the Trusts that are parties to the contracts, and should be enjoined and declared unlawful.

1 foreclosures or their economic consequences, but rather to confer private benefits on a select set
2 of individuals.

3 137. In addition, the Seizure Program would not benefit the City's residents on a
4 whole, but would instead lead to windfalls for the select group of homeowners that meet a loan
5 profile profitable to Defendants and MRP's investors, to the detriment of all others. Even this
6 small group of intended beneficiaries may receive a severe tax burden that would offset any
7 windfall and may worsen their financial situations. Further, the Seizure Program expressly
8 excludes many borrowers and principally targets performing mortgage loans that are not in
9 default or foreclosure. If the Seizure Program is fully implemented and performing loans are
10 seized for well-below their unpaid principal balance, and thus at significant losses to the Trusts
11 holding those loans, future lenders will be unwilling to extend credit in Richmond at the current
12 level, creating, at a minimum, a chilling effect on the local home lending environment. This will
13 have severe consequences for current and prospective City homeowners.

14 138. As described above, the private injury that this Seizure Program would inflict will
15 vastly outweigh its minimal or nonexistent benefits.

16 139. For all of the reasons asserted herein, there is an actual controversy between
17 Plaintiff and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201 and
18 2202.

19 140. Defendants have taken substantial steps towards seizing loans under the Seizure
20 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
21 harmed.

22 141. Accordingly, Plaintiff respectfully request that the Court issue a judgment for
23 declaratory and injunctive relief against Defendants, declaring that the implementation of the
24 Seizure Program would violate section 1240.030 of the California Code of Civil Procedure, and
25 permanently enjoining Defendants from implementing any aspect of the Seizure Program.

26 **EIGHTH CLAIM**

27 **(ALTERNATIVE CLAIM FOR DECLARATORY RELIEF REGARDING VIOLATION**
28 **OF THE PROHIBITION AGAINST TAKING OWNER-OCCUPIED RESIDENCES FOR**

1 **THE PURPOSE OF CONVEYING IT TO A PRIVATE PERSON UNDER THE**
2 **CALIFORNIA CONSTITUTION)**
3 **(AGAINST ALL DEFENDANTS)**

4 142. Plaintiff repeats and realleges the allegations contained in each preceding
5 paragraph as if fully set forth herein.

6 143. Plaintiff pleads this claim as an alternative to other alleged claims and only to the
7 extent that the mortgage loans constitute an owner-occupied residence in the City, and thus,
8 Article I, section 19(b) of the California Constitution applies and renders the Seizure Program
9 unconstitutional.

10 144. Article I, section 19(b) of the California Constitution provides that “local
11 governments are prohibited from acquiring by eminent domain an owner-occupied residence for
12 the purpose of conveying it to a private person.”

13 145. As an alternative to the claims pleaded above, if the Court determines that the
14 mortgage loans at issue in the Seizure Program constitute owner-occupied residences in the City,
15 the Seizure Program would thus violate the prohibition against taking owner-occupied residences
16 for the purpose of conveying it to a private person of the California Constitution. The Seizure
17 Program is implemented expressly for the purpose of seizing an interest in an owner-occupied
18 residence to convey to (and enrich) private entities including MRP, a private investment firm,
19 and its investors, which are funding the seizures. Indeed, the Seizure Program hinges on the City
20 exercising eminent domain solely to convey the interest seized to private entities and those
21 entities’ supplying the City with the funds to conduct the seizure. Without these features, the
22 Seizure Program collapses.

23 146. As an alternative to the claims pleaded above, the Seizure Program does not
24 qualify for the exceptions to this prohibition because the stated justifications for the Seizure
25 Program—to prevent foreclosures and their attendant economic affects—are mere pretexts for
26 this profit-driven scheme. Furthermore, the Seizure Program will inflict significant harm, both
27 locally and nationally, with no likely benefit to the City or its residents.

28

1 F. Declare that Defendants' implementation of the Seizure Program violates Article
2 II, section 19 of the Richmond City Charter, and enjoin Defendants from implementing the
3 Seizure Program on that basis;

4 G. Declare that Defendants' implementation of the Seizure Program violates section
5 1263.320 of the California Code of Civil Procedure, and enjoin Defendants from implementing
6 the Seizure Program on that basis;

7 H. Declare that Defendants' implementation of the Seizure Program violates section
8 1240.050 of the California Code of Civil Procedure, and enjoin Defendants from implementing
9 the Seizure Program on that basis;

10 I. Declare that Defendants' implementation of the Seizure Program violates section
11 1240.030 of the California Code of Civil Procedure, and enjoin Defendants from implementing
12 the Seizure Program on that basis;

13 J. Declare that Defendants' implementation of the Seizure Program constitutes
14 tortious interference with contract and, enjoin Defendants from implementing the Seizure
15 Program on that basis;

16 K. Declare that Defendants' Implementation of the Seizure Program constitutes a
17 violation of 42 U.S.C. § 1983 and, enjoin Defendants from implementing the Seizure Program on
18 that basis;

19 L. Issue a temporary restraining order and preliminary and permanent injunctions
20 restraining Defendants, their officers, employees, agents, successors, and assigns from
21 implementing the Seizure Program;

22 M. Award to Plaintiff the costs and expenses of suit and counsel fees pursuant to 42
23 U.S.C. § 1988; and

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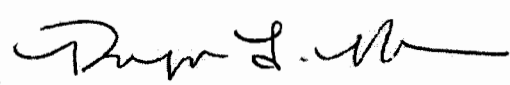
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N. Award to Plaintiffs such other and further relief as this Court may deem just and proper.

Dated: August 6, 2013

MAYER BROWN LLP
DONALD M. FALK
BRONWYN F. POLLOCK

By: 

Bronwyn F. Pollock
Attorneys for Plaintiffs
THE BANK OF NEW YORK MELLON
(F/K/A THE BANK OF NEW YORK)

Exhibit A

Trusts For Which The Bank of New York Mellon, f/k/a The Bank of New York, is Trustee:

1	CWALT 2004-14T2	29	CWALT 2006-OC10	57	CWL 2004-ECC1
2	CWALT 2004-20T1	30	CWALT 2006-OC8	58	CWL 2005-17
3	CWALT 2005-11CB	31	CWALT 2007-11T1	59	CWL 2005-3
4	CWALT 2005-16	32	CWALT 2007-16CB	60	CWL 2005-4
5	CWALT 2005-20CB	33	CWALT 2007-17CB	61	CWL 2005-AB4
6	CWALT 2005-27	34	CWALT 2007-4CB	62	CWL 2005-AB5
7	CWALT 2005-3CB	35	CWALT 2007-8CB	63	CWL 2006-13
8	CWALT 2005-43	36	CWALT 2007-HY4	64	CWL 2006-14
9	CWALT 2005-51	37	CWALT 2007-OH2	65	CWL 2006-16
10	CWALT 2005-56	38	CWALT 2007-OH3	66	CWL 2006-18
11	CWALT 2005-58	39	CWHL 2004-7	67	CWL 2006-19
12	CWALT 2005-62	40	CWHL 2005-31	68	CWL 2006-20
13	CWALT 2005-63	41	CWHL 2005-9	69	CWL 2006-22
14	CWALT 2005-71	42	CWHL 2006-16	70	CWL 2006-24
15	CWALT 2005-76	43	CWHL 2006-19	71	CWL 2006-26
16	CWALT 2006-33CB	44	CWHL 2006-20	72	CWL 2006-3
17	CWALT 2006-39CB	45	CWHL 2006-9	73	CWL 2006-BC4
18	CWALT 2006-42	46	CWHL 2006-HYB1	74	CWL 2007-13
19	CWALT 2006-43CB	47	CWHL 2007-11	75	CWL 2007-3
20	CWALT 2006-6CB	48	CWHL 2007-12	76	CWL 2007-5
21	CWALT 2006-HY10	49	CWHL 2007-15	77	CWL 2007-7
22	CWALT 2006-HY13	50	CWHL 2007-2	78	CWL 2007-8
23	CWALT 2006-OA1	51	CWHL 2007-7	79	CWL 2007-BC3
24	CWALT 2006-OA10	52	CWHL 2007-HY6	80	FHAMS 2005-FA9
25	CWALT 2006-OA17	53	CWHL 2007-HYB1	81	FHAMS 2006-AA4
26	CWALT 2006-OA2	54	CWL 2003-5	82	FHAMS 2006-FA4
27	CWALT 2006-OA21	55	CWL 2004-14		
28	CWALT 2006-OA12	56	CWL 2004-BC4		

Exhibit B



July 31, 2013

Ms. Loretta Lundberg
Bank of New York Mellon
101 Barclay Street
New York, NY 10286

Dear Ms. Lundberg:

This letter is being forwarded to you as the Servicer of the mortgage loans in the private securitization trust(s) listed in Attachment A. The City of Richmond ("City"), has been investigating the acquisition of mortgage loans from the trust(s) as part of a public program to modify underwater mortgage loans to reduce principal and avoid foreclosures. The City is experiencing an historic home mortgage crisis that is harming the community in many ways, including: unprecedented rates of default and foreclosure; the loss of jobs, homeowner equity, family wealth and shelter; reductions in income, consumer demand, investment, property values, and tax revenues; and an increase in vandalism, abandoned homes and other decay that harm the economy and the quality of life for residents.

By way of this letter, the City hereby offers to acquire all rights to the mortgage loans listed in Attachment A (the "Loans"). If you do not believe that you are the correct party to consider this offer, please notify me immediately of the party that you believe is the correct party to consider this offer.

The City had the Loans appraised on June 30, 2013 to determine their fair market value. Mortgage Industry Advisory Corporation conducted the appraisal.

Based on the appraisal, the City hereby offers to purchase the Loans (free and clear of any encumbrances to title or other interests that the City, in its discretion, deems unacceptable) for the fair market value determined by the appraisal, which is set out in Attachment B (the "Purchase Price"). The Purchase Price is the full amount believed by the City to be just compensation for the Loans and is not less than the appraisal of the fair market value of the Loans.

The basis for this offer is set forth in Attachment B, which summarizes the basis for the appraisal and is made a part of this offer by reference. The Purchase Price amount is for all owners of any interest in the Loans, and division of this amount among parties that have an interest in the Loans will be your responsibility.

This offer is subject to the approval of the City's City Council, including final conditions that the City Council requires as part of its program.

If you certify that you are the owner of the Loans with the authority to convey them to the City, and wish to obtain your own independent appraisal of the Loans, the City may be willing to provide reasonable reimbursement. Please contact me if you are interested in discussing this issue.

If the offer price is acceptable to you, please so indicate to the undersigned, in writing. This matter will then be presented to the City Council, which has final ratification authority. Upon City Council approval, the City will prepare and forward to you a proposed agreement to acquire the Loans.

If for any reason you are not satisfied with this offer of just compensation, and have relevant information you would like the City to consider, please contact the undersigned. In addition, you

should be aware that, in the event that negotiations fail to result in agreement, and the City decides to proceed with the acquisition of the Loans through eminent domain, the owner will have the right to have the amount of just compensation to be paid by the City for the Loans fixed by a court of law. Please be advised that, in such event, the terms of this offer and the contents of this letter may be excluded from consideration as an offer of settlement, under California Evidence Code sections 1152, 1154, or other applicable provisions of law.

Included with this letter is a pamphlet describing the eminent domain process in California. This pamphlet is provided for informational purposes only and should not be construed as legal advice. Some parts of the pamphlet are addressed to the acquisition of real property and may not be applicable to the present situation.

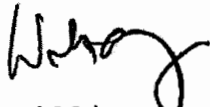
I hope that this offer meets with your approval and that it can serve as the basis for a quick and mutually beneficial transaction. I look forward to hearing from you after you have had the opportunity to review it. Again, if you are not the correct party with which to negotiate for the acquisition of the Loans, please let me know immediately. In any event, please provide a response no later than August 13, 2013.

The mortgage loans listed in Attachment A are a subset of the mortgage loans the City is interested in acquiring. The full list of mortgage loans the City is interested in acquiring at the present time is provided in Attachment C. The City is making offers to acquire groups of loans based on the Trustee/Service information available to the City. If you are the party with authority to consider an offer to purchase any of the other mortgage loans listed in Attachment C and have not received a letter from the City offering to purchase the loans, please let me know immediately.

Thank you for your cooperation.

Sincerely,

City of Richmond

by 

William A. Lindsay
City Manager

Attachments and Enclosure

injury or inconvenience. If it is determined that all or a portion of your property may be necessary for a public use project, the City of Richmond will begin the appraisal process to determine the property's fair market value.

- **How is the fair market value of my property determined?**

The City of Richmond will retain an appraiser to appraise your property. In the case of real property, the appraiser will invite you to accompany him or her during an inspection of your property. You may give the appraiser any information about improvements and any special features that you believe may affect the value of your property. It is in your best interest to provide the appraiser with all the useful information you can in order to ensure that nothing of value will be overlooked. If you are unable to meet with the appraiser, you may wish to have a person who is familiar with your property meet with the appraiser instead.

After the inspection, the appraiser will complete an appraisal that will include the appraiser's determination of your property's fair market value and the information upon which the fair market value is based. The appraiser will provide the City of Richmond with the appraisal. The City of Richmond will then make a written offer to purchase the property. The offer will also include a summary of the appraisal. The offer will be for no less than the amount of the appraisal.

- **What factors does the appraiser consider in determining fair market value?**

Each parcel of real property is different and, therefore, no single formula can be used to appraise all properties. Among the factors an appraiser typically considers in estimating fair market value are:

- The location of the property;
- The age and condition of improvements on the property;
- How the property has been used;
- Whether there are any lease agreements relating to the property;
- Whether there are any environmental issues, such as contaminated soil;
- Applicable current and potential future zoning and land use requirements;
- How the property compares with similar properties in the area that have been sold recently;
- How much it would cost to reproduce the buildings and other structures, less any depreciation; and
- How much rental income the property produces, or could produce if put to its highest and best use.

If the property to be appraised is not real property, the appraiser would consider factors commonly considered in determining the market value of that type of property.

- **Will I receive a copy of the appraisal?**

The City of Richmond will provide you with its purchase offer, a summary of the appraiser's opinion, and the basis for the City of Richmond's offer. Among other things, the offer letter will include:

- A general statement of the City of Richmond's proposed use for the property;
- An accurate description of the property to be acquired;
- A list of the improvements covered by the offer;
- The amount of the offer; and
- The amount considered to be just compensation for each improvement which is owned by a tenant and the basis for determining that amount.

However, the City of Richmond is only required to show you a copy of the full appraisal if your property is an owner-occupied residential property with four or fewer residential units. Otherwise, the City of Richmond may, but is not required, to disclose its full appraisal during negotiations (though different disclosure requirements apply during the litigation process if the issue of fair market value goes to court).

• **Can I have my own appraisal done?**

Yes. You may decide to obtain your own appraisal of the property in negotiating the fair market value with the City of Richmond. For real property, at the time of making its initial offer to you, the City of Richmond will offer to reimburse you the reasonable costs, not to exceed \$5,000, of an independent appraisal of your property. To be eligible for reimbursement, the independent appraisal must be conducted by an appraiser licensed by the State Office of Real Estate Appraisers.

• **What advantages are there in selling my property to the City of Richmond?**

A real estate transaction with the City of Richmond is typically handled in the same way as the sale of private property. However, there may be a financial advantage to selling to the City of Richmond.

- You will not be required to pay for real estate commissions, title costs, preparation of documents, title policy or recording fees required in closing the sale. The City of Richmond will pay all these costs.
- Although the City of Richmond cannot give you tax advice or direction, you might also be eligible for certain property and income tax advantages. You should check with the Internal Revenue Service (IRS) for details or consult your personal tax advisor.

• **If only a portion of my property is taken, will I be paid for the loss to my remaining property?**

In general, when only a part of your property is needed, every reasonable effort is made to ensure you do not suffer a financial loss to the "remainder" property. The City of Richmond will pay you the fair market value of the property being taken as well as compensation for any loss in value to your remaining property that is not offset by the benefits conferred by the project. The compensation for the loss in value to your remaining property is often referred to as "severance damages."

Also, if any remaining part is of such a size, shape, or condition as to be of little market value, the City of Richmond will offer to acquire that remaining part (or remnant) from you, if you so desire.

- **Will I be compensated for loss of goodwill to my business?**

If you are the owner of a business that is conducted on the property being acquired, you may have a right to compensation for lost business goodwill if the loss is caused by the acquisition of the property. "Goodwill" consists of the benefits that accrue to a business as a result of its location, reputation for dependability, skill or quality, and any other circumstances resulting in probable retention of old or acquisition of new patronage.

- **What will happen to the loan on my property?**

Where the City of Richmond is acquiring the entire property, generally the compensation payable to the owner is first used to satisfy outstanding loans or liens as in a typical real estate transaction. Where less than the entire property is being acquired, whether outstanding loans or liens are paid from the compensation will depend on the particular facts and circumstances.

- **Do I have to sell at the price offered?**

No. If you and the City of Richmond are unable to reach an agreement on a mutually satisfactory price, you are not obligated to sign an offer to sell or enter into a purchase agreement.

- **If I agree to accept the City of Richmond's offer, how soon will I be paid?**

If you reach a voluntary agreement to sell your property or an interest in the property to the City of Richmond, payment will be made at a mutually acceptable time. Generally, this should be possible within 30 to 60 days after a purchase/sale contract is signed by all parties.

- **What happens if we are unable to reach an agreement on the property's fair market value?**

The City of Richmond, to the greatest extent practicable, will make every reasonable effort to acquire your property by negotiated purchase. If, however, the negotiations are unsuccessful, the City of Richmond may either file an eminent domain action in a court located within the same county where your property is located or it may decide to abandon its intention to acquire the property. If the City of Richmond abandons its intention to acquire, it will promptly notify you.

If the City of Richmond proceeds with eminent domain, the first step is for City of Richmond staff to request authority from the City Council to file a condemnation action. The approval from the City Council is called a "Resolution of Necessity." In considering whether condemnation is necessary, the City Council must determine whether the public interest and necessity require the project, whether the project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury, and whether your property is necessary for the project. You will be given notice and an opportunity to appear before the City Council when it considers whether to adopt the Resolution of Necessity. You may want to call an attorney or contact an attorney referral service right away. You or your representatives can raise any objections to the Resolution of Necessity and the condemnation either orally before the City Council or in writing to the City Council.

If the City Council adopts the Resolution of Necessity, the City of Richmond can file a complaint in court to acquire title to the property upon payment of the property's fair market value. The City of Richmond is the plaintiff. Anyone with a legal interest in the property, generally determined from a title report on the property (including tenants or mortgage holders), are named as defendants. Often, the City of Richmond will also deposit the amount the City of Richmond believes is the "probable amount of compensation" with the State Treasurer where the complaint is filed. A deposit must be made if the City of Richmond is seeking to acquire possession of the property before agreement is reached on the fair market value.

- **Can the City of Richmond acquire possession of my property before the property's fair market value is determined in the eminent domain lawsuit?**

In some cases, the City of Richmond may decide it needs possession of the property before the property's fair market value is finally determined. In such a case, the City of Richmond must apply to the court for an "order for possession" to allow it to take possession and control of the property prior to resolution of the property's fair market value. The City of Richmond is required to schedule a hearing with the court on the proposed order for possession and to give you notice of the hearing. Notice must generally be sent at least 90 days before the hearing date if the property is occupied and 60 days before the hearing date if the property is unoccupied. A judge will decide whether the order for possession should be granted. As noted above, the City of Richmond must deposit with the State Treasurer the probable amount of just compensation in order to obtain possession of the property.

- **Can I oppose the motion for an order for possession?**

Yes. You may oppose the motion in writing by serving the City of Richmond and the court with your written opposition within the period of time set forth in the notice from the City of Richmond.

- **Can I rent the property from the City of Richmond?**

If the City of Richmond agrees to allow you or your tenants to remain on the property after the City of Richmond acquires possession, you or the tenants will be required to pay a fair rent to the City of Richmond. Generally, such rent will not be more than that charged as rent for the use of a property similar to yours in a similar area.

- **Can I withdraw the amount deposited with the State Treasurer before the eminent domain action is completed, even if I don't agree that the amount reflects the fair market value of my property?**

Yes. Subject to the rights of any other persons having a property interest (such as a lender, tenant, or co-owner), you may withdraw the amount deposited with the State Treasurer before the eminent domain action is completed. If you withdraw the amount on deposit, you may still seek a higher fair market value during the eminent domain proceedings, but you may not contest the right of the City of Richmond to acquire the property, meaning you cannot contest that the acquisition of your property is for a public purpose or is otherwise improper.

You also have the right to ask the court to require the City of Richmond to increase the amount deposited with the State Treasurer if you believe the amount the City of Richmond has deposited less than the "probable amount of compensation."

- **Can I contest the condemning agency's acquisition of the property?**

Yes. Provided you have not withdrawn the amount deposited, you can challenge in court the City of Richmond's right to acquire or condemn the property.

- **What happens in an eminent domain trial?**

The main purpose of an eminent domain trial is to determine the fair market value of your property, including compensable interests such as lost business goodwill caused by the taking or severance damages. The trial is usually conducted before a judge and jury. You (and any others with interests in the property) and the City of Richmond will have the opportunity to present evidence of value, and the jury will determine the property's fair market value. In cases where the parties choose not to have a jury, the

judge will decide the property's fair market value. Generally, each party to the litigation must disclose its respective appraisals to the other parties prior to trial.

If you challenge the City of Richmond's right to acquire the property, the eminent domain trial will also determine whether or not the City of Richmond has the legal right to acquire the property. In such cases, the judge (not the jury) will make this determination before any evidence is presented concerning the property's fair market value.

At the end of the trial, the judge will enter a judgment requiring the City of Richmond to pay fair market value. Once the City of Richmond pays the amount listed in the judgment, the judge will enter a final order of condemnation. The City of Richmond will record the final order with the County Recorder, and title to the property will then pass to the City of Richmond

- **Am I entitled to interest?**

Anyone receiving compensation in an eminent domain action is generally entitled to interest on that compensation from the date the condemning agency takes possession of the property until the person receiving the compensation has been fully paid. The rate and calculation of the interest is determined under formulas in State law.

- **Will the City of Richmond pay my attorneys' fees and costs.**

In an eminent domain action, you are entitled to be reimbursed by the condemning agency for your court costs such as court filing fees. In some circumstances, you may also be entitled to be reimbursed by the condemning agency for your attorneys' fees in the lawsuit. Whether you will be entitled to receive reimbursement for your attorneys' fees will depend on the particular facts and circumstances of the case and the offers and demand for compensation made in the action.

- **Will I receive assistance with relocation?**

Any person, business, or farm operation displaced as a result of the property acquisition is typically entitled to relocation advisory and financial assistance for eligible relocation expenses, such as moving expenses. The amount of relocation compensation is determined on a case-by-case basis in accordance with prescribed law. Relocation benefits are handled separate and apart from the determination of the property's fair market value and are not part of the eminent domain process.

III. Contact Information

We are available to answer your questions and to assist you in understanding the acquisition program and the eminent domain process. Should you desire further

information, please contact the City of Richmond using the contact information contained in the accompanying offer letter.

Trustee Exhibit A

Trustee	LoanId	Bloomberg Dea Name	LewtanDealName
Bank of New York	1755493317	CHASE 2005-S2	Chase Mortgage Finance Trust 2005-S2
Bank of New York	1844561126	CHASE 2006-S2	Chase Mortgage Finance Trust 2006-S2
Bank of New York	1730035940	CHASE 2007-A1	Chase Mortgage Finance Trust 2007-A1
Bank of New York	1190465323	CHASE 2007-S4	Chase Mortgage Finance Trust 2007-S4
Bank of New York	1846634720	CHASE 2007-S4	Chase Mortgage Finance Trust 2007-S4
Bank of New York	58451350	CWALT 2004-14T2	Countrywide ALT 2004-14T2
Bank of New York	62501425	CWALT 2004-20T1	Countrywide ALT 2004-20T1
Bank of New York	90406550	CWALT 2005-11CB	Countrywide ALT 2005-11CB
Bank of New York	91586615	CWALT 2005-11CB	Countrywide ALT 2005-11CB
Bank of New York	92058835	CWALT 2005-11CB	Countrywide ALT 2005-11CB
Bank of New York	89714502	CWALT 2005-16	Countrywide ALT 2005-16
Bank of New York	91780832	CWALT 2005-20CB	Countrywide ALT 2005-20CB
Bank of New York	92615128	CWALT 2005-27	Countrywide ALT 2005-27
Bank of New York	79627544	CWALT 2005-3CB	Countrywide ALT 2005-03CB
Bank of New York	110851421	CWALT 2005-43	Countrywide ALT 2005-43
Bank of New York	114890560	CWALT 2005-51	Countrywide ALT 2005-51
Bank of New York	11166575	CWALT 2005-56	Countrywide ALT 2005-56
Bank of New York	106106728	CWALT 2005-58	Countrywide ALT 2005-58
Bank of New York	114850053	CWALT 2005-62	Countrywide ALT 2005-62
Bank of New York	104540177	CWALT 2005-62	Countrywide ALT 2005-62
Bank of New York	105230579	CWALT 2005-63	Countrywide ALT 2005-63
Bank of New York	112776914	CWALT 2005-71	Countrywide ALT 2005-71
Bank of New York	121564271	CWALT 2005-76	Countrywide ALT 2005-76
Bank of New York	106726342	CWALT 2005-76	Countrywide ALT 2005-76
Bank of New York	130265480	CWALT 2006-39CB	Countrywide ALT 2006-39CB
Bank of New York	131941882	CWALT 2006-39CB	Countrywide ALT 2006-39CB
Bank of New York	145009832	CWALT 2006-42	Countrywide ALT 2006-42
Bank of New York	146421206	CWALT 2006-43CB	Countrywide ALT 2006-43CB
Bank of New York	153855284	CWALT 2006-43CB	Countrywide ALT 2006-43CB
Bank of New York	124990972	CWALT 2006-6CB	Countrywide ALT 2006-06CB
Bank of New York	120461539	CWALT 2006-HY10	Countrywide ALT 2006-HY10

Trustee Exhibit A

Trustee	LoanId	Bloomberg Deal Name	LewtanDealName
Bank of New York	152246994	CWALT 2006-HY13	Countrywide ALT 2006-HY13
Bank of New York	116284608	CWALT 2006-0A1	Countrywide ALT 2006-0A1
Bank of New York	103169871	CWALT 2006-0A1	Countrywide ALT 2006-0A1
Bank of New York	135559340	CWALT 2006-0A10	Countrywide ALT 2006-0A10
Bank of New York	139711739	CWALT 2006-0A12	Countrywide ALT 2006-0A12
Bank of New York	139712763	CWALT 2006-0A12	Countrywide ALT 2006-0A12
Bank of New York	128712070	CWALT 2006-0A12	Countrywide ALT 2006-0A12
Bank of New York	139998777	CWALT 2006-0A17	Countrywide ALT 2006-0A17
Bank of New York	117526880	CWALT 2006-0A2	Countrywide ALT 2006-0A2
Bank of New York	152798299	CWALT 2006-0A21	Countrywide ALT 2006-0A21
Bank of New York	138118747	CWALT 2006-0C10	Countrywide ALT 2006-0C10
Bank of New York	141766506	CWALT 2006-0C8	Countrywide ALT 2006-0C8
Bank of New York	143169373	CWALT 2006-0C8	Countrywide ALT 2006-0C8
Bank of New York	143390505	CWALT 2006-0C8	Countrywide ALT 2006-0C8
Bank of New York	141198489	CWALT 2006-0C8	Countrywide ALT 2006-0C8
Bank of New York	156204417	CWALT 2007-11T1	Countrywide ALT 2007-11T1
Bank of New York	161820588	CWALT 2007-16CB	Countrywide ALT 2007-16CB
Bank of New York	168836065	CWALT 2007-17CB	Countrywide ALT 2007-17CB
Bank of New York	146428111	CWALT 2007-4CB	Countrywide ALT 2007-4CB
Bank of New York	149976809	CWALT 2007-8CB	Countrywide ALT 2007-8CB
Bank of New York	149821904	CWALT 2007-HY4	Countrywide ALT 2007-HY4
Bank of New York	160503011	CWALT 2007-0H2	Countrywide ALT 2007-0H2
Bank of New York	168526300	CWALT 2007-0H3	Countrywide ALT 2007-0H3
Bank of New York	170243820	CWALT 2007-0H3	Countrywide ALT 2007-0H3
Bank of New York	36874141	CWHL 2004-7	Countrywide MBS 2004-7
Bank of New York	121022869	CWHL 2005-31	Countrywide MBS 2005-31
Bank of New York	80981155	CWHL 2005-9	Countrywide MBS 2005-9
Bank of New York	130131104	CWHL 2006-16	Countrywide MBS 2006-16
Bank of New York	151124282	CWHL 2006-19	Countrywide MBS 2006-19
Bank of New York	131573004	CWHL 2006-19	Countrywide MBS 2006-19
Bank of New York	156067321	CWHL 2006-20	Countrywide MBS 2006-20

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Bloomberg Dea Name	LewtanDealName
Bank of New York	127603895	CWHL 2006-9	Countrywide MBS 2006-9
Bank of New York	125196960	CWHL 2006-HYB1	Countrywide MBS 2006-HYB1
Bank of New York	168828443	CWHL 2007-11	Countrywide MBS 2007-11
Bank of New York	169083967	CWHL 2007-12	Countrywide MBS 2007-12
Bank of New York	171003371	CWHL 2007-15	Countrywide MBS 2007-15
Bank of New York	147234577	CWHL 2007-2	Countrywide MBS 2007-2
Bank of New York	158641490	CWHL 2007-7	Countrywide MBS 2007-7
Bank of New York	165173585	CWHL 2007-7	Countrywide MBS 2007-7
Bank of New York	177670383	CWHL 2007-HY6	Countrywide MBS 2007-HY6
Bank of New York	131848431	CWHL 2007-HYB1	Countrywide MBS 2007-HYB1
Bank of New York	155357087	CWHL 2007-HYB1	Countrywide MBS 2007-HYB1
Bank of New York	35500861	CWL 2003-5	Countrywide ABS 2003-05
Bank of New York	68007999	CWL 2004-14	Countrywide ABS 2004-14
Bank of New York	82011128	CWL 2004-BC4	Countrywide ABS 2004-BC4
Bank of New York	64888931	CWL 2004-ECC1	Countrywide ABS 2004-ECC1
Bank of New York	121468862	CWL 2005-17	Countrywide ABS 2005-17
Bank of New York	87038919	CWL 2005-3	Countrywide ABS 2005-03
Bank of New York	91660817	CWL 2005-4	Countrywide ABS 2005-04
Bank of New York	111821486	CWL 2005-AB4	Countrywide ABS 2005-AB4
Bank of New York	112017955	CWL 2005-AB4	Countrywide ABS 2005-AB4
Bank of New York	115877156	CWL 2005-AB5	Countrywide ABS 2005-AB5
Bank of New York	140376168	CWL 2006-13	Countrywide ABS 2006-13
Bank of New York	128639261	CWL 2006-14	Countrywide ABS 2006-14
Bank of New York	140640723	CWL 2006-16	Countrywide ABS 2006-16
Bank of New York	138118947	CWL 2006-18	Countrywide ABS 2006-18
Bank of New York	138733007	CWL 2006-19	Countrywide ABS 2006-19
Bank of New York	138733351	CWL 2006-20	Countrywide ABS 2006-20
Bank of New York	151116447	CWL 2006-22	Countrywide ABS 2006-22
Bank of New York	131907566	CWL 2006-24	Countrywide ABS 2006-24
Bank of New York	151897254	CWL 2006-26	Countrywide ABS 2006-26
Bank of New York	145423667	CWL 2006-26	Countrywide ABS 2006-26

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Bloomberg Deal Name	LewanDealName
Bank of New York	123046953	CWL 2006-3	Countrywide ABS 2006-03
Bank of New York	135467170	CWL 2006-BC4	Countrywide ABS 2006-BC4
Bank of New York	178563736	CWL 2007-13	Countrywide ABS 2007-13
Bank of New York	156187991	CWL 2007-3	Countrywide ABS 2007-3
Bank of New York	149372479	CWL 2007-5	Countrywide ABS 2007-5
Bank of New York	156274328	CWL 2007-5	Countrywide ABS 2007-5
Bank of New York	158291840	CWL 2007-7	Countrywide ABS 2007-7
Bank of New York	149483677	CWL 2007-8	Countrywide ABS 2007-8
Bank of New York	16577756	CWL 2007-BC3	Countrywide ABS 2007-BC3
Bank of New York	55490239	FHAMIS 2005-FA9	First Horizon Mortgage Pass-Through Trust 2005-FA9
Bank of New York	57840753	FHAMIS 2006-AAA	First Horizon Alternative Mortgage Securities Trust 2006-AAA
Bank of New York	57807083	FHAMIS 2006-FAA	First Horizon Alternative Mortgage Securities Trust 2006-FAA

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
Bank of New York	1765493317	5192100179	544		MCCLAUGHLIN	ST			RICHMOND	94805	1947
Bank of New York	1844561126	4321920110	537		CARRILLO NORTE				RICHMOND	94803	3877
Bank of New York	1730035940	5192400058	5215		SILVA	AVE			RICHMOND	94805	2409
Bank of New York	1190465323	4334310036	208		PIONEER	CT			RICHMOND	94803	2648
Bank of New York	1846634720	5561520023	68		IDAHO	ST			RICHMOND	94801	4045
Bank of New York	58451350	5181120022	677		37TH	ST			RICHMOND	94805	1776
Bank of New York	62501425	5230120247	1076		MCCLAUGHLIN	ST			RICHMOND	94805	1044
Bank of New York	90406550	5130350118	3014		CENTER	AVE			RICHMOND	94804	3063
Bank of New York	91586615	5150600046	637		27TH	ST			RICHMOND	94804	1505
Bank of New York	92058835	5440820073	228	S	20TH	ST			RICHMOND	94804	2710
Bank of New York	89714502	5171300014	463		44TH	ST			RICHMOND	94805	2329
Bank of New York	91780832	4311310108	2618		SHELDON	DR			RICHMOND	94803	2317
Bank of New York	92615128	5270320046	1524		HAYES	ST			RICHMOND	94806	4809
Bank of New York	79627544	5262400210	2911		HUMPHREY	AVE			RICHMOND	94804	1117
Bank of New York	110351421	5182800119	615		35TH	ST			RICHMOND	94805	1753
Bank of New York	114890560	5302800163	1333		LINCOLN	AVE			RICHMOND	94801	2327
Bank of New York	111665575	4311000295	2912		CINDY	CT			RICHMOND	94803	3230
Bank of New York	106106728	4055200242	3770		NORTHRIDGE	DR			RICHMOND	94806	5269
Bank of New York	114850053	5242700093	3423		CLINTON	AVE			RICHMOND	94805	1722
Bank of New York	104540177	5342720033	517		2ND	ST			RICHMOND	94801	2603
Bank of New York	105230579	5133960087	5020		FRAY	AVE			RICHMOND	94804	4375
Bank of New York	112776914	5282900116	723		30TH	ST			RICHMOND	94804	1405
Bank of New York	121564271	5134030468	4508		BELL	CT			RICHMOND	94804	4310
Bank of New York	106726342	5192310109	473		MOUNT	ST			RICHMOND	94805	2405
Bank of New York	130265480	5403100018	1102		CHANSIOR	AVE			RICHMOND	94801	3546
Bank of New York	131941882	4056901178	1050		SUMNER	LN			RICHMOND	94806	2088
Bank of New York	145009832	5080900243	1332		MARINOSA	ST			RICHMOND	94804	4935
Bank of New York	146421206	5240400100	957		36TH	ST			RICHMOND	94805	1316
Bank of New York	153855284	5380410109	455		2ND	ST			RICHMOND	94801	2910
Bank of New York	124990972	5151400172	560		CIVIC CENTER	ST			RICHMOND	94804	1613
Bank of New York	120461533	4056000187	3325		PARK RIDGE	DR			RICHMOND	94806	5817

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
Bank of New York	152246594	5605900223	20		DEEP WATER	CT			RICHMOND	94804	7467
Bank of New York	116284608	4352220224	2191		PYRAMID	DR			RICHMOND	94803	3219
Bank of New York	103169871	5440920048	226	S	18TH	ST			RICHMOND	94804	2626
Bank of New York	135559940	5605200368	1201		BRICKYARD	WAY	APT	218	RICHMOND	94801	4141
Bank of New York	139711739	5182900190	612		35TH	ST			RICHMOND	94805	1754
Bank of New York	139712763	5201220018	676		YUBA	ST			RICHMOND	94805	1567
Bank of New York	128712070	5404800970	326		MARINA	WAY			RICHMOND	94801	3208
Bank of New York	139998777	5182700236	628		33RD	ST			RICHMOND	94804	1538
Bank of New York	117526880	4055400404	3916		SELMI	GRV			SAN PABLO	94806	1863
Bank of New York	152798299	5132370023	5008		NUNN	ST			RICHMOND	94804	4342
Bank of New York	138118747	5141100213	418		21ST	ST			RICHMOND	94801	3304
Bank of New York	141766506	5152200142	430		27TH	ST			RICHMOND	94804	1729
Bank of New York	143169373	5291400165	1527		GARVIN	AVE			RICHMOND	94801	2427
Bank of New York	143390505	5301700141	1405		HELLINGS	AVE			RICHMOND	94801	2994
Bank of New York	141198489	5340220044	866		6TH	ST			RICHMOND	94801	2215
Bank of New York	156204417	5581850038	367		WESTERN	DR			RICHMOND	94801	3754
Bank of New York	161820588	5142600104	653		20TH	ST			RICHMOND	94801	2868
Bank of New York	168835065	5093900123	886		CARLSON	BLVD			RICHMOND	94804	4643
Bank of New York	146428111	5100810547	5223		CENTRAL	AVE			RICHMOND	94804	5805
Bank of New York	149976809	5142500130	2017		ROOSEVELT	AVE			RICHMOND	94801	3348
Bank of New York	149821904	4313020267	3465		FLEETWOOD	DR			RICHMOND	94803	2045
Bank of New York	160503011	5170600216	4220		ROOSEVELT	AVE			RICHMOND	94805	1857
Bank of New York	168526300	5082510016	1546		SANTA CLARA	ST			RICHMOND	94804	5037
Bank of New York	170243820	5605900470	66		SEA ISLE	DR			RICHMOND	94804	7470
Bank of New York	36874141	4056400494	862		MULBERRY	DR			RICHMOND	94806	6114
Bank of New York	121022869	4056000229	3317		PARK RIDGE	CT			RICHMOND	94806	5817
Bank of New York	80981155	4055600394	713		LEGENDS	PL			RICHMOND	94806	1899
Bank of New York	130131104	4334920175	1282		FASCINATION	CIR			RICHMOND	94803	2651
Bank of New York	151124282	4053410256	3609		RIDGEWOOD	WAY			RICHMOND	94806	1943
Bank of New York	131573004	5241100113	2919		GARVIN	AVE			RICHMOND	94804	1352
Bank of New York	156067321	5605900090	15		BAY HARBOR	CT			RICHMOND	94804	7465

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
Bank of New York	127603895	5606200490	68		SANDPOINT	DR			RICHMOND	94804	4518
Bank of New York	125196960	5190100015	4920		CLINTON	AVE			RICHMOND	94805	1418
Bank of New York	168828443	5606200268	74		HARBOR VIEW	DR			RICHMOND	94804	7499
Bank of New York	169083967	5607000733	2065		NORTHSHORE	DR			RICHMOND	94804	2582
Bank of New York	171003371	5070400253	1718		BUTE	ST			RICHMOND	94804	5216
Bank of New York	147234577	4322220130	5311		COUNTRY VIEW	DR			RICHMOND	94803	3893
Bank of New York	158641490	4055500385	3951		SELMI	GRV			RICHMOND	94806	1867
Bank of New York	165173585	5070400212	1806		BULTE	ST			RICHMOND	94804	5218
Bank of New York	177670383	4321120216	4949		WAGON WHEEL	WAY			RICHMOND	94803	3820
Bank of New York	131848431	4056900162	2844		HILLTOP MALL	RD			RICHMOND	94806	2100
Bank of New York	155357087	4143600031	3744		VIA VERDI	DR			RICHMOND	94803	2741
Bank of New York	35500861	4263000277	999		PARSIDE	DR			RICHMOND	94803	1239
Bank of New York	68002999	5340320190	829		10TH	ST			RICHMOND	94801	2281
Bank of New York	82011128	4055600037	757		ROCK ROSE	WAY			RICHMOND	94806	1894
Bank of New York	6486931	5133840057	4611		TAFT	AVE			RICHMOND	94804	3493
Bank of New York	121468862	4143210153	4070		MOZART	DR			EL SOBRANTE	94803	2748
Bank of New York	87038919	5605500353	314		COMMODORE	DR			RICHMOND	94804	7418
Bank of New York	91660817	5131640079	319	S	35TH	ST			RICHMOND	94804	3226
Bank of New York	111821486	4312110085	4928		SWEETWOOD	DR			RICHMOND	94803	2523
Bank of New York	112017955	5340820223	701		6TH	ST	APT	4	RICHMOND	94801	2270
Bank of New York	115877156	5302300073	1914		HELLINGS	AVE			RICHMOND	94801	4204
Bank of New York	140376168	5491600069	2725		MARTIN LUTHER KING JR	AVE			RICHMOND	94804	4038
Bank of New York	128639261	5151000089	609		29TH	ST			RICHMOND	94804	1521
Bank of New York	140640723	5132930073	4610		ESCUELA	CT			RICHMOND	94804	4390
Bank of New York	138118947	5133820059	250	S	47TH	ST			RICHMOND	94804	3422
Bank of New York	138733007	5101530011	5434		SACRAMENTO	AVE			RICHMOND	94804	5602
Bank of New York	138733351	5290700227	2101		GAYNOR	AVE			RICHMOND	94801	4200
Bank of New York	151116447	5290800050	1828		ESMOND	AVE			RICHMOND	94801	2531
Bank of New York	131907566	4056600556	5332		HASKEL	CT			RICHMOND	94806	5896
Bank of New York	151897254	4140310022	2934		GRDOM	DR			RICHMOND	94806	2643
Bank of New York	145423667	5241900157	3701		GARVIN	AVE			RICHMOND	94805	1738

Trustee Exhibit A

Trustee	LoanId	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
Bank of New York	123046953	4080120068	4400		JENKINS	WAY			RICHMOND	94806	1742
Bank of New York	135467170	4055500518	608		ROCK ROSE	WAY			RICHMOND	94806	1853
Bank of New York	178563736	4142210113	3015		WISWALL	DR			RICHMOND	94806	2753
Bank of New York	156187391	5607800140	203		LAKESHORE	CT			RICHMOND	94804	7424
Bank of New York	149372479	4313410211	19		CLEAR WATER	CT			RICHMOND	94803	2103
Bank of New York	156274328	5133960483	4901		POTRERO	AVE			RICHMOND	94804	4444
Bank of New York	158291840	5131330325	336	5	41ST	ST			RICHMOND	94804	3337
Bank of New York	149483677	4142530064	3006		BARKLEY	DR			RICHMOND	94806	2649
Bank of New York	165777756	5133220900	268	5	46TH	ST			RICHMOND	94804	3417
Bank of New York	55490239	5083400183	6010		WENK	AVE			RICHMOND	94804	5059
Bank of New York	57840753	5605500469	312		SEAVIEW	DR			POINT RICHMON	94801	4161
Bank of New York	57807083	5281610021	2324		LINCOLN	AVE			RICHMOND	94804	1207

Trustee Exhibit B

Trustee	LoanId	Balance	Price as % of Balance	Price
Bank of New York	1765493317	313,167.49	51%	161,093.36
Bank of New York	1844561126	568,637.77	47%	269,380.77
Bank of New York	1730035940	449,588.78	80%	361,244.58
Bank of New York	1190465323	459,512.09	92%	420,674.13
Bank of New York	1846634720	464,644.66	85%	394,097.66
Bank of New York	58451350	293,907.23	75%	220,151.21
Bank of New York	62501425	345,553.05	23%	78,171.01
Bank of New York	90406550	235,132.87	67%	158,575.96
Bank of New York	91586615	312,321.75	76%	236,065.27
Bank of New York	92058835	190,151.92	55%	104,376.29
Bank of New York	89714502	423,541.59	59%	248,513.03
Bank of New York	91780832	262,630.78	90%	236,659.22
Bank of New York	92615128	373,901.02	64%	239,135.88
Bank of New York	79627544	241,120.83	91%	219,554.98
Bank of New York	110351421	320,501.97	66%	210,582.61
Bank of New York	114890560	197,570.21	73%	144,244.03
Bank of New York	111665575	465,602.90	48%	224,797.74
Bank of New York	106106728	352,669.48	50%	177,442.12
Bank of New York	114850053	434,550.04	25%	108,168.20
Bank of New York	104540177	309,835.61	29%	88,343.43
Bank of New York	105230579	386,039.51	26%	99,822.10
Bank of New York	112776914	367,777.49	28%	102,227.43
Bank of New York	121564271	255,753.64	65%	165,723.24
Bank of New York	106726342	465,045.28	60%	280,240.94
Bank of New York	130265480	136,532.03	85%	116,576.51
Bank of New York	131941882	381,317.72	39%	147,131.44
Bank of New York	145009832	309,961.67	41%	128,404.72
Bank of New York	146421206	329,907.11	19%	63,517.02
Bank of New York	153855284	141,516.04	18%	25,460.15
Bank of New York	124990972	214,940.56	67%	144,437.91
Bank of New York	120461533	781,996.43	33%	257,542.70
Bank of New York	152246994	488,000.00	60%	294,937.44
Bank of New York	116284608	484,132.38	47%	229,895.10
Bank of New York	103169871	239,321.69	46%	111,138.60
Bank of New York	135559340	542,273.18	30%	163,761.08
Bank of New York	139711739	327,215.72	24%	78,119.48
Bank of New York	139712763	575,548.14	47%	268,631.34
Bank of New York	128712070	106,036.17	75%	80,012.77
Bank of New York	139998777	183,120.32	61%	112,617.17
Bank of New York	117526880	610,035.64	33%	201,635.08
Bank of New York	152798299	372,000.15	63%	232,652.61

Trustee Exhibit B

Trustee	LoanId	Balance	Price as % of Balance	Price
Bank of New York	138118747	288,889.34	27%	78,473.90
Bank of New York	141766506	384,438.92	33%	127,030.15
Bank of New York	143169373	288,400.00	31%	88,446.51
Bank of New York	143390505	396,110.31	21%	84,605.20
Bank of New York	141198489	335,979.20	32%	108,054.27
Bank of New York	156204417	1,122,189.39	61%	679,833.55
Bank of New York	161820588	205,809.33	11%	23,184.42
Bank of New York	168836065	278,826.70	59%	163,526.28
Bank of New York	146428111	298,649.86	78%	231,522.33
Bank of New York	149976803	145,082.58	89%	128,933.44
Bank of New York	149821904	446,800.79	61%	274,661.85
Bank of New York	160503011	442,179.76	53%	232,683.83
Bank of New York	168526300	438,929.50	51%	222,352.91
Bank of New York	170243820	594,689.40	33%	193,523.82
Bank of New York	36874141	491,007.03	30%	144,891.26
Bank of New York	121022869	628,951.30	60%	379,716.77
Bank of New York	80981155	410,638.86	54%	219,897.11
Bank of New York	130131104	489,642.80	89%	436,854.41
Bank of New York	151124282	347,489.24	63%	217,375.37
Bank of New York	131573004	409,596.11	52%	212,326.43
Bank of New York	156067321	479,616.31	84%	403,122.30
Bank of New York	127603895	481,759.04	59%	286,290.13
Bank of New York	125196960	356,978.84	34%	122,982.78
Bank of New York	168828443	548,189.56	73%	401,592.71
Bank of New York	169083967	493,316.00	75%	372,167.46
Bank of New York	171003371	429,098.26	43%	184,949.93
Bank of New York	147234577	510,176.26	84%	429,435.77
Bank of New York	158641490	493,360.88	22%	106,857.03
Bank of New York	165173585	431,709.13	82%	354,981.47
Bank of New York	177670383	491,361.42	63%	310,972.82
Bank of New York	131848431	455,511.00	59%	266,592.37
Bank of New York	155357087	207,923.31	44%	91,785.67
Bank of New York	35500861	216,540.57	84%	182,859.85
Bank of New York	68002999	235,990.23	64%	151,099.82
Bank of New York	82011128	380,134.24	71%	271,556.50
Bank of New York	64886931	195,328.20	63%	122,728.61
Bank of New York	121468862	541,954.26	52%	283,826.87
Bank of New York	87038919	438,433.32	29%	125,102.56
Bank of New York	91660817	334,873.02	50%	166,743.32
Bank of New York	111821486	413,130.36	81%	334,693.43
Bank of New York	112017955	312,037.13	64%	198,546.11

Trustee Exhibit B

Trustee	LoanId	Balance	Price as % of Balance	Price
Bank of New York	115877156	149,681.83	75%	112,306.28
Bank of New York	140376168	241,519.85	64%	155,567.77
Bank of New York	128639261	436,087.33	23%	99,580.54
Bank of New York	140640723	256,862.89	71%	182,421.46
Bank of New York	138118947	314,265.87	73%	230,752.86
Bank of New York	138733007	239,640.36	57%	135,957.56
Bank of New York	138733351	239,194.82	70%	167,878.88
Bank of New York	151116447	263,125.22	51%	134,241.22
Bank of New York	131907566	476,863.45	26%	122,057.97
Bank of New York	151897254	342,201.70	71%	242,569.68
Bank of New York	145423667	263,105.04	54%	141,474.21
Bank of New York	123046953	213,746.24	46%	97,694.86
Bank of New York	135467170	512,295.59	54%	278,442.90
Bank of New York	178563736	366,090.63	64%	233,331.52
Bank of New York	156187391	276,550.00	31%	85,290.79
Bank of New York	149372479	435,192.84	64%	280,211.97
Bank of New York	156274328	437,667.13	31%	137,838.89
Bank of New York	158291840	355,657.50	30%	107,604.18
Bank of New York	149483677	526,058.30	54%	282,577.48
Bank of New York	165777756	183,069.13	65%	118,330.39
Bank of New York	55490239	359,118.37	68%	245,823.71
Bank of New York	57840753	782,690.40	32%	246,547.48
Bank of New York	57807083	181,339.38	68%	123,918.27

LoanID	BloombergDealName	LenderDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
1578	MLMI 2006-HE4	Merrill Lynch Mortgage Investors Inc. 2006-HE4	4055900849	704		ROCK ROSE	WAY			RICHMOND	94806	1895
4228	LXS 2007-9H	Lehman XS Trust 2007-9H	4339610040	5215		HEAVENLY RIDGE	LN			RICHMOND	94803	2824
5635	CSA55 2007-CB2	Credit Asset Servicing and Securitization LLC Mortgage Loan Asset-Backed Certificates 2007-CB2	5082310198	1658		MARIPOSA	ST			RICHMOND	94804	5016
208927	ALST 2007-0A1	Atlantic Securities Corp. 2007-0A1	4141420083	2838		GONZAGA	AVE			RICHMOND	94806	3114
322560	BANV 2006-C	Bayview Financial Acquisition Trust 2006-C	4322100548	8370		SAOULBACK	CT			RICHMOND	94803	3880
534049	HVALT 2006-10	Harbor View Mortgage Loan Trust 2006-10	4313920290	4806		SKYHAWK	DR			RICHMOND	94803	2141
643644	HVALT 2007-4	HarborView Mortgage Loan Trust 2007-4	5290400279	3821		ANDRADE	AVE			RICHMOND	94804	1115
759083	ECR 2005-3	Equora Credit Receivables Trust 2005-3	4080420148	701		JOHNSON	DR			RICHMOND	94806	1747
828242	CHLTI 2005-2	Chigroup Mortgage Loan Trust 2005-2	5100410033	2818		JOHN MATEO	ST			RICHMOND	94806	5940
840118	CHLTI 2007-10	American Home Mortgage Investment Trust 2007-10	4141820206	1408		28TH	ST			RICHMOND	94806	4512
890965	AHM 2005-3	American Home Mortgage Investment Trust 2005-3	4142310227	2857		OXFORD	RD			RICHMOND	94806	2741
942627	AHM 2005-4	American Home Mortgage Investment Trust 2005-4	#N/A	#N/A		#N/A	#N/A			RICHMOND	#N/A	#N/A
958913	AHM 2005-4	American Home Mortgage Investment Trust 2005-4	#N/A	#N/A		#N/A	#N/A			RICHMOND	#N/A	#N/A
1011397	AHM 2006-1	American Home Mortgage Investment Trust 2006-1	5151010281	4224		FLORIDA	AVE			RICHMOND	94804	1827
1081032	AHM 2006-1	American Home Mortgage Investment Trust 2006-1	4142420209	2881		FLORIDA	DR			RICHMOND	94806	2857
1317824	HVALT 2006-14	HarborView Mortgage Loan Trust 2006-14	5090700049	1347		MARIPOSA	ST			RICHMOND	94804	4894
1328315	AHMA 2006-3	American Home Mortgage Assets Trust 2006-3	4839401017	5124		RAIN CLOUD	DR			RICHMOND	94803	2883
1331744	AHM 2007-SID2	American Home Mortgage Investment Trust 2007-SID2	4839100082	5483		ALLISON	LN			RICHMOND	94803	3486
1373985	AHMA 2006-5	American Home Mortgage Assets Trust 2006-5	4141820018	3250		ANNAPOLIS	AVE			RICHMOND	94806	2702
1386905	AHMA 2006-5	American Home Mortgage Assets Trust 2006-5	5181200108	478		WEST	ST			RICHMOND	94804	1510
1396102	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4054600040	3541		MAINE	AVE			RICHMOND	94806	5248
1428971	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	5501510824	339		MAINE	CT			RICHMOND	94804	2229
1441125	MAAM 2007-1	MASTR Adjustable Rate Mortgages Trust 2007-1	5071800046	5440		MODOC	AVE			RICHMOND	94804	5238
1463840	MSM 2007-SAX	Morgan Stanley Mortgage Loan Trust 2007-SAX	4283510036	1218		PARKWAY	DR			EL SOBRANT	94803	1245
1478114	MAARM 2007-1	MASTR Adjustable Rate Mortgages Trust 2007-1	5482050181	609	S	BURGWARD	ST			RICHMOND	94803	3902
1480317	MSM 2007-SAX	Morgan Stanley Mortgage Loan Trust 2007-SAX	4321080035	4811		31ST	ST			RICHMOND	94804	4022
1487030	MAARM 2007-1	MASTR Adjustable Rate Mortgages Trust 2007-1	5404700182	1711		LIVINGSTON	LN			RICHMOND	94801	3288
1487602	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4142820038	2818		OXFORD	AVE			RICHMOND	94805	2818
1489846	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4059500948	1007		REHAWK	CT			RICHMOND	94806	5842
1502367	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4059600773	2823		MEDOWN CREST	CT			RICHMOND	94806	1844
1506485	AHMA 2007-2	American Home Mortgage Assets Trust 2007-2	4059610081	6		BOARDWALK	PL			RICHMOND	94803	1984
1511566	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	5340720088	781		BOARDWALK	ST			RICHMOND	94801	2222
1521444	MSHEL 2006-2	Morgan Stanley Home Equity Loan Trust 2006-2	4321120232	4887		WAGON WHEEL	WAY			RICHMOND	94803	3820
1559384	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	5280800148	3491		HUMPHREY	AVE			RICHMOND	94804	1121
1643363	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	5282800030	2818		RHEEM	AVE			RICHMOND	94804	1144
1645002	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	4141610040	2711		MOYERS	RD			RICHMOND	94806	2728
1713318	AHMA 2007-4	American Home Mortgage Assets Trust 2007-4	4141910164	3005		PHILLIPS	CT			RICHMOND	94806	2744
1727648	MSM 2007-13	Morgan Stanley Mortgage Loan Trust 2007-13	4939481018	5800		KIPLING	DR			RICHMOND	94805	3588
1731021	MSM 2007-13	Morgan Stanley Mortgage Loan Trust 2007-13	5171400228	446		42ND	ST			RICHMOND	94805	2325
2218455	NCHEI 2005-D	New Century Home Equity Loan Trust 2005-D	4313620043	3914		PAINTED PONY	RD			RICHMOND	94803	2131
2808412	PRIME 2003-3	Prime Mortgage Trust 2003-3	502620108	428	S	8TH	ST			RICHMOND	94804	2328
3146144	GSR 2005-9F	GSR Mortgage Loan Trust 2005-9F	5081820240	1804		OSCAR	ST			RICHMOND	94804	2328
3158088	RAST 2004-A5	IndyMac Residential Asset Securities Trust (RAST) 2004-A5	4059600831	782		ROCK ROBE	WAY			RICHMOND	94804	5119
3537036	MLMI 2005-A1	Merrill Lynch Mortgage Loans Inc. 2005-A1	5190800083	891		KERN	ST			RICHMOND	94805	1895
3901839	RESIF 2005-B	RESI Finance Limited Partnership 2005-B	5182400142	808		31ST	ST			RICHMOND	94804	1529

LoanId	BloombergDealName	LondonDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
6846123	NATGM 2006-1	National City Mortgage Capital Trust 2006-1	4353100469	5389		DEBRA	LN			RICHMOND	94805	3488
6014223	HYMLT 2006-10	HarborView Mortgage Loan Trust 2006-10	5441000355	225	S	17TH	ST			RICHMOND	94804	2803
6024247	INDX 2006-AR14	IndyMac INDX Mortgage Loan Trust 2006-AR14	5131410242	947	S	39TH	ST			RICHMOND	94804	3330
6079282	GSAMP 2007-NC1	GSAMP Trust 2007-NC1	5401502818	238		15TH	ST			RICHMOND	94801	3213
6424227	GSAA 2007-4	GSAA Home Equity Trust 2007-4	5270910127	1414		24TH	ST			RICHMOND	94806	4504
6597593	LBMLT 2006-WL1	Long Beach Mortgage Loan Trust 2006-WL1	5283000142	2875		MARICOPA	AVE			RICHMOND	94804	1013
6746918	LBMLT 2006-6	Long Beach Mortgage Loan Trust 2006-6	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
6763979	LBMLT 2006-8	Long Beach Mortgage Loan Trust 2006-8	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
6836318	GSAA 2007-6	GSAA Home Equity Trust 2007-6	4394610132	9808		KIPLING	DR			RICHMOND	94803	3568
6858035	GSR 2007-AR2	GSR Mortgage Loan Trust 2007-AR2	4311920021	4481		WATTECLIFF	WAY			EL SOBRANTE	94803	2444
6859444	GSR 2007-AR2	GSR Mortgage Loan Trust 2007-AR2	4056500038	1024		LANDMARK	CT			RICHMOND	94806	1945
7108157	GSR 2007-4F	GSR Mortgage Loan Trust 2007-4F	4055400000	4002		COLLEMAN	CIR			RICHMOND	94806	1959
7108157	GSR 2007-5F	GSR Mortgage Loan Trust 2007-5F	4322100472	5914		BAUDERBACK	CT			RICHMOND	94803	3978
6817079	RASC 2006-KS4	Residential Asset Securities Corp. 2006-KS4	6142800274	918		16TH	ST			RICHMOND	94801	2815
6817079	RPMFI 2005-56	Residential Funding Mortgage Securities I 2005-56	5230502011	828		MCCLUGHLIN	BT			RICHMOND	94805	1404
6859222	RAMP 2005-56	Residential Asset Mortgage Products, Inc. 2005-56	4140850074	2892		GILMAN	DR			RICHMOND	94806	2607
10008708	RAU 2006-QA10	Residential Funding Mortgage Securities I 2006-QA10	4058910372	2209		HIGHGATE	DR			RICHMOND	94806	5280
10072210	RPMFI 2006-SA1	Residential Funding Mortgage Securities I 2006-SA1	5131420068	530		39TH	ST			RICHMOND	94804	3331
10087389	RESMF 2005-D	RESF Finance Limited Partnership 2005-D	6691700381	233		WATER	ST			RICHMOND	94801	3838
10122691	RESF 2005-D	RESF Finance Limited Partnership 2005-D	4319710038	3765		BLACK FEATHER	DR			RICHMOND	94803	2125
10140811	ACE 2004-HE4	ACE Securities Corp. Home Equity Loan Trust 2004-HE4	4311730478	3878		WAY	RD			RICHMOND	94803	2432
10182487	RASC 2006-KS11	Residential Asset Securities Corp. 2006-KS11	6301800148	1401		DUNN	AVE			RICHMOND	94801	2385
10289583	MABS 2006-HE2	MASTR Asset Backed Securizations Trust 2006-HE2	4054700058	2414		BRANCHWOOD	CT			RICHMOND	94806	1957
10305417	RAMP 2006-RS1	Residential Asset Mortgage Products, Inc. 2006-RS1	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
10369989	RAU 2006-QS2	Residential Funding Mortgage Securities I 2006-QS2	4055500617	648		ROCK ROSE	WAY			RICHMOND	94806	1886
10384637	MLMI 2007-HE1	Merrill Lynch Mortgage Investors Inc. 2007-HE1	4141440067	2520		MOYERS	RD			RICHMOND	94806	3102
10388987	RAU 2006-QO2	Residential Funding Mortgage Securities I 2006-QO2	4141100257	2784		JO ANN	DR			RICHMOND	94806	2715
10427217	RAU 2006-QS3	Residential Funding Mortgage Securities I 2006-QS3	5604800182	1203		BRICKYARD	WAY			RICHMOND	94801	4145
10450365	RAU 2006-QO3	Residential Funding Mortgage Securities I 2006-QO3	5090620088	11325		MARIPOSA	ST	APT	202	RICHMOND	94804	4834
10479722	RAU 2006-KS5	Residential Asset Securities Corp. 2006-KS5	4142710288	4059		MINUET	CIR			RICHMOND	94806	2738
10511681	RAU 2006-QO4	Residential Funding Mortgage Securities I 2006-QO4	4054400314	3752		STONEGLEN	IN			RICHMOND	94806	1831
10578948	MABS 2004-WMCI	MASTR Asset Backed Securizations Trust 2004-WMCI	5382800283	2801		DOWNER	AVE			RICHMOND	94804	1488
10898913	RAU 2006-QO6	Residential Funding Mortgage Securities I 2006-QO6	51981100129	5224		NEVIN	AVE			RICHMOND	94805	2441
10778751	BSABS 2005-HE7	Beir Stearns Asset Backed Securities Trust 2005-HE7	5100810414	5239		SAN JOSE	AVE			RICHMOND	94804	5945
10846452	RAU 2007-QO1	Residential Funding Mortgage Securities I 2007-QO1	4056400031	3944		PARK RIDGE	DR			RICHMOND	94808	6101
10851151	RAU 2006-QS10	Residential Funding Mortgage Securities I 2006-QS10	4334600028	812		MALSON	WAY			RICHMOND	94803	3570
10851529	RAU 2006-QS10	Residential Funding Mortgage Securities I 2006-QS10	5091800040	1425		MONTREY	ST			RICHMOND	94804	4844
10880316	BSABS 2005-HE8	Beir Stearns Asset Backed Securities Trust 2005-HE8	5201600045	640		YUBA	ST			RICHMOND	94805	4844
11059818	RPMFI 2007-S7	Residential Funding Mortgage Securities I 2007-S7	5808200078	85		HARBOR VIEW	DR			RICHMOND	94805	7489
11180841	RAU 2006-QS17	Residential Funding Mortgage Securities I 2006-QS17	4821010102	4738		BUCKBOARD	WAY			RICHMOND	94803	3900
11163803	RAU 2006-QO10	Residential Funding Mortgage Securities I 2006-QO10	4821020010	4891		BUCKBOARD	WAY			RICHMOND	94803	3902
11189855	RAU 2007-QO1	Residential Funding Mortgage Securities I 2007-QO1	50960700180	1384		CARLSON	BLVD			RICHMOND	94804	4828
11263033	RAU 2007-QS5	Residential Funding Mortgage Securities I 2007-QS5	5151500211	2520		ROOSEVELT	AVE			RICHMOND	94804	1621
11338971	RAU 2007-QO4	Residential Funding Mortgage Securities I 2007-QO4	5130520033	212	S	35TH	ST			RICHMOND	94804	3204
11369013	RAU 2007-QA3	Residential Funding Mortgage Securities I 2007-QA3	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
11411373	RAU 2007-QA3	Residential Funding Mortgage Securities I 2007-QA3	4311800202	3115		KEITH	DR			RICHMOND	94803	1805
11428881	GSR 2007-QA2	GSR Mortgage Loan Trust 2007-QA2	4056700208	5712		OLYMPIC	DR			RICHMOND	94806	5654
11427883	RPMFI 2007-S4	Residential Funding Mortgage Securities I 2007-S4	5071600240	5619		SANTA CRUZ	AVE			RICHMOND	94804	5642

LoanId	BorrowerDealName	LenderDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
11514824	MSAC 2008-WMCC2	Storgan Stanley ABS Capital Trust 2008-WMCC2	5130480088	3822	#N/A	CENTER	AVE	#N/A	#N/A	RICHMOND	94804	3213
11648287	SASC 2004-13	Structured Asset Securities Corp. 2004-13	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	#N/A	#N/A
11728471	SVHE 2007-WMCC1	Southern Home Loan Trust 2007-WMCC1	4149300189	9774	#N/A	VIA VERDI	RD	#N/A	#N/A	EL SOBRANT	94803	2791
11749033	SVHE 2007-WMCC1	Southern Home Loan Trust 2007-WMCC1	4334820123	5808	#N/A	AMEND	ST	#N/A	#N/A	RICHMOND	94803	3900
11773964	SVHE 2007-WMCC1	Southern Home Loan Trust 2007-WMCC1	5150700150	822	#N/A	27TH	ST	#N/A	#N/A	RICHMOND	94804	1508
12002889	SASC 2005-4XS	Structured Asset Securities Corp. 2005-4XS	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	#N/A	#N/A
12076382	SASC 2006-7XS	Structured Asset Securities Corp. 2006-7XS	4058600392	1136	#N/A	ARROWHEAD	CT	#N/A	#N/A	RICHMOND	94808	5825
15768680	BSABS 2006-1	Bear Stearns Asset Backed Securities Trust 2006-1	5440620048	228	S	18TH	ST	#N/A	#N/A	RICHMOND	94804	2828
15828154	BSMF 2006-AR3	Bear Stearns Mortgage Funding Trust 2006-AR3	5271800118	2345	#N/A	LOWELL	AVE	#N/A	#N/A	RICHMOND	94804	1035
15896525	BSMF 2006-AR3	Bear Stearns Mortgage Funding Trust 2006-AR3	5142700188	812	#N/A	18TH	ST	#N/A	#N/A	RICHMOND	94801	2883
16026336	BSMF 2006-AR4	Bear Stearns Mortgage Funding Trust 2006-AR4	5240400187	907	#N/A	38TH	ST	#N/A	#N/A	RICHMOND	94805	3318
16348410	BSABS 2006-HB3	Bear Stearns Asset Backed Securities Trust 2006-HB3	4008380248	818	#N/A	BROADFORD	DR	#N/A	#N/A	RICHMOND	94806	1715
16625488	SASC 2005-10	Structured Asset Secur/Res Corp. 2005-10	5142700102	807-808	#N/A	20TH	ST	#N/A	#N/A	RICHMOND	94801	2823
16683536	BSABS 2007-HB3	Bear Stearns Asset Backed Securities Trust 2007-HB3	4058700585	1705	#N/A	LABURN	PL	#N/A	#N/A	RICHMOND	94806	1857
16999651	BSABS 2007-HB2	Bear Stearns Asset Backed Securities Trust 2007-HB2	5150500238	842	#N/A	CIVIC CENTER	ST	#N/A	#N/A	RICHMOND	94804	1612
17194483	BSABS 2007-HB5	Bear Stearns Asset Backed Securities Trust 2007-HB5	500590041	78	#N/A	SEAGULL	DR	#N/A	#N/A	RICHMOND	94804	7407
17307984	BSRM 2004-3AC	Structured Adjustable Rate Mortgage Loan Trust 2004-3AC	5133890423	4802	#N/A	BERK	AVE	#N/A	#N/A	RICHMOND	94804	4317
1734782	BSMF 2006-AR5	Bear Stearns Mortgage Funding Trust 2006-AR5	4142830188	3005	#N/A	SHAWNE	DR	#N/A	#N/A	RICHMOND	94805	2824
17587744	BSMF 2007-AR3	Bear Stearns Mortgage Funding Trust 2007-AR3	5242801018	782	#N/A	34TH	ST	#N/A	#N/A	RICHMOND	94805	1771
18895417	GSA 2006-3	GSA Home Equity Trust 2006-3	5441910204	2125	#N/A	CUTTING	BLVD	#N/A	#N/A	RICHMOND	94804	2747
18898503	THST 2008-4	Thorning Mortgage Securities Trust 2008-4	4318610014	3872	#N/A	BLACK FEATHER	DR	#N/A	#N/A	RICHMOND	94805	2123
18828981	JPMAC 2007-CH3	J.P. Morgan Mortgage Acquisition Trust 2007-CH3	4143850080	3181	#N/A	BIRMINGHAM	DR	APT	207	RICHMOND	94806	2879
18828981	THST 2008-5	Thorning Mortgage Securities Trust 2008-5	4821810434	5587	#N/A	DEER RUN	DR	#N/A	#N/A	EL SOBRANT	94803	3871
18828981	RAU 2007-005	Residential Asset Trust 2007-005	5101820079	5616	#N/A	PANAMA	AVE	#N/A	#N/A	RICHMOND	94804	5518
18828981	BSMF 2007-AR3	Bear Stearns Mortgage Funding Trust 2007-AR3	5005801387	51	#N/A	SOUTHWIND	CIR	#N/A	#N/A	RICHMOND	94804	7205
20724391	BSMF 2007-AR5	Bear Stearns Mortgage Funding Trust 2007-AR5	4322230105	5386	#N/A	COUNTRY VIEW	DR	#N/A	#N/A	RICHMOND	94805	3894
21048247	COMLT 2003-6	Option One Mortgage Loan Trust 2003-6	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	#N/A	#N/A
21068330	JPMAC 2005-OP1	J.P. Morgan Mortgage Acquisition Trust 2005-OP1	4314110117	4842	#N/A	THUNDERHEAD	CT	#N/A	#N/A	RICHMOND	94803	2144
21087447	HASC 2005-OP1	HSA Asset Securitization Corporation Trust 2005-OP1	5401400113	226	#N/A	15TH	ST	#N/A	#N/A	RICHMOND	94801	3212
21087605	SVHE 2005-OP4	Southern Home Equity Loan Trust 2005-OP4	5088201088	18	#N/A	HARBOR VIEW	DR	#N/A	#N/A	RICHMOND	94804	7488
220282624	BSARM 2007-4	Bear Stearns ARM Trust 2007-4	5008602222	1885	#N/A	NORTHSORE	#N/A	#N/A	#N/A	RICHMOND	94804	2580
22472480	SAVI 2007-AR4	Structured Asset Mortgage Investments II Trust 2007-AR4	431640132	3082	#N/A	STEPHEN	DR	#N/A	#N/A	RICHMOND	94803	2335
22534283	SAVI 2007-AR5	Structured Asset Mortgage Investments II Trust 2007-AR5	4140820131	3156	#N/A	HENDERSON	DR	#N/A	#N/A	RICHMOND	94806	2771
22598742	SAVI 2007-AR5	Structured Asset Mortgage Investments II Trust 2007-AR5	5580610070	128	#N/A	CREST	AVE	#N/A	#N/A	RICHMOND	94801	4031
22828898	JPMAC 2008-CH2	J.P. Morgan Mortgage Acquisition Corp. 2008-CH2	5343200019	587	#N/A	9TH	ST	#N/A	#N/A	RICHMOND	94801	2715
24822827	JPMAC 2007-CH5	J.P. Morgan Mortgage Acquisition Trust 2007-CH5	4143210388	4027	#N/A	MANUET	CIR	#N/A	#N/A	RICHMOND	94803	2738
30018120	COMLT 2006-AR1	Option One Mortgage Loan Trust 2006-AR1	5608600335	506	#N/A	SEA VIEW	DR	#N/A	#N/A	POINT RICH	94901	4130
30018071	COMLT 2006-AR1	Option One Mortgage Loan Trust 2006-AR1	5271800123	2723	#N/A	LOWELL	AVE	#N/A	#N/A	RICHMOND	94804	1079
30182128	COMLT 2007-AR8	Option One Mortgage Loan Trust 2007-AR8	4311840070	4625	#N/A	ROBERT	WAY	#N/A	#N/A	RICHMOND	94803	2433
30418136	COMLT 2005-WL1	Long Beach Mortgage Loan Trust 2005-WL1	5071702048	5800	#N/A	SUTTER	AVE	#N/A	#N/A	RICHMOND	94804	5281
30517858	COMLT 2005-WL1	Long Beach Mortgage Loan Trust 2005-WL1	4140340037	3040	#N/A	SHANE	DR	#N/A	#N/A	RICHMOND	94805	2825
31084827	BCAP 2007-AA1	Barclays Capital Inc. BCAP LLC Trust 2007-AA1	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	#N/A	#N/A
31221436	LMT 2005-3	Lehman X3 Trust 2005-3	4314200308	3883	#N/A	HIDDEN SPRINGS	CT	#N/A	#N/A	RICHMOND	94803	2146
31798128	LXS 2005-8	Lehman X3 Trust 2005-8	405810288	2314	#N/A	HOMESTEAD	CIR	#N/A	#N/A	RICHMOND	94806	5248
33038117	AHM 2007-1	American Home Mortgage Investment Trust 2007-1	5403100034	1112	#N/A	CHANSIOR	AVE	#N/A	#N/A	RICHMOND	94801	3546
33041200	AHM 2007-1	American Home Mortgage Investment Trust 2007-1	4313510058	3688	#N/A	WAY	RD	#N/A	#N/A	RICHMOND	94803	2200
35508861	CML 2003-5	Countrywide ABS 2003-05	4283002277	888	#N/A	PARKSIDE	DR	#N/A	#N/A	RICHMOND	94803	1298

LoanID	BloombergDealName	LoanDealName	Parcel Number	House Number	Dir	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
98874141	CVML 2004-7	Countrywide MBS 2004-7	4059400464	882		MULBERRY	CT			RICHMOND	94806	8114
40290945	MHL 2005-3	Mortgage IT Trust 2005-3	5292820015	728		ZINC	ST			RICHMOND	94801	3371
40298216	LXS 2007-7N	Lithman XS Trust 2007-7N	4141410078	2849		GONZAGA	AVE			RICHMOND	94806	3119
40972465	SARM 2007-8	Structured Adjustable Rate Mortgage Loan Trust 2007-8	5606001366	4		SANPOINT	DR			RICHMOND	94804	4524
4198983	WFNBS 2004-Y	Wells Fargo Mortgage Backed Securities 2004-Y	4056100201	3337		PARK RIDGE	DR			RICHMOND	94809	3517
49741435	LXS 2007-15N	Lithman XS Trust 2007-15N	5290110100	3409		TULARE	AVE			RICHMOND	94804	1153
47374605	BSABS 2005-SD4	Bear Stearns Asset Backed Securities Trust 2005-SD4	5243000105	725		32ND	ST			RICHMOND	94804	1409
48987184	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5698507388	205		SEAPoint	PL			RICHMOND	94801	4137
48989257	HWMLT 2007-3	HarborView Mortgage Loan Trust 2007-3	4056100094	3346		PARK RIDGE	DR			RICHMOND	94806	5616
50046023	9AST 2006-3	Secon Asset Securities Trust 2006-3	4059600443	2830		LONGVIEW	DR			RICHMOND	94806	5243
51090223	WFNBS 2005-AR14	Wells Fargo Mortgage Backed Securities 2005-AR14	8688800797	74		MARINA LAKES	DR			RICHMOND	94804	7449
51745941	MILM 2005-A9	Merrill Lynch Mortgage Investor Inc. 2005-A9	5606003388	507		SEA VIEW	DR			POINT RICHMOND	94801	4129
51718904	WFNBS 2005-AR1	Wells Fargo Mortgage Backed Securities 2005-AR1	3083400783	9010		WENK	AVE			RICHMOND	94804	3059
55682236	FWABS 2005-FN8	First Horizon Mortgage Pass-Through Trust 2005-FN8	5173900162	3901		BISSSELL	AVE			RICHMOND	94805	2256
55913972	CCMFC 2005-GA	Cherry Chase (CQ) Funding 2005-G	5270110165	2228		EMERIC	AVE			RICHMOND	94808	4804
55901755	CCMFC 2005-ZA	Cherry Chase (CQ) Funding 2005-Z	4059420016	3540		RIDGEMOOD	WAY			RICHMOND	94808	1978
56093917	ASBL 2004-W8	Argent Securities Inc. 2004-W8	5281610021	2824		LINCOLN	AVE			RICHMOND	94804	1207
57507083	FWABS 2006-FM4	First Horizon Alternative Mortgage Securities Trust 2006-FM4	8688500489	912		SEAVIEW	DR			RICHMOND	94801	4101
57540759	FWABS 2006-AM4	First Horizon Alternative Mortgage Securities Trust 2006-AM4	5606001455	146		MARINA LAKES	DR			POINT RICHMOND	94801	4101
58001207	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606002544	148		BAYSIDE	CT			RICHMOND	94804	7452
58044659	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5270620052	2594		BLUSH	AVE			RICHMOND	94806	4530
58139470	SAM 2004-A86	Structured Asset Mortgage Investments Inc. 2004-A86	560802139	214		MARINA LAKES	DR			RICHMOND	94804	7456
58223936	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5340120178	947		8TH	ST			RICHMOND	94801	2211
58299657	ASBL 2004-HE10	Asset Backed Securities Corporation Home Equity Loan Trust 2004-HE10	5181120022	877		9TH	ST			RICHMOND	94805	1778
59451950	CVMLT 2004-14T2	Countrywide ALT 2004-14T2	5608022578	110		BAYSIDE	CT			RICHMOND	94804	7441
5947391	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606004555	196		BAYSIDE	CT			RICHMOND	94804	7480
60488244	WFNBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	4056502265	1088		HERITAGE	CT			RICHMOND	94806	5847
61012910	HASC 2007-HE1	HST Asset Securitization Corporation Trust 2007-HE1	5290161016	1500		ESMOND	AVE			RICHMOND	94805	1430
61666271	BANF 2006-G	Bank of America Funding Corporation 2006-G	5608502719	101		SEAVIEW	CT			RICHMOND	94801	4165
62009659	WFNBS 2006-AR19	Wells Fargo Mortgage Backed Securities 2006-AR19	5581620049	1076		BAYTA FE	AVE			PT RICHMOND	94801	0
62199357	PPS 2004-WMF1	Part Paces Securities Inc. 2004-WMF1	5230120247	3741		MCL AUGHLIN	ST			RICHMOND	94805	1044
62501425	CVMLT 2004-WH02	Countrywide ALT 2004-WH02	5139810131	3741		WALLER	AVE			RICHMOND	94804	3828
64238319	PPS 2004-WH02	Part Paces Securities Inc. 2004-WH02	5139840067	4811		VALENT	AVE			RICHMOND	94804	3453
64869831	CVL 2004-ECC1	Countrywide ABS 2004-ECC1	5340320190	828		10TH	ST			RICHMOND	94801	2281
68002889	CVL 2004-14	Countrywide ABS 2004-14	4321610494	5567		DEER RUN	DR			EI SOBRANT	94803	3871
73110527	MSAC 2008-HE7	Morgan Stanley ABS Capital I Trust 2008-HE7	4142220094	3042		COLETTE	DR			RICHMOND	94806	2713
73281045	MSAC 2008-HE7	Morgan Stanley ABS Capital I Trust 2008-HE7	5607000390	1910		NORTHSORE	DR			RICHMOND	94804	2574
77224244	WFABS 2007-AR9	Wells Fargo Mortgage Backed Securities 2007-AR9	5292400210	2911		HILPHEVY	AVE			RICHMOND	94804	1117
79827544	CVMLT 2006-3CB	Countrywide MTL 2006-3CB	4311510035	2588		BEJLDON	DR			RICHMOND	94803	2315
80393183	HWMLT 2005-2	HarborView Mortgage Loan Trust 2005-2	4059600334	713		LEGENDS	PL			RICHMOND	94806	1859
80891155	CVML 2005-9	Countrywide ABS 2005-9	5281900018	2800		ESMOND	AVE			RICHMOND	94804	1394
81849322	PPS 2005-WH04	Part Paces Securities Inc. 2005-WH04	4059600037	757		ROCK ROSE	WAY			RICHMOND	94809	1884
82011128	CVL 2004-B04	Countrywide ABS 2004-B04	4140520059	2844		MCKENZIE	DR			RICHMOND	94806	2613
82407875	PPS 2005-WH04	Part Paces Securities Inc. 2005-WH04	5131420181	352		98TH	ST			RICHMOND	94804	3331
83355800	MARM 2004-4	MASTR Adjustable Rate Mortgages Trust 2004-4	4394030147	5125		RAIN CLOUD	DR			RICHMOND	94803	2618
84159714	ASBL 2005-W2	Argent Securities Inc. 2005-W2	4142330037	3014		COLETTE	DR			RICHMOND	94806	2713
84829803	MARM 2004-14	MASTR Adjustable Rate Mortgages Trust 2004-14	5101040102	2715		SAN MATEO	ST			RICHMOND	94804	5901

LoanId	BloombergDealName	LoanDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
98603627	GPWF 2005-AR3	GreenPoint WTA Trust 2005-AR3	5134030480	4500		BELL	CT			RICHMOND	04804	4310
98603197	GPWF 2005-AR4	GreenPoint Mortgage Funding Trust 2005-AR4	5404800078	487		METRO WALK	WAY			RICHMOND	04801	3228
69956873	MLM 2005-A8	Meritt Lynch Mortgage Investors Inc. 2005-A8	508210278	1321	S	57TH	ST			RICHMOND	04804	4812
67093819	GM 2005-3	Countrywide ABS 2005-03	5905500363	314		COMMODORE	DR			RICHMOND	04804	7418
67666884	GPWF 2005-AR5	Countrywide MTA Trust 2005-AR5	5282900088	3008		HUMPHREY	AVE			RICHMOND	04804	1186
67948036	DBALT 2005-5	Deutsche ALA Securities Mortgage Loan Trust 2005-5	5641710142	618		11TH	ST			RICHMOND	04801	2721
66730734	GPWF 2006-AR3	GreenPoint MTA Trust 2006-AR3	5131410286	360	S	38TH	ST			RICHMOND	04804	3288
66686618	DBALT 2005-WL2	Long Beach Mortgage Loan Trust 2005-WL2	5383000203	123		6TH	ST			RICHMOND	04801	3588
66714502	CVALT 2005-18	Countrywide ALT 2005-18	671300014	483		44TH	ST			RICHMOND	04805	2328
60406630	CVALT 2005-11CB	Countrywide ALT 2005-11CB	513035018	5014		CENTER	AVE			RICHMOND	04804	3063
60010359	MLM 2006-AR1	Meritt Lynch Mortgage Investors Inc. 2006-AR1	4281810303	108		PARK	LN			RICHMOND	04803	1222
61506016	CVALT 2005-11CB	Countrywide ALT 2005-11CB	515060048	637		27TH	ST			RICHMOND	04804	1505
61660817	GM 2005-4	Countrywide ABS 2005-04	5131640078	319	S	36TH	ST			RICHMOND	04804	3228
61700632	CVALT 2005-20CB	Countrywide ALT 2005-20CB	4311310108	2818		SHELDON	DR			RICHMOND	04803	2317
62059835	CVALT 2005-11CB	Countrywide ALT 2005-11CB	5440820073	1228	S	20TH	ST			RICHMOND	04804	2710
62615128	CVALT 2005-27	Countrywide ALT 2005-27	6270320048	1524		HAYES	ST			RICHMOND	04805	4809
63486750	ARSI 2006-W4	Argent Securities Trust 2006-W4	5340230282	840		7TH	ST			RICHMOND	04801	2219
66613239	ARSI 2006-W2	Argent Securities Trust 2006-W2	4334100023	706		DEVILS DROP	CT			RICHMOND	04805	2843
10291413	BALTA 2005-9	Bear Stearns ALA Trust 2005-9	5609804548	207		BAYSIDE	CT			RICHMOND	04804	7481
103116713	HYVALT 2005-16	Hydrex View Mortgage Loan Trust 2005-16	4335100288	9490		LENDRA	RD			RICHMOND	04803	3485
103143319	RAMC 2006-3	Ramseyside Acceptance Corp. 2006-3	5182380088	5005		STATE	AVE			RICHMOND	04804	4381
103166871	CVALT 2006-QA1	Countrywide ALT 2006-QA1	5440820048	228	S	18TH	ST			RICHMOND	04804	2628
104640177	CVALT 2006-42	Countrywide ALT 2006-42	5942720033	517		2ND	ST			RICHMOND	04801	2803
105230678	CVALT 2005-43	Countrywide ALT 2005-43	5133890067	5020		FRAY	AVE			RICHMOND	04804	4375
106106723	CVALT 2005-58	Countrywide ALT 2005-58	4065200242	3770		NORT-RIDGE	DR			RICHMOND	04805	5286
106728842	CVALT 2005-78	Countrywide ALT 2005-78	5182310108	473		MCJUNT	ST			RICHMOND	04805	2405
106668626	SAM 2005-AR8	Structured Asset Mortgage Investments II Trust 2005-AR8	580610104	2520		BEACH-HEAD	WAY			RICHMOND	04804	7417
107308188	GSR 2006-2F	GSR Mortgage Loan Trust 2006-2F	4321120081	5091		BURGOARD	WAY			RICHMOND	04803	3807
107955865	BALTA 2005-7	Bear Stearns ALA Trust 2005-7	4311640231	4684		FRAN	WAY			RICHMOND	04803	2426
108689390	LUM 2005-1	Lutheran Mortgage Loan Trust 2005-1	6606500337	202		SEAVIEW	DR			RICHMOND	04801	4180
110161798	SAL 2003-BC13	Structured Asset Investment Loan Trust 2003-BC13	5501620016	307	S	5TH	ST			RICHMOND	04804	2213
110351421	CVALT 2005-43	Countrywide ALT 2005-43	6182800118	615		5TH	ST			RICHMOND	04805	1753
110360307	HYVALT 2005-16	Hydrex View Mortgage Loan Trust 2005-16	5130740227	117	S	39TH	ST			RICHMOND	04804	3312
110469012	ACE 2005-HE4	ACE Securities Corp. Home Equity Loan Trust 2005-HE4	4321830190	5128		CARRIAGE	DR			RICHMOND	04803	3851
110469885	ACE 2005-HE4	ACE Securities Corp. Home Equity Loan Trust 2005-HE4	5440820200	168	S	22ND	ST			RICHMOND	04804	2781
110521817	ACE 2005-HE5	ACE Securities Corp. Home Equity Loan Trust 2005-HE5	5154110158	112		28TH	ST			RICHMOND	04804	1902
110819488	DBALT 2005-5	Deutsche ALA Securities Mortgage Loan Trust 2005-5	4056500053	1028		LANDMARK	CT			RICHMOND	04806	5845
111037706	ACE 2008-NC1	ACE Securities Corp. Home Equity Loan Trust 2008-NC1	4033900344	3361		SCOUTRIDGE	DR			RICHMOND	04805	5245
111169882	SAL 2004-3	Structured Asset Investment Loan Trust (SALI) 2004-3	5440810088	218	S	18TH	ST			RICHMOND	04804	2698
111665675	CVALT 2005-58	Countrywide ALT 2005-58	4311002288	2812		CINDY	CT			RICHMOND	04803	3230
111821489	CML 2005-AR4	Countrywide ABS 2005-AR4	4312110085	4028		SWEETWOOD	DR			RICHMOND	04803	2573
112077955	CML 2005-AR4	Countrywide ABS 2005-AR4	5840820223	701		6TH	ST	APT	4	RICHMOND	04801	2270
112410983	DBALT 2008-AR6	Deutsche ALA Securities Mortgage Loan Trust 2008-AR6	4056800206	5501		WESTA	CT			RICHMOND	04806	5880
112730005	ACE 2006-NC3	ACE Securities Corp. Home Equity Loan Trust 2006-NC3	5611810422	434		ALAMO	AVE			RICHMOND	04801	1830
11276914	CVALT 2005-71	Countrywide ALT 2005-71	5282900116	723		30TH	ST			RICHMOND	04804	1405
11335036	DBALT 2007-5AR1	Deutsche ALA Securities Mortgage Loan Trust 2007-5AR1	5240100282	970		WILSON	AVE			RICHMOND	04805	1351
113404689	ACE 2008-NC3	ACE Securities Corp. Home Equity Loan Trust 2008-NC3	5131310285	420	S	41ST	AVE			RICHMOND	04804	3338
113824189	DBALT 2008-AR6	Deutsche ALA Securities Mortgage Loan Trust 2008-AR6	5443220057	618	S	21ST	ST			RICHMOND	04804	3819

LoanId	BloombergDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Pius 4
113839344	DBALT 2007-AR1	Deutsche ALA Securities Mortgage Loan Trust 2007-AR1	5180100157	708		38TH	ST			RICHMOND	94805	1718
114080154	SALE 2007-WM2	ACE Securities Corp. Home Equity Loan Trust 2007-WM2	5440810205	247	S	18TH	ST			RICHMOND	94804	2825
114201688	SAIL 2006-2	Structured Asset Investment Loan Trust (SAIL) 2006-2	5171400079	4218		NEVIN	AVE			RICHMOND	94805	2341
114238113	DBALT 2007-AR2	Deutsche ALA Securities Mortgage Loan Trust 2007-AR2	5180820030	861		WILSON	AVE			RICHMOND	94805	1878
114339843	SASG 2005-WF1	Structured Asset Securities Corp. 2005-WF1	4251800707	1048		TRAILSIDE	DR			EL SOBRANT	94805	3838
114455883	DBALT 2007-AR3	Deutsche ALA Securities Mortgage Loan Trust 2007-AR3	5180700044	3530		ROOSEVELT	AVE			RICHMOND	94805	2158
114733141	DBALT 2007-OA3	Deutsche ALA Securities Mortgage Loan Trust 2007-OA3	4334680064	5808		KIPPLING	DR			RICHMOND	94805	3965
114850053	CWALT 2006-82	Countrywide ALT 2006-82	5240700003	9423		CLINTON	AVE			RICHMOND	94805	1722
114890590	CWALT 2006-51	Countrywide ALT 2006-51	5302800163	1938		LINCOLN	AVE			RICHMOND	94801	2827
115177487	DBALT 2007-AR3	Deutsche ALA Securities Mortgage Loan Trust 2007-AR3	4058601318	1210		SUMNER	LN			RICHMOND	94806	2080
115401481	DBALT 2007-1	Deutsche ALA Securities Mortgage Loan Trust 2007-1	4058700028	5771		OWEN	DR			RICHMOND	94806	5851
115527254	SARM 2005-8	Structured Adjustable Rate Mortgage Loan Trust 2005-8	4068700126	5712		KERN	ST			RICHMOND	94806	1548
115809892	GSR 2006-2F	GSR Mortgage Loan Trust 2006-2F	5230820382	711		OWEN	DR			RICHMOND	94801	4204
115871758	CWALT 2006-ABS	Countrywide ABS 2006-ABS	4058700091	5728		OWEN	DR			RICHMOND	94806	5851
115805804	BAFC 2006-A	Bank of America Funding Corporation 2006-A	4882220224	2181		PYRAMID	DR			RICHMOND	94803	3219
116284808	CWALT 2006-OA1	Countrywide ALT 2006-OA1	4058200143	3794		NORTHBRIDGE	DR			RICHMOND	94806	5271
117240721	SARM 2005-18	Structured Adjustable Rate Mortgage Loan Trust 2005-18	4311820058	3108		SHELDON	DR			RICHMOND	94803	2420
117244871	SARM 2005-18XS	Structured Adjustable Rate Mortgage Loan Trust 2005-18XS	4313810030	3867		BLACK FEATHER	DR			RICHMOND	94803	2123
117520880	CWALT 2006-OA2	Countrywide ALT 2006-OA2	4058400404	3816		SELMA	DR			SAN PABLO	94806	1883
117785427	LXS 2005-5N	Lehman XS Trust 2005-5N	5208901354	138		MARINA LAKES	DR	#	135	RICHMOND	94804	7452
117904458	SARM 2005-22	Structured Adjustable Rate Mortgage Loan Trust 2005-22	4058800194	1071		NEWCASTLE	CT			RICHMOND	94806	5836
118084885	LXS 2005-7N	Lehman XS Trust 2005-7N	4822100332	5425		SADDLEBROOK	CT			RICHMOND	94803	3982
118222098	FFML 2006-FP2	First Franklin Mortgage Loan Trust 2006-FP2	5303100050	1834		VISALIA	AVE			RICHMOND	94801	2550
118245109	SARM 2005-23	Structured Adjustable Rate Mortgage Loan Trust 2005-23	4058650000	1004		WAVENLY	DR			RICHMOND	94804	3423
118288887	HYALT 2006-4	HabitatView Mortgage Loan Trust 2006-4	5130830135	119	S	42ND	ST			RICHMOND	94804	3233
118488885	LXS 2006-6N	Lehman XS Trust 2006-6N	5131820222	345	S	57TH	ST			RICHMOND	94804	1548
119602011	LXS 2006-4N	Lehman XS Trust 2006-4N	5190300058	3125		ROOSEVELT	AVE			RICHMOND	94804	2748
119682451	SASC 2006-NC1	Structured Asset Securities Corp. 2006-NC1	4141810085	2724		WISWALL	DR			RICHMOND	94806	2058
119842011	SASC 2006-NC1	Structured Asset Securities Corp. 2006-NC1	4312830465	8048		ESCALON	DR			RICHMOND	94803	5282
120163800	SAIL 2006-3	Structured Asset Investment Loan Trust (SAIL) 2006-3	5280110078	3425		LONGVIEW	CT			SAN PABLO	94804	1153
120451788	LXS 2006-GP3	Lehman XS Trust 2006-GP3	4053420032	3520		TULARE	AVE			SAN PABLO	94806	1878
120461633	CWALT 2006-HT10	Countrywide ALT 2006-HT10	4058000187	3525		RODEWOOD	WAV			RICHMOND	94806	5817
120467316	INOX 2005-AR1	IndyMac INDX Mortgage Loan Trust 2005-AR1	5180800281	888		PARK RIDGE	DR			RICHMOND	94805	1857
120800712	SASC 2006-WF2	Structured Asset Securities Corp. 2006-WF2	5070700215	1828		AMADOR	ST			RICHMOND	94804	5331
120912873	INEL 2007-1	Novesta Mortgage Funding Trust 2007-1	4142720087	2743		CARDIFF	CT			RICHMOND	94806	2838
120978085	CWALT 2006-AR8	Countrywide ABS 2006-AR8	5092820114	3208		SCHOOL	AVE			RICHMOND	94804	4448
121022889	CWALT 2006-31	Countrywide ABS 2006-31	4058000229	3317		PARK RIDGE	DR			RICHMOND	94806	5917
121188978	INOX 2005-AR12	IndyMac INDX Mortgage Loan Trust 2005-AR12	5342800088	542		3RD	ST			RICHMOND	94801	2808
121312892	SAIL 2006-BNCS	Structured Asset Investment Loan Trust (SAIL) 2006-BNCS	4058900558	2883		LONGVIEW	DR			SAN PABLO	94806	5245
121404888	INOX 2005-AR13	IndyMac INDX Mortgage Loan Trust 2005-AR13	6605800140	12		LONGVIEW	DR			RICHMOND	94804	2828
121448788	INOX 2005-AR14	IndyMac INDX Mortgage Loan Trust 2005-AR14	4338610204	5377		BEVERLY RIDGE	LN			RICHMOND	94803	2628
121488882	CWALT 2005-17	Countrywide ABS 2005-17	4143210153	4070		MEZARLY RIDGE	DR			EL SOBRANT	94803	2748
121584271	CWALT 2005-78	Countrywide ALT 2005-78	5134030468	4588		BELL	CT			RICHMOND	94804	4310
121755685	SASC 2006-WF3	Structured Asset Securities Corp. 2006-WF3	5130740080	3724		OHIO	AVE			RICHMOND	94804	3325
121833477	FFML 2006-FF14	First Franklin Mortgage Loan Trust 2006-FF14	5133180431	4532		OVEREND	AVE			RICHMOND	94804	3441
122048987	LXS 2006-18N	Lehman XS Trust 2006-18N	4912330384	509Z		ESCALON	DR			RICHMOND	94803	2065

LeidId	BloombergDealName	LevmtDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
122008331	LXS 2006-18N	Lehman XS Trust 2006-18N	4142420187	2997		OXFORD	AVE			RICHMOND	94806	2666
122074501	INDX 2005-AR25	IndyMac INDX Mortgage Loan Trust 2005-AR25	613240077	608	S	48TH	ST			RICHMOND	94804	4329
122688977	BAFC 2006-D	Bank of America Funding Corporation 2006-D	436920054	2286		BRIGHTSTONE	DR			RICHMOND	94803	3590
122591761	GPWF 2006-AR6	GreenPoint Mortgage Funding Trust 2006-AR6	517020033	547		39TH	ST			RICHMOND	94805	1915
122897477	SASC 2006-BC2	Structured Asset Securities Corp 2006-BC2	6380700160	426		NEVIN	AVE			RICHMOND	94801	3016
122942574	GPWF 2006-AR7	GreenPoint Mortgage Funding Trust 2006-AR7	626200093	3030		MCKAN	AVE			RICHMOND	94804	1140
123048953	CML 2006-5	Countrywide ABS 2006-03	4080120086	4400		JERKINS	WAY			RICHMOND	94806	1742
123068245	INDX 2006-AR8	IndyMac INDX Mortgage Loan Trust 2006-AR8	5131200205	225	S	45TH	ST			RICHMOND	94804	3412
123278143	SASC 2007-BC1	Structured Asset Securities Corp 2007-BC1	5192710191	418		KEY	BLVD			RICHMOND	94805	2428
123348250	LXS 2007-4N	Lehman XS Trust 2007-4N	5068900076	948	S	47TH	ST			RICHMOND	94804	4424
123348252	LXS 2007-4N	Lehman XS Trust 2007-4N	5076500337	1701		MENDOCINO	ST			RICHMOND	94804	5314
123348257	LXS 2007-2N	Lehman XS Trust 2007-2N	N/A	N/A		N/A	N/A			RICHMOND	N/A	N/A
123390781	GPWF 2007-AR1	GreenPoint Mortgage Funding Trust 2007-AR1	6289500048	722		VENTURA	ST			RICHMOND	94805	1451
123440061	HYMNT 2006-1	HarborView Mortgage Loan Trust 2006-1	8012100090	5223		MACDONALD	AVE			RICHMOND	94805	2483
123559651	BNCMT 2007-1	BNC Mortgage Loan Trust 2007-1	6280700139	1031		28TH	ST			RICHMOND	94804	1219
123665080	INDA 2006-AR2	IndyMac INDX Mortgage Loan Trust 2006-AR2	5170700107	4315		BARRETT	AVE			RICHMOND	94805	2365
123672815	LXS 2007-4N	Lehman XS Trust 2007-4N	5460420220	2628		VIRGINIA	AVE			RICHMOND	94804	2909
123687934	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	4387120282	5341		COACH	DR			RICHMOND	94803	3867
123681680	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	6290720145	5437		SOLANO	AVE			RICHMOND	94805	1529
123684202	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	5460610040	401	S	28TH	ST			RICHMOND	94804	2839
124039788	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	4163200986	3086		BARBET	DR			RICHMOND	94808	2959
124043076	SASC 2007-BC3	Structured Asset Securities Corp 2007-BC3	5286900062	3434		BARLEY	DR			RICHMOND	94804	2959
124132918	INDX 2005-AR29	IndyMac INDX Mortgage Loan Trust 2005-AR29	5012000102	5212		MACDONALD	AVE			RICHMOND	94805	1140
124278245	SASC 2007-BC3	Structured Asset Securities Corp 2007-BC3	6694900015	124		MARTINA	ST			RICHMOND	94801	2434
124348257	SASC 2007-4N	Structured Asset Securities Corp 2007-4N	4821810327	5487		DEER RUN	DR			RICHMOND	94803	3869
124398811	BCAP 2006-AA2	Barclays Capital Inc. BCAP LLC TRUST 2006-AA2	4312110077	4828		SMEETWOOD	DR			RICHMOND	94803	2523
124428478	INDA 2006-AR3	IndyMac INDX Mortgage Loan Trust 2006-AR3	6291820063	785		ZAND	ST			RICHMOND	94801	3328
124487431	INDX 2007-FLX1	IndyMac INDX Mortgage Loan Trust 2007-FLX1	4653900070	3259		ROULTRIDGE	DR			RICHMOND	94806	5244
124684447	SASC 2007-BC4	Structured Asset Securities Corp 2007-BC4	6290440223	770		VENTURA	ST			RICHMOND	94805	1462
124687468	BNCMT 2007-4	BNC Mortgage Loan Trust 2007-4	4162200220	4083		MOZART	DR			RICHMOND	94803	2748
124728208	LXS 2007-18N	Lehman XS Trust 2007-18N	5170700230	4330		ROOSEVELT	AVE			RICHMOND	94805	1639
124769667	SASC 2007-BNCF	Structured Asset Securities Corp 2007-BNCF	6343400098	639		11TH	ST			RICHMOND	94801	2719
124825667	INDA 2007-AR1	IndyMac INDX Mortgage Loan Trust 2007-AR1	5240900232	846		30TH	ST			RICHMOND	94804	1308
124830043	SASC 2007-BC4	Structured Asset Securities Corp 2007-BC4	4311310108	2818		SHEDDEN	DR			RICHMOND	94803	2317
124846908	LXS 2007-18N	Lehman XS Trust 2007-18N	5290500081	731		LASSEN	ST			RICHMOND	94805	1444
124855364	LXS 2007-18N	Lehman XS Trust 2007-18N	5380800200	422		5TH	ST			RICHMOND	94801	3006
124893563	BNCMT 2007-4	BNC Mortgage Loan Trust 2007-4	4140710130	3115		JO ANN	DR			RICHMOND	94806	2722
124908936	SACMT 2007-9	Structured Adjustable Rate Mortgage Loan Trust 2007-9	4327110090	4882		BLOCKBARD	WAY			RICHMOND	94803	3903
124909972	CWMLT 2006-8C8	Countrywide MT 2006-08C8	5181400172	680		CIVIC CENTER	ST			RICHMOND	94804	1813
125018914	INDX 2007-AR6	IndyMac INDX Mortgage Loan Trust 2007-AR6	4394620123	6608		AMEND	RD			RICHMOND	94803	3500
125071709	RAST 2007-43	IndyMac Residential Asset Securities Trust (RAST) 2007-43	5802710307	121	S	8TH	ST			RICHMOND	94804	2305
125196990	CWHL 2006-HYB1	Countrywide MBS 2006-HYB1	6190100015	4620		CLINTON	AVE			RICHMOND	94805	1418
125696392	INDX 2007-AR5	IndyMac INDX Mortgage Loan Trust 2007-AR5	4141730020	2804		BARNARD	ST			RICHMOND	94805	2708
126886528	INDA 2007-AR8	IndyMac INDX Mortgage Loan Trust 2007-AR8	4058900024	5866		VISTA	DR			RICHMOND	94805	6891
128787877	INDX 2007-FLX6	IndyMac INDX Mortgage Loan Trust 2007-FLX6	6282420139	1401		PENNSYLVANIA	AVE			RICHMOND	94801	2329
128820068	INDX 2007-AR21	IndyMac INDX Mortgage Loan Trust 2007-AR21P	5130250183	2706		CENTER	AVE			RICHMOND	94804	3021
127803885	CWHL 2008-9	Countrywide MBS 2008-9	6606200440	88		SAVINGPINT	DR			RICHMOND	94804	4518
128698281	CWML 2008-14	Countrywide ABS 2008-14	6151000899	809		28TH	ST			RICHMOND	94804	1521

LoanID	Borrower/DealName	Lender/DealName	Precal Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
128712070	CWMLT 2008-0A12	Countrywide ALT 2008-0A12	5404800970	526		MARINA	WAY			RICHMOND	94801	3208
130026163	BALTA 2008-7	Bear Stearns ALA Trust 2008-7	4180720904	824		SONOMA	ST			RICHMOND	94805	1123
130173104	CWML 2008-18	Countrywide ABS 2008-18	4334320175	1282		FASCINATION	CIR			RICHMOND	94803	2851
130286486	CWMLT 2008-39CB	Countrywide ALT 2008-39CB	5403100018	1102		CHANNISLOR	AVE			RICHMOND	94801	3546
130283444	RESIF 2008-D	RESI Francis Limited Partnership 2008-D	4056300025	3628		PARK RIDGE	DR			RICHMOND	94806	6101
130936533	CSFB 2003-AR28	CS First Boston Mortgage Securities Corp. - 2003-AR28	4321110973	5108		BUCKBOARD	WAY			RICHMOND	94803	3908
1315173004	CWML 2008-19	Countrywide ABS 2008-19	4058900162	2844		GARVIN	AVE			RICHMOND	94804	1352
131848481	CWML 2007-HYB1	Countrywide MBS 2007-HYB1	5271100113	2918		HILLTOP MALL	RD			RICHMOND	94806	2100
131907288	CWML 2008-24	Countrywide ABS 2008-24	40569002568	5332		HASKEL	CT			RICHMOND	94808	5888
131941882	CWMLT 2008-39CB	Countrywide ALT 2008-39CB	4059901178	1050		SUMNER	LN			RICHMOND	94806	2088
132644054	HYMLT 2008-3	HarborView Mortgage Loan Trust 2008-3	4312930278	5008		CAMERUN	LN			RICHMOND	94803	2034
135487170	CWML 2008-BC4	Countrywide ABS 2008-BC4	4056500518	808		ROCK ROSE	WAY			RICHMOND	94808	1853
135556340	CWMLT 2008-0A10	Countrywide ALT 2008-0A10	5065200988	1201		BROCKYARD	WAY	APT	218	RICHMOND	94801	4141
135636064	WFMBS 2005-AR8	Wells Fargo Mortgage Backed Securities 2005-AR8	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	#N/A	#N/A
137589084	WFHET 2004-2	Wells Fargo Home Equity Trust 2004-2	\$27110040	2428		EMERIC	AVE			RICHMOND	94808	4536
137881244	WFHET 2004-2	Wells Fargo Home Equity Trust 2004-2	5288100248	2801		TULARE	AVE			RICHMOND	94804	1027
138118747	CWMLT 2008-OC10	Countrywide ALT 2008-OC10	5141100213	418		21ST	ST			RICHMOND	94801	3304
138118847	CWML 2008-18	Countrywide ABS 2008-18	5138900089	250	S	47TH	ST			RICHMOND	94804	3422
138739307	CWML 2008-18	Countrywide ABS 2008-18	5101593011	5434		SACRAMENTO	AVE			RICHMOND	94804	5902
138739361	CWML 2008-20	Countrywide ABS 2008-20	5290700227	2101		GAYNOR	AVE			RICHMOND	94801	4200
138915428	WFMBS 2005-AR16	Wells Fargo Mortgage Backed Securities 2005-AR16	507000214	1722		SANTA CLARA	ST			RICHMOND	94804	5230
138971739	CWMLT 2008-0A12	Countrywide ALT 2008-0A12	5152900190	812		35TH	ST			RICHMOND	94805	1754
138988777	CWMLT 2008-0A17	Countrywide ALT 2008-0A17	5201220038	628		YUBA	ST			RICHMOND	94805	1567
140378188	CWML 2008-13	Countrywide ABS 2008-13	5162700238	628		39RD	ST			RICHMOND	94804	1536
140640723	CWML 2008-16	Countrywide ABS 2008-16	5461600086	2725		MARTIN LUTHER KING	AVE			RICHMOND	94804	4038
141061408	BCAP 2008-AA1	Barclays Capital Inc. BCAP LLC TRUST 2008-AA1	5192930073	4910		ESQUELA	CT			RICHMOND	94804	4390
141167288	AMSI 2008-R1	Amesique Mortgage Securities Inc. 2008-R1	4327142210	5234		CARRIAGE	DR			RICHMOND	94805	3854
141198489	CWMLT 2008-OC8	Countrywide ALT 2008-OC8	5285300324	2512		DOWNER	AVE			RICHMOND	94804	1438
141239842	RESIF 2008-B	RESI Finance Limited Partnership 2008-B	5340220044	989		6TH	ST			RICHMOND	94801	2215
141261428	AMSI 2008-R1	Amesique Mortgage Securities Inc. 2008-R1	4351900608	1009		TRAILSIDE	DR			EL SOBRANT	94803	3687
141687394	BSARM 2005-5	Bear Stearns ARM Trust 2005-5	5281100044	2704		MCBRIDE	AVE			RICHMOND	94804	1280
141768506	CWMLT 2008-OC8	Countrywide ALT 2008-OC8	5100446587	2818		SPAN LING	ST			RICHMOND	94804	5921
143198973	CWMLT 2008-OC8	Countrywide ALT 2008-OC8	5291400165	1627		Z7TH	ST			RICHMOND	94804	1728
143990505	CWMLT 2008-OC8	Countrywide ALT 2008-OC8	5152200142	430		GARVIN	AVE			RICHMOND	94801	2427
144088811	BSARM 2007-2	Bear Stearns ARM Trust 2007-2	5301700141	1405		HELINGS	AVE			RICHMOND	94804	2594
145009832	CWMLT 2008-42	Countrywide ALT 2008-42	5192240200	4841		BERK	AVE			RICHMOND	94804	4318
145423887	CWML 2008-28	Countrywide ABS 2008-28	509090243	1332		MARIPOSA	ST			RICHMOND	94806	4935
145906889	GSR 2005-AR7	GSR Mortgage Loan Trust 2005-AR7	4066402005	887		GARVIN	AVE			RICHMOND	94806	1736
146018911	GSAVA 2007-1	GSAVA Home Equity Trust 2007-1	5241800157	3701		MALIBERRY	PL			RICHMOND	94808	8111
146174785	STARFM 2007-2	STARFM Mortgage Loan Trust 2007-2	5604500339	1203		MELVILLE	RD	APT	217	RICHMOND	94804	4652
146278283	WFHET 2005-4	Wells Fargo Home Equity Trust 2005-4	4321110217	5044		28TH	ST			RICHMOND	94804	1424
146421206	CWMLT 2008-49CB	Countrywide ALT 2008-49CB	5298900011	724		BUCKBOARD	WAY			RICHMOND	94803	3806
146421206	CWMLT 2007-4CB	Countrywide ALT 2007-4CB	5240400100	957		30TH	ST			RICHMOND	94805	3006
146488772	STARFM 2007-4	STARFM Mortgage Loan Trust 2007-4	5100810547	8223		CENTRAL	AVE			RICHMOND	94804	5805
146847801	WFHBS 2008-AR2	Wells Fargo Mortgage Backed Securities 2008-AR2	5605801532	91		SOUTHWIND	CIR			RICHMOND	94804	7405
147195102	WFHET 2005-4	Wells Fargo Home Equity Trust 2005-4	5608902063	207		MARINA LAKES	DR			RICHMOND	94804	7458
147236577	CWML 2007-2	Countrywide MBS 2007-2	5271420045	2428		MARICOPA	AVE			RICHMOND	94804	1010
			4322220130	5315		COUNTRY VIEW	DR			RICHMOND	94803	3983

LoanId	Borrower/DealName	Lender/DealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
170248920	CWALT 2007-0H5	Countrywide ALT 2007-0H5	5065900470	96		SEASIDE	DR			RICHMOND	94804	7470
170447015	WFMBS 2007-10	Wells Fargo Mortgage Backed Securities 2007-10	4055900256	350		LIAM RIDGE	DR			RICHMOND	94806	5808
171003371	CWALT 2007-15	Countrywide MBS 2007-15	5070400255	1718		BLUTE	ST			RICHMOND	94804	5218
171222177	WFMBS 2007-13	Wells Fargo Mortgage Backed Securities 2007-13	5065900354	19		SEAGULL	DR			RICHMOND	94804	7407
171849226	WFMBS 2007-AR7	Wells Fargo Mortgage Backed Securities 2007-AR7	5071600256	6647		SANTA CRUZ	AVE			RICHMOND	94804	5542
177670363	CWALT 2007-HY6	Countrywide MBS 2007-HY6	4321120218	4948		WAGON WHEEL	WAY			RICHMOND	94803	3820
177670363	CWALT 2007-13	Countrywide ABS 2007-13	4142210113	3015		WISWALL	DR			RICHMOND	94806	2753
181039865	COALMT 2007-6	Option One Mortgage Loan Trust 2007-6	4055900277	1085		HERITAGE	CT			RICHMOND	94801	5947
181039865	COALMT 2007-8	Option One Mortgage Loan Trust 2007-8	5142800423	1815		ROOSEVELT	AVE			RICHMOND	94801	2833
200020590	BAYC 2004-3	Bayview Commercial Asset Trust 2004-3	4055700128	801		POPPY	CT			RICHMOND	94806	1871
200040763	TRST 2004-4	Thornburg Mortgage Securities Trust 2004-4	5153301030	2436		CHAUNDR	AVE			RICHMOND	94804	1822
222583292	PLMT 2005-S1	J.P. Morgan Alternative Loan Trust 2005-S1	5480710087	2861		CULTING	BLVD			RICHMOND	94804	2025
203213319	GSMA 2007-3	GSMA Home Equity Trust 2007-3	5172120023	4010		NEVIN	AVE			RICHMOND	94805	2236
204007365	BLRF 2004-8C3	Specialty Underwriting and Residential Finance Trust 2004-8C3	4252910110	3719	S	Fiesta	CT			RICHMOND	94803	1919
220858223	CMLTI 2007-SHL1	Citigroup Mortgage Loan Trust 2007-SH1	5902120208	135		7TH	ST			RICHMOND	94804	2313
222485712	CMLTI 2007-SHL1	Citigroup Mortgage Loan Trust 2007-SH1	5130940282	257	S	42ND	ST			RICHMOND	94804	3401
240412516	LUM 2009-6	Lumiant Mortgage Loan Trust 2007-2	4322030026	5326		GLENNWOOD	WAY			RICHMOND	94803	3981
256971937	COHE 2004-D	Context Home Equity Loan Trust 2004-D	4142820317	5103		BIRLINGHAM	DR			RICHMOND	94806	2634
524378338	MSHEL 2008-1	Morgan Stanley Home Equity Loan Trust 2008-1	4313520016	3804		PAINTED PONY	DR	#	7	RICHMOND	94803	2131
324590497	LXS 2006-17	Lehman XS Trust 2006-17	5182100148	882		90TH	ST			RICHMOND	94801	1369
525114201	GSMA 2005-10	GSMA Home Equity Trust 2005-10	5080110033	1233	S	MARINA	WAY			RICHMOND	94801	2778
400594707	SASC 2005-10	Structured Asset Securities Corp. 2005-10	5141900083	557		55TH	ST			RICHMOND	94804	4658
400595926	CMLTI 2004-HES	Citigroup Mortgage Loan Trust 2004-HES	4298810108	17316		20TH	ST			RICHMOND	94801	2863
400740272	SAST 2007-2	Season Asset Securities Trust 2007-2	539800108	17316		OHIO	AVE			RICHMOND	94804	0
407005087	COALMT 2008-1	Option One Mortgage Loan Trust 2008-1	6391900108	245		CLUB	LN			RICHMOND	94803	1257
407272366	CSFB 2004-AR7	Credit Suisse First Boston Mortgage Securities Corp. 2004-AR7	N/A	N/A		3RD	ST			RICHMOND	94801	3454
402478615	CSFB 2005-2	CS First Boston Mortgage Securities Corp. 2005-2	N/A	N/A		MEADOW CREST	CT			RICHMOND	94806	1944
405178039	SASC 2005-16	Structured Asset Securities Corp. 2005-16	4059000890	2662		MARICOPA	RD			RICHMOND	94806	2724
40592468	CSMC 2008-1	CS First Boston Mortgage Securities Corp. 2008-1	4141510034	2807		PARC RIDGE	AVE			RICHMOND	94804	1137
410840646	HEAT 2007-2	HEAT 2007-2	5260120125	3425		18TH	ST			RICHMOND	94804	2633
410898184	HEAT 2007-2	CS First Boston Home Equity Asset Trust 2007-2	544020147	255	S	ESMOND	AVE			RICHMOND	94801	2444
411084883	HEAT 2007-2	CS First Boston Home Equity Asset Trust 2007-2	5390900090	1789		PARK RIDGE	DR			RICHMOND	94806	5816
411785134	CSMC 2007-4	CS First Boston Mortgage Securities Corp. 2007-4	4099100037	3334		ESMOND	AVE			RICHMOND	94801	2443
500342963	CSFB 2005-4	CS First Boston Mortgage Securities Corp. 2005-4	5290400125	1741		ESMOND	AVE			RICHMOND	94801	3443
511099134	HASC 2008-0PT1	HSI Asset Securitization Corporation Trust 2008-0PT1	5681810281	296		1ST	ST			RICHMOND	94801	3443
591002819	HASC 2008-0PT2	HSI Asset Securitization Corporation Trust 2008-0PT2	5242000108	3819		GARYIN	AVE			RICHMOND	94805	1334
591020835	SHHE 2005-0PT4	Soundview Home Equity Loan Trust 2005-0PT4	4140840085	2946		JO ANN	DR			RICHMOND	94806	2719
591033151	COALMT 2006-1	Option One Mortgage Loan Trust 2006-1	N/A	N/A		PARKGATE	DR			RICHMOND	94806	1989
591040287	COALMT 2006-1	Option One Mortgage Loan Trust 2006-1	4059100988	3318		85TH	CT			RICHMOND	94806	1989
591040688	ASHE 2008-HES	Asset Backed Securities Corporation Home Equity Loan Trust 2008-HES	5131520158	324	S	HELLINGS	ST			RICHMOND	94804	3230
591048130	SHHE 2008-0PT5	Soundview Home Equity Loan Trust 2008-0PT5	5302100309	2027		TRT	AVE			RICHMOND	94801	2540
591081336	COALMT 2007-1	Option One Mortgage Loan Trust 2007-1	5133940149	4433		NEVIN	AVE			RICHMOND	94804	3447
591014434	COALMT 2007-FX02	Option One Mortgage Loan Trust 2007-FX02	51927710175	5105		OHIO	AVE			RICHMOND	94804	3089
591016387	COALMT 2007-5	Option One Mortgage Loan Trust 2007-5	5171700114	420		98TH	ST			RICHMOND	94805	2276
601430072	WAMU 2004-AR6	Wahlu Mortgage Pass-Through Certificate, Series 2004-AR6	5605600306	28		SHREWOOD	CT			RICHMOND	94804	7488
601362627	WAMU 2005-AR6	Wahlu Mortgage Pass-Through Certificate, Series 2005-AR6	5626200306	305		GRANDVIEW	CT			RICHMOND	94801	3700
601567859	WAMU 2005-AR6	Wahlu Mortgage Pass-Through Certificate, Series 2005-AR6	4056100292	232		TANGLEWOOD	DR			RICHMOND	94806	5914

Loan Id	BloombergDealName	LoanDealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plan #
601689336	WMALIT 2005-8	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2005-8	5191202244	940		HUMBOLDT	ST			RICHMOND	94805	1870
601689484	WMALIT 2005-8	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2005-8	5191210218	9123		PANAMA	AVE			RICHMOND	94804	5725
601689746	WMAMU 2005-AR11	Waltu Mortgage Pass-Through Certificates, Series 2005-AR11	6068500928	201		SEACLIFF	WAY			RICHMOND	94801	4159
601689800	WMAMU 2005-AR12	Waltu Mortgage Pass-Through Certificates, Series 2005-AR12	4059400393	937		MEDDOOM VIEW	DR			RICHMOND	94806	8109
601689842	WMAMU 2005-AR13	Waltu Mortgage Pass-Through Certificates, Series 2005-AR13	5230510261	4695		CLINTON	AVE			RICHMOND	94805	1417
601689874	WMAMU 2005-AR13	Waltu Mortgage Pass-Through Certificates, Series 2005-AR13	4394010065	1917		SOLITUDE	LN			EL SOBRANT	94805	2815
601689899	WMAMU 2005-AR13	Waltu Mortgage Pass-Through Certificates, Series 2005-AR13	5608500428	304		SEAVIEW	DR			POINT RICH	94801	4161
601700744	WMAMU 2005-AR15	Waltu Mortgage Pass-Through Certificates, Series 2005-AR15	5241000082	2919		MCBRYDE	AVE			RICHMOND	94804	1155
601700818	WMALIT 2006-AR1	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-AR1	5142000032	2014		ROOSEVELT	AVE			RICHMOND	94801	3349
601777903	WMALIT 2006-5	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-5	5241400126	821		33RD	ST			RICHMOND	94804	1331
601793860	WMALIT 2006-AR5	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-AR5	4142820234	2728		OXFORD	DR			RICHMOND	94806	2615
601808527	WMALIT 2006-AR8	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-AR8	428550117	1218		GREENWAY	DR			RICHMOND	94803	1210
601832612	WMALIT 2006-7	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-7	439400341	221		PAMELA	CT			RICHMOND	94805	2810
601845048	WMAMU 2006-AR8	Waltu Mortgage Pass-Through Certificates, Series 2006-AR8	4912330843	5095		ESCALON	DR			RICHMOND	94805	2057
601845086	WMAMU 2006-AR8	Waltu Mortgage Pass-Through Certificates, Series 2006-AR8	4059400049	5946		PARK RIDGE	DR			RICHMOND	94806	8101
601857800	WMALIT 2006-AR8	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2006-AR8	5912310287	578		ALAMO	AVE			RICHMOND	94801	1989
60194425	ACOR 2006-2	Accorded Mortgage Loan Trust 2006-2	4140390246	2977		GROOM	DR			RICHMOND	94806	2942
605447366	WMALIT 2007-0A1	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A1	6271800115	2729		LOWELL	AVE			RICHMOND	94804	1078
605570982	WMAMU 2006-AR17	Waltu Mortgage Pass-Through Certificates, Series 2006-AR17	6181120039	670		30TH	WAY			RICHMOND	94805	1779
605598029	WMALIT 2007-0A2	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A2	4821120042	5105		BUCKBOARD	ST			RICHMOND	94805	3907
605600234	WMALIT 2007-0A2	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A2	5282100188	2851		GARVIN	AVE			RICHMOND	94804	1360
605608753	WMAMU 2006-AR16	Waltu Mortgage Pass-Through Certificates, Series 2006-AR16	4295800204	2354		HILLTOP MALL	RD			RICHMOND	94806	2100
605639743	WMAMU 2006-AR19	Waltu Mortgage Pass-Through Certificates, Series 2006-AR19	4312620026	4715		MEDDOWERCOOK	DR			RICHMOND	94803	2029
605654987	WMAMU 2006-AR19	Waltu Mortgage Pass-Through Certificates, Series 2006-AR19	5190400231	834		25TH	ST			RICHMOND	94804	1501
605654987	WMALIT 2007-2	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-2	4055600235	727		MONARCH	CT			RICHMOND	94805	5633
605740880	WMAMU 2007-AR1	Waltu Mortgage Pass-Through Certificates, Series 2007-AR1	4059700299	5773		FERN MEADOW	CT			RICHMOND	94806	7499
605758418	WMALIT 2007-0A3	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A3	5009600293	501		ROCKPORT	CT			POINT RICH	94801	4132
605914241	WMALIT 2007-0A5	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A5	5134020089	4345		SEACLIFF	PL			RICHMOND	94804	4307
605917729	WMALIT 2007-0A5	Washington Mutual Mortgage Pass-Through Certificates, WMALIT Series 2007-0A5	4053810554	3376		BELL	AVE			RICHMOND	94804	4307
606270693	HAAC 2007-HE1	HSI Asset Securitization Corporation Trust 2007-HE1	5009900085	1812		PARKGATE	CT			RICHMOND	94806	1989
610108578	HAAC 2007-HE1	HSI Asset Securitization Corporation Trust 2007-HE1	4202010247	49		NORTHSORE	DR			RICHMOND	94804	2577
641862022	WMAMU 2005-PR4	Washington Mutual Securities (WMAMU) 2005 - PR4	4202010247	49		QUAIL HILL	LN			RICHMOND	94803	2833
667073282	WASC 2004-HE3	Morgan Stanley ABS Capital Trust 2004-HE3	#N/A	#N/A		#N/A	#N/A			#N/A	#N/A	#N/A
671008778	COMLI 2005-4	Option One Mortgage Loan Trust 2005-4	5008201019	28		HARBOR VIEW	DR			RICHMOND	94804	7499
671008678	JPMAC 2005-OP12	J.P. Morgan Mortgage Acquisition Corp. 2005-OP12	5382310289	289		5TH	ST			RICHMOND	94801	3039
671014147	SNHE 2006-OP15	Soundview Home Equity Loan Trust 2006-OP15	4141410028	2869		GOZDAGA	AVE			RICHMOND	94806	3113
671015752	SGMS 2006-OP12	Societa Generale Mortgage Securities Trust 2006-OP12	8242000163	946		30TH	ST			RICHMOND	94805	1321
671016984	COMLI 2007-3	Option One Mortgage Loan Trust 2007-3	6609400017	2004		HOFFMAN	BLVD			RICHMOND	94804	3357
671020066	SNHE 2007-OP1	Soundview Home Loan Trust 2007-OP1	5491310166	623	S	24TH	ST			RICHMOND	94804	3963
672976149	WMAMU 2004-PR2	Washington Mutual Securities (WMAMU) 2004 - PR2	5291400120	1169		34TH	ST			RICHMOND	94804	4173
672976149	WMAMU 2005-PR1	Washington Mutual Securities (WMAMU) 2005 - PR1	5190000044	579		35TH	ST			RICHMOND	94805	2129
672976149	WMAMU 2004-PR2	Washington Mutual Securities (WMAMU) 2004 - PR2	5340310142	829		LUCAS	AVE			RICHMOND	94805	2256
677115858	WMAMU 2004-PR2	Washington Mutual Securities (WMAMU) 2004 - PR2	5606300357	2105		SEA SHELL	DR			RICHMOND	94804	7465
678811548	WMAMU 2005-PR2	Washington Mutual Securities (WMAMU) 2005 - PR2	5191300151	420		32ND	ST			RICHMOND	94804	1706
687234462	WMAMU 2005-PR2	Washington Mutual Securities (WMAMU) 2005 - PR2	4313030824	3409		STEWARTON	DR			RICHMOND	94803	2057
688871771	MLAMU 2005-AS	Merrill Lynch Mortgage Investors Inc. 2005-AS	4286270308	1003		VIEW	DR			RICHMOND	94803	1249
6888081422	WMAMU 2005-PR2	Washington Mutual Securities (WMAMU) 2005 - PR2	5381430148	354		6TH	ST			RICHMOND	94801	3008
689001865	FMW 2005-S001	Fredde Mae Securities REMIC Trust Mortgage 2005-S1										

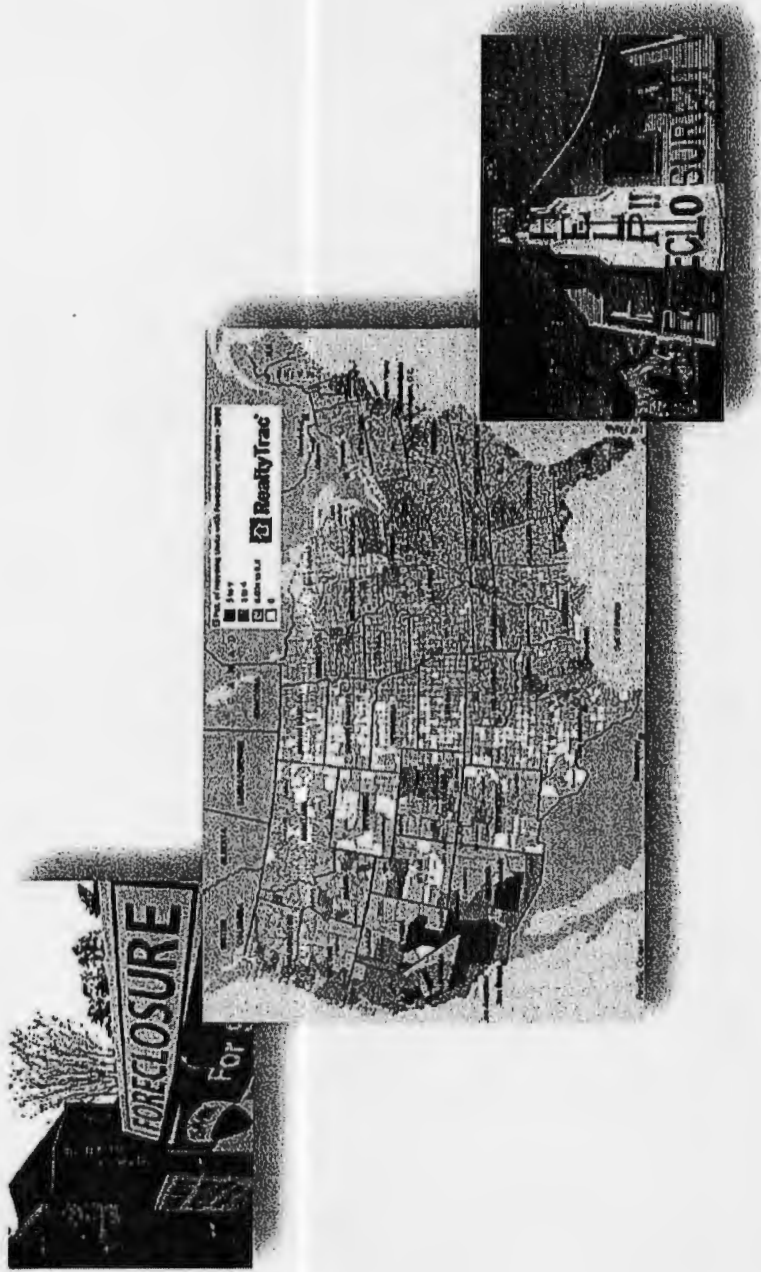
Loan#	Borrower/DealName	Lender/DealName	Parcel Number	House Number	Dr.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plot #
86204078	MSAC 2004-NC7	Morgan Stanley ABS Capital I Trust 2004-NC7	4283410104	1140		PARKBRIDGE	DR			RICHMOND	94803	1230
86204078	MSAC 2006-HE5	Morgan Stanley ABS Capital I Trust 2006-HE5	4140070128	3146		MOTERS	RD			RICHMOND	94808	2735
86204078	LBMLT 2004-WL2	Long Beach Mortgage Loan Trust 2004-WL2	5590430022	281		WASHINGTON	CT			RICHMOND	94801	3914
86204078	SAST 2006-3	Secur Asset Secur Bus Trust 2006-3	5341720282	1129		ROOSEVELT	AVE			RICHMOND	94801	2781
702078469	RESIF 2006-D	RESI Finance Limited Partnership 2006-D	4140490127	2919		GROCEM	DR			RICHMOND	94808	2842
703127822	WAMU 2008-PR3	Washington Mutual Securities (WAMU) 2008 - PR3	5081800157	5221		TERAMA	AVE			RICHMOND	94804	5127
708286721	WAMU 2008-PR1	Washington Mutual Securities (WAMU) 2008 - PR1	5904800471	1200		BROCKWAYD	WAY	APT	315	RICHMOND	94801	4147
728518062	LBMLT 2008-10	Long Beach Mortgage Loan Trust 2008-10	5141700145	1391		18TH	ST			RICHMOND	94801	2813
728788826	WAME 2007-HE1	Wamu Asset Backed Certificates 2007-HE1	4088800349	1081		FARMSTEAD	CT			RICHMOND	94808	5849
730733930	WAMU 2007-QA2	Wamu Mortgage Pass-Through Certificates Series 2007-QA2	4321230155	5441		VICTORIA	LN			RICHMOND	94803	5832
730906171	WAMU 2007-HY2	Wamu Mortgage Pass-Through Certificates Series 2007-HY2	4088800354	1951		VISTA	DR			RICHMOND	94808	5982
730913245	WAMU 2007-HY3	Wamu Mortgage Pass-Through Certificates Series 2007-HY3	4312330488	5052		ESCALON	CIR			RICHMOND	94803	2056
730913666	WAMU 2007-HY3	Wamu Mortgage Pass-Through Certificates Series 2007-HY3	4312330628	5028		ESCALON	CIR			RICHMOND	94803	2057
730913785	WAMU 2007-HY3	Wamu Mortgage Pass-Through Certificates Series 2007-HY3	5232040165	5201		ESMOND	AVE			RICHMOND	94805	1427
730914116	WAMU 2007-HY3	Wamu Mortgage Pass-Through Certificates Series 2007-HY3	4055100532	454		WOOD GLEN	DR			RICHMOND	94808	5728
730914282	WAMU 2007-HY3	Wamu Mortgage Pass-Through Certificates Series 2007-HY3	4055400073	3912		BELMI	GRV			RICHMOND	94806	1844
730919371	WAMU 2007-QA3	Washington Mutual Mortgage Pass-Through Certificates, WAMU LT Series 2007-QA3	5190100090	715		39TH	ST			RICHMOND	94805	1850
73114356	WAMU 2007-QA5	Wamu Mortgage Pass-Through Certificates, Series 2007-QA5	5605003354	1300		QUARRY	CT	APT	303	RICHMOND	94801	4150
731189896	WAMU 2007-HY7	Wamu Mortgage Pass-Through Certificates, Series 2007-HY7	4521320166	5448		TANDEM	LN			RICHMOND	94803	3829
831077132	DOMLT 2007-6	Odon One Mortgage Loan Trust 2007-6	4311870115	3039		DESERET	DR			RICHMOND	94803	2230
1000098880	HEM 2006-HE1	Marrell Lynch Mortgage Investors Inc. 2006-HE1	4313830010	3998		MORNINGSIDE	DR			EL SOBRIANT	94803	2126
1000104208	HYMLT 2008-10	HarborView Mortgage Loan Trust 2008-10	5152910082	228		25TH	ST			RICHMOND	94804	1807
1000106802	HYMLT 2008-10	HarborView Mortgage Loan Trust 2008-10	4521320188	5486		TANDEM	LN			RICHMOND	94803	3829
1000908883	FLIT 2006-A	Fremont Home Loan Trust 2006-A	5230920158	5419		ESMOND	AVE			RICHMOND	94805	1108
1000371057	ACE 2006-RM1	ACE Securities Corp. Home Equity Loan Trust 2006-RM1	4202010122	23		QUAL HILL	LN			RICHMOND	94803	2833
1001788142	CARR 2006-NC4	Carrington Mortgage Loan Trust 2006-NC4	431210117	3403		OLEANFIELD	AVE			RICHMOND	94803	2514
1001853907	MLM 2008-RM4	Merrill Lynch Mortgage Investors Inc. 2008-RM4	5191320151	4225		OVERBUD	AVE			RICHMOND	94804	3395
1002354428	CARR 2005-NC5	New Century Home Equity Loan Trust 2005-4	5180700162	880		40TH	ST			RICHMOND	94805	1810
1003414829	LBMLT 2006-7	Long Beach Mortgage Loan Trust 2006-7	5182100237	584		MCALVAHAIN	ST			RICHMOND	94805	1947
1005370500	MSAC 2006-NC3	Morgan Stanley ABS Capital I Trust 2006-NC3	4821010276	4882		BLACKBOARD	WAY			RICHMOND	94803	3801
1007218148	CARR 2006-NC2	Carrington Mortgage Loan Trust 2006-NC2	#N/A	#N/A	#N/A	CLIFTINGS	BLVD			RICHMOND	94804	3344
1007938166	CARR 2006-NC3	Carrington Mortgage Loan Trust 2006-NC3	5181810157	4407		10TH	ST			RICHMOND	94801	2201
1007942943	MABS 2006-NC2	MASTR/Mast Backed Securitizations Trust 2006-NC2	5340630416	749		WILLIAMS	DR			RICHMOND	94806	1781
1008088888	CARR 2006-NC3	Carrington Mortgage Loan Trust 2006-NC3	4080530225	804		BHELDON	DR			RICHMOND	94803	2319
1008514813	MSAC 2006-NC5	Morgan Stanley ABS Capital I Trust 2006-NC5	4511310231	2722		ESMOND	AVE			RICHMOND	94805	1112
1008047812	MSAC 2006-HE8	Morgan Stanley ABS Capital I Trust 2006-HE8	5238940131	5811	S	47TH	ST			RICHMOND	94804	3421
1010507857	CARR 2006-NC5	Carrington Mortgage Loan Trust 2006-NC5	5193861010	283		BELL	AVE			RICHMOND	94804	4305
1011212733	HASC 2007-NC1	HSI Asset Securitization Corporation Trust 2007-NC1	5194201012	4155		DORENAS	AVE			RICHMOND	94804	4305
1012148944	MSAC 2007-NC4	Morgan Stanley ABS Capital I Trust 2007-NC4	5200100013	5801		FASCINATION	AVE			RICHMOND	94805	1542
1012153144	MABS 2007-NCW	MASTR Asset Backed Securitizations Trust 2007-NCW	4394270145	1220		AMEND	CIR			RICHMOND	94803	2805
1033008418	CHASE 2005-A2	Chase Mortgage Finance Trust 2005-A2	4394890016	5805		MEADOW VIEW	RD			RICHMOND	94803	3577
1033008903	JPMNT 2005-A8	J.P. Morgan Mortgage Trust 2005-A8	4056300165	809		LIGHTHOUSE	LN			RICHMOND	94804	6108
1036562806	CFAB 2004-2	Chase Funding Mortgage Loan 2004-2	5605800889	20		LIGHTHOUSE	LN			RICHMOND	94804	7402
1103098591	IMM 2004-11	Impac CMB Trust 2004-11	5192800121	5212	S	SILVA	ST			RICHMOND	94804	3230
1103415628	IMM 2005-5	Impac CMB Trust 2005-5	4511520284	3017		STEPHEN	DR			RICHMOND	94803	2334
1106232327	BSABS 2006-IM1	Bear Stearns Asset Backed Securities Trust 2006-IM1	4056700083	5733		OAKMONT	DR			RICHMOND	94806	5851
1103801731	IMSA 2006-3	Impac Secured Assets Corp. 2006-3	5192500188	461		CARLSTON	ST			RICHMOND	94805	2401

LoanID	Borrower/DealName	Lender/DealName	Parcel Number	House Number	DK	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
1103639804	MSA 2007-1	Impact Secured Assets Corp. 2007-1	5029800104	5204		CREEBY	AVE			RICHMOND	94804	4741
1103642230	MSA 2007-1	Impact Secured Assets Corp. 2007-1	5161810103	3310		NEVIN	AVE			RICHMOND	94805	2148
1103648978	MSA 2007-2	Impact Secured Assets Corp. 2007-2	4141810131	3019		PHILLIPS	CT			SAN PABLO	94806	2744
1104065523	CHASE 2007-S4	Chase Mortgage Finance Trust 2007-S4	4394310038	208		PIONEER	CT			RICHMOND	94805	2848
1730039840	CHASE 2007-A1	Chase Mortgage Finance Trust 2007-A1	5182400038	3245		SILVA	AVE			RICHMOND	94805	2409
1730059686	JPMINT 2005-A4	J.P. Morgan Mortgage Trust 2005-A4	5608201582	32		SANDPOINT	DR			RICHMOND	94804	4524
1785483917	CHASE 2005-S2	Chase Mortgage Finance Trust 2005-S2	5182100179	544		MCLAUGHLIN	ST			RICHMOND	94805	1947
1785500898	JPMINT 2005-A8	J.P. Morgan Mortgage Trust 2005-A8	5070900018	1800		SANTA CLARA	ST			RICHMOND	94804	5234
1844891128	JPMINT 2005-S1	J.P. Morgan Alternative Loan Trust 2005-S1	5201200093	3929		BIERRA	CT			RICHMOND	94805	1905
1844891129	CHASE 2005-S2	Chase Mortgage Finance Trust 2005-S2	4321920710	5537		CABRILLO NORTE	ST			RICHMOND	94803	3877
184634720	CHASE 2007-S4	Chase Mortgage Finance Trust 2007-S4	5591520025	88		IDAHO	ST			RICHMOND	94801	4045
2000289227	MSAC 2007-HE7	Morgan Stanley ABS Capital I Trust 2007-HE7	5160400190	3229		BARRETT	AVE			RICHMOND	94804	1717
2000289232	MSAC 2007-HE7	Morgan Stanley ABS Capital I Trust 2007-HE7	5612101062	1240		LEO	ST			RICHMOND	94801	1983
2000408000	NCHET 2005-B	New Century Home Equity Loan Trust 2005-B	4285710388	1324		PARK CENTRAL	CT			RICHMOND	94803	1282
2503194761	MSA 2006-5	Impact Secured Assets Corp. 2006-5	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
3000172782	ELAT 2007-1	Elington Loan Acquisition Trust 2007-1	4351800094	1008		RIDGEVIEW	DR			EL SOBRANT	94803	3641
3000363986	ELAT 2007-1	Elington Loan Acquisition Trust 2007-1	5441310074	395	S	19TH	ST			RICHMOND	94804	2505
3031145831	RESIF 2006-A	RESI Finance Limited Partnership 2006-A	4318520023	3778		PAINTED PONY	RD			RICHMOND	94803	2115
3347004379	HEAT 2005-9	CS First Boston Home Equity Asset Trust 2005-9	5912310098	916		ALAMO	AVE			RICHMOND	94801	1889
4000424559	FFML 2006-FFH3	First Franklin Mortgage Loan Trust 2006-FFH3	5171220063	343		45TH	ST			RICHMOND	94805	2301
401057700	FFML 2006-FF18	First Franklin Mortgage Loan Trust 2006-FF18	5906100082	3202		BEACH HEAD	WAY			RICHMOND	94804	7477
401058298	FFML 2006-FF18	First Franklin Mortgage Loan Trust 2006-FF18	4148360086	2028		ALTA MIRA	DR			RICHMOND	94805	2758
401058182	FFMER 2007-3	First Franklin Mortgage Loan Trust 2007-3	5180100090	715		98TH	ST			RICHMOND	94805	1880
420036285	MAVA 2007-43	Merill Lynch Alternative Loan Trust 2007-43	414120135	2854		GONZAAGA	AVE			RICHMOND	94806	3114
467819856	MAVA 2007-CAR1	Merill Lynch Alternative Loan Trust 2007-CAR1	4319820042	3740		LONGHORN	CT			RICHMOND	94803	2101
5012700353	MAES 2005-HE1	MASTR Asset Backed Securitizations Trust 2005-HE1	5295900140	2981		MCGRUYE	AVE			RICHMOND	94804	1248
8004475142	BAFC 2008-D	Bank of America Funding Corporation 2008-D	502820100	1877		SHASTA	ST			RICHMOND	94804	5334
8294479821	BOAMS 2004-J	Bank of America Mortgage Securities 2004-J	4029500145	1047		MYRTLEWOOD	CT			RICHMOND	94806	5838
839220108	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5272000091	2524		DWELL	AVE			RICHMOND	94804	1078
839298157	BOAMS 2005-D	Bank of America Mortgage Securities 2005-D	590860129	847		SANDY BAY	CT			RICHMOND	94801	4134
8473855980	BOAA 2006-5	Bank of America Alternative Loan Trust 2006-5	5908200110	77		HARBOR VIEW	DR			RICHMOND	94804	7486
8729925439	CMAIT 2007-A6	CitiMortgage Alternative Loan Trust 2007-A6	4321110084	4654		BURGARD	WAY			RICHMOND	94803	3603
878985319	CMSI 2007-3	Citicorp Mortgage Securities Inc. 2007-3	5281530212	51		IDAHO	ST			RICHMOND	94801	4044
8820989043	BAFC 2007-C	Bank of America Funding Corporation 2007-C	5902900122	1418		LINCOLN	AVE			RICHMOND	94801	5300
8861048679	BOAMS 2005-E	Bank of America Mortgage Securities 2005-E	4141730137	2710		BARNARD	ST			RICHMOND	94806	2708
8893221822	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5404800784	1543		NEVIN	PLZ			RICHMOND	94801	5242
700072208	ACE 2004-FM1	ACE Securities Corp. Home Equity Loan Trust 2004-FM1	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
7000215707	FLIT 2009-3	Fremont Home Loan Trust 2009-3	4033810117	2474		HOMESTEAD	DR			RICHMOND	94806	5282
706998274	BOAA 2008-8	Bank of America Alternative Loan Trust 2008-8	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
7100948603	MLOC 2007-2	Merill Lynch Mortgage Investors Trust Series MLOC 2007-2	5908600513	1757		NORTHSHORE	DR			RICHMOND	94804	2578
8500000410	HMAC 2004-2	HomeNet Mortgage Acceptance Corp. 2004-2	4322010143	144		MOONSTOCK	CT			RICHMOND	94803	7305
8891278342	CMAIT 2007-A1	CitiMortgage Alternative Loan Trust 2007-A1	4351600043	1004		RIDGEVIEW	DR			RICHMOND	94803	3940
9040651584	DSLA 2004-AR2	Downey Savings and Loan Association Mortgage Loan Trust 2004-AR2	5171800161	448		38TH	ST			RICHMOND	94805	2211
9041532186	DSLA 2005-AR3	Downey Savings and Loan Association Mortgage Loan Trust 2005-AR3	5282010065	2842		EMOND	AVE			RICHMOND	94803	1314
9041803389	DSLA 2006-AR1	Downey Savings and Loan Association Mortgage Loan Trust 2006-AR1	5085900688	80		SENGULL	DR			RICHMOND	94804	7407
9042364239	DSLA 2007-AR1	Downey Savings and Loan Association Mortgage Loan Trust 2007-AR1	4140430101	2809		GROOM	DR			RICHMOND	94806	2842
9042489646	HVMT 2007-7	Harbor View Mortgage Loan Trust 2007-7	5343500079	581		12TH	ST			RICHMOND	94801	2723

Exhibit C

Loan#	Borrower/Death Name	Lender/Death Name	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
971905519	CMALT 2007-AS	CRN/Change Alternatives Loan Trust 2007-AS	536430000	929		CHANSLOR	AVE			RICHMOND	94801	3542

Exhibit C



Homeownership Protection Program

A Solution to a Critical Problem

Mortgage Resolution
PARTNERS

Homeownership Protection Program

This presentation has been prepared for discussion purposes only and does not constitute a legally binding commitment or obligation of any of the referenced entities herein to enter into the transactions described. The terms and conditions outlined herein are not a comprehensive statement of the applicable terms and conditions that would be contained in the definitive documentation for the transactions contemplated herein. This presentation should not be deemed a comprehensive disclosure of risks or other implications of the transactions discussed herein.

A program term sheet and FAQ is intended to be part of this presentation and contains additional information.

The Real State of U.S. Housing Today

Home prices continue to deteriorate, jeopardizing mortgage loans and homeowners

- In June of 2006, U.S. residential housing prices hit their peak. Now, nearly six years later, the market is once again at a record post-2006 low (down 33.8% from peak as of year-end 2011).
- Over 22% of the 52.5 million U.S. homes that are mortgaged had "underwater" mortgage loans at the beginning of 2012.
- Such mortgages are generally concentrated in states that experienced acute housing price increases during the bubble -- Arizona, California, Florida and Nevada, to name but a few.
- After short-lived and shallow periods of home price appreciation in mid 2010 and again in 2011, recent pricing trends have turned decidedly negative (the S&P Case Shiller 20 City Index is down 7.5% nationwide from its previous post-crash high in May of 2010).
- The National Association of Realtors, in its December 2011 survey, found that foreclosure sales averaged a discount of 22% compared with non-distressed home sales (up from 20% a year earlier). Short sales, with the cooperation of the lender, averaged 13% below market value. RealtyTrac found even larger differences in 2011.
- **Despite hopes to the contrary, the situation is not materially improving.**

The Homeownership Protection Program Will Help End this National Nightmare

Empowering communities to do what Washington
and the private sector have been unable to

- The Program employs the ultimate right of local communities and governments – *through the constitutionally guaranteed power of eminent domain* – to retake control over the welfare of their neighborhoods and their fiscal solvency.
- Organized by Mortgage Resolution Partners – in public/private ventures with cities and counties that have been most affected by the mortgage and housing crisis – the Program will force lenders to surrender their mortgage loans to governments for full and fair value as determined by local courts in condemnation proceedings.
- As the current fair market value of such mortgage loans is considerably less than the face amount thereof, governments will be able to restructure the mortgage loans acquired through eminent domain and refinance severely underwater homeowners (with the ability and creditworthiness to make payments on their restructured loans) into new loans to be sold to large, private sector investors as FHA GinnieMae securities.
- **No taxpayer funds will be used in connection with the Program and the Program requires no state or federal legislation, or administrative action.**

Communities are the Principal Drivers of the Homeownership Protection Program

Municipalities have enormous incentives to adopt and execute the Program

- Defaulted mortgages are typically associated with the cessation of real estate tax payments and other ratable and usage charges payable to localities. This stresses local budgets and financing.
- Throughout the mortgage crisis, underwater loans have demonstrated high default levels – regardless of other borrower circumstances. This tendency poses a threat to areas continuing to see price depreciation.
- Large volumes of defaulted mortgages result in neighborhood blight, abandonment, unempt property and transience. These factors exacerbate the already compromised housing economics in affected areas and accelerate price depreciation.
- Municipal, county and state governments, and agencies, have a public interest in halting defaults and consequent neighborhood deterioration.
- **The Program provides a practical and efficient solution to this intractable dilemma.**

A Grass Roots Crisis That Demands a Solution

The impact on cities must be resolved locally as broader national policies have proven inadequate

- Post-crash, cities and towns have suffered greatly, often in seldom understood ways:
- For example, when a foreclosed home is sold by a lender in foreclosure, the home's respective tax assessment is permanently reset in many communities.
 - Consider, for example, a home that was purchased for \$400,000 with a \$360,000 mortgage and has a current tax assessment of the purchase price.

If that home sells in foreclosure for \$200,000, its tax assessment is reset, and can only increase by a small amount each year in many communities. The rate of increase may be tied to inflation, which erodes tax revenues until the home is again sold.

- Conversely, consider what would happen if the same homeowner refinanced the mortgage and (quite reasonably) contested its real estate tax assessment.

The home's assessment may be reduced to \$200,000, but the assessment could float freely back up to \$400,000 as markets recover. Of course, once the assessment reaches \$400,000, the rate of increase will be limited on an annual basis in many communities.

A Half-Decade of Partial Mortgage Resolution Solutions have Come up Short

Why does the mortgage crisis still burden the U.S., given the plethora of other programs to end it?

- Private- and government-sponsored modification programs generally have not worked because they do not emphasize significant principal reduction. Overall, fewer than 50% of the 2.26 million mortgages modified from 2008 – 2011 were current at year-end 2011. The majority of modifications have merely capitalized missed payments or reduced monthly payments by less than 10%.
- While encouraging lenders and servicers to pursue loan modifications in lieu of foreclosure, government programs (together with aftermath of the late 2010 “document-gate” foreclosure scandal) have curtailed the pace of foreclosures and liquidations. As a result, Q3 2011 saw a backlog of 394,000 repossessed homes awaiting liquidation, plus an additional 2.86 million homes securing mortgages that were 12 months or more delinquent, for a total “shadow inventory” of homes well down the foreclosure pipeline of 3.25 million. This excludes another approximately 1.4 million loans that are between 60 days and 11 months delinquent.
- As of January 2012, based on current default rates for various categories of loans, Amherst Securities estimated that between 7.4 million and 9.4 million additional home mortgage loans are in danger of defaulting over the next six years, assuming no further price declines or changes to interest rates.

A Half-Decade of Partial Mortgage Resolution Solutions have Come up Short (cont'd)

Systemic problems in the housing and mortgage industries have diluted other solutions' effectiveness

- At its post-bubble peak, the excess inventory of vacant housing rose to nearly 2.1 million units. That number has declined somewhat – particularly in the case of rental housing. Legacy excess unutilized vacant housing remains at over one million units.
- \$873 billion of 2nd lien/HELOC (Home Equity Lines of Credit) mortgage loans exist behind a large portion of the most heavily underwater first mortgage loans. This has made resolution of underwater first mortgages by methods other than foreclosure and liquidation nearly impossible; second mortgage lenders (most of which are large banks) are not willing to offer proportionate relief, despite their subordinate lien status.
- Ironically, many borrowers continue to pay their second-lien lenders even as they are in default on their first mortgage, in order to maintain revolving lines of credit.
- The \$1.1 trillion of remaining “private-label” residential mortgage backed securities pose extraordinary additional problems by virtue of contractual documentation that never envisioned a housing price meltdown. Servicers are paralyzed by restrictive servicing contracts generally forbidding loan sales and limiting loan modifications. With shrinking margins and continued risks of litigation, servicers act only when forced to.

The Homeownership Protection Program: A Practical Solution that Works

Why will the Program succeed where other solutions have failed?

- The Program operates at the local level to acquire underwater mortgages through **eminent domain**, which is a public – not a private – right.
- Mortgage Resolution Partners (MRP) acts as manager and forms partnerships with local governments to facilitate the eminent domain and mortgage restructuring process.
 - MRP coordinates with local officials to identify subject mortgages and refine program structure.
 - MRP and third-parties preliminarily screens for loans qualifying for modification and refinancing.
 - MRP earns a fair, flat and transparent per-loan fee for its services.
- Not all borrowers will qualify for Program. Only borrowers who appear likely to repay their loans will be accepted. The Program will initially acquire loans that are (i) significantly underwater and (ii) relatively current (not in default)—emphasizing loans held by private-label securitization trusts.
- Loans and liens will be acquired through eminent domain at *fair value*, which is expected to be less than the market value of the home.
- The Program will partner with institutional investors that fund the condemnation action in order to obtain access to attractively priced, GinnieMae-backed mortgage securities that will result from the restructuring and refinancing of the mortgages acquired under the Program. Investors will approve acquired mortgage pools and will earn all payments received on the acquired mortgages prior the re-securitization thereof.

The Program Begins Where it is Most Urgently Needed – The State of California

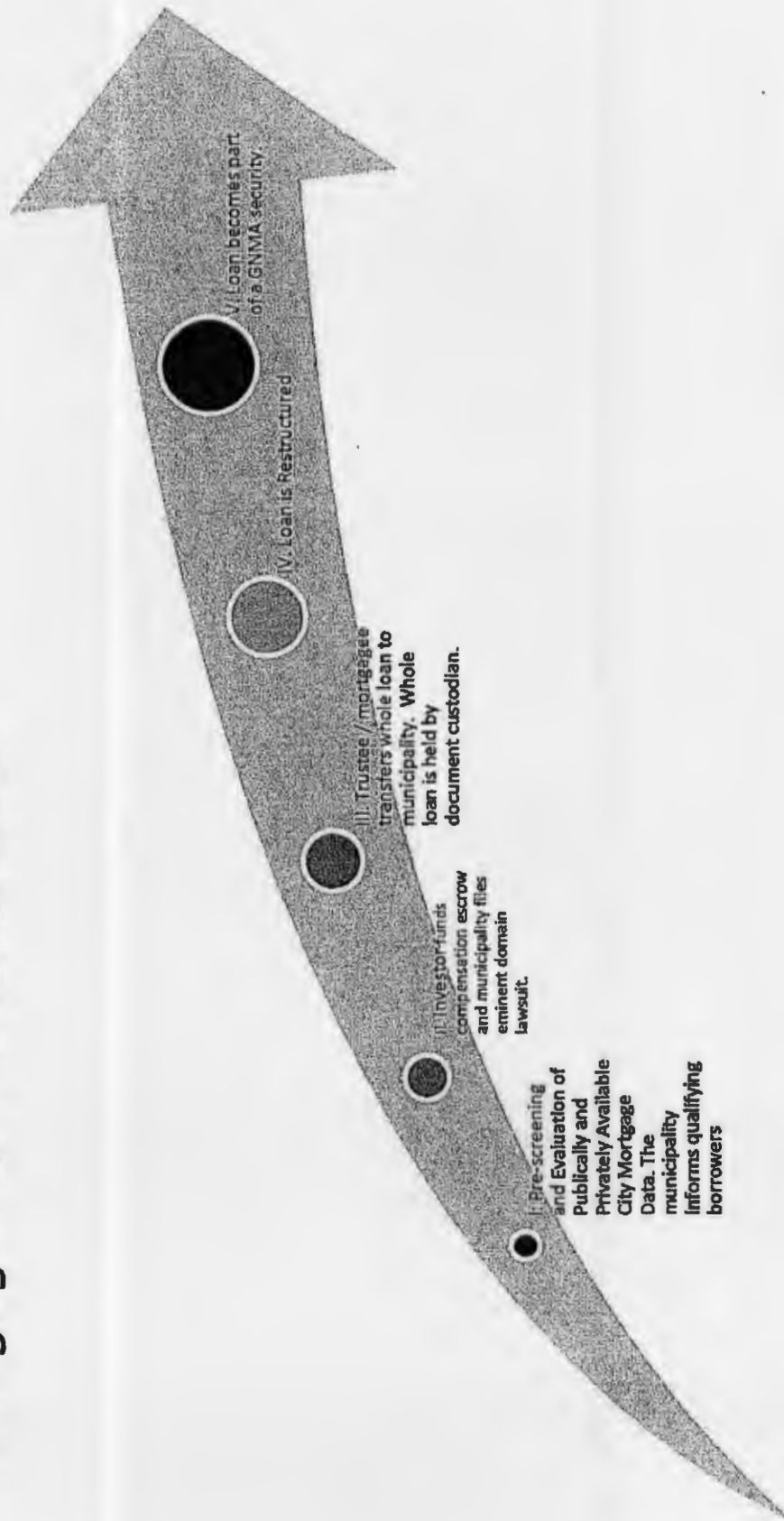
A \$5 billion, initial series to kickoff an up-to-\$500 billion, 3,000,000-home, multi-state effort.

- California has one of the highest percentages and the highest dollar amount of at-risk loans. It is a natural and efficient first state for the program.
- California legal precedent and political posture favor the Program and constitute an ideal proving ground.
- Counties and cities should have the authority under California and Federal law to acquire by eminent domain residential mortgage loans secured by real property when the debtor and the secured property are within its jurisdiction.
- A consortium of the county and city governments in San Bernardino County, California (the largest county in the United States, outside of Alaska) is promulgating a "Joint Powers Authority" to undertake the first series of the Program together with MRP.
- The Program has obtained supporting legal opinions of national counsel specializing in constitutional law and financial regulation. At the California and local level, the Program relies on firms with expertise and experience in local eminent domain law and litigation. San Bernardino County has conducted its own legal review before proceeding with the Program.

In addition, Robert Hockett, Cornell University Law School Professor of Financial and Economic Law has authored a memorandum of law and white paper on the issue of public taking of mortgage loans and liens for the purposes of the Program.

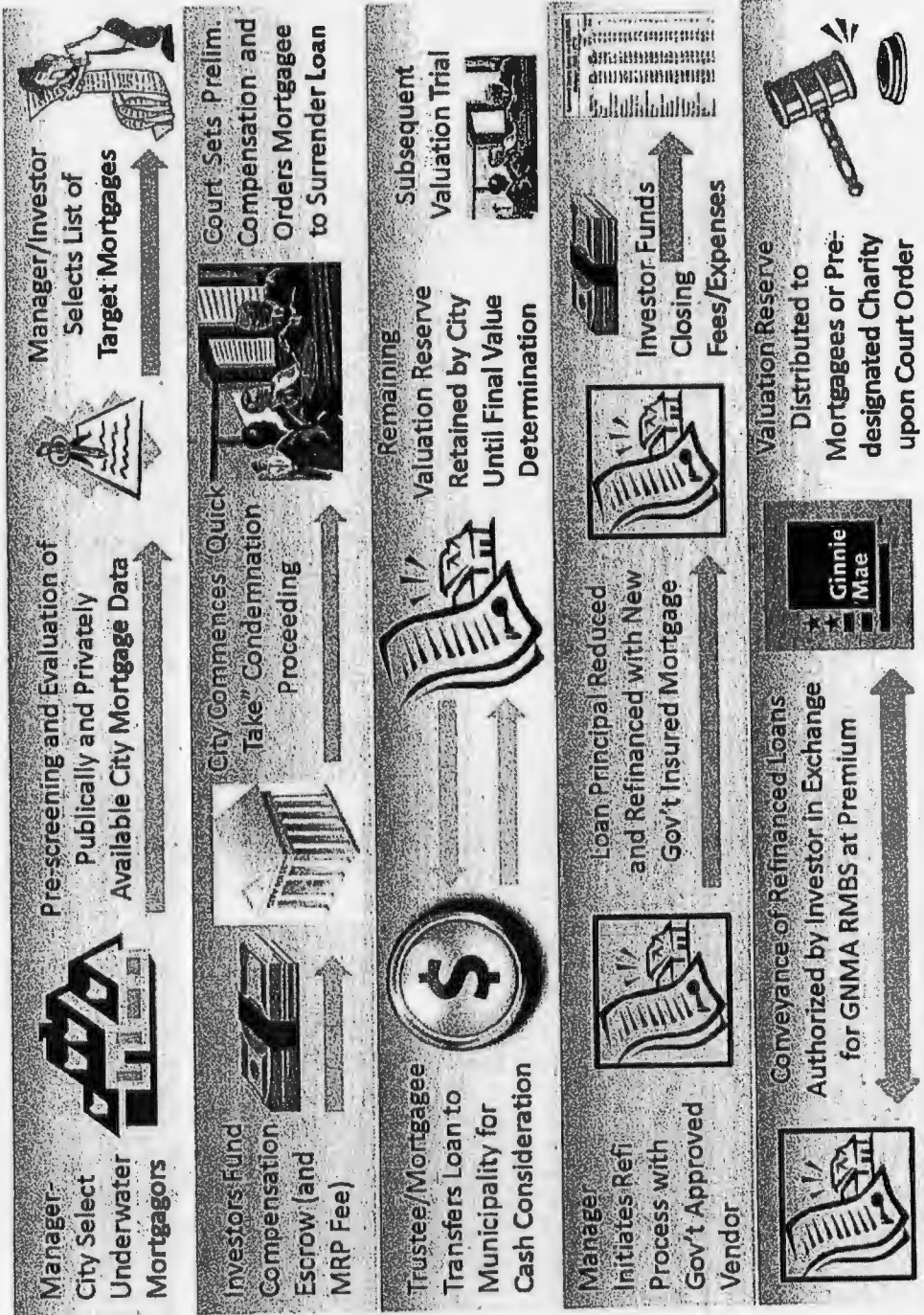
The Program's "Five Stages of Relief"

The Program's five stages for resolving underwater mortgages at the local level



A Step-by-Step Analysis of the Program's Operational Methodology

Transaction Activity



Investor Collateral

Pre-funding Tranche Commitment

Compensation Escrow Receipt

Whole Loans and Reserve Cash

Refinanced Whole Loan and Reserve Cash

GNMA RMBS

Mortgage Resolution PARTNERS

Program Contacts

Steven Gluckstern (Mortgage Resolution Partners, LLC)

sgluckstern@mortgageresolutionpartners.com

917 561 6503 (m)

415 678 5134 (o)

Donald H. Putnam (Mortgage Resolution Partners, LLC)

dputnam@mortgageresolutionpartners.com

415 350 5266 (m)

415 677 5898 (o)

Daniel Alpert (Westwood Capital, LLC)

dalpert@westwoodcapital.com

917 453 6640 (m)

212 953 6448 (o)

Len Blum (Westwood Capital, LLC)

lblum@westwoodcapital.com

917 699 3597 (m)

212 972 2455 (o)