

EXHIBIT B

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THE BANK OF NEW YORK MELLON and THE
10 BANK OF NEW YORK MELLON TRUST
COMPANY, N.A., as Trustees

11 [Additional counsel listed on signature page]

12
13 **UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

14 THE BANK OF NEW YORK MELLON (f/k/a
15 The Bank of New York) and THE BANK OF
NEW YORK MELLON TRUST COMPANY,
16 N.A. (f/k/a The Bank of New York Trust
Company, N.A.), as Trustees, on behalf of the
17 Trusts listed in Exhibit A; U.S. BANK
18 NATIONAL ASSOCIATION, as Trustee, on
behalf of the Trusts listed in Exhibit B; and
19 WILMINGTON TRUST COMPANY and
WILMINGTON TRUST, NATIONAL
20 ASSOCIATION, as Trustees, on behalf of the
21 Trusts listed in Exhibit C

22 Plaintiffs,

23 v.

24 CITY OF RICHMOND, CALIFORNIA, a
municipality; RICHMOND CITY COUNCIL;
25 MORTGAGE RESOLUTION PARTNERS
L.L.C., a Delaware limited liability company;
26 and GORDIAN SWORD LLC, a Delaware
27 limited liability company;

28 Defendants.

Case No. 3:13-cv-3664-JCS

**SECOND AMENDED COMPLAINT
FOR DECLARATORY AND
INJUNCTIVE RELIEF**

1 Plaintiffs 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. Plaintiffs The Bank of New York Mellon, The Bank of New York Mellon Trust
18 Company, N.A., U.S. Bank National Association, Wilmington Trust Company, and Wilmington
19 Trust, National Association are the Trustees of certain trusts that were created to hold residential
20 mortgage loans (collectively, the “Trusts”). The Trusts subject to this action for which The Bank
21 of New York Mellon, The Bank of New York Mellon Trust Company, N.A., U.S. Bank National
22 Association, Wilmington Trust Company, and Wilmington Trust, National Association are
23 Trustee are listed respectively in Exhibits A, B and C hereto. The Trusts’ beneficiaries include
24 both municipal and private pension plans, 401(k) plans, mutual funds, and other investors.

25 5. Defendants City and Mortgage Resolution Partners L.L.C. (“MRP”) have entered
26 into an agreement, pursuant to which they will use the City’s eminent domain power to seize
27 performing debt instruments—which are not located in Richmond and are held by out-of-state
28 trusts—at deeply discounted prices. Defendants would then profit by refinancing and

1 resecuritizing those loans, while paying fees to MRP and to the City. MRP's investors—whose
2 funds will be used to acquire the loans—will reap substantial profits. Defendants' mortgage loan
3 seizure program is referred to herein as the "Seizure Program."

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

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

17 8. Defendants have already selected over 230 mortgage loans that they wish to seize
18 from the Trusts. The City has nominally offered to "purchase" the loans on behalf of MRP. The
19 offers, however, are not in good faith: Defendants' valuation method is designed to produce
20 values that are far below any reasonable level because they give no value to homeowners' steady
21 payment record. And MRP has stated publicly that federal law precludes the Trusts from selling
22 the loans through the voluntary purchase proposal offered by Defendants.

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

1 take the loans for a fraction of their value and then flip them, reselling them in a new
2 securitization.

3 10. Defendants do not plan to do anything to enhance the value of the mortgaged
4 properties, to bear market risk, or to work with borrowers to improve their ability to pay. In fact,
5 the only modification that they plan is to *write off* much of each loan's balance before acquiring
6 the loans.

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

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

25 13. There are numerous reasons that this scheme is unconstitutional. As outlined
26 above, the Seizure Program cannot be successful on its own terms if the Trusts receive fair
27 market value. Thus, this case is more than a dispute about valuation of individual loans. The
28 takings also are manifestly not for public use—indeed, the Seizure Program specifically carves

1 out loans whose modification might avoid foreclosure, in apparent recognition that many Trusts
2 already can conduct such modifications. Further, the Seizure Program involves the taking of
3 loans that are located outside of the City's limits and therefore are beyond its eminent domain
4 power.

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

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

28

1 16. As stated, the targeted loans are out-of-Richmond interests, held by out-of-
2 Richmond entities. Nevertheless, as an alternative, and to the extent that loans targeted by the
3 Seizure Program may be considered local interests (they are not), the Seizure Program also
4 violates the California Constitution, which, as amended by voter proposition in 2008, expressly
5 prohibits local governments from using eminent domain to seize owner-occupied residences for
6 the purpose of conveying it to a private person. Cal. Const. art. I, § 19(b). Specifically, as an
7 alternative basis, the Seizure Program is unlawful if the targeted mortgage loans constitute
8 interests in real property that are secured exclusively by owner-occupied residences and are
9 conveyed to private persons.

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

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

26 19. The Seizure Program is a scheme that should be nipped in the bud. That is why
27 Plaintiffs seek immediate relief from this Court.

28

THE PARTIES

A. Plaintiffs

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

21. Plaintiff The Bank of New York Mellon Trust Company, N.A. (f/k/a The Bank of New York Trust Company, N.A.) is a national banking association formed under the laws of the United States of America and having its principle place of business at 400 South Hope St., Ste. 400, Los Angeles, California 90071 (together with The Bank of New York Mellon, "BNY Mellon Trustees"). The Bank of New York Mellon Trust Company serves as Trustee for Trusts listed on Exhibit A hereto that hold mortgage loans targeted by the Seizure Program.

22. Plaintiff U.S. Bank National Association is a national bank with its principal place of business at 800 Nicollet Mall, Minneapolis, Minnesota 55402. U.S. Bank National Association serves as Trustee for Trusts listed on Exhibit B hereto that hold mortgage loans targeted by the Seizure Program.

23. Plaintiff Wilmington Trust Company is a Delaware trust company with its principal place of business at 1100 North Market Street, Wilmington, Delaware 19890. Plaintiff Wilmington Trust, National Association is a national banking association with its principal place of business at 1100 North Market Street, Wilmington, Delaware 19890. Wilmington Trust Company and Wilmington Trust, National Association (collectively, "Wilmington Trust") serve as Trustee for Trusts listed on Exhibit C hereto that hold mortgage loans targeted by the Seizure Program.

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

25. As the first phase of the Seizure Program, the City sent out letters to approximately 32 trustees and servicers of RMBS trusts offering to purchase approximately 624 loans. The Mayor of Richmond publicly indicated that this was only the "first batch" of loans

1 and that she hopes to expand the Program. Plaintiffs each received a letter from the City dated
2 July 31, 2013 demanding to purchase a total of more than 230 loans from the Trusts. Attached
3 hereto as Exhibits D, E and F are true and correct copies of the City's letters addressed
4 respectively to the BNY Mellon Trustees, U.S. Bank National Association and "Wells
5 Fargo/Wilmington Trust."¹

6 26. None of the Trusts is incorporated in California or otherwise organized under the
7 laws of California. All, or nearly all, of the Trusts are organized under New York common law
8 or Delaware law.

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

12 28. The beneficiaries of the Trusts are located across the country and the world.

13 **B. Defendants**

14 29. Defendant MRP is a limited liability company organized and existing under the
15 laws of Delaware, and it is headquartered in San Francisco, California.

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

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

26 ¹ The City's letter addressed to Plaintiff U.S. Bank National Association mistakenly omitted
27 "Attachment B," which was described in the letter as setting forth the amount offered for each of
28 the relevant mortgage loans. After repeated requests, U.S. Bank National Association received a
copy of "Attachment B" on August 15, 2013, and has incorporated that "Attachment B" into the
version of the City's letter appended hereto as Exhibit E.

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 32. 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 33. 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 34. 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 35. 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 Plaintiffs’ declaratory
18 relief causes of action under 28 U.S.C. §§ 2201 and 2202. Plaintiffs’ state-law claims form part
19 of the same case or controversy as the federal claims. Accordingly, this Court has supplemental
20 jurisdiction over Plaintiffs’ state-law claims pursuant to 28 U.S.C. § 1367(a).

21 36. 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 Plaintiffs’ claims arise out of
24 actions taken by those Defendants in this judicial district.

25 37. The Court has personal jurisdiction over Defendants MRP and Gordian Sword
26 because they are headquartered in San Francisco, California, and Plaintiffs’ 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).²

3 43. 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 G at 9
5 (emphasis added).³ 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 Plaintiffs BNY Mellon Trustees, for example, over 90% are
10 not in any stage of the foreclosure process.

11 44. 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 45. 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 H at 13 (emphasis added).⁴

23
24
25 ² The Seizure Program has been described in several public sources, attached hereto as Exhibits
26 G and H.

27 ³ Available at <http://online.wsj.com/public/resources/documents/EMINENT-powerpoint.pdf> (last
28 visited August 7, 2013).

⁴ Available at
<http://sireweb.ci.richmond.ca.us/sirepub/cache/2/mb1qppzgj4mcgl3zqu31kl0y3/36546408062013071309684.PDF> (last visited August 7, 2013). This presentation is attached to explain the
Seizure Program, which would be unlawful if fully implemented.

1 46. 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 H at 5. As
3 to the Trusts administered by Plaintiffs, that is simply false. But loan servicers can and do
4 forgive principal when doing so would maximize the value of the loan.

5 47. 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 48. 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 49. 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.⁵ 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 H at 7, 16-18.

17 50. 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 51. 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 ⁵ In one instance, the City's July 31, 2013 letter addressed to Plaintiffs BNY Mellon Trustees
26 offered a mere 11% of the principal balance of the loan. *See* Exhibit D at Trustee Exhibit B
27 therein. The letter received by Plaintiff U.S. Bank National Association included an offer priced
28 at just 7% of the balance of the subject loan. *See* Exhibit E at Trustee Exhibit B therein.
Moreover, while the City's letter addressed to Plaintiff Wilmington Trust referred to an
"Attachment B" as setting forth the amount and basis for the City's offer to acquire the relevant
mortgage loans, the attachment included no clear basis for the City's offer. *See* Exhibit F.

1 52. The offers also are totally disconnected from, and far less than, any measure of
2 fair value. Defendants have primarily selected loans that are current and not in foreclosure. The
3 fair value of such loans includes the anticipated principal and interest payments over the life of
4 the loan. That is especially so for long-term holders of the loans like the Trusts, which were
5 designed to hold loans to maturity, not to trade them in the market.

6 **C. Defendants Have Taken Substantial Steps Towards Implementing the**
7 **Seizure Program.**

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

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

21 55. On or about July 31, 2013, Richmond sent letters to Plaintiffs (attached hereto as
22 Exhibits D, E, and F) and other trustees and servicers for RMBS trusts making offers to purchase
23 loans from the Trusts. The offer letters attached a list of approximately 624 mortgage loans
24 purportedly held by RMBS trusts (including more than 230 purportedly held by the Trusts) that
25 the City is offering to acquire, “at the present time.”⁶ The letters state that the offers are not
26 binding on the City but provide a deadline of August 13, 2013 for Plaintiffs to respond, after

27 _____
28 ⁶ Notably, a majority of the loans identified in the letter sent to Wilmington Trust are not owned
by a trust for which Wilmington acts as trustee.

1 which the City may “decide[] to proceed with the acquisition of the loans through eminent
 2 domain.” After sending the letters, the Mayor of Richmond reportedly declared: “If financial
 3 institutions do not cooperate, the city will seize the loans using eminent domain.” *See* Exhibit K
 4 hereto.⁷ The City’s offer letters constitute a first wave of offers, and if Defendants are successful
 5 in acquiring or seizing these loans, it is expected that they will attempt to acquire or seize many
 6 other loans.

7 56. If the offers are not accepted, the City will attempt to quickly seize possession of
 8 the loans. The City Council must first hold a condemnation hearing, and immediately thereafter
 9 could file an eminent domain lawsuit in California and use an expedited procedure known as a
 10 “quick take” to quickly obtain a court order giving the City possession of the loan. MRP has
 11 indicated that the “quick take” procedure is a critical component of the Seizure Program. *See*
 12 Exhibit L hereto at 3.⁸ Once the City receives possession of the loans, it could then extinguish,
 13 restructure, and refinance them, causing immediate and irreparable harm to the Trusts that will
 14 be exceedingly difficult, if not impossible, to unwind.

15 57. Thus, there is a high likelihood that Defendants will very soon exercise the City’s
 16 eminent domain powers to seize possession of mortgage loans under the Seizure Program.

17 **II. IMPLEMENTATION OF THE SEIZURE PROGRAM WOULD RESULT IN**
 18 **SIGNIFICANT HARM TO THE TRUSTS AND WILL AFFECT INTERSTATE**
 19 **COMMERCE**

20 **A. Harm to the Trusts**

21 58. If implemented, the Seizure Program would cause significant harm to the Trusts.

22 59. First, the targeting of performing loans within the Trusts’ portfolios would, by
 23 itself, completely upend the purpose of the securitization process. The structure and value of a
 24 particular securitization trust is based upon diversification of loans, in both the terms of the loans
 25 and the geographic location of the property secured by the loans, and the associated risks.
 26 RMBS trusts are dependent on the stable and non-saleable nature of performing loans within the

27 ⁷ Available at <http://www.latimes.com/business/money/la-fi-mo-richmond-eminent-domain-20130730,0,7196420.story>.

28 ⁸ Available at <http://online.wsj.com/public/resources/documents/EMINENT-faqs.pdf>.

1 pool. Cherry-picking performing loans from the Trusts disrupts the risk diversification on which
2 the Trusts were structured.

3 60. Second, the number of loans targeted in the City alone—hundreds of mortgage
4 loans—would cause significant direct losses to the Trusts and other RMBS trusts. Indeed, the
5 first wave of the approximately 624 loans targeted by Defendants could potentially cause losses
6 to the RMBS trusts holding those loans of over \$90 million or more.

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

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

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

27 63. The Seizure Program also would cause significant harm to interstate commerce
28 and the national housing market. As a preliminary matter, because the Trusts and the loans are

1 located out of California, the Seizure Program would coerce interstate transactions.
2 Additionally, the Seizure Program is expressly designed to favor local interests—MRP and
3 underwater homeowners—at the expense of out-of-state creditors. Furthermore, in addition to
4 the losses suffered by the Trusts from the seizure of performing residential mortgage loans at
5 below fair market values, the Seizure Program would have a chilling effect on the extension of
6 credit to homeowners. The Seizure Program also will disrupt the national nature of the mortgage
7 market by subjecting investors to qualitatively different types of risk in different jurisdictions.
8 Mortgage rates would rise, and some prospective homeowners may be unable to obtain loans at
9 all, lowering housing prices across the country.

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

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

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

28 FHFA has significant concerns about the use of eminent domain to revise

1 existing financial contracts and the alteration of the value of Enterprise or Bank
2 securities holdings. In the case of the Enterprises, resulting losses from such a
3 program would represent a cost ultimately borne by taxpayers. At the same time,
4 FHFA has significant concerns with programs that could undermine and have a
5 chilling effect on the extension of credit to borrowers seeking to become
6 homeowners and on investors that support the housing market.

7 FHFA has determined that action may be necessary on its part as conservator for
8 the Enterprises and as regulator for the Banks to avoid a risk to safe and sound
9 operations and to avoid taxpayer expense.

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

18 67. Likewise, the U.S. House of Representatives Financial Services Committee,
19 which has oversight of Fannie Mae and Freddie Mac, recently issued a draft reform bill, a stated
20 purpose of which is to implement the following reform: "To combat constitutionally-suspect
21 'eminent domain' schemes by local municipalities to seize mortgages out of legally binding
22 securities for purposes of rewriting their terms, prohibit the GSEs from purchasing or
23 guaranteeing loans originated in municipalities where such practices have been employed during
24 the last ten years." Executive Summary of the Protecting American Homeowners (PATH) Act,
25 July 11, 2013, at 2.⁹

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

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

30 69. The City, and its residents, would not be spared from the harm caused by the
31 Seizure Program. The Seizure Program will have negative consequences for borrowers and
32 prospective homeowners with respect to lending products in communities that seize mortgage
33 loans at unfairly reduced values through eminent domain. The risks associated with lending in

34 ⁹ Available at
35 <http://financialservices.house.gov/news/documentsingle.aspx?DocumentID=342165>.

1 such communities will force lenders to place more stringent conditions on borrowers seeking a
2 mortgage. With less people qualifying for mortgages, homeownership rates would drop and
3 property values would plummet.

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

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

22 **III. INJUNCTIVE RELIEF IS NECESSARY TO PREVENT IMMEDIATE AND**
23 **IRREPARABLE HARM.**

24 72. Defendants should be enjoined from implementing the Seizure Program. The
25 Seizure Program would cause significant and widespread harm, and the transactions that will
26 occur under the Seizure Program will be exceedingly difficult, if not impossible, to unwind.

27 73. Under the Seizure Program, once new loans are issued to refinance the original
28 loans, they would be securitized. Thus, to unwind these unlawful seizures would require

1 extinguishing the new loan—thereby harming the new trust that holds that loan, and its
2 beneficiaries—and then reinstating the homeowner’s old loan. It is doubtful that either step of
3 this process could occur—that is, that MRP could “claw back” the new loan, and any payments
4 that have been made, from the new trust and its investors, or that the Trusts could reinstate the
5 old loans.

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

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

17 JUSTICIABLE DISPUTE

18 76. By reason of the foregoing, there now exists a justifiable dispute and controversy
19 for which immediate relief is necessary.

20 77. Accordingly, Plaintiffs seek injunctive and declaratory relief as set forth herein.
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CLAIMS FOR RELIEF

FIRST CLAIM

**(DECLARATORY RELIEF REGARDING VIOLATION OF THE “PUBLIC USE”
REQUIREMENT OF THE TAKINGS CLAUSES OF THE U.S. AND CALIFORNIA
CONSTITUTIONS, THE RICHMOND CITY CHARTER, AND CLAIM UNDER 42
U.S.C. § 1983)**

(AGAINST ALL DEFENDANTS)

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8 78. Plaintiffs repeat and reallege the allegations contained in each preceding
9 paragraph as if fully set forth herein.

10 79. The Fifth Amendment to the U.S. Constitution provides that “private property”
11 shall not be “taken for public use, without just compensation” (the “Takings Clause”). This
12 requirement is incorporated and made applicable to the states and their political subdivisions and
13 actors by the Fourteenth Amendment of the U.S. Constitution.

14 80. 42 U.S.C. § 1983 provides that any person, acting under the color of state law,
15 that subjects or causes to be subjected any citizen of the United States or other person within its
16 jurisdiction to the deprivation of any rights, privileges, or immunities under the Constitution,
17 shall be liable to the injured party in an action at law, suit in equity, or other proper proceeding
18 for redress.

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

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

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

25 84. The Seizure Program violates the “public use” requirement of the Takings Clause
26 of the Fifth and Fourteenth Amendments, the California Constitution, and the Richmond City
27 Charter.
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1 85. The Seizure Program is not implemented for a public purpose, but rather for the
2 purpose of seizing property from one set of private entities (the Trusts) to enrich MRP, a private
3 investment firm, and its investors. Even if individual homeowners do benefit, and those benefits
4 are not wiped out by, for example, federal tax liability, those homeowners are private parties as
5 well.

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

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

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

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

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

7 97. Defendants' implementation of the Seizure Program violates prohibitions against
8 extraterritorial property seizures under the Fifth and Fourteenth Amendments of the U.S.
9 Constitution, the California Constitution, and the California Code of Civil Procedure. The debt
10 instruments that Defendants target under the Seizure Program are not located within the
11 territorial boundaries of the City and are held by Trusts located outside of Richmond. Because
12 the situs of a debt instrument for eminent domain purposes is the location of the physical
13 instrument, and the situs of an intangible debt is the location of the creditor, Defendants have no
14 power to seize these outside-of-Richmond debts.

15 98. In addition, the notes evidencing the mortgage loans are held outside of the
16 territorial boundaries of the City. Defendants have no power to effect extraterritorial seizures of
17 those tangible instruments.

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

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

24 101. Accordingly, Plaintiffs respectfully request that the Court issue a judgment for
25 declaratory and injunctive relief against Defendants, declaring that the implementation of the
26 Seizure Program would violate the Fifth and Fourteenth Amendments of the U.S. Constitution,
27 the California Constitution, and the California Code of Civil Procedure, and permanently
28 enjoining Defendants from implementing any aspect of the Seizure Program.

THIRD CLAIM

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

102. Plaintiffs repeat and reallege the allegations contained in each preceding paragraph as if fully set forth herein.

103. Article I, section 8, clause 3 of the U.S. Constitution (the “Commerce Clause”) gives Congress the power to regulate commerce among the several states. The Commerce Clause bars states and their political subdivisions from taking action designed to benefit in-state economic interests by burdening out-of-state interests. Direct regulation of interstate commerce by the states and their political subdivisions is prohibited, and incidental regulation is permissible only where the burden imposed on such commerce is not excessive in comparison with the putative local benefits.

104. 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.

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

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

107. In addition, the Seizure Program is a direct regulation of interstate commerce by the City. The Seizure Program expressly targets for seizure private-label mortgage loans held by out-of-Richmond and out-of-state Trusts. The Seizure Program thus seeks to impermissibly coerce interstate transactions. In addition, the Trusts are investment vehicles designed to

1 distribute economic and financial risk by holding a diversified collateral base of mortgage loans,
2 including loans that are diverse based on, among other factors, their geographic and risk profiles.
3 Thus, by design, the Trusts hold not only loans secured by property in the City or even
4 California, but from a variety of states and localities.

5 108. Also, the private-label mortgage loans targeted by MRP at issue here were
6 acquired by a private sponsor, who securitized them in private RMBS Trusts, in which the loans
7 are serviced, and mortgage payments flow through the Trusts to be ultimately distributed to the
8 Trusts' beneficiaries. Therefore, the Seizure Program would directly regulate an investment
9 structure that by its very nature depends on a pool of collateral located in different states, and on
10 the interstate flows of proceeds from homeowners, to loan servicers, to the Trusts, and then
11 ultimately to the Trusts' investors.

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

16 110. Moreover, the burden imposed on interstate commerce by the Seizure Program
17 would be excessive, and would greatly outweigh any purported benefits to the City and its
18 residents. Among other things, the Seizure Program could cause tens of millions of dollars in
19 losses to the trusts that hold the approximately 624 targeted mortgage loans, which is just the
20 first wave of the Seizure Program. It also would upend the heavily negotiated investment
21 structures used across the national residential mortgage backed securitization industry, diminish
22 investor confidence in such structures, and have a chilling effect on credit and insurance of
23 mortgaged properties and loans throughout the U.S. Moreover, it could severely disrupt the
24 uniform application of the REMIC rules, which Congress enacted to encourage private
25 securitization. In addition, the purported benefits to the City—preventing foreclosures and their
26 local consequences—are non-existent. The Seizure Program does not aim to seize loans in
27 default or at serious risk of default or foreclosure, but performing loans at low risk of default,
28 which would not address the harms that the Seizure Program purports to prevent. The potential

1 benefits to the relatively small number of private City homeowners receiving a windfall under
2 the Seizure Program (should that windfall not be blown away by the tax liability) would not
3 outweigh the harm that the Seizure Program would cause to the Trusts and the national economy.

4 111. For all of the reasons asserted herein, there is an actual controversy between
5 Plaintiffs and Defendants sufficient for a declaratory judgment pursuant to 28 U.S.C. §§ 2201
6 and 2202.

7 112. Defendants have taken substantial steps towards seizing loans under the Seizure
8 Program, and such seizures are imminent. If those seizures occur, the Trusts will be irreparably
9 harmed.

10 113. Accordingly, Plaintiffs respectfully request that the Court issue a judgment for
11 declaratory and injunctive relief against Defendants, declaring that the implementation of the
12 Seizure Program would violate the Commerce Clause of the U.S. Constitution, and permanently
13 enjoining Defendants from implementing any aspect of the Seizure Program.

14 **FOURTH CLAIM**

15 **(DECLARATORY RELIEF REGARDING VIOLATION OF THE CONTRACTS**
16 **CLAUSE OF THE U.S. CONSTITUTION AND CLAIM UNDER 42 U.S.C. § 1983)**
17 **(AGAINST ALL DEFENDANTS)**

18 114. Plaintiffs repeat and reallege the allegations contained in each preceding
19 paragraph as if fully set forth herein.

20 115. Article I, section 10 of the U.S. Constitution—the “Contracts Clause”—prohibits
21 states from “impairing the Obligation of Contracts.” The Contracts Clause prevents states and
22 their political subdivisions from passing any law that would abrogate debts of their citizens,
23 where that law would impair commercial intercourse and threaten the existence of credit.

24 116. 42 U.S.C. § 1983 provides that any person, acting under the color of state law,
25 that subjects or causes to be subjected any citizen of the United States or other person within its
26 jurisdiction to the deprivation of any rights, privileges, or immunities under the Constitution,
27 shall be liable to the injured party in an action at law, suit in equity, or other proper proceeding
28 for redress.

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

3 124. 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.

8 125. A property owner is entitled to just compensation for any taking under Article I,
9 section 19 of the California Constitution. California Code of Civil Procedure § 1263.320
10 provides that the test for assessing “fair market value” for purposes of the “just compensation”
11 requirement is the highest price that a hypothetical buyer and seller would agree to in the
12 marketplace, assuming both were willing and able to complete the transaction but had no
13 particular or urgent necessity to do so.

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

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

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

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1 with the Trusts through wrongful means—*i.e.*, the illegal Seizure Program. Moreover, the
2 disruption of the Trusts’ contracts is not merely an incidental effect of the seizures; the contracts
3 are the very object of the seizure, and their abrogation is the purpose of the Seizure Program.
4 The disruption to the contractual relationship that would be caused by the Seizure Program will
5 result in significant damages to the Trusts that are parties to the contracts, and should be enjoined
6 and declared unlawful.

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

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

13 136. Accordingly, Plaintiffs respectfully request that the Court issue a judgment for
14 declaratory and injunctive relief against Defendants, declaring that the implementation of the
15 Seizure Program would constitute tortious interference with contract, and permanently enjoining
16 Defendants from implementing any aspect of the Seizure Program.

17 **SEVENTH CLAIM**

18 **(DECLARATORY RELIEF REGARDING VIOLATION OF CAL. CODE CIV. PROC.**

19 **§ 1240.030)**

20 **(AGAINST ALL DEFENDANTS)**

21 137. Plaintiffs repeat and reallege the allegations contained in each preceding
22 paragraph as if fully set forth herein.

23 138. Section 1240.030 of the California Code of Civil Procedure provides that the
24 power of eminent domain may exercised to acquire property “only if all of the following are
25 established: (a) The public interest and necessity require the project. (b) The project is planned
26 or located in the manner that will be most compatible with the greatest public good and the least
27 public injury. (c) The property sought to be acquired is necessary for the project.”
28

1 139. The Seizure Program violates section 1240.030 because public interest and
2 necessity do not require the seizure of the Trusts' loans under the Seizure Program, and it is not
3 planned in the manner that is the most compatible with the greatest public good and the least
4 private injury. Far from being required or from being implemented for the public good, the
5 Seizure Program has been devised for the purpose of seizing property from one set of private
6 entities (the Trusts) to enrich MRP, a private investment firm, and its investors. The fact that the
7 Seizure Program principally targets performing loans shows that it is not designed to prevent
8 foreclosures or their economic consequences, but rather to confer private benefits on a select set
9 of individuals.

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

21 141. As described above, the private injury that this Seizure Program would inflict will
22 vastly outweigh its minimal or nonexistent benefits.

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

26 143. 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.

1 144. Accordingly, Plaintiffs respectfully request that the Court issue a judgment for
2 declaratory and injunctive relief against Defendants, declaring that the implementation of the
3 Seizure Program would violate section 1240.030 of the California Code of Civil Procedure, and
4 permanently enjoining Defendants from implementing any aspect of the Seizure Program.

5 **EIGHTH CLAIM**

6 **(ALTERNATIVE CLAIM FOR DECLARATORY RELIEF REGARDING VIOLATION**
7 **OF THE PROHIBITION AGAINST TAKING OWNER-OCCUPIED RESIDENCES FOR**
8 **THE PURPOSE OF CONVEYING IT TO A PRIVATE PERSON UNDER THE**
9 **CALIFORNIA CONSTITUTION)**
10 **(AGAINST ALL DEFENDANTS)**

11 145. Plaintiffs repeat and reallege the allegations contained in each preceding
12 paragraph as if fully set forth herein.

13 146. Plaintiffs plead this claim as an alternative to other alleged claims and only to the
14 extent that the mortgage loans constitute an owner-occupied residence in the City, and thus,
15 Article I, section 19(b) of the California Constitution applies and renders the Seizure Program
16 unconstitutional.

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

20 148. As an alternative to the claims pleaded above, if the Court determines that the
21 mortgage loans at issue in the Seizure Program constitute owner-occupied residences in the City,
22 the Seizure Program would thus violate the California Constitution’s prohibition against taking
23 owner-occupied residences for the purpose of conveying them to a private person. The Seizure
24 Program is implemented expressly for the purpose of seizing an interest in an owner-occupied
25 residence to convey to (and enrich) private entities including MRP, a private investment firm,
26 and its investors, which are funding the seizures. Indeed, the Seizure Program hinges on the City
27 exercising eminent domain solely to convey the interest seized to private entities and those
28

1 entities' supplying the City with the funds to conduct the seizure. Without these features, the
2 Seizure Program collapses.

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

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

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

14 152. Accordingly, Plaintiffs respectfully request that the Court issue a judgment for
15 declaratory and injunctive relief against Defendants, declaring that the implementation of the
16 Seizure Program would violate Article I, section 19(b) of the California Constitution, and
17 permanently enjoining Defendants from implementing any aspect of the Seizure Program.

18 **PRAYER FOR RELIEF**

19 WHEREFORE, Plaintiffs respectfully request that this Court enter judgment in their
20 favor on all claims asserted in the Complaint and that the Court:

21 A. Declare that Defendants' implementation of the Seizure Program violates the
22 Takings Clause of the Fifth and Fourteenth Amendments to the Constitution of the United States,
23 and enjoin Defendants from implementing the Seizure Program on that basis;

24 B. Declare that Defendants' implementation of the Seizure Program violates the
25 Commerce Clause of the Constitution of the United States, and enjoin Defendants from
26 implementing the Seizure Program on that basis;

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1 C. Declare that Defendants' implementation of the Seizure Program violates the
2 Contracts Clause of the Constitution of the United States, and enjoin Defendants from
3 implementing the Seizure Program on that basis;

4 D. Declare that Defendants' implementation of the Seizure Program violates Article
5 I, section 19(a) of the Constitution of the State of California, and enjoin Defendants from
6 implementing the Seizure Program on that basis;

7 E. Alternatively, declare that Defendants' implementation of the Seizure Program
8 violates Article I, section 19(b) of the California Constitution, and enjoin Defendants from
9 implementing the Seizure Program on that basis;

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

13 G. Declare that Defendants' implementation of the Seizure Program violates section
14 1263.320 of the California Code of Civil Procedure, and enjoin Defendants from implementing
15 the Seizure Program on that basis;

16 H. Declare that Defendants' implementation of the Seizure Program violates section
17 1240.050 of the California Code of Civil Procedure, and enjoin Defendants from implementing
18 the Seizure Program on that basis;

19 I. Declare that Defendants' implementation of the Seizure Program violates section
20 1240.030 of the California Code of Civil Procedure, and enjoin Defendants from implementing
21 the Seizure Program on that basis;

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

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

28

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

4 M. Award to Plaintiffs the costs and expenses of suit and counsel fees pursuant to 42
5 U.S.C. § 1988; and

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

8 Dated: August 22, 2013

MAYER BROWN LLP
DONALD M. FALK
BRONWYN F. POLLOCK

9
10
11 By: /s/ Bronwyn F. Pollock
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26 By: /s/ Brian D. Hershman
Brian D. Hershman
27 Attorneys for Plaintiff
U.S. BANK NATIONAL ASSOCIATION,
28 as Trustee

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By: /s/ Kurt Osenbaugh
Kurt Osenbaugh
Attorneys for Plaintiff
WILMINGTON TRUST COMPANY and
WILMINGTON TRUST, NATIONAL
ASSOCIATION, as Trustees

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SIGNATURE ATTESTATION

I, Bronwyn F. Pollock, attest that the concurrence in the filing of this Second Amended Complaint has been obtained from Brian D. Hershman and Kurt Osenbaugh.

By: /s/ Bronwyn F. Pollock
Bronwyn F. Pollock
Attorneys for Plaintiff
THE BANK OF NEW YORK MELLON
(f/k/a The Bank of New York) and THE BANK
OF NEW YORK MELLON TRUST
COMPANY, N.A. (f/k/a The Bank of New York
Trust Company, N.A.), as Trustees

Exhibit A

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

1	CHASE 2006-S2	29	CWALT 2006-OA21	57	CWL 2004-BC4
2	CWALT 2004-14T2	30	CWALT 2006-OC10	58	CWL 2004-ECC1
3	CWALT 2004-20T1	31	CWALT 2006-OC8	59	CWL 2005-17
4	CWALT 2005-11CB	32	CWALT 2007-11T1	60	CWL 2005-3
5	CWALT 2005-16	33	CWALT 2007-16CB	61	CWL 2005-4
6	CWALT 2005-20CB	34	CWALT 2007-17CB	62	CWL 2005-AB4
7	CWALT 2005-27	35	CWALT 2007-4CB	63	CWL 2005-AB5
8	CWALT 2005-3CB	36	CWALT 2007-8CB	64	CWL 2006-13
9	CWALT 2005-43	37	CWALT 2007-HY4	65	CWL 2006-14
10	CWALT 2005-51	38	CWALT 2007-OH2	66	CWL 2006-16
11	CWALT 2005-56	39	CWALT 2007-OH3	67	CWL 2006-18
12	CWALT 2005-58	40	CWHL 2004-7	68	CWL 2006-19
13	CWALT 2005-62	41	CWHL 2005-31	69	CWL 2006-20
14	CWALT 2005-63	42	CWHL 2005-9	70	CWL 2006-22
15	CWALT 2005-71	43	CWHL 2006-16	71	CWL 2006-24
16	CWALT 2005-76	44	CWHL 2006-19	72	CWL 2006-26
17	CWALT 2006-33CB	45	CWHL 2006-20	73	CWL 2006-3
18	CWALT 2006-39CB	46	CWHL 2006-9	74	CWL 2006-BC4
19	CWALT 2006-42	47	CWHL 2006-HYB1	75	CWL 2007-13
20	CWALT 2006-43CB	48	CWHL 2007-11	76	CWL 2007-3
21	CWALT 2006-6CB	49	CWHL 2007-12	77	CWL 2007-5
22	CWALT 2006-HY10	50	CWHL 2007-15	78	CWL 2007-7
23	CWALT 2006-HY13	51	CWHL 2007-2	79	CWL 2007-8
24	CWALT 2006-OA1	52	CWHL 2007-7	80	CWL 2007-BC3
25	CWALT 2006-OA10	53	CWHL 2007-HY6	81	FHAMS 2005-FA9
26	CWALT 2006-OA12	54	CWHL 2007-HYB1	82	FHAMS 2006-AA4
27	CWALT 2006-OA17	55	CWL 2003-5	83	FHAMS 2006-FA4
28	CWALT 2006-OA2	56	CWL 2004-14		

Trusts For which the Bank of New York Mellon Trust Company, N.A., f/k/a The Bank of New York Trust Company, N.A., is the Trustee:

1	CHASE 2007-A1
2	CHASE 2007-S4

Exhibit B

Trusts For Which U.S. Bank National Association is Trustee:

1	ABSC 2004-HE5	41	CSMC 2007-4	81	MASTR ABS Trust 2004-WMC1
2	ABSC 2004-HE10	42	FFMLT 2006-FF2	82	MASTR ABS 2005-HE1
3	ABSC 2006-HE5 OOMC	43	FFMLT 2006-FF14	83	MASTR ABS 2005-HE2
4	ACE 01-HE1	44	GPMF 2006-AR6	84	MASTR 2006-NC2
5	AHMIT 2005-4	45	GPMF 2006-AR7	85	MLMI 2005-A9
6	Ameriquest 2001-2	46	GPMF 2007-AR1	86	MLMI 2006-SL1
7	BAFC 2006-2	47	GSAA 2006-3	87	RALI 2006-QO2
8	BAFC 2006-A	48	GSAA 2006-12	88	RALI 2006-QS2
9	BAFC 2006-D	49	GSAA 2007-1	89	RAMP 2005-EFC5
10	BAFC 2006-G	50	GSAA 2007-3	90	RASC 2006-KS5
11	BAFC 2006-J	51	GSR 2005-9F	91	RASC 2005-KS11
12	BAFC 2007-C	52	GSR 2005-AR1	92	RFMSI 2005-S5
13	BART 2005-5	53	GSR 2005-AR7	93	RFMSI 2006-SA1
14	BAYVIEW 2006-C	54	GSR 2006-2F	94	RFMSI 2007-S8
15	BNC 2007-1	55	GSR 2007-1F	95	SACO I 2005-WM1
16	BNC 2007-2	56	GSR 2007-4F	96	SAIL 2005-7
17	BSABS 2004-FR1	57	GSR 2007-5F	97	SAIL 2006-3
18	BSABS 2004-HE1	58	HarborView 2005-1	98	SAIL 2006-BNC3
19	BSABS 2004-HE5	59	HarborView 2005-2	99	SARM 2005-9
20	BSABS 2006-IM1	60	HarborView 2005-16	100	SARM 2005-19XS
21	Chevy Chase 2005-C	61	HarborView 2006-1	101	SARM 2005-22
22	Chevy Chase 2006-2	62	HarborView 2006-4	102	SARM 2005-23
23	CMALT 2007-A1	63	JPMAC 2005-OPT1	103	SARM 2007-8
24	CMALT 2007-A3	64	JPMAC 2005-OPT2	104	SASCO 2006-BC2
25	CMALT 2007-A6	65	JPMAC 2006-CH2	105	SASCO 2006-NC1
26	CMLTI 2005-8	66	Luminent 2005-1	106	SASCO 2006-WF2
27	CMLTI 2006-AR1	67	LXS 2005-5N	107	SASCO 2006-WF3
28	CMLTI 2006-HE3	68	LXS 2005-7N	108	SASCO 2007-BC3
29	CMLTI 2006-WF1	69	LXS 2005-9N	109	SASCO 2007-BC4
30	CMLTI 2006-WF2	70	LXS 2006-4N	110	SASCO 2007-BNC1
31	CMLTI 2007-10	71	LXS 2006-16N	111	SASCO 2007-WF2
32	CMLTI 2007-AR8	72	LXS 2006-GP3	112	TMST 2006-4
33	CSFB 2005-4	73	LXS 2007-15N	113	TMST 2006-5
34	CSFB HEAT 2005-8	74	LXS 2007-16N	114	Terwin Mortgage Trust 2004-16SL
35	CSFB MBS 2002-26	75	LXS 2007-18N	115	Terwin Mortgage Trust 2004-18SL
36	CSFB MBS 2003-AR28	76	LXS 2007-2N	116	WFMBS 2006-2
37	CSFB MBS 2004-AR7	77	LXS 2007-4N	117	WFMBS 2006-AR1
38	CSFB MBS 2005-2	78	LXS 2007-7N	118	WFMBS 2006-AR2
39	CSFBMSC HEAT 2007-2	79	MARM 2007-1		
40	CSMC 2006-1	80	MARM 2007-3		

EXHIBIT C

Trusts For Which Wilmington Trust Company is Trustee:

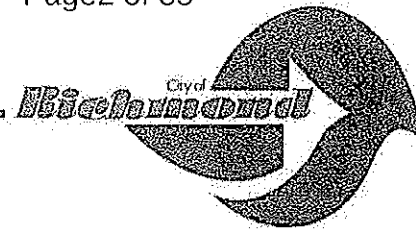
1	SASCO 2005-4XS
2	Morgan Stanley Mortgage Loan Trust 2007-15AR

Trusts For Which Wilmington Trust, National Association is Trustee:

1	SASCO 2005-10
2	Lehman XS 2005-08
3	Lehman XS 2006-17
4	SAMI II 2007-AR5
5	BSALTA 2006-7
6	BSARM 2007-2
7	BSARM 2007-4

Exhibit D

CITY MANAGER'S OFFICE



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.

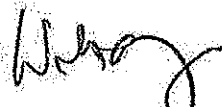
I hope that this offer meets with your approval and that it can serve as the basis for a quick and mutually beneficial transaction. I look forward to hearing from you after you have had the opportunity to review it. Again, if you are not the correct party with which to negotiate for the acquisition of 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/Servicer 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

EMINENT DOMAIN – Information Pamphlet

I. Introduction

Eminent domain is the power of the government to purchase private property for a "public use" so long as the property owner is paid "just compensation." Whenever possible, the City of Richmond tries to avoid use of the eminent domain power, exercising it only when it is necessary for a public project. The decision to acquire private property for a public project is made by the City of Richmond only after a thorough review of the project, which often includes public hearings.

This pamphlet provides general information about the eminent domain process and the rights of the property owner in that process.¹

- **What is a "public use"?**

A "public use" is a use that confers public benefits, like the provision of public services or the promotion of public health, safety, and welfare. Public uses include a wide variety of projects such as street improvements, construction of water pipelines or storage facilities, construction of civic buildings, redevelopment of blighted areas, and levee improvements to increase flood protection. Some public uses are for private entities, such as universities, hospitals and public utilities, which serve the public.

- **What is "just compensation"?**

Just compensation is the **fair market value** of the property being acquired by the government. The state law definition of fair market value is "the highest price on the date of valuation that would be agreed to by a seller, being willing to sell but under no particular or urgent necessity for so doing, nor obliged to sell, and a buyer, being ready, willing, and able to buy but under no particular necessity for so doing, each dealing with the other with full knowledge of all the uses and purposes for which the property is reasonably adaptable and available."

II. The Eminent Domain Process and the Property Owner's Rights

The eminent domain process begins with a public use project. When selecting a project location, the goal is to render the greatest public good and the least private

¹ This pamphlet reflects the current law as of January 1, 2008. However, the information in this pamphlet is not, nor should it be construed as, legal advice. Additionally, some sections of this pamphlet are applicable only to the acquisition of real property and may not be applicable in other situations. You should consult with qualified legal counsel regarding your specific situation rather than relying on this pamphlet as legal advice. The statements in this pamphlet are a general summary of the eminent domain process and are not binding on the City of Richmond.

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:

- o A general statement of the City of Richmond's proposed use for the property;
- o An accurate description of the property to be acquired;
- o A list of the improvements covered by the offer;
- o The amount of the offer; and
- o 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.

- o 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.
- o 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	1765499317	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	110351421	CWALT 2005-43	Countrywide ALT 2005-43
Bank of New York	114890560	CWALT 2005-51	Countrywide ALT 2005-51
Bank of New York	111665575	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	306726342	CWALT 2005-76	Countrywide ALT 2005-76
Bank of New York	130265480	CWALT 2006-33CB	Countrywide ALT 2006-33CB
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	120461533	CWALT 2006-HY10	Countrywide ALT 2006-HY10

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Bloomberg Dea (Name)	LewtanDealName
Bank of New York	152246994	CWALT 2006-HY3	Countrywide ALT 2006-HY3
Bank of New York	115284608	CWALT 2006-OA1	Countrywide ALT 2006-OA1
Bank of New York	103169871	CWALT 2006-OA1	Countrywide ALT 2006-OA1
Bank of New York	135559340	CWALT 2006-OA10	Countrywide ALT 2006-OA10
Bank of New York	139711739	CWALT 2006-OA12	Countrywide ALT 2006-OA12
Bank of New York	139712763	CWALT 2006-OA12	Countrywide ALT 2006-OA12
Bank of New York	128712070	CWALT 2006-OA12	Countrywide ALT 2006-OA12
Bank of New York	139998777	CWALT 2006-OA17	Countrywide ALT 2006-OA17
Bank of New York	117526880	CWALT 2006-OA2	Countrywide ALT 2006-OA2
Bank of New York	152798299	CWALT 2006-OA21	Countrywide ALT 2006-OA21
Bank of New York	138118747	CWALT 2006-OC10	Countrywide ALT 2006-OC10
Bank of New York	141766506	CWALT 2006-OC8	Countrywide ALT 2006-OC8
Bank of New York	143169373	CWALT 2006-OC8	Countrywide ALT 2006-OC8
Bank of New York	143390505	CWALT 2006-OC8	Countrywide ALT 2006-OC8
Bank of New York	141198489	CWALT 2006-OC8	Countrywide ALT 2006-OC8
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	149976803	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-OH2	Countrywide ALT 2007-OH2
Bank of New York	168526300	CWALT 2007-OH3	Countrywide ALT 2007-OH3
Bank of New York	170243820	CWALT 2007-OH3	Countrywide ALT 2007-OH3
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	Loan#	Bloomberg Deal 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	68002999	CWL 2004-14	Countrywide ABS 2004-14
Bank of New York	82011128	CWL 2004-BC4	Countrywide ABS 2004-BC4
Bank of New York	64886931	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	133907566	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 Dea (Name)	LewanDealName
Bank of New York	123046953	CWL 2006-3	Countrywide ABS 2006-03
Bank of New York	135467170	CWL 2006-BC4	Countrywide ABS 2006-8C4
Bank of New York	178569736	CWL 2007-13	Countrywide ABS 2007-13
Bank of New York	156187391	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	165777756	CWL 2007-BC3	Countrywide ABS 2007-BC3
Bank of New York	55490239	FHAMS 2005-FA9	First Horizon Mortgage Pass-Through Trust 2005-FA9
Bank of New York	57840753	FHAMS 2006-AA4	First Horizon Alternative Mortgage Securities Trust 2006-AA4
Bank of New York	57807083	FHAMS 2006-FA4	First Horizon Alternative Mortgage Securities Trust 2006-FA4

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	1765499317	5192100179	544		MCCLAUGHLIN	ST			RICHMOND	94805	1947
Bank of New York	1844561126	4311920110	537		CABRILLO 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	91588615	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		HAVES	ST			RICHMOND	94806	4809
Bank of New York	79627344	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	1383		LINCOLN	AVE			RICHMOND	94801	2327
Bank of New York	111665575	4311000295	2912		CNDY	CT			RICHMOND	94803	3220
Bank of New York	106106728	4055200242	3770		NORTHBRIDGE	DR			RICHMOND	94806	5269
Bank of New York	114850053	5242700093	3423		CLINTON	AVE			RICHMOND	94805	1722
Bank of New York	104540177	5342720035	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		CHANSLOR	AVE			RICHMOND	94801	3546
Bank of New York	131941882	4056901178	1050		SUNMER	LN			RICHMOND	94806	2088
Bank of New York	145009832	5080900243	1332		MARIPOSA	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	152246994	5605900223	20		DEEP WATER	CT			RICHMOND	94804	7657
Bank of New York	116284608	4352220224	2191		PYRAMID	DR			RICHMOND	94803	3219
Bank of New York	103169871	5440920048	226	S	18TH	ST			RICHMOND	94804	2526
Bank of New York	135559340	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		YIBA	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		SELM	GRV			SAN PABLO	94806	1863
Bank of New York	152798299	5132370023	5008		NUJN	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	143930505	5301700141	1405		HELLINGS	AVE			RICHMOND	94801	2394
Bank of New York	141198489	5340220044	866		6TH	ST			RICHMOND	94802	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	168836065	5093900123	886		CARLSON	BLVD			RICHMOND	94804	4643
Bank of New York	146428111	5100810547	5223		CENTRAL	AVE			RICHMOND	94804	5805
Bank of New York	149976803	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	CT			RICHMOND	94806	6114
Bank of New York	121022869	4056000229	3317		PARK RIDGE	DR			RICHMOND	94806	5817
Bank of New York	80981155	4055800334	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	56062006490	68		SANDBOINT	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		BUTTE	ST			RICHMOND	94804	5216
Bank of New York	147234577	4322220130	5311		COUNTRY VIEW	DR			RICHMOND	94803	3899
Bank of New York	158641490	4055500385	3951		SELMI	GRV			RICHMOND	94806	1867
Bank of New York	165173585	5070400212	1806		BUTTE	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				RICHMOND	94803	2741
Bank of New York	35500861	4263000277	999		PARKSIDE	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	64886531	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		ESQUELA	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		GANNOR	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		GROOM	DR			RICHMOND	94806	2643
Bank of New York	145423667	5241900157	3701		GARVIN	AVE			RICHMOND	94805	1738

City of Richmond, California

Trustee Exhibit A

Trustee	LoanId	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	Cty	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	S	41ST	ST			RICHMOND	94804	3337
Bank of New York	149483677	4142530064	3006		BARKLEY	DR			RICHMOND	94806	2649
Bank of New York	165777756	5133220309	268	S	48TH	ST			RICHMOND	94804	3417
Bank of New York	55490739	5093400183	6010		WENK	AVE			RICHMOND	94804	5059
Bank of New York	57840753	5606500469	312		SEAVIEW	DR			POINT RICHMOND	94801	4161
Bank of New York	57807083	5281610021	2324		LINCOLN	AVE			RICHMOND	94804	1207

City of Richmond, California

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

City of Richmond, California

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

City of Richmond, California

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	156187891	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

City of Richmond, California

LoanId	SicombDealName	LewanDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
1578	MLM 2006-HEA	Merrill Lynch Mortgage Investors Inc 2006-HEA	4055600948	784		ROCK ROSE	WAY			RICHMOND	94806	1895
4228	UXS 2007-5H	Lehman US Trust 2007-5H	4039510040	5212		HEAVENLY RIDGE	LN			RICHMOND	94803	2624
5555	CBASS 2007-4B2	Credit Asset Servicing and Securitization LLC Mortgage Loan Asset Backed Certificates 2007-4B2	5082310168	1558		MARIPOSA	ST			RICHMOND	94804	5018
208827	ALET 2007-0A1	Altitude Securities Corp 2007-0A1	4141420069	2836		GONZAGA	AVE			RICHMOND	94806	3114
322569	BAYV 2006-C	Bayview Financial Acquisition Trust 2006-C	4822100548	9370		SAADI EBICK	CT			RICHMOND	94803	3890
534040	HVMT 2006-10	HarborView Mortgage Loan Trust 2006-10	4313920250	4808		SRYHAWK	DR			RICHMOND	94803	2141
543544	HVMT 2007-4	HarborView Mortgage Loan Trust 2007-4	5256400279	9821		ANDRAVE	AVE			RICHMOND	94804	1115
759963	ECR 2005-3	Encore Credit Receivables Trust 2005-3	4080420146	701		LOHNSON	DR			RICHMOND	94806	1747
781578	CMIT 2005-8	Chigroup Mortgage Loan Trust 2005-8	5100410033	2816		SAN MATEO	ST			RICHMOND	94804	5940
929242	AHM 2005-2	American Home Mortgage Investment Trust 2005-2	5270920118	1408		25TH	ST			RICHMOND	94806	4512
940119	GMIT 2007-10	Chigroup Mortgage Loan Trust 2007-10	4141820208	9011		PARKER	RD			RICHMOND	94806	2741
990865	AHM 2005-3	American Home Mortgage Investment Trust 2005-3	4142910227	2857		OXFORD	AVE			RICHMOND	94806	2619
942827	AHM 2005-4	American Home Mortgage Investment Trust 2005-4	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	94804	1927
958913	AHM 2005-4	American Home Mortgage Investment Trust 2005-4	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	RICHMOND	94804	3433
1011397	AHM 2006-1	American Home Mortgage Investment Trust 2006-1	5154000159	2719		CHANSIOR	AVE			RICHMOND	94804	1927
1031032	AHM 2006-1	American Home Mortgage Investment Trust 2006-1	5131010281	4224		FLORIDA	AVE			RICHMOND	94804	3433
1317924	HVMT 2008-14	HarborView Mortgage Loan Trust 2008-14	4142420208	2834		SHANE	DR			RICHMOND	94806	2857
1325513	AHMA 2008-3	American Home Mortgage Assets Trust 2008-3	5382070208	1347		MARIPOSA	ST			RICHMOND	94804	4834
1331744	AHMA 2008-3	American Home Mortgage Assets Trust 2008-3	4334010107	5124		RAIN CLOUD	DR			RICHMOND	94803	2839
1373835	AHM 2007-SD2	American Home Mortgage Investment Trust 2007-SD2	4355100032	5483		ALLISON	LN			RICHMOND	94803	2480
1388306	AHMA 2008-5	American Home Mortgage Assets Trust 2008-5	4141520157	3250		ANNAPOLIS	AVE			RICHMOND	94806	2702
1396102	AHMA 2008-5	American Home Mortgage Assets Trust 2008-5	5181200018	478		WEST	ST			RICHMOND	94804	1510
1428871	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4054600400	15641		ANNAPOLIS	ST			RICHMOND	94806	2702
1441125	MARM 2007-1	MASTR Adjustable Rate Mortgages Trust 2007-1	5501510328	338		MAINE	AVE			RICHMOND	94806	5248
1458840	MARM 2007-1	Morgan Stanley Mortgage Loan Trust 2007-1	5071500048	1548		MOCCO	AVE			RICHMOND	94804	5238
1478114	MARM 2007-1	Morgan Stanley Mortgage Loan Trust 2007-1	4283510036	1219		PARKWAY	DR			EL SOBRANT	94803	1245
1480317	MARM 2007-1	Morgan Stanley Mortgage Loan Trust 2007-1	4231030035	4811		BUCKBOARD	WAY			RICHMOND	94803	3622
1487080	MARM 2007-1	Morgan Stanley Mortgage Loan Trust 2007-1	5492030191	808	S	31ST	ST			RICHMOND	94804	4022
1487802	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	5404700152	1711		LIVINGSTON	LN			RICHMOND	94801	3388
1489946	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4142820038	12916		OXFORD	AVE			RICHMOND	94806	2819
1502387	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4056500848	1007		REDHAWK	CT			RICHMOND	94806	1944
1505495	AHMA 2007-2	American Home Mortgage Assets Trust 2007-2	4053800779	2823		MEADOW CREST	CT			RICHMOND	94806	1944
1511566	AHMA 2007-1	American Home Mortgage Assets Trust 2007-1	4053810091	8		BOARDWALK	PL			RICHMOND	94806	1984
1521444	MSHEL 2006-2	Morgan Stanley Mortgage Loan Trust 2006-2	5340720068	781		9TH	ST			RICHMOND	94801	2222
1559384	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	4321120232	4937		WAGON WHEEL	WAY			RICHMOND	94803	1121
1643963	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	5280900148	3431		HUMPHREY	AVE			RICHMOND	94804	1121
1645002	MSM 2007-15AR	Morgan Stanley Mortgage Loan Trust 2007-15AR	5282300030	2816		RHEEM	AVE			RICHMOND	94804	1144
1713915	AHMA 2007-4	American Home Mortgage Assets Trust 2007-4	4141610040	12711		MOYERS	RD			RICHMOND	94806	2726
1727546	AHMA 2007-4	American Home Mortgage Assets Trust 2007-4	4141610164	3005		PHILLIPS	CT			RICHMOND	94806	2744
1737021	MSM 2007-13	Morgan Stanley Mortgage Loan Trust 2007-13	4334810118	5833		KIPLING	DR			RICHMOND	94805	3565
2218555	NCHET 2005-D	New Century Home Equity Loan Trust 2005-D	5171400228	446		2ND	ST			RICHMOND	94805	2225
2809412	PRIME 2003-3	Prime Mortgage Loan Trust 2003-3	4313520043	3814		PAINTED PONY	RD			RICHMOND	94803	2131
3146144	GSR 2005-9F	GSR Mortgage Loan Trust 2005-9F	5502520108	426	S	8TH	ST			RICHMOND	94804	2326
3158968	RST 2004-A5	Indyaca Residential Asset Securities Trust (RST) 2004-A5	5081920240	1504		OSCAR	ST			RICHMOND	94804	5119
3337038	MLM 2005-A1	Merrill Lynch Mortgage Loans, Inc 2005-A1	4055600631	762		ROCK ROSE	WAY			RICHMOND	94806	1895
3301538	RESIF 2005-B	RESI Finance Limited Partnership 2005-B	5190600063	691		KERN	ST			RICHMOND	94805	1980
4285077	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5182400142	808		31ST	ST			RICHMOND	94804	1529

EXHIBIT C

LoanId	BloombergDealName	LoanDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
5646123	NATOM 2006-1	National City Mortgage Capital Trust 2006-1	4363100466	5388		DEBRA	LN			RICHMOND	94805	3455
80142223	HVNLIT 2006-10	Harpur View Mortgage Loan Trust 2006-10	5441000055	225	S	17TH	ST			RICHMOND	94804	2693
6024247	INDX 2006-AR14	IndyMac INDX Mortgage Loan Trust 2006-AR14	5131410242	347	S	39TH	ST			RICHMOND	94804	3392
8079962	GSAMP 2007-NC1	GSAMP 2007-NC1	5401500318	233		15TH	ST			RICHMOND	94801	3213
8424427	GSAA 2007-4	GSAA Home Equity Trust 2007-4	5270910127	1414		24TH	ST			RICHMOND	94806	4504
8567753	LBMLT 2006-WL1	Long Beach Mortgage Loan Trust 2006-WL1	5265000142	2879		MARICOPA	AVE			RICHMOND	94804	1073
8746818	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
8763979	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
8839318	GSAA 2007-6	GSAA Home Equity Trust 2007-6	4334810132	5808		KIBLING	DR			RICHMOND	94803	3588
8956505	GSR 2007-AR2	GSR Mortgage Loan Trust 2007-AR2	4311920021	4467		WHL ECLIFF	WAY			EL SOBRANT	94803	2444
8956944	GSR 2007-AR2	GSR Mortgage Loan Trust 2007-AR2	4056500036	1024		LANDMARK	CT			RICHMOND	94805	5845
7196157	GSR 2007-4F	GSR Mortgage Loan Trust 2007-4F	4056400800	4042		COLEMAN	CR			RICHMOND	94806	1589
7178041	GSR 2007-5F	GSR Mortgage Loan Trust 2007-5F	4322100472	5314		SADDLEBACK	CT			RICHMOND	94803	3573
8817079	RASC 2003-KS4	Residential Asset Securities Corp. 2003-KS4	5142800274	816		18TH	ST			RICHMOND	94801	2816
9817894	RPMSEI 2005-S5	Residential Funding Mortgage Securities I 2005-S5	5230302001	826		MCLAUGHLIN	ST			RICHMOND	94805	1494
9365922	RAMP 2005-EC5	Residential Asset Mortgage Products, Inc. 2005-EC5	4140530074	2852		GILWA	DR			RICHMOND	94808	2607
10009769	RALI 2006-QA10	Residential Funding Mortgage Securities I 2006-QA10	4058810372	2209		HIGHGATE	DR			RICHMOND	94808	5290
10072210	RPMSEI 2005-SA1	Residential Funding Mortgage Securities I 2005-SA1	5131420056	330	S	39TH	ST			RICHMOND	94801	3331
10072359	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5581700381	239		WATER	ST			RICHMOND	94801	3582
10122691	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	4313910028	3765		BLACK FEATHER	DR			RICHMOND	94803	2125
10140611	ACE 2004-HE4	ACE Securities Corp. Home Equity Loan Trust 2004-HE4	4311730478	3216		MAY	RD			RICHMOND	94803	2452
10192487	RASC 2005-KS11	Residential Asset Securities Corp. 2005-KS11	5301600143	1401		DUNN	AVE			RICHMOND	94801	2385
10286663	MABS 2006-HE2	MASTR Asset Backed Securities Trust 2006-HE2	4054700958	2414		BEANCHWOOD	CT			RICHMOND	94808	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
10389889	RALI 2006-QS2	Residential Accefit Loans Inc. 2006-QS2	4055500617	643		ROCK ROSE	WAY			RICHMOND	94806	1856
10389897	MJLM 2007-HE1	Metall Lynch Mortgage Investors Inc. 2007-HE1	4141440087	2526		MOYERS	RD			RICHMOND	94806	3192
10398987	RALI 2006-QO2	Residential Accefit Loans Inc. 2006-QO2	4141100267	2284		JO ANN	DR			RICHMOND	94806	2715
10421217	RALI 2006-QS3	Residential Accefit Loans Inc. 2006-QS3	5604600182	1200		BRICKYARD	WAY	APT	202	RICHMOND	94801	4145
10460365	RALI 2006-QO3	Residential Accefit Loans Inc. 2006-QO3	5090620088	1325		MARIPOSA	ST			RICHMOND	94804	4834
10476722	RASC 2006-KS5	Residential Asset Securities Corp. 2006-KS5	4143210286	4056		MANUET	CR			RICHMOND	94803	2738
10511891	RALI 2006-QO4	Residential Accefit Loans Inc. 2006-QO4	4054400314	3152		STONEGLEN	N			RICHMOND	94806	1831
10579848	MABS 2004-WMCI	MASTR Asset Backed Securitizations Trust 2004-WMCI	5282800233	2901		DOWNER	AVE			RICHMOND	94804	1468
10589913	RALI 2006-QO6	Residential Accefit Loans Inc. 2006-QO6	5191001128	5224		NEVIN	AVE			RICHMOND	94805	2441
10746452	BSSABS 2005-HE7	Beat Stearns Asset Backed Securities Trust 2005-HE7	5100810474	5236		SAN JOSE	AVE			RICHMOND	94804	5945
10849452	RALI 2007-QO1	Residential Accefit Loans Inc. 2007-QO1	4056400031	3844		PARK RIDGE	DR			RICHMOND	94806	6101
10851151	RALI 2006-QS10	Residential Accefit Loans Inc. 2006-QS10	4334600028	812		MAISON	WAY			RICHMOND	94803	3570
10851558	RALI 2006-QS10	Residential Accefit Loans Inc. 2006-QS10	5081800040	1425		MONTREY	ST			RICHMOND	94804	4844
10880916	BABS 2005-HE5	Beat Stearns Asset Backed Securities Trust 2005-HE5	5201600045	1640		YUBA	ST			RICHMOND	94805	1973
11059918	RPMSEI 2007-S9	Residential Funding Mortgage Securities I 2007-S9	5896200078	95		HARBOR VIEW	DR			RICHMOND	94804	7486
11160841	RALI 2006-QS17	Residential Accefit Loans Inc. 2006-QS17	4321016102	4736		BUCKBOARD	WAY			RICHMOND	94803	3500
11183893	RALI 2006-QO10	Residential Accefit Loans Inc. 2006-QO10	4321020010	4891		BUCKBOARD	WAY			RICHMOND	94803	3602
11189665	RALI 2007-QO1	Residential Accefit Loans Inc. 2007-QO1	5080700130	1384		CARLSON	BLVD			RICHMOND	94804	4828
11283033	RALI 2007-QS3	Residential Accefit Loans Inc. 2007-QS3	5151500211	2526		ROOSEVELT	AVE			RICHMOND	94804	1821
11358971	RALI 2007-QO4	Residential Accefit Loans Inc. 2007-QO4	5130620033	212	S	95TH	ST			RICHMOND	94804	3204
11411873	RALI 2007-QA3	Residential Accefit Loans Inc. 2007-QA3	4311830202	3115	#N/A	KEITH	DR	#N/A	#N/A	RICHMOND	94803	1905
11426881	GSR 2007-QA2	GSR Mortgage Loan Trust 2007-QA2	4056700208	5712		CAKMONT	DR			RICHMOND	94806	5854
11427883	RPMSEI 2007-S4	Residential Funding Mortgage Securities I 2007-S4	5071800240	1819		SANTA CRUZ	AVE			RICHMOND	94804	5542

Exhibit C

LoanID	BiofilterDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
11514824	MSAC 2006-WM/C2	Morgan Stanley ABS Capital II Trust 2006-WM/C2	5130480083	3522		CENTER	AVE			RICHMOND	94804	3213
11543287	SASO 2004-13	Structured Asset Securities Corp. 2004-13	#N/A	#N/A	#N/A	VIA VERDI	#N/A	#N/A	#N/A	EL SOBRANT	94803	#N/A
1728471	SVHE 2007-WM/C1	Scudder Home Loan Trust 2007-WM/C1	414560189	3774		VIA VERDI				RICHMOND	94803	2781
11748033	SVHE 2007-WM/C1	Scudder Home Loan Trust 2007-WM/C1	4334920123	5803		AVENUE	RD			RICHMOND	94803	3500
11775364	SVHE 2007-WM/C1	Scudder Home Loan Trust 2007-WM/C1	5150700150	822		27TH	ST			RICHMOND	94804	1506
12028889	SASO 2005-4XS	Structured Asset Securities Corp. 2005-4XS	#N/A	#N/A	#N/A							
12076392	SASO 2005-7XS	Structured Asset Securities Corp. 2005-7XS	4066500392	1335		ARROWHEAD	CT			RICHMOND	94806	5825
15183580	BSABS 2006-1	Bear Stearns Asset Backed Securities Trust 2006-1	5440820048	226	S	LOWELL	ST			RICHMOND	94804	2626
15838154	BSMF 2006-AR3	Bear Stearns Mortgage Funding Trust 2006-AR3	5271800111	2345		LOWELL	AVE			RICHMOND	94804	1035
15839525	BSMF 2006-AR3	Bear Stearns Mortgage Funding Trust 2006-AR3	5142700183	612		19TH	ST			RICHMOND	94801	2883
16025538	BSMF 2006-AR4	Bear Stearns Mortgage Funding Trust 2006-AR4	5204000187	907		39TH	ST			RICHMOND	94805	1316
16348410	BSABS 2006-HEB	Bear Stearns Asset Backed Securities Trust 2006-HEB	4083030246	616		BRADFORD	DR			RICHMOND	94803	1715
16825469	SASO 2005-10	Structured Asset Securities Corp. 2005-10	5142700182	607-608		20TH	ST			RICHMOND	94801	2823
16895333	BSABS 2007-HE3	Bear Stearns Asset Backed Securities Trust 2007-HE3	4055700585	1705		LARKSPUR	PL			RICHMOND	94806	1887
16895381	BSABS 2007-HE2	Bear Stearns Asset Backed Securities Trust 2007-HE2	5150500238	842		GMV CENTER	ST			RICHMOND	94804	1512
17154483	BSABS 2007-HE5	Bear Stearns Asset Backed Securities Trust 2007-HE5	5005600041	78		SEAGULL	DR			RICHMOND	94804	7407
17307364	SARM 2004-SAC	Structured Adjustable Rate Mortgage Loan Trust 2004-SAC	5133890423	4802		BERK	AVE			RICHMOND	94804	4317
17567744	BSMF 2006-AR3	Bear Stearns Mortgage Funding Trust 2006-AR3	4142530169	3005		SHANE	DR			RICHMOND	94806	2624
18334782	GSAA 2006-3	GSAA Home Equity Trust 2006-3	5242810110	782		CUTTING	ST			RICHMOND	94805	1771
18895917	TMST 2006-4	Thornburg Mortgage Securities Trust 2006-4	5441918204	2128		34TH	DR			RICHMOND	94804	2747
18895933	JPMAC 2007-CH3	J.P. Morgan Mortgage Acquisition Trust 2007-CH3	4315816014	3673		BLACK FEATHER	DR			RICHMOND	94803	2123
18895981	JPMAC 2007-CH3	J.P. Morgan Mortgage Acquisition Trust 2007-CH3	4143500080	3181		BIRNINGHAM	DR			RICHMOND	94805	2678
18895983	TMST 2006-5	Thornburg Mortgage Securities Trust 2006-5	4921910434	5567		DEER RUN	DR			RICHMOND	94803	3871
18895987	JPMAC 2007-CH3	J.P. Morgan Mortgage Acquisition Trust 2007-CH3	5101520079	5818		PANAMA	AVE			RICHMOND	94804	5516
18895989	RAU 2007-CO5	Residential Acquired Loans Inc. Trust 2007-CO5	5605601367	51		SCOUTHEAD	DR			RICHMOND	94804	7405
19829132	BSMF 2007-AR3	Bear Stearns Mortgage Funding Trust 2007-AR3	4322230105	3388		COUNTRY VIEW	DR			RICHMOND	94803	3894
21049247	COALIT 2005-3	Option One Mortgage Loan Trust 2005-3	#N/A	#N/A	#N/A							
21083280	JPMAC 2005-OP1	J.P. Morgan Mortgage Acquisition Corp. 2005-OP1	4314110117	4942		THUNDERHEAD	CT			RICHMOND	94803	2144
21087447	COALIT 2005-3	Option One Mortgage Loan Trust 2005-3	5401400113	235		15TH	ST			RICHMOND	94801	3212
21087805	HSI 2005-OP1	HSI Asset Securitization Corporation Trust 2005-OP1	5008201008	18		HARBOR VIEW	DR			RICHMOND	94804	7496
22082824	BSARM 2007-4	Bear Stearns ARM Trust 2007-4	5808500222	1865		NORTSHORE	DR			RICHMOND	94804	2589
22472450	SAAH 2007-AR4	Structured Asset Mortgage Investments II Trust 2007-AR4	4311640132	3092		STEPHEN	DR			RICHMOND	94803	2335
22594293	SAMI 2007-AR5	Structured Asset Mortgage Investments II Trust 2007-AR5	4140820131	3156		HENDERSON	DR			RICHMOND	94805	2771
22828988	JPMAC 2006-CH2	J.P. Morgan Mortgage Acquisition Corp. 2006-CH2	5343230019	1597		CREST	AVE			RICHMOND	94801	4031
24822827	JPMAC 2007-CH5	J.P. Morgan Mortgage Acquisition Trust 2007-CH5	4143210388	4027		9TH	ST			RICHMOND	94803	2738
30016120	COALIT 2006-AR1	Chigroup Mortgage Loan Trust 2006-AR1	5808500335	506		MANUET	DR			RICHMOND	94801	4133
30016216	COALIT 2007-AR6	Chigroup Mortgage Loan Trust 2007-AR6	5271800123	2723		SEA VIEW	DR			POINT RICHMOND	94804	4133
300441836	LBMLT 2005-WL-1	Long Beach Mortgage Loan Trust 2005-WL-1	4311840070	4523		ROBERT	WAY			RICHMOND	94803	1079
300517858	LBMLT 2005-WL-1	Long Beach Mortgage Loan Trust 2005-WL-1	5071700248	5900		SUTTER	AVE			RICHMOND	94804	2433
31084827	SCAP 2007-AA1	Batavia's Capital Inc. SCAP LLC Trust 2007-AA1	4140240087	3040		SHANE	DR			RICHMOND	94805	2825
31221435	LMS 2005-3	Lehman XG Trust 2005-3	#N/A	#N/A	#N/A							
31758125	LXS 2005-9	Lehman XG Trust 2005-9	4314200305	3855		HIDDEN SPRINGS	CT			RICHMOND	94803	2146
33039717	AHM 2007-1	American Home Mortgage Investment Trust 2007-1	4059810288	2814		HOKNESTAD	DR			RICHMOND	94803	5349
33041200	AHM 2007-1	American Home Mortgage Investment Trust 2007-1	5403100034	1112		CHANNISLOR	AVE			RICHMOND	94801	3546
36000861	CWL 2003-5	Countywide ABS 2003-05	4313310056	3688		MAY	RD			RICHMOND	94803	2020
			4283000277	889		PARKSIDE	DR			RICHMOND	94803	1239

Exhibit C

LoanId	BloombergDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
36574141	CWHL 2004-7	Countrywide MBS 2004-7	405640044	182		MILLBERRY	CT			RICHMOND	94805	6114
40290245	MHL 2005-3	Mortgage IT Trust 2005-3	5292822015	1729		22ND	ST			RICHMOND	94801	3371
40290216	LXS 2007-7N	Lehman XS Trust 2007-7N	4141410078	2848		GONZAGA	AVE			RICHMOND	94805	3113
40372495	SARM 2007-8	Structured Adjustable Rate Mortgage Loan Trust 2007-8	5606201985	4		SANDPOINT	DR			RICHMOND	94804	4524
41565593	WFMBS 2004-Y	Wells Fargo Mortgage Backed Securities 2004-Y	406610201	3587		PARK RIDGE	DR			RICHMOND	94806	5817
45741435	LXS 2007-15N	Lehman XS Trust 2007-15N	5290110100	3408		TULARE	AVE			RICHMOND	94804	1153
47374805	BSABS 2005-SD4	Bear Stearns Asset Backed Securities Trust 2005-SD4	524300105	725		32ND	ST			RICHMOND	94801	1409
49891764	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606500768	203		SEARPOINT	PL			RICHMOND	94806	4137
49898257	HVMLT 2007-3	HarborView Mortgage Loan Trust 2007-3	4056100904	3948		PARK RIDGE	DR			RICHMOND	94806	5378
50045828	SAST 2008-3	Saxon Asset Securities Trust 2008-3	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
50190223	WFMBS 2005-AR14	Wells Fargo Mortgage Backed Securities 2005-AR14	4056600443	2690		LONGMEW	DR			RICHMOND	94806	5243
54745641	MLMI 2005-A9	Merrill Lynch Mortgage Investors Inc. 2005-A9	5606800787	14		MARINA LAKES	DR			RICHMOND	94804	7448
55119304	WFMBS 2006-AR1	Wells Fargo Mortgage Backed Securities 2006-AR1	5606900368	507		SEA VIEW	DR			POINT RICHM	94801	4126
55490296	FHAMBS 2005-F49	First Horizon Mortgage Pass-Through Trust 2005-F49	5082400163	6010		WENK	AVE			RICHMOND	94804	5089
55519872	CCMFC 2005-CA	Chewy Chase (CC) Funding 2005-C	5173300152	3801		BISSSEL	AVE			RICHMOND	94805	2256
55601755	CCMFC 2006-2A	Chewy Chase (CC) Funding 2006-2	5270110165	2828		EMERIC	AVE			RICHMOND	94806	4804
56093917	ARSI 2004-W8	Argent Securities Inc. 2004-W8	4056420018	3540		RODEWOOD	WAY			RICHMOND	94803	1878
57807083	FHAMBS 2006-F44	First Horizon Alternative Mortgage Securities Trust 2006-F44	5281610021	2824		LINDOLN	AVE			RICHMOND	94804	1207
57940753	FHAMBS 2006-AA4	First Horizon Alternative Mortgage Securities Trust 2006-AA4	5503500459	312		SEAVIEW	DR			POINT RICHM	94801	4181
58001207	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606801453	148		MARINA LAKES	DR			RICHMOND	94804	7452
58044559	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606809854	148		BANISIDE	CT			RICHMOND	94804	7458
58135470	SAMI 2004-AR5	Structured Asset Mortgage Investments Inc. 2004-AR5	5270820052	2594		BUSH	AVE			RICHMOND	94806	4596
58283886	WFMBS 2005-AR2	Wells Fargo Mortgage Backed Securities 2005-AR2	5606802139	214		MARINA LAKES	DR			RICHMOND	94804	7456
58395337	BSHHE 2004-HE10	Asset Backed Securities Corporation Home Equity Loan Trust 2004-HE10	5340120178	947		8TH	ST			RICHMOND	94801	3221
58451350	CWALT 2004-4T2	Countrywide ALT 2004-4T2	6181120022	877		37TH	ST			RICHMOND	94805	1178
5847291	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606802578	10		BANISIDE	CT			RICHMOND	94804	7441
60482244	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5606804538	186		BANISIDE	CT			RICHMOND	94804	7460
61012810	HASC 2007-HE1	HLSI Asset Securitization Corporation Trust 2007-HE1	4056500236	1066		HERITAGE	CT			RICHMOND	94806	5847
61565271	SAFC 2006-G	State of America Funding Corporation 2006-G	5230810110	1500		ESMOND	AVE			RICHMOND	94805	1430
62009569	WFMBS 2006-AR10	Wells Fargo Mortgage Backed Securities 2006-AR10	5561620049	101		SEAVIEW	CT			RICHMOND	94801	4155
62186857	PFSI 2004-WWF1	Park Place Securities Inc. 2004-WWF1	5230192047	1076		SANTA FE	AVE			PT RICHMON	94801	0
62501425	CWALT 2004-20T1	Countrywide ALT 2004-20T1	5130610131	3741		MCLAUGHLIN	ST			RICHMOND	94805	1044
64339313	PFSI 2004-WHQ2	Park Place Securities Inc. 2004-WHQ2	5130840057	4871		WALLER	AVE			RICHMOND	94804	3328
64866331	CWL 2004-ECC1	Countrywide ABS 2004-ECC1	5130840057	4871		TAFT	AVE			RICHMOND	94804	3493
66002899	CWL 2004-14	Countrywide ABS 2004-14	5340230193	829		10TH	ST			RICHMOND	94801	2281
73110527	MSAC 2008-HE7	Morgan Stanley ABS Capital I Trust 2008-HE7	4021910494	5567		DEER RUN	DR			EL SOBRANT	94803	3871
73280445	MSAC 2008-HE7	Morgan Stanley ABS Capital I Trust 2008-HE7	4142220094	9042		COLETTE	DR			RICHMOND	94805	2713
77224244	WFMBS 2007-AR9	Wells Fargo Mortgage Backed Securities 2007-AR9	5607000030	1810		NORTHSHORE	DR			RICHMOND	94804	2574
79627544	CWALT 2005-3CB	Countrywide ALT 2005-3CB	5282400210	2814		HUNPHREV	AVE			RICHMOND	94804	1117
80399163	HVMLT 2005-2	HarborView Mortgage Loan I Trust 2005-2	4911310033	3268		SHELDON	DR			RICHMOND	94803	2315
80981155	CWHL 2005-9	Countrywide MBS 2005-9	4056300334	713		LEGENDS	PL			RICHMOND	94806	1699
81940332	PFSI 2005-WHQ4	Park Place Securities Inc. 2005-WHQ4	5281800018	1280		ESMOND	AVE			RICHMOND	94804	1394
82407815	CWL 2004-BC4	Countrywide ABS 2004-BC4	4055600037	757		ROCK ROSE	WAY			RICHMOND	94806	1394
83355800	WARM 2004-4	MASTR Adjustable Rate Mortgages Trust 2004-4	4140820059	2844		MCENZIE	DR			RICHMOND	94805	2613
84159714	ARSI 2005-W2	Argent Securities Inc. 2005-W2	5131420181	382	S	30TH	ST			RICHMOND	94804	3331
84828803	WARM 2004-14	MASTR Adjustable Rate Mortgages Trust 2004-14	4142320057	3014		RAIN CLOUD	DR			RICHMOND	94803	2618
85133035	HVMLT 2005-1	HarborView Mortgage Loan I Trust 2005-1	5101040102	3715		COLETTE	DR			RICHMOND	94805	2713
						SAN MATEO	ST			RICHMOND	94804	5901

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36039627	GPWF 2005-AR3	GreenPoint MTA Trust 2005-AR3	5134039450	4500		BELL	CT			RICHMOND	94804	4310
36891397	GPWF 2005-AR4	GreenPoint Mortgage Funding Trust 2005-AR4	5304900079	487		METRO WALK	WAY			RICHMOND	94801	3228
89559973	MLM 2005-3A6	Merrill Lynch Mortgage Investors Inc. 2005-AB	5084210276	1321	S	57TH	ST			RICHMOND	94804	4812
87393918	CWL 2005-3	Countrywide ABS 2005-03	5805900933	314		COMMODORE	DR			RICHMOND	94804	7418
97593924	GPWF 2005-AR5	GreenPoint MTA Trust 2005-AR5	5302500069	3008		HUMPHREY	AVE			RICHMOND	94804	1166
89130734	GPWF 2005-AR3	GreenPoint MTA Trust 2005-AR3	53841710142	619	S	11TH	ST			RICHMOND	94801	2721
89898618	LBHIT 2005-W2	Long Beach Mortgage Loan Trust 2005-W2	5731410386	350		38TH	ST			RICHMOND	94804	3223
89714522	CWALT 2005-16	Countrywide ALT 2005-16	5383000903	123		8TH	ST			RICHMOND	94805	3588
30049550	CWALT 2005-11CB	Countrywide ALT 2005-11CB	5717300014	463		44TH	ST			RICHMOND	94804	2328
30010359	MLM 2006-AR1	Merrill Lynch Mortgage Investors Inc. 2006-AR1	4261910303	108		CENTER	AVE			RICHMOND	94803	3083
91586615	CWALT 2005-11CB	Countrywide ABS 2005-04	5130390118	3014		PARK	LN			RICHMOND	94803	1222
31869917	CWL 2005-4	Countrywide ALT 2005-04	5130800046	697	S	27TH	ST			RICHMOND	94804	1505
94179032	CWALT 2005-20CB	Countrywide ALT 2005-20CB	4319101008	2818	S	39TH	ST			RICHMOND	94804	3228
82058635	CWALT 2005-11CB	Countrywide ALT 2005-11CB	5440820073	228	S	SHELDON	DR			RICHMOND	94803	2317
82615128	CWALT 2005-27	Countrywide ALT 2005-27	6270320046	1524		20TH	ST			RICHMOND	94804	2710
83486750	ARSL 2006-W4	Argent Securities Trust 2006-W4	8340230282	840		HAYES	ST			RICHMOND	94806	4809
36513239	ARSL 2006-W2	Argent Securities Trust 2006-W2	4934100023	708		7TH	ST			RICHMOND	94801	2279
102911413	BALTA 2006-9	Bank Stearns ALTA Trust 2006-9	5658004548	207		DEVIL'S DROP	CT			RICHMOND	94804	7461
103163713	HVALT 2005-16	HarborView Mortgage Loan Trust 2005-16	4859100266	5490		BAYSIDE	CT			RICHMOND	94803	2643
103169371	RAMC 2006-3	Renaissance Mortgage Acceptance Corp. 2006-3	5132363089	5005		LENORA	RD			RICHMOND	94803	3455
104640177	CWALT 2005-82	Countrywide ALT 2005-82	5440920048	228	S	STATE	AVE			RICHMOND	94804	4391
1052030579	CWALT 2005-63	Countrywide ALT 2005-63	5942720033	517		18TH	ST			RICHMOND	94804	2826
106100739	CWALT 2005-85	Countrywide ALT 2005-85	5139880087	5020		FRAY	ST			RICHMOND	94801	4375
106126342	CWALT 2005-76	Countrywide ALT 2005-76	4055200242	3770		NOYTHRIDGE	DR			RICHMOND	94806	5269
106996826	SAM 2005-AR3	Structured Asset Mortgage Investments II Trust 2005-AR3	5192361009	479		MOUNT	ST			RICHMOND	94806	2405
107205188	GSR 2008-2F	GSR Mortgage Loan Trust 2008-2F	5806100104	1220		BEACH HEAD	WAY			RICHMOND	94804	7477
107952955	BALTA 2005-7	Bank Stearns ALTA Trust 2005-7	4321120091	5061		BUCKBOARD	WAY			RICHMOND	94803	3807
108999390	LUM 2005-1	Litman Asset Investment Loan Trust 2005-1	4311840231	4684		FRAN	WAY			RICHMOND	94803	2426
1101817298	SML 2003-BC15	Structured Asset Investment Loan Trust 2003-BC13	5906800397	1202	S	SEAVIEW	DR			RICHMOND	94801	4160
110357421	CWALT 2005-43	Countrywide ALT 2005-43	5501620016	307	S	5TH	ST			RICHMOND	94804	2213
110380507	HVALT 2005-18	HarborView Mortgage Loan Trust 2005-18	5130740227	117	S	35TH	ST			RICHMOND	94806	1753
110466012	ACE 2005-HE4	ACE Securities Corp. Home Equity Loan Trust 2005-HE4	4231530190	5128	S	CARRIAGE	DR			RICHMOND	94804	3312
110489695	ACE 2005-HE4	ACE Securities Corp. Home Equity Loan Trust 2005-HE4	5440220200	1368	S	22ND	ST			RICHMOND	94803	3851
110521817	ACE 2005-HE5	ACE Securities Corp. Home Equity Loan Trust 2005-HE5	5154410158	112		29TH	ST			RICHMOND	94804	2761
110819486	DBALT 2005-5	Deutsche ALTA Securities Mortgage Loan Trust 2005-5	4352830053	1928		LANDMARK	CT			RICHMOND	94804	1802
111037709	ACE 2005-NC1	ACE Securities Corp. Home Equity Loan Trust 2005-NC1	4033690344	3391		SOUTH RIDGE	DR			RICHMOND	94806	5845
111169362	SML 2004-3	Structured Asset Investment Loan Trust (SAIL) 2004-3	5440910068	218	S	18TH	ST			RICHMOND	94804	2668
111686575	CWALT 2005-56	Countrywide ALT 2005-56	4311030295	2812		GINDY	CT			RICHMOND	94803	3292
111821488	CWL 2005-AB4	Countrywide ABS 2005-AB4	4312110095	4928		SWEETWOOD	DR			RICHMOND	94803	2823
112017955	CWL 2005-AB4	Countrywide ABS 2005-AB4	5340820223	701		8TH	ST			RICHMOND	94801	2270
112410983	DBALT 2006-AB8	Deutsche ALTA Securities Mortgage Loan Trust 2006-AB8	2036890206	5501		WISTA	CT			RICHMOND	94806	5880
112730905	CWALT 2006-NC3	Countrywide ALT 2006-NC3	5311810422	464		ALAMO	AVE			RICHMOND	94801	1830
113353966	DBALT 2007-BA1	Deutsche ALTA Securities Mortgage Loan Trust 2007-BA1	5282890116	723		30TH	ST			RICHMOND	94804	1405
113404899	ACE 2006-NC3	ACE Securities Corp. Home Equity Loan Trust 2006-NC3	6240100262	970		WILSON	AVE			RICHMOND	94805	1351
113824189	DBALT 2006-AB6	Deutsche ALTA Securities Mortgage Loan Trust 2006-AB6	5131010235	420	S	41ST	ST	#	428	RICHMOND	94804	3338
			5443220057	1619	S	21ST	ST			RICHMOND	94804	3818

Loan#	BloombergsDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
11393634	DBALT 2007-AR1	Deutsche Alt-A Securities Mortgage Loan Trust 2007-AR1	5180100157	708		38TH	ST			RICHMOND	94805	1718
114080154	ACE 2007-WM2	ACE Securities Corp. Home Equity Loan Trust 2007-WM2	5440910205	247	S	18TH	ST			RICHMOND	94804	2825
114201668	SALL 2005-2	Structured Asset Investment Loan Trust (SALL) 2005-2	5177400079	4218		NEWIN	AVE			RICHMOND	94805	2341
114293813	DBALT 2007-AR2	Deutsche Alt-A Securities Mortgage Loan Trust 2007-AR2	5180620300	681		WILSON	AVE			RICHMOND	94805	1878
114339643	SASC 2005-WF1	Structured Asset Securities Corp. 2005-WF1	4451800707	1049		TRAILSIDE	DR			EL SOBRAN	94803	3688
114455863	DBALT 2007-AR3	Deutsche Alt-A Securities Mortgage Loan Trust 2007-AR3	5180700042	3530		ROOSEVELT	DR			RICHMOND	94805	2156
114739141	DBALT 2007-CA3	Deutsche Alt-A Securities Mortgage Loan Trust 2007-CA3	4394930084	3908		KIPLING	DR			RICHMOND	94805	3965
114850063	CWALT 2005-62	Countrywide ALT 2005-62	5242700093	3423		CLINTON	AVE			RICHMOND	94805	1722
114880580	CWALT 2005-51	Countrywide ALT 2005-51	5002800183	1838		LINDOLN	AVE			RICHMOND	94801	2327
1151747497	DBALT 2007-AR3	Deutsche Alt-A Securities Mortgage Loan Trust 2007-AR3	4056801319	1210		SUMMER	LN			RICHMOND	94808	2080
1154674481	DBALT 2007-1	Deutsche Alt-A Securities Mortgage Loan Trust 2007-1	4056801319	5772		OAKMONT	DR			RICHMOND	94808	5951
115521254	SARM 2005-9	Structured Adjustable Rate Mortgage Loan Trust 2005-9	5230520352	711		KERN	ST			RICHMOND	94805	1548
115809632	GSR 2006-2F	GSR Mortgage Loan Trust 2006-2F	4056700325	5717		OAKMONT	DR			RICHMOND	94806	5851
115877168	CWL 2005-AB5	Countrywide ABS 2005-AB5	5302300073	1914		HELINGS	AVE			RICHMOND	94801	4204
115905904	BATC 2006-A	Bank of America Funding Corporation 2006-A	4056700091	5728		OAKMONT	DR			RICHMOND	94806	5851
116284608	SALL 2005-7	Structured Asset Investment Loan Trust (SALL) 2005-7	4952220224	2191		PYRAMID	DR			RICHMOND	94803	3219
116347384	SARM 2005-18	Structured Adjustable Rate Mortgage Loan Trust 2005-18	4055200143	3784		NORTHRIDGE	DR			RICHMOND	94806	5271
117247271	SARM 2005-19XS	Structured Adjustable Rate Mortgage Loan Trust 2005-19XS	4311820056	3108		SHELDON	DR			RICHMOND	94803	2420
117248871	CWALT 2006-CA2	Countrywide ALT 2006-CA2	4055400404	3916		FEATHER	DR			RICHMOND	94803	2123
117798427	LXS 2005-5N	Lehman XS Trust 2005-5N	5005801354	138		SELM	GRV			SAN PABLO	94806	1833
117904459	SARM 2005-22	Structured Adjustable Rate Mortgage Loan Trust 2005-22	4056500184	1071		MARINA LAKES	DR	#	135	RICHMOND	94806	5838
118064585	LXS 2005-7N	Lehman XS Trust 2005-7N	4322100332	5425		NEBCASTLE	CT			RICHMOND	94803	3882
118222006	FFML 2006-FP2	First Franklin Mortgage Loan Trust 2006-FP2	5303100050	1834		SADLEBROOK	CT			RICHMOND	94801	2550
118245109	SARM 2005-23	Structured Adjustable Rate Mortgage Loan Trust 2005-23	4056500200	1804		VISALIA	AVE			RICHMOND	94801	2650
118269887	HVWALT 2006-4	HabitatView Mortgage Loan Trust 2006-4	5130830135	119	S	WYANDERLY	DR			RICHMOND	94806	5844
118499565	LXS 2005-9N	Lehman XS Trust 2005-9N	5131520222	345	S	37TH	ST			RICHMOND	94804	3233
119502071	LXS 2006-4N	Lehman XS Trust 2006-4N	5180300058	3128		ROOSEVELT	ST			RICHMOND	94804	3423
119524541	SASC 2006-NC1	Structured Asset Securities Corp. 2006-NC1	4141910085	2724		WISWALL	DR			RICHMOND	94805	1546
119702852	SASC 2006-4N	Lehman XS Trust 2006-4N	4312300455	5048		ESGALON	CIR			RICHMOND	94803	2056
119842011	SASC 2006-NC1	Structured Asset Securities Corp. 2006-NC1	4053600365	3370		LONGVIEW	CT			SAN PABLO	94806	5242
120183900	SALL 2006-3	Structured Asset Investment Loan Trust (SALL) 2006-3	5280110078	3425		TULARE	AVE			RICHMOND	94804	1153
120451738	LXS 2006-GR3	Lehman XS Trust 2006-GR3	4053420032	3526		RIDGEWOOD	WAY			SAN PABLO	94806	1978
120461533	CWALT 2006-HY10	Countrywide ALT 2006-HY10	4056000197	3325		PARK RIDGE	DR			RICHMOND	94806	5917
120673316	INDX 2005-AR1	Indymac INDX Mortgage Loan Trust 2005-AR1	5180600261	888		ANNADOR	ST			RICHMOND	94805	1857
120820212	SASC 2006-WF2	Structured Asset Securities Corp. 2006-WF2	5070700215	1828		SAN BENITO	ST			RICHMOND	94804	5331
120912373	RHEL 2007-1	Novaeast Mortgage Funding Trust 2007-1	4142720057	2745		CARDIFF	CT			RICHMOND	94806	2836
120978088	INDX 2005-AB8	Indymac INDX Mortgage Loan Trust 2005-AB8	5092820114	5208		SCHOOL	AVE			RICHMOND	94804	4448
121022889	CWML 2005-31	Countrywide MBS 2005-31	4056000228	3317		PARK RIDGE	DR			RICHMOND	94806	2908
121188978	INDX 2005-AR12	Indymac INDX Mortgage Loan Trust 2005-AR12	5342800086	542		LONGVIEW	DR			SAN PABLO	94806	5243
121312292	SALL 2006-8NC3	Structured Asset Investment Loan Trust (SALL) 2006-8NC3	4053600589	2686		LONGVIEW	DR			RICHMOND	94804	7485
121404689	INDX 2005-AR13	Indymac INDX Mortgage Loan Trust 2005-AR13	5665800140	112		BAY HARBOR	CT			RICHMOND	94804	7485
121448785	INDX 2005-AR14	Indymac INDX Mortgage Loan Trust 2005-AR14	4333610234	5977		HEAVENLY RIDGE	LN			RICHMOND	94803	2826
121499862	CWML 2005-17	Countrywide ABS 2005-17	4143210153	4578		MOZART	DR			EL SOBRAN	94803	2748
121584271	CWALT 2005-76	Countrywide ALT 2005-76	5134030469	4508		BELL	CT			RICHMOND	94804	4310
121585685	SASC 2006-WF3	Structured Asset Securities Corp. 2006-WF3	5130740080	3724		OHIO	AVE			RICHMOND	94804	3325
121834777	FFML 2006-FF14	First Franklin Mortgage Loan Trust 2006-FF14	5133180431	4532		OVEREND	AVE			RICHMOND	94804	3441
122048807	LXS 2006-16N	Lehman XS Trust 2006-16N	4912330394	5057		ESCALON	CIR			RICHMOND	94803	2055

LoanID	BloombergDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Pue 4
122059531	LXS 2006-18N	Lehman XS Trust 2006-18N	4142420167	2967		OXFORD	AVE			RICHMOND	94806	2656
122074501	INDX 2005-AR25	IndyMac INDX Mortgage Loan Trust 2005-AR25	5132240077	809	S	48TH	ST			RICHMOND	94804	4326
122559677	BAC 2006-D	Bank of America Funding Corporation 2006-D	4352920054	2265		BRISTLECONE	DR			RICHMOND	94803	3590
122581781	GPWF 2006-AR6	GreenPoint Mortgage Funding Trust 2006-AR6	5170200039	547		39TH	ST			RICHMOND	94805	1815
122697477	SASC 2006-BC2	Structured Asset Securities Corp. 2006-BC2	5530700160	945		MEVIN	AVE			RICHMOND	94601	3016
122962514	GPWF 2006-AR7	GreenPoint Mortgage Funding Trust 2006-AR7	5262000093	5039		MORAN	AVE			RICHMOND	94804	1140
123046953	CWL 2006-3	Countrywide ABS 2006-03	4080120068	4469	S	JENKINS	WAY			RICHMOND	94806	1742
123069245	INDX 2006-AR6	IndyMac INDX Mortgage Loan Trust 2006-AR6	5131200205	285		45TH	ST			RICHMOND	94804	3412
123279143	SASC 2007-BC1	Structured Asset Securities Corp. 2007-BC1	5102710191	418	S	KEY	BLVD			RICHMOND	94805	2428
123282520	LXS 2007-4N	Lehman XS Trust 2007-4N	5098300076	948		47TH	ST			RICHMOND	94804	4424
123302572	LXS 2007-4N	Lehman XS Trust 2007-4N	5070500037	1701		MENDOCINO	ST			RICHMOND	94804	5314
123347577	LXS 2007-2N	Lehman XS Trust 2007-2N	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A	#N/A
123390751	GPWF 2007-AR1	GreenPoint Mortgage Funding Trust 2007-AR1	5230540048	722		VENTURA	ST			RICHMOND	94805	1451
123445581	HVMTJ 2008-1	HarborView Mortgage Loan Trust 2008-1	5012100060	5223		MCDONALD	AVE			RICHMOND	94805	2433
123559557	BNCMT 2007-1	BNC Mortgage Loan Trust 2007-1	5280700139	1031		28TH	ST			RICHMOND	94804	1219
123656060	INDA 2006-AR2	IndyMac INDX Mortgage Loan Trust 2006-AR2	5170700107	4315		BARRETT	AVE			RICHMOND	94805	2355
123820815	LXS 2007-4N	Lehman XS Trust 2007-4N	5490400220	2829		VIRGINIA	AVE			RICHMOND	94804	2809
123861554	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	4321720282	5341		COACH	DR			RICHMOND	94803	3667
123911850	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	5230720145	5437		SOLANO	AVE			RICHMOND	94804	1529
123988202	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	5480810040	401	S	28TH	ST			RICHMOND	94804	2839
124039798	BNCMT 2007-2	BNC Mortgage Loan Trust 2007-2	4140320096	3065		BARLEY	DR			RICHMOND	94808	2659
124040078	SASC 2007-BC3	Structured Asset Securities Corp. 2007-BC3	5290900082	3494		RHEM	AVE			RICHMOND	94804	1148
124292427	SASC 2007-AR28	IndyMac INDX Mortgage Loan Trust 2007-AR28	5012020102	5212		MCDONALD	AVE			RICHMOND	94805	2434
124399811	BCAP 2006-AA2	Barclays Capital Inc. BCAP LLC TRUST 2006-AA2	4312110077	4826		MARTINA	ST			RICHMOND	94801	3653
124428478	INDA 2006-AR3	IndyMac INDX Mortgage Loan Trust 2006-AR3	5291820069	765		DEER RUN	DR			RICHMOND	94803	3669
124686447	SASC 2007-BC4	Structured Asset Securities Corp. 2007-BC4	4559580070	3256		SWEETWOOD	DR			RICHMOND	94803	2828
124782468	BNCMT 2007-4	BNC Mortgage Loan Trust 2007-4	5230440223	770		VENTURA	ST			RICHMOND	94805	5244
124782828	LXS 2007-15N	Lehman XS Trust 2007-15N	5170700230	4330		MOZART	DR			RICHMOND	94803	1462
124782957	SASC 2007-BC1	Structured Asset Securities Corp. 2007-BC1	5240900232	1948		ROOSEVELT	AVE			RICHMOND	94805	1859
124826697	INDA 2007-AR1	IndyMac INDX Mortgage Loan Trust 2007-AR1	4311310109	2678		11TH	ST			RICHMOND	94801	2719
124830043	SASC 2007-BC4	Structured Asset Securities Corp. 2007-BC4	5170700230	4330		30TH	ST			RICHMOND	94804	1306
124846908	LXS 2007-18N	Lehman XS Trust 2007-18N	5230520081	731		SHELDON	DR			RICHMOND	94803	2317
124853954	LXS 2007-18N	Lehman XS Trust 2007-18N	5380800200	432		LASSEN	ST			RICHMOND	94805	1444
124895553	BNCMT 2007-4	BNC Mortgage Loan Trust 2007-4	4140710130	3715		ROOSEVELT	AVE			RICHMOND	94901	3008
124903972	SARM 2007-9	Structured Adjustable Rate Mortgage Loan Trust 2007-9	4321110090	4832		JO ANN	DR			RICHMOND	94806	2722
1250718914	CVALT 2006-BCB	Countrywide ALT 2006-BCB	5151400172	580		BACKBOARD	WAY			RICHMOND	94803	3603
125071708	INDX 2007-AR5	IndyMac INDX Mortgage Loan Trust 2007-AR5	4334820123	5808		CIVIC CENTER	ST			RICHMOND	94804	1913
125196960	RAST 2007-A3	IndyMac Residential Asset Securities Trust (RAST) 2007-A3	5502110207	121	S	AMEND	RD			RICHMOND	94805	3500
125593692	INDX 2007-AR5	IndyMac INDX Mortgage Loan Trust 2007-AR5	5190700115	4820		8TH	ST			RICHMOND	94804	2305
126865928	INDX 2007-AR8	IndyMac INDX Mortgage Loan Trust 2007-AR8	4141730020	2804		CLINTON	AVE			RICHMOND	94805	1418
126797978	INDX 2007-FLX6	IndyMac INDX Mortgage Loan Trust 2007-FLX6	4058800024	5656		BARBARO	ST			RICHMOND	94806	2708
126820068	INDX 2007-AR21	IndyMac INDX Mortgage Loan Trust 2007-AR21	5282420199	1401		WEST	DR			RICHMOND	94806	5661
127303985	CVALT 2006-9	Countrywide ABS 2006-9	5190250188	2706		PENNSYLVANIA	AVE			RICHMOND	94801	2326
128392661	CVALT 2006-14	Countrywide ABS 2006-14	5609520480	66		CENTER	AVE			RICHMOND	94804	3021
			5151000089	1808		SANDPOINT	DR			RICHMOND	94804	4618
						29TH	ST			RICHMOND	94804	1321

LoanId	BorrowingDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
128712070	CWALT 2006-0A12	Countrywide ALT 2006-0A12	5404800970	326		MARINA	WAY			RICHMOND	94801	3208
130209153	BALTA 2006-7	Bear Stearns ALA Trust 2006-7	4180720304	824		SONOMA	ST			RICHMOND	94805	1123
130131104	CWHL 2005-16	Countrywide MBS 2005-16	4334320175	1282		FASCIATION	CIR			RICHMOND	94803	2851
130205460	CWALT 2006-33C5	Countrywide ALT 2006-33C5	5403100018	1102		CHANELOR	AVE			RICHMOND	94801	3546
130923444	RESI 2003-AR23	RESI Finance United Partnership 2003-D	4033300025	3826		PARK RIDGE	DR			RICHMOND	94806	6101
130936553	CSFIS 2003-AR23	CS First Boston Mortgage Securities Corp. -2003-AR23	4321110373	5108		GARVIN	WAY			RICHMOND	94493	1362
131573304	CWHL 2006-19	Countrywide MBS 2007-HYB1	5241100113	2918		HILLTOP MALL	RD			RICHMOND	94804	2100
131848431	CWHL 2007-HYB1	Countrywide MBS 2007-HYB1	405890162	2844		HASKEL	CT			RICHMOND	94806	3588
131807566	CWL 2006-24	Countrywide ABS 2006-24	4058901558	5332		SUMNER	CT			RICHMOND	94805	2038
131941982	CWALT 2006-39CB	Countrywide ALT 2006-39CB	4058901778	1050		CAMERENA	LN			RICHMOND	94803	2034
132644054	HYWLT 2006-3	HabitatView Mortgage Loan Trust 2006-3	4312390278	5008		ROCK ROSE	WAY			RICHMOND	94806	1833
135487170	CWL 2006-BC4	Countrywide ABS 2006-BC4	4052500518	809		BRICKYARD	WAY			RICHMOND	94801	4141
135559340	CWALT 2006-0A10	Countrywide ALT 2006-0A10	5806200968	1201		EMERIC	AVE			RICHMOND	94805	4596
135639064	WFMBS 2005-AR9	Wells Fargo Mortgage Backed Securities 2005-AR9	#N/A	#N/A	#N/A	#N/A	#N/A	APT	218	#N/A	#N/A	#N/A
1375893084	WFHET 2004-2	Wells Fargo Home Equity Trust 2004-2	527110040	2428		TULARE	AVE			RICHMOND	94804	1027
137681744	WFHET 2004-2	Wells Fargo Home Equity Trust 2004-2	5288100248	2801		21ST	ST			RICHMOND	94801	3304
138118747	CWALT 2008-0C10	Countrywide ALT 2008-0C10	514100213	478		4TH	ST			RICHMOND	94804	3422
138119847	CWL 2006-18	Countrywide ABS 2006-18	5101530011	5434	S	SANRAMENTO	AVE			RICHMOND	94804	5602
138733907	CWL 2006-19	Countrywide ABS 2006-19	5290700227	2101		GAYNOR	AVE			RICHMOND	94801	4200
138733351	CWL 2006-20	Countrywide ABS 2006-20	5290700227	2101		GAYNOR	AVE			RICHMOND	94801	4200
138915426	WFMBS 2005-AR16	Wells Fargo Mortgage Backed Securities 2005-AR16	58070300214	1722		SANITA CLARA	ST			RICHMOND	94804	5230
138917599	CWALT 2006-0A12	Countrywide ALT 2006-0A12	5192800190	612		35TH	ST			RICHMOND	94805	1754
138917599	CWALT 2006-0A12	Countrywide ALT 2006-0A12	5201220018	678		YUBA	ST			RICHMOND	94806	1587
139988777	CWALT 2006-0A17	Countrywide ALT 2006-0A17	5192700236	828		33RD	ST			RICHMOND	94804	4036
140375189	CWL 2006-13	Countrywide ABS 2006-13	5192800089	2725		MARTIN LUTHER KING AVE	CT			RICHMOND	94804	4390
140640723	CWL 2006-16	Countrywide ABS 2006-16	5192800073	4610		ESCUELA	DR			RICHMOND	94804	3854
141061403	BCAP 2005-AA1	Barclays Capital Inc. BCAP LLC TRUST 2005-AA1	4321420210	5234		CARRIAGE	DR			RICHMOND	94804	1438
141236842	RESIF 2005-B	Resi Finance Limited Partnership 2005-B	5288300324	2512		DOWNER	AVE			RICHMOND	94801	2215
141584489	CWALT 2006-0C8	Countrywide ALT 2006-0C8	5340220044	866		6TH	ST			RICHMOND	94801	9637
141672288	AMSI 2006-R1	American Mortgage Securities Inc. 2006-R1	4361800808	1009		TRAILSIDE	DR			RICHMOND	94801	1280
141672828	AMSI 2006-R1	American Mortgage Securities Inc. 2006-R1	5281100084	1204		MACRYDE	AVE			RICHMOND	94804	1280
141697384	BSARV 2005-5	Bear Stearns ARM Trust 2005-5	5160440337	2818		SAN LUIS	ST			RICHMOND	94804	5821
141709506	CWALT 2006-0C8	Countrywide ALT 2006-0C8	5152200142	430		27TH	ST			RICHMOND	94804	1725
143390505	CWALT 2006-0C8	Countrywide ALT 2006-0C8	5291400169	1527		GARVIN	AVE			RICHMOND	94801	2227
144088611	BSARV 2007-2	Bear Stearns ARM Trust 2007-2	5132240200	4841		HELINGS	AVE			RICHMOND	94804	2394
145008952	CWALT 2006-42	Countrywide ALT 2006-42	5082900243	1332		BERK	AVE			RICHMOND	94804	4316
145423667	CWL 2006-28	Countrywide ABS 2006-28	51241800157	13701		MARPOSA	ST			RICHMOND	94802	4935
145908638	GSR 2005-AR7	GSR Mortgage Loan Trust 2005-AR7	4065400205	987		GARVIN	AVE			RICHMOND	94805	1738
146174735	GSA 2007-1	STARNA Home Equity Trust 2007-1	5804500398	1206		MELVILLE	PL			RICHMOND	94808	6111
146212663	WFHET 2005-4	Wells Fargo Home Equity Trust 2005-4	5288290311	1724		28TH	SO	APT	217	RICHMOND	94804	4552
146421206	CWALT 2006-43CB	Countrywide ALT 2006-43CB	4321110217	5044		BUCKBOARD	WAY			RICHMOND	94803	1424
146421206	CWALT 2007-4CB	Countrywide ALT 2007-4CB	5240400100	987		36TH	ST			RICHMOND	94805	3806
146421206	CWALT 2007-4CB	Countrywide ALT 2007-4CB	5100810547	9223		CENTRAL	AVE			RICHMOND	94804	5805
146468712	STARV 2007-4	STARNA Mortgage Loan Trust 2007-4	5805601632	91		SOUTHWIND	CIR			RICHMOND	94804	1316
1468417801	WFMBS 2006-AR2	Wells Fargo Mortgage Backed Securities 2006-AR2	5808902063	207		MARINA LAKES	DR			RICHMOND	94804	7456
147165102	WFHET 2005-4	Wells Fargo Home Equity Trust 2005-4	5271420348	2428		MARICOPA	AVE			RICHMOND	94804	1010
147234677	CWHL 2007-2	Countrywide MBS 2007-2	4322220190	5311		COUNTRY VIEW	DR			RICHMOND	94803	3838

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LoanId	BloombergDealName	LenderDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
170243920	CWALT 2007-0H3	Countrywide ALT 2007-0H3	5605900470	88		SEASIDE	DR			RICHMOND	94804	7470
170442015	WFMBS 2007-10	Wells Fargo Mortgage Backed Securities 2007-10	4055900258	350		HAWK RIDGE	DR			RICHMOND	94806	5805
171003931	CWMLT 2007-15	Countrywide MBS 2007-15	5070400253	1718		BLUTE	ST			RICHMOND	94804	5216
171222177	WFMBS 2007-13	Wells Fargo Mortgage Backed Securities 2007-13	5805000594	16		SEAGULL	DR			RICHMOND	94804	7427
171849326	WFMBS 2007-AR7	Wells Fargo Mortgage Backed Securities 2007-AR7	5071600206	5847		SANTA CRUZ	AVE			RICHMOND	94804	5542
177870383	CWMLT 2007-HY6	Countrywide MBS 2007-HY6	4321120218	4948		WAGON WHEEL	WAY			RICHMOND	94803	3820
178569736	CWMLT 2007-13	Countrywide MBS 2007-13	4142210113	3015		WISWALL	DR			RICHMOND	94806	2759
191038885	CWMLT 2007-6	Option One Mortgage Loan Trust 2007-6	4056500277	1093		HERITAGE	CT			RICHMOND	94801	5847
200028580	BAVC 2004-3	Bayview Commercial Asset Trust 2004-3	5142800423	1915		ROOSEVELT	AVE			RICHMOND	94801	2833
200046753	TMST 2004-4	Thorburn Mortgage Securities Trust 2004-4	4055700126	801		POPPY	CT			RICHMOND	94804	1871
202068282	JPALT 2005-S1	J.P. Morgan Alternative Loan Trust 2005-S1	5153301030	2496		CHANSLOR	AVE			RICHMOND	94804	1922
203213318	GSAA 2007-3	GSAA Home Equity Trust 2007-3	5460710067	2861		CUTTING	BLVD			RICHMOND	94804	2225
204007255	SURF 2004-BC3	Specialty Underwriting and Residential Finance Trust 2004-BC3	4582810110	4010		NEVIN	AVE			RICHMOND	94805	2239
220858023	CWMLT 2007-SH1	Cherroup Mortgage Loan Trust 2007-SH1	5252810110	3119		FIESTA	CT			RICHMOND	94803	1319
222985272	CWMLT 2007-SH1	Cherroup Mortgage Loan Trust 2007-SH1	5502120206	135		7TH	ST			RICHMOND	94804	2913
240441251	LUM 2006-6	Luminant Mortgage Loan Trust 2006-6	5130840282	257		42ND	ST			RICHMOND	94804	3401
240662018	LUM 2007-2	Luminant Mortgage Loan Trust 2007-2	4322020028	5328		GLENWOOD	WAY			EL SOBRANTE	94803	3891
258918937	CXHE 2004-D	Center Home Equity Loan Trust 2004-D	414282317	1302		BIRMINGHAM	DR			RICHMOND	94808	2634
324578938	MSHEI 2008-1	Morgan Stanley Home Equity Loan Trust 2008-1	4313520018	2804		PAINTED PONY	RD	#		RICHMOND	94803	2131
324580487	LXS 2006-17	Lehman XS Trust 2006-17	5126710048	682		30TH	ST			RICHMOND	94804	1569
325111201	GSAA 2008-12	GSAA Home Equity Trust 2008-12	5343820088	524		MARINA	WAY			RICHMOND	94801	2776
400534707	SASC 2005-10	Structured Asset Securities Corp. 2005-10	5000710033	1233		55TH	ST			RICHMOND	94804	4558
400898906	CWMLT 2006-HES	Clitgroup Mortgage Loan Trust 2006-HES	5141900083	557		20TH	ST			RICHMOND	94803	2853
401005067	SAST 2007-2	Saxon Asset Securities Trust 2007-2	5338001008	557		OHIO	AVE			RICHMOND	94804	1257
401272856	CWMLT 2006-1	Option One Mortgage Loan Trust 2006-1	4289810147	1316		CLUB	LN			RICHMOND	94803	3454
402478615	CSFB 2004-AR7	Credit Suisse First Boston Mortgage Securities Corp. 2004-AR7	5361901008	245		3RD	ST			RICHMOND	94801	1944
405178039	SASC 2005-16	Structured Asset Securities Corp. 2005-16	4053800890	2852		MEADOW CREST	CT			RICHMOND	94806	1137
405992498	CSMC 2008-1	CS First Boston Mortgage Securities Corp. 2008-1	4141510034	2807		MAYERS	RD			RICHMOND	94806	2724
410846845	HEAT 2007-2	CS First Boston Home Equity Asset Trust 2007-2	5280720125	3425		MARICOPA	AVE			RICHMOND	94804	2839
412086184	HEAT 2007-2	CS First Boston Home Equity Asset Trust 2007-2	5440920147	255		19TH	ST			RICHMOND	94804	2839
417785134	CSMC 2007-4	CS First Boston Home Equity Asset Trust 2007-4	5290900590	1789		ESMOND	AVE			RICHMOND	94801	2444
511039134	HASC 2006-OPT1	HSI Asset Securitization Corporation Trust 2006-OPT1	4056100037	3334		PARK RIDGE	DR			RICHMOND	94806	5816
581002819	SYHE 2005-OPT4	Sourview Home Equity Loan Trust 2005-OPT4	5290400125	1741		ESMOND	AVE			RICHMOND	94801	2445
581003151	CWMLT 2006-1	Option One Mortgage Loan Trust 2006-1	5281810281	288		1ST	ST			RICHMOND	94801	3443
581004297	CWMLT 2006-1	Option One Mortgage Loan Trust 2006-1	5242001008	3319		GARVIN	AVE			RICHMOND	94805	1334
581004988	ASHE 2006-HES	Asset Backed Securities Corporation Home Equity Loan Trust 2006-HES	4140940085	2948		JO ANN	DR			RICHMOND	94806	2715
581008130	SVHE 2006-OPT5	Sourview Home Equity Loan Trust 2006-OPT5	4059810638	3318		PARGATE	CT			RICHMOND	94803	1989
581013336	CWMLT 2007-1	Option One Mortgage Loan Trust 2007-1	5131520156	324	S	38TH	ST			RICHMOND	94804	5232
581014434	CWMLT 2007-FXD2	Option One Mortgage Loan Trust 2007-FXD2	5302100309	2327		HELLINGS	AVE			RICHMOND	94801	2540
581016337	CWMLT 2007-5	Option One Mortgage Loan Trust 2007-5	5193840149	4439		FAF	AVE			RICHMOND	94804	3447
581019793	CWMLT 2007-6	Option One Mortgage Loan Trust 2007-6	5192710175	5105		NEVIN	AVE			RICHMOND	94806	2438
601420612	WAMU 2004-ARB	Wamu Mortgage Pass-Through Certificates, Series 2004-ARB	5171700114	420		OHIO	AVE			RICHMOND	94804	3039
601562627	WAMU 2005-ARB	Wamu Mortgage Pass-Through Certificates, Series 2005-ARB	5605900036	128		38TH	ST			RICHMOND	94805	2216
601597558	WAMU 2005-ARB	Wamu Mortgage Pass-Through Certificates, Series 2005-ARB	5682020086	505		SHOREWOOD	CT			RICHMOND	94804	7488
			4056100292	232		GRANDVIEW	CT			RICHMOND	94801	3700
						TANGLWOOD	DR			RICHMOND	94806	5514

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LoanID	BloombergDealName	LoanDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
601065938	WALMT 2005-8	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2005-8	5191200244	84D		HUMBOLDT	ST			RICHMOND	94805	1970
601065944	WALMT 2005-8	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2005-8	5101210218	8128		PANAMA	AVE			RICHMOND	94804	5725
601065945	WAMU 2005-AR11	WAMU Mortgage Pass-Through Certificates, Series 2005-AR11	5808500828	201		SEACLIFF	WAY			RICHMOND	94801	4159
601065949	WAMU 2005-AR12	WAMU Mortgage Pass-Through Certificates, Series 2005-AR12	4056400389	837		MEADOW VIEW	DR			RICHMOND	94839	5139
601065942	WAMU 2005-AR13	WAMU Mortgage Pass-Through Certificates, Series 2005-AR13	5280510231	656		CLINTON	AVE			RICHMOND	94805	1477
601065934	WAMU 2005-AR13	WAMU Mortgage Pass-Through Certificates, Series 2005-AR13	4334010085	1517		SOLITUDE	LN			EL SOBRANTE	94833	2815
601065939	WAMU 2005-AR13	WAMU Mortgage Pass-Through Certificates, Series 2005-AR13	5605500423	204		SEAVIEW	DR			POINT RICH	94801	4151
601065935	WAMU 2005-AR15	WAMU Mortgage Pass-Through Certificates, Series 2005-AR15	5241000302	2816		MCBRIDE	AVE			RICHMOND	94804	1155
601065974	WAMU 2005-AR15	WAMU Mortgage Pass-Through Certificates, Series 2005-AR15	5142000032	2014		ROOSEVELT	AVE			RICHMOND	94801	3349
601720316	WALMT 2006-5	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2006-5	5241400125	821		33RD	ST			RICHMOND	94804	1387
601777893	WALMT 2006-5	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2006-5	4142820234	2728		OXFORD	AVE			RICHMOND	94806	2615
601783893	WALMT 2006-AR6	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2006-AR6	4283650117	1218		GREENWAY	DR			RICHMOND	94803	2610
601908927	WALMT 2006-AR6	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2006-AR6	4334003441	221		PAMELA	CT			RICHMOND	94803	2057
601893812	WALMT 2006-7	Washington Mutual Mortgage Pass-Through Certificates, Series 2006-AR6	4312330543	5093		ESCALON	DR			RICHMOND	94803	2610
601845048	WAMU 2005-AR8	WAMU Mortgage Pass-Through Certificates, Series 2005-AR8	4059400049	3646		PARK RIDGE	DR			RICHMOND	94806	6101
601845056	WAMU 2005-AR8	WAMU Mortgage Pass-Through Certificates, Series 2005-AR8	5812310287	578		ALAMO	AVE			RICHMOND	94801	1989
601845780	WALMT 2006-AR8	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2006-AR8	4140530248	2877		GRCOM	DR			RICHMOND	94804	2842
605447388	ACOR 2008-2	Accreted Mortgage Loan Trust 2008-2	5271600115	2729		LOWELL	AVE			RICHMOND	94804	1078
605447388	WALMT 2007-0A1	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A1	5181120089	670		36TH	ST			RICHMOND	94805	1179
605509932	WAMU 2006-AR17	WAMU Mortgage Pass-Through Certificates, Series 2006-AR17	4321120042	5105		BUCKBOARD	WAY			RICHMOND	94803	3907
605589028	WALMT 2007-0A2	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A2	5282100188	2851		GARYN	AVE			RICHMOND	94804	1350
605602341	WALMT 2007-0A2	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A2	4056900204	2854		HILLTOP MALL	RD			RICHMOND	94806	2100
605608733	WAMU 2006-AR16	WAMU Mortgage Pass-Through Certificates, Series 2006-AR16	4372820226	4715		MEDOWBROOK	DR			RICHMOND	94803	2029
605639743	WAMU 2006-AR19	WAMU Mortgage Pass-Through Certificates, Series 2006-AR19	5150400291	634		25TH	ST			RICHMOND	94804	1501
605639817	WAMU 2006-AR19	WAMU Mortgage Pass-Through Certificates, Series 2006-AR19	4056800236	727		MCNARCH	CT			RICHMOND	94806	1898
605654819	WALMT 2007-2	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-2	4056700289	5773		FERN MENDOW	CT			RICHMOND	94808	5833
605739467	WAMU 2007-HY1	WAMU Mortgage Pass-Through Certificates, Series 2007-HY1	5808600293	301		SEACLIFF	PL			RICHMOND	94804	7689
605740380	WAMU 2007-HY1	WAMU Mortgage Pass-Through Certificates, Series 2007-HY1	5808600293	301		SEACLIFF	PL			POINT RICH	94801	4132
605753816	WALMT 2007-0A3	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A3	4056810554	6976		PARKGATE	CT			RICHMOND	94808	1989
605753816	WALMT 2007-0A3	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A3	5808600293	301		SEACLIFF	PL			RICHMOND	94801	4132
605814241	WALMT 2007-0A5	Washington Mutual Mortgage Pass-Through Certificates, WALMT Series 2007-0A5	4056810554	6976		NORTHSHORE	DR			RICHMOND	94804	2877
6058270893	HASC 2007-HE1	HSI Asset Securitization Corporation Trust 2007-HE1	4202010247	49		QUAIL HILL	LN			RICHMOND	94803	2833
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6058270893												

LoanId	BloombergDealName	LendingDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
86204970	MSAC 2004-NC7	Morgan Stanley ABS Capital Trust 2004-NC7	4283410104	1140		PARKRIDGE	DR			RICHMOND	94803	7230
86204971	MSAC 2008-HE5	Morgan Stanley ABS Capital Trust 2008-HE5	4140870128	3146		MOYERS	RD			RICHMOND	94826	2735
86204972	EMTLT 2008-WL2	Long Beach Mortgage Loan Trust 2008-WL2	5890430022	281		WASHINGTON	CT			RICHMOND	94801	3914
86204973	SAST 2003-3	Saxon Asset Securities Trust 2003-3	5341720232	1123		ROOSEVELT	AVE			RICHMOND	94801	2761
702073466	RESIF 2006-0	Reserve Finance Limited Partnership 2006-0	4140430127	2819		ROOSEVELT	DR			RICHMOND	94806	2842
702073467	WAMMU 2006-PR3	Washington Mutual Securities WAMMU 2006-PR3	5081500137	5221		TERAWA	AVE			RICHMOND	94801	5127
702073468	WAMMU 2006-PR1	Washington Mutual Securities WAMMU 2006-PR1	5809300471	1200		BRICKYARD	WAY			RICHMOND	94801	4147
729518022	LEMLT 2006-10	Long Beach Mortgage Loan Trust 2006-10	5141700145	531		18TH	ST			RICHMOND	94801	2813
729518028	WAMHE 2007-HE1	Wahiu Asset Backed Certificates 2007-HE1	4056500349	1091		FRANKSTEAD	CT			RICHMOND	94806	5849
729518030	WAMMU 2007-HY2	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY2	4321230155	5441		VICTORIA	LN			EL SOBRANIT	94803	3532
729518031	WAMMU 2007-HY1	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY1	4059300354	5651		WSTA	DR			RICHMOND	94806	5882
7603028171	WAMMU 2007-HY2	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY2	4312330493	5052		ESCALON	CIR			RICHMOND	94803	2056
760313245	WAMMU 2007-HY3	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY3	4312330828	5081		ESCALON	CIR			RICHMOND	94803	2057
760313565	WAMMU 2007-HY3	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY3	5220240155	5201		ESCALON	AVE			RICHMOND	94806	1427
760313765	WAMMU 2007-HY3	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY3	4056100592	484		WOOD OLEN	DR			RICHMOND	94806	5728
760314116	WAMMU 2007-HY3	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY3	4055400079	3912		SELMA	GRV			RICHMOND	94806	1844
760314232	WAMMU 2007-HY3	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY3	5130100090	715		39TH	ST			RICHMOND	94805	1850
761039571	WAMUT 2007-QA3	Washington Mutual Mortgage Pass-Through Certificates, WAMUT Series 2007-QA3	5905000354	1300		QUARRY	CT	APT	303	RICHMOND	94801	4150
761148366	WAMMU 2007-QA5	Wahiu Mortgage Pass-Through Certificates, Series 2007-QA5	4321230168	5448		TANDEM	LN			EL SOBRANIT	94803	3826
761193939	WAMMU 2007-HY7	Wahiu Mortgage Pass-Through Certificates, Series 2007-HY7	4311570115	3303		DESERET	DR			RICHMOND	94803	2340
831071732	OGMLT 2007-6	Option One Mortgage Loan Trust 2007-6	4313930010	3886		MORNINGSIDE	DR			EL SOBRANIT	94803	2126
1000039880	WAMU 2005-HE1	Merrill Lynch Mortgage Investors Inc. 2005-HE1	5152910062	228		25TH	ST			RICHMOND	94804	1507
1000104299	WAMUT 2005-10	Harbor View Mortgage Loan Trust 2005-10	4321230196	5468		TANDEM	LN			RICHMOND	94803	3826
1000106862	WAMUT 2006-10	Harbor View Mortgage Loan Trust 2006-10	5220290159	5419		ESMOND	AVE			RICHMOND	94805	1108
1000305683	FLMLT 2005-A	Frank Home Loan Trust 2005-A	4322010122	23		QUAL HILL	LN			RICHMOND	94803	2839
1000307067	ACE 2005-RM1	ACE Securities Corp. Home Equity Loan Trust-2005-RM1	4312210117	3409		CLEARFIELD	AVE			RICHMOND	94803	2514
1001198142	CARR 2005-NC4	Carrington Mortgage Loan Trust 2005-NC4	5131320151	4225		OVEREND	AVE			RICHMOND	94804	3365
1001939807	WMLM 2006-RM4	Merrill Lynch Mortgage Investors Inc. 2006-RM4	5130700162	890		40TH	ST			RICHMOND	94805	1870
1002314557	NCHET 2005-4	New Century Home Equity Loan Trust 2005-4	5152210037	584		MC LAUGHLIN	ST			RICHMOND	94805	1947
1002364428	CARR 2005-NC5	Carrington Mortgage Loan Trust 2005-NC5	4321010276	4882		BURBOARD	WAY			RICHMOND	94809	3801
1003414839	LEMLT 2005-7	Long Beach Mortgage Loan Trust 2005-7	#N/A	#N/A	#N/A	CUTTING	BLVD			RICHMOND	94804	3344
1003970900	MSAC 2006-NC3	Morgan Stanley ABS Capital I Trust 2006-NC3	5131310137	4407		10TH	ST			RICHMOND	94801	2201
1007191746	CARR 2006-NC2	Carrington Mortgage Loan Trust 2006-NC2	5340650018	749		WILLIAMS	DR			RICHMOND	94806	1781
1007835185	CARR 2006-NC3	Carrington Mortgage Loan Trust 2006-NC3	4060530225	804		SHELDON	DR			RICHMOND	94803	2319
1007942943	MARS 2006-NC2	MASTR Asset Backed Securitizations Trust 2006-NC2	4311310281	12722		ESMOND	AVE			RICHMOND	94805	1112
1008090689	CARR 2006-NC3	Carrington Mortgage Loan Trust 2006-NC3	5230940131	5811		47TH	ST			RICHMOND	94804	3421
1008914813	MSAC 2006-NC5	Morgan Stanley ABS Capital I Trust 2006-NC5	5133910100	263	S	BELL	AVE			RICHMOND	94804	4305
1009047612	MSAC 2006-HE8	Morgan Stanley ABS Capital I Trust 2006-HE8	5134020162	4155		BOREBUS	AVE			RICHMOND	94804	4305
1010507837	CARR 2008-NC5	Carrington Mortgage Loan Trust 2008-NC5	5200100018	5601		PASCINATION	CIR			RICHMOND	94805	1542
1011212733	HASC 2007-NC1	HSI Asset Securitization Corporation Trust 2007-NC1	4334210145	1220		AMEND	RD			RICHMOND	94803	2855
1012148954	MASC 2007-NC4	Morgan Stanley ABS Capital I Trust 2007-NC4	4334930015	6905		MEADOW VIEW	DR			RICHMOND	94803	3577
1012183144	MARS 2007-NCW	MASTR Asset Backed Securitizations Trust 2007-NCW	4056300165	809		LIGHTHOUSE	LN			RICHMOND	94806	6108
1063000418	CHASE 2005-A2	Chase Mortgage Finance Trust 2005-A2	5505600999	20		18TH	ST			RICHMOND	94804	7402
1063003833	JFWMT 2005-A8	J.P. Morgan Mortgage Trust 2005-A8	6131520354	586	S	SILVA	AVE			RICHMOND	94805	3230
1068532938	CFAB 2004-A2	Chase Funding Mortgage Loan 2004-A2	5192500121	8212		STEPHEN	DR			RICHMOND	94805	2410
1103415528	INM 2005-5	Impac CMB Trust 2005-5	4311520284	3017		CARLTON	DR			RICHMOND	94803	2334
1103823237	BSABS 2006-IM1	Bear Stearns Asset Backed Securities Trust 2006-IM1	4056700063	5733		DR	DR			RICHMOND	94806	5851
1103901731	HMISA 2008-3	Impac Secured Assets Corp. 2008-3	5192500188	461		ST	ST			RICHMOND	94805	2401

LoanId	Borrower/DebtName	Lender/DebtName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
1103638804	IMSA 2007-1	Impac Secured Assets Corp. 2007-1	5082630103	5204		CREELY	AVE			RICHMOND	94804	4741
1103642230	IMSA 2007-1	Impac Secured Assets Corp. 2007-1	5161810103	3310		NEVIN	AVE			RICHMOND	94805	2146
1103645878	IMSA 2007-2	Impac Secured Assets Corp. 2007-2	4141810131	3019		PHILLIPS	CT			SAN PABLO	94808	2744
1190465923	CHASE 2007-94	Chase Mortgage Finance Trust 2007-94	4334310036	208		PIONEER	CT			RICHMOND	94803	2548
1730036940	JPMINT 2007-A1	Chase Mortgage Finance Trust 2007-A1	5182400068	1215		SILVA	AVE			RICHMOND	94805	2409
1730036940	JPMINT 2005-A4	J.P. Morgan Mortgage Trust 2005-A4	5605201332	32		SANDPOINT	DR			RICHMOND	94904	4624
173548317	CHASE 2005-S2	Chase Mortgage Finance Trust 2005-S2	5182100179	1544		MC AUGHLIN	ST			RICHMOND	94805	1947
1765500686	JPMINT 2005-A8	J.P. Morgan Mortgage Trust 2005-A8	5070600013	1900		SANTA CLARA	ST			RICHMOND	94804	5234
1765500686	JPMINT 2005-S1	J.P. Morgan Mortgage Trust 2005-S1	5207200066	5929		SIERRA	AVE			RICHMOND	94805	1505
1844501128	CHASE 2006-S2	Chase Mortgage Finance Trust 2006-S2	4321920110	15337		CARRILLO NORTE	ST			RICHMOND	94803	3677
1844501128	CHASE 2007-S4	Chase Mortgage Finance Trust 2007-S4	5961520026	69		IDAHO	ST			RICHMOND	94804	4045
1849841720	CHASE 2007-S4	Morgan Stanley ABS Capital Trust 2007-S4	5160400130	3229		BARRETT	AVE			RICHMOND	94804	1717
2000298227	MSAC 2007-HE7	Morgan Stanley ABS Capital Trust 2007-HE7	5612110162	1240		LEO	ST			RICHMOND	94801	1833
2000382782	MSAC 2007-HE7	Morgan Stanley ABS Capital Trust 2007-HE7	4283710388	1324		PARK CENTRAL	CT			RICHMOND	94803	1252
2000409000	NCHET 2005-B	New Century Home Equity Loan Trust 2005-B	#N/A	#N/A		#N/A	#N/A			#N/A	#N/A	#N/A
2503194761	IMSA 2006-5	Impac Secured Assets Corp. 2006-5	4351800394	1009		RIDGEVIEW	DR			EL SOBRANTE	94803	3541
3000727192	ELAT 2007-1	Elington Loan Acquisition Trust 2007-1	5441310974	335	S	13TH	ST			RICHMOND	94804	2505
3063834980	RESIF 2008-A	RESI Finance Limited Partnership 2008-A	4313420233	3779		PAINTED PONY	RD			RICHMOND	94803	2115
3051145831	RESIF 2008-A	RESI Finance Limited Partnership 2008-A	5812310089	816		ALAMO	AVE			RICHMOND	94801	1988
3347004379	HEAT 2005-3	CS First Boston Home Equity Asset Trust 2005-3	5171220069	1443		46TH	ST			RICHMOND	94805	2301
4000424889	FEMF 2005-FH3	First Franklin Mortgage Loan Trust 2005-FH3	5606100082	2506		BEACH HEAD	WY			RICHMOND	94804	7477
4001035790	FEMF 2005-FH8	First Franklin Mortgage Loan Trust 2005-FH8	4140830068	2826		ALTAMIRA	DR			RICHMOND	94808	2758
4001035790	FEMF 2006-FH8	First Franklin Mortgage Loan Trust 2006-FH8	5180100090	715		39TH	ST			RICHMOND	94805	1650
4001358162	FEMER 2007-3	Merrill Lynch Alternative Loan Trust 2007-3	4141420135	2954		GONZAGA	AVE			RICHMOND	94806	3114
4673918558	MANVA 2007-CA1	Merrill Lynch Alternative Loan Trust 2007-CA1	4313920342	3740		LONGHORN	CT			RICHMOND	94803	2101
5012100393	MAES 2005-HE1	MASTR Asset Backed Securitizations Trust 2005-HE1	5206050140	2891		MCCRYDE	AVE			RICHMOND	94804	1246
6004475742	BAFC 2006-D	Bank of America Funding Corporation 2006-D	5082820100	1877		SHASTA	ST			RICHMOND	94804	5334
6294475251	BOAMS 2004-J	Bank of America Mortgage Securities 2004-J	4065500145	1047		MYRTLEWOOD	CT			RICHMOND	94806	5938
6350210106	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5272000091	3254		LOWELL	AVE			RICHMOND	94801	1078
6392988157	BAFC 2005-G	Bank of America Funding Corporation 2005-G	6606600128	1347		SANDY BAY	CT			RICHMOND	94804	4134
6473998980	BOAMS 2005-D	Bank of America Mortgage Securities 2005-D	3606200110	77		HARBOR VIEW	DR			RICHMOND	94804	7496
6482342008	BOAA 2006-5	Bank of America Alternative Loan Trust 2006-5	4321110084	4954		BUCKBOARD	WY			RICHMOND	94803	3803
6729905439	CMLT 2007-A6	CitiMortgage Alternative Loan Trust 2007-A6	4311840249	4598		FRAN	WY			RICHMOND	94803	2426
675985319	CMSI 2007-3	Citicorp Mortgage Securities Inc. 2007-3	551550212	31		IDAHO	ST			RICHMOND	94801	4044
6820988904	BAFC 2007-C	Bank of America Funding Corporation 2007-C	5302990122	1419		LINCOLN	AVE			RICHMOND	94801	5300
6861048879	BOAMS 2005-E	Bank of America Mortgage Securities 2005-E	4141730137	2710		BARBARD	ST			RICHMOND	94806	2706
689321552	RESIF 2005-D	RESI Finance Limited Partnership 2005-D	5404800184	1545		NEVIN	PLZ			RICHMOND	94801	3242
7000072098	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
7000213707	PHLT 2006-3	Ferront Home Loan Trust 2006-3	4053810117	2474		HOMESTEAD	CR			RICHMOND	94808	5292
7063638274	BOAA 2003-8	Bank of America Alternative Loan Trust 2003-8	#N/A	#N/A		#N/A	#N/A			#N/A	#N/A	#N/A
7100849903	MCC 2007-2	Merrill Lynch Mortgage Investors Trust Series MCC 2007-2	5606900013	1757		NORTHSHORE	DR			RICHMOND	94804	2579
850000010	HMAC 2004-2	Honestar Mortgage Acceptance Corp. 2004-2	4322010143	144		WOODSTOCK	CT			RICHMOND	94805	7305
8991279342	CMLT 2007-A1	CitiMortgage Alternative Loan Trust 2007-A1	4351800243	1004		RIDGEVIEW	DR			RICHMOND	94803	3640
9040951584	DSL A 2005-AR3	Dowrey Savings and Loan Association Mortgage Loan Trust 2005-AR3	5171800161	248		38TH	AVE			RICHMOND	94805	1211
9041903328	DSL A 2006-AR1	Dowrey Savings and Loan Association Mortgage Loan Trust 2006-AR1	5292000065	2842		ESMOND	ST			RICHMOND	94804	1314
9042364239	DSL A 2007-AR1	Dowrey Savings and Loan Association Mortgage Loan Trust 2007-AR1	5606900068	80		SEACULL	DR			RICHMOND	94804	7407
9042364239	DSL A 2007-AR1	Dowrey Savings and Loan Association Mortgage Loan Trust 2007-AR1	4140480101	2809		GRDOM	DR			RICHMOND	94806	2642
9042364239	HVMLT 2007-7	HarborView Mortgage Loan Trust 2007-7	5343500079	561		12TH	ST			RICHMOND	94801	2723

Exhibit C

LoanId	BloombergsDealName	LewmanDealName	Parcel Number	House Number	Dir.	Street Name	Street Suffix	Unit	Unit Value	City	Zip	Plus 4
9719966519	CMAIT 2007-A3	CHMortgage Alternative Loan Trust 2007-A3	5894300080	828		CHANSLOR	AVE			RICHMOND	94801	3542