

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

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

BRONWYN F. POLLOCK (SBN 210912)  
*bpollock@mayerbrown.com*  
MICHAEL D. SHAPIRO (SBN 271912)  
*mshapiro@mayerbrown.com*  
350 S. Grand Ave., 25th Floor  
Los Angeles, CA 90071-1503  
Tel: 213-229-9500  
Fax: 213-625-0248

Attorneys for Plaintiffs  
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 for the Trusts listed on  
Attachment A

[Additional counsel listed on signature pages.]

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

THE BANK OF NEW YORK MELLON (f/k/a  
The Bank of New York) *et al.*,

Plaintiffs,

v.

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

Defendants.

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

**JOINT NOTICE OF APPEAL**

Honorable Charles R. Breyer

1 Notice is hereby given that Plaintiffs The Bank of New York Mellon (f/k/a The Bank of  
2 New York); The Bank of New York Mellon Trust Company, N.A. (f/k/a The Bank of New York  
3 Trust Company, N.A.); U.S. Bank National Association; Wilmington Trust Company; and  
4 Wilmington Trust, National Association, each in their respective capacity as Trustees for the  
5 Trusts listed on Attachments A, B, and C, hereby appeal to the United States Court of Appeals  
6 for the Ninth Circuit from the final judgment entered in this action on the eighth day of  
7 November 2013.

8  
9 Dated: December 9, 2013

Respectfully submitted,

10 MAYER BROWN LLP  
11 DONALD M. FALK  
12 BRONWYN F. POLLOCK  
13 MICHAEL D. SHAPIRO

14 By: /s/ Bronwyn F. Pollock

Bronwyn F. Pollock

Attorneys for Plaintiffs

15 THE BANK OF NEW YORK MELLON  
16 (f/k/a The Bank of New York) and  
17 THE BANK OF NEW YORK MELLON TRUST  
COMPANY, N.A.(f/k/a The Bank of New York  
Trust Company, N.A.), as Trustees for the Trusts  
listed on Attachment A

18 Dated: December 9, 2013

JONES DAY  
19 BRIAN D. HERSHMAN (SBN 168175)  
20 *bhershman@jonesday.com*  
21 555 South Flower Street, 50th Floor  
Los Angeles, CA 90071-2300  
Tel: 213-489-3939  
Fax: 213-243-2539

22 JONES DAY  
23 MATTHEW A. MARTEL  
*(pro hac vice)*  
*mmartel@jonesday.com*  
24 JOSEPH B. SCONYERS  
*(pro hac vice)*  
25 *jsconyers@jonesday.com*  
26 100 High Street, 21st Floor  
Boston, MA 02110  
27 Telephone: 617-960-3939  
28 Facsimile: 617-449-6999

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

By: /s/ Brian D. Hershman  
Brian D. Hershman  
Attorneys for Plaintiff  
U.S. BANK NATIONAL ASSOCIATION,  
as Trustee for the Trusts listed on Attachment B

Dated: December 9, 2013

ALSTON & BIRD LLP  
KURT OSENBAUGH (SBN 106132)  
*kurt.osenbaugh@alston.com*  
WHITNEY CHELGREN (SBN 285362)  
*whitney.chelgren@alston.com*  
333 South Hope Street, Sixteenth Floor  
Los Angeles, California 90071  
Telephone: 213-576-1000  
Facsimile: 213-576-1100

By: /s/ Kurt Osenbaugh  
Kurt Osenbaugh  
Attorneys for Plaintiff  
WILMINGTON TRUST COMPANY and  
WILMINGTON TRUST, NATIONAL  
ASSOCIATION, as Trustees for the Trusts listed  
on Attachment C

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**SIGNATURE ATTESTATION**

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

By: /s/ Bronwyn F. Pollock  
Bronwyn F. Pollock  
Attorneys for Plaintiffs  
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 for the Trusts  
listed on Attachment A

1 **REPRESENTATION STATEMENT**

2 Pursuant to Fed. R. App. P. 12(b) and Circuit Rule 3-2, this representation statement  
3 identifies all parties to the action along with the names, addresses, and telephone numbers of  
4 their respective counsel.

5

6 **PLAINTIFFS**

Party	Counsel
<p>8 <b>The Bank of New York Mellon</b> (f/k/a The Bank of New York), as Trustee for the Trusts listed on Attachment A</p>	<p>MAYER BROWN LLP DONALD M. FALK <i>dfalk@mayerbrown.com</i> Two Palo Alto Square, Suite 300 3000 El Camino Real Palo Alto, CA 94306-2112 Tel: 650-331-2000 Fax: 650-331-2060</p>
<p>10 <b>The Bank of New York Mellon Trust Company, N.A.</b> (f/k/a The Bank of New York Trust Company, N.A.), as Trustee for the Trusts listed on Attachment A</p>	<p>MAYER BROWN LLP BRONWYN F. POLLOCK <i>bpollock@mayerbrown.com</i> MICHAEL D. SHAPIRO <i>mshapiro@mayerbrown.com</i> 350 S. Grand Ave., 25th Floor Los Angeles, CA 90071-1503 Tel: 213-229-9500 Fax: 213-625-0248</p>
<p>18 <b>U.S. Bank National Association</b>, as Trustee for the Trusts listed on Attachment B</p>	<p>JONES DAY BRIAN D. HERSHMAN <i>bhershman@jonesday.com</i> 555 South Flower Street, 50th Floor Los Angeles, CA 90071-2300 Tel: 213-489-3939 Fax: 213-243-2539</p> <p>JONES DAY MATTHEW A. MARTEL <i>mmartel@jonesday.com</i> JOSEPH B. SCONYERS <i>jsconyers@jonesday.com</i> 100 High Street, 21st Floor Boston, MA 02110 Telephone: 617-960-3939 Facsimile: 617-449-6999</p>

21

22

23

24

25

26

27

28

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**Wilmington Trust Company, as Trustee for  
the Trusts listed on Attachment C**

**Wilmington Trust, National Association, as  
Trustee for the Trusts listed on Attachment C**

ALSTON & BIRD LLP  
MICHAEL E. JOHNSON  
*michael.johnson@alston.com*  
90 Park Avenue  
New York, NY 10016  
Telephone: 212-210-9400  
Facsimile: 212-210-9444

ALSTON & BIRD LLP  
KURT OSENBAUGH  
*kurt.osenbaugh@alston.com*  
WHITNEY CHELGREN  
*whitney.chelgren@alston.com*  
333 South Hope Street, Sixteenth Floor  
Los Angeles, California 90071  
Telephone: 213-576-1000  
Facsimile: 213-576-1100

**DEFENDANTS**

**City of Richmond, California**

**Richmond City Council**

ALTSHULER BERZON LLP  
STEPHEN P. BERZON  
SCOTT A. KRONLAND  
STACEY M. LEYTON  
ERIC P. BROWN  
*sberzon@altber.com*  
177 Post Street, Suite 300  
San Francisco, CA 94108  
Telephone: 415-421-7151  
Facsimile: 415-362-8064

RICHMOND CITY ATTORNEY'S OFFICE  
BRUCE R. GOODMILLER  
CARLOS A. PRIVAT  
*bruce\_goodmiller@ci.richmond.ca.us*  
City of Richmond  
450 Civic Center Plaza  
Richmond, CA 94804  
Telephone: 510-620-6509  
Facsimile: 510-620-6518

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

<b>Mortgage Resolution Partners L.L.C.</b>	ALTSHULER BERZON LLP
<b>Gordian Sword LLC</b>	STEPHEN P. BERZON SCOTT A. KRONLAND STACEY M. LEYTON ERIC P. BROWN <i>sberzon@altber.com</i> 177 Post Street, Suite 300 San Francisco, CA 94108 Telephone: 415-421-7151 Facsimile: 415-362-8064  WILLIAM A. FALIK <i>billfalik@gmail.com</i> 100 Tunnel Rd. Berkeley, CA 94705 Telephone: 510-540-5960 Facsimile: 510-704-8803

# **Attachment 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 Trustee:**

1	CHASE 2007-A1
2	CHASE 2007-S4

# **Attachment 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	WFMB 2006-2
37	CSFB MBS 2004-AR7	77	LXS 2007-4N	117	WFMB 2006-AR1
38	CSFB MBS 2005-2	78	LXS 2007-7N	118	WFMB 2006-AR2
39	CSFBMSC HEAT 2007-2	79	MARM 2007-1		
40	CSMC 2006-1	80	MARM 2007-3		

# **Attachment 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