

INFORMATIONAL NOTICE

INFORMATIONAL NOTICE (THE "NOTICE") REGARDING DEVELOPMENTS IN JUDICIAL INSTRUCTION PROCEEDING CONCERNING LEHMAN XS TRUST, SERIES 2007-8H (THE "TRUST")

NOTICE IS HEREBY GIVEN BY U.S. BANK NATIONAL ASSOCIATION, IN ITS CAPACITY AS TRUSTEE, TO THE HOLDERS OF CERTIFICATES, NOTES, OR OTHER SECURITIES IN THE TRUST (THE "HOLDERS") AND OTHER PERSONS POTENTIALLY INTERESTED IN THE TRUST. RECIPIENTS OF THIS NOTICE SHOULD READ THIS NOTICE AND THE MATERIALS REFERENCED HEREIN CAREFULLY IN CONSULTATION WITH THEIR LEGAL AND FINANCIAL ADVISORS. IF YOU DO NOT HAVE AN ATTORNEY OR ADVISOR, YOU MAY WISH TO ENGAGE ONE.

RECIPIENTS OF THIS NOTICE SHOULD NOT RELY ON THIS NOTICE OR U.S. BANK NATIONAL ASSOCIATION AS THEIR SOLE SOURCE OF INFORMATION.

THIS NOTICE CONTAINS IMPORTANT INFORMATION. ALL DEPOSITORIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE, AS APPLICABLE, ARE REQUESTED TO EXPEDITE THE RE-TRANSMITTAL OF THIS NOTICE TO HOLDERS OR OTHER APPLICABLE PARTIES IN A TIMELY MANNER.

Please forward this notice to beneficial owners.

Dated: September 21, 2018

This Notice is given to you by U.S. Bank National Association, solely in its capacity as trustee (in such capacity, the "Trustee") of the Trust created pursuant to that certain trust agreement dated as of May 1, 2007 among Structured Asset Securities Corporation, as depositor, Aurora Loan Services LLC, as master servicer, and U.S. Bank National Association, as successor trustee to LaSalle Bank National Association (the "Trust Agreement").

Reference is hereby made to the Trustee's prior notices, including the notices dated April 10, 2018 and April 30, 2018 (collectively, the "Prior Notices"), in which the Trustee informed you, among other things, that the Trustee, along with certain other petitioners, commenced a judicial instruction proceeding pursuant to N.Y. CPLR § 7701 (the "Article 77 Proceeding") by filing a Petition Seeking Judicial Instruction (the "Petition") in the Supreme Court of the State of New York, New York County (the "Court") (Index No. 651625/2018). Capitalized terms used and not otherwise defined herein shall have the meanings set forth in the Trust Agreement, the Petition, or in Prior Notices, as the context requires.

On April 20, 2018, the Court entered an order (the "April 20 Order") concerning certain procedures related to the Article 77 Proceeding. Among other things, the April 20 Order instructed that any

interested person who wished to be heard on the merits of the questions presented in the Petition serve an answer to the Petition on or before May 30, 2018, and certain parties have now appeared in the Article 77 Proceeding. The April 20 Order further included a requirement that the parties "submit to the Court an agreed proposed judgment and severance order concerning the manner of distribution of the Allocable Share of the Settlement Payments to any Subject Settlement Trust as to which, among the parties that have appeared to take a position on such Subject Settlement Trust pursuant to this order, there is no disagreement regarding the method for distributing the Subject Settlement Trust's Allocable Share of the Settlement Payments." A copy of the April 20 Order is attached hereto as Exhibit B.

Poetic Holdings VII LLC ("Poetic" or "Respondent") has appeared in the Article 77 Proceeding and is the only party that has asserted holdings in the Trust. Respondent intends to submit a proposed order (the "Respondent Proposed Order") concerning the order and manner for application of the Allocable Share for the Trust (the "Subject Allocable Share"). The Respondent Proposed Order would require the Trustee to use the Write-Up First Method, *i.e.*, the Trustee would be required to first increase the applicable certificate principal balances to account for the Subject Allocable Share (the "Subject Allocable Share Write-Up") and would thereafter determine the distribution of the Settlement Payments based on the newly written up certificate principal balances. The Respondent Proposed Order also addresses the approach for applying the Subject Allocable Share Write-Up to the applicable classes of certificates. A copy of the Respondent Proposed Order is attached hereto as Exhibit C.

Although the Petition did seek guidance on whether the Write-Up First Method or Pay First Method should be used, it did not seek guidance on the approach for applying the Subject Allocable Share Write-Up. The Trust Agreement provides for applying the Subject Allocable Share Write-Up in the reverse order in which losses are applied to classes of certificates (the "Loss Seniority Write-Up Approach"). However, the Respondent Proposed Order would require the Subject Allocable Share Write-Up to be applied sequentially to classes of certificates (the "Sequential Write-Up Approach").

UNDER THE WRITE-UP FIRST METHOD, THE RESULTING DISTRIBUTION OF THE SUBJECT ALLOCABLE SHARE IS MATERIALLY DIFFERENT UNDER THE LOSS SENIORITY WRITE-UP APPROACH AND THE SEQUENTIAL WRITE-UP APPROACH.

- The Loss Seniority Write-Up Approach would generally result in a pro rata application of the Subject Allocable Share Write-Up among Class A1 Certificates, Class A2 Certificates, and Class A3 Certificates in proportion to their respective realized losses. This approach generally would then result in the Subject Allocable Share being distributed to Class A1 Certificates and Class A2 Certificates sequentially based upon the written up certificate principal balances.
- The Sequential Write-Up Approach would require the Subject Allocable Share Write-Up to be applied first to Class A1 Certificates, until any realized losses have been reduced to zero; second to Class A2 Certificates, until any realized losses have been reduced to zero; and so on. This generally would result in the entire amount of the

Subject Allocable Share Write-Up being applied to Class A1 Certificates and would then result in the entire Subject Allocable Share being distributed to Class A1 Certificates sequentially based upon the written up certificate principal balances.

The Trustee told Respondent that it did not specifically seek guidance on this issue in the Petition and that the Trust Agreement provides for the Loss Seniority Write-Up Approach. Respondent disagrees and believes that the Trust Agreement provides for the application of the Sequential Write-Up Approach.

NOTICE IS HEREBY GIVEN that recipients of this Notice wishing to express views concerning the Sequential Write-Up Approach proposed by the Respondent Proposed Order should contact the Trustee at LehmanRMBSSettlementInvestorInquiries@usbank.com on or before **OCTOBER 22, 2018**. While the Trustee continues to consider the Respondent Proposed Order, if no Holders or other persons potentially interested in the Trust indicate that they oppose the Respondent Proposed Order by that date, the Trustee currently anticipates that it will not oppose the relief sought by Respondent. In that circumstance, Respondent has informed the Trustee that it would intend to file an order substantially in the form of the Respondent Proposed Order with the Court and seek entry of it.

Recipients of this Notice should carefully review the Respondent Proposed Order and consider any impacts thereof in consultation with their own legal and financial advisors. Holders and other persons interested in the Trust should not rely on the Trustee, its counsel, experts, or any other advisors that may be retained by the Trustee, as their sole source of information. Although this Notice contains a summary of certain information, this Notice is not a complete summary or statement of such information, of relevant law, or of relevant legal procedures and the Trustee makes no representation and accepts no responsibility or liability as to the completeness or accuracy of the information provided herein.

Please note that this Notice is not intended and should not be construed as investment, accounting, financial, legal, tax, or other advice by or on behalf of the Trustee, or its directors, officers, affiliates, agents, attorneys, or employees. Each person or entity receiving this Notice should seek the advice of its own advisors in respect of the matters set forth herein.

Please be further advised that the Trustee reserves all of the rights, powers, claims, and remedies available to it under the Trust Agreement and applicable law. No delay or forbearance by the Trustee to exercise any right or remedy accruing upon the occurrence of a default, or otherwise under the terms of the Trust Agreement, other documentation relating thereto or under applicable law, shall impair any such right or remedy or constitute a waiver thereof or acquiescence therein.

Recipients of this Notice are cautioned that this Notice is not evidence that the Trustee will recognize the recipient as a Holder. The Trustee may also conclude that a specific response to particular inquiries is not consistent with equal and full dissemination of information to all Holders.

Dated: September 21, 2018

U.S. BANK NATIONAL ASSOCIATION,
not in its individual capacity, but solely as Trustee

Exhibit A

CUSIPs

Trust Name	Class Name	CUSIP
LXS 2007-8H	A1	52524TAA2
LXS 2007-8H	A2	52524TAB0
LXS 2007-8H	M8	52524TAP9
LXS 2007-8H	M7	52524TAN4
LXS 2007-8H	M6	52524TAM6
LXS 2007-8H	A3	52524TAC8
LXS 2007-8H	A4	52524TAD6
LXS 2007-8H	A5	52524TAE4
LXS 2007-8H	M1	52524TAG9
LXS 2007-8H	M2	52524TAH7
LXS 2007-8H	M3	52524TAJ3
LXS 2007-8H	M4	52524TAK0
LXS 2007-8H	M5	52524TAL8
LXS 2007-8H	LTR	9ABSCU981
LXS 2007-8H	R	9ABSCU999
LXS 2007-8H	X	9ABSCU973
LXS 2007-8H	P	9ABSCU965

Exhibit B

April 20, 2018 Order

At IAS Part 60 of the Supreme Court of the State of New York, held in and of the County of New York, at the Courthouse located at 60 Centre Street, New York, New York, on the 20th day of April, 2018.

PRESENT: MARCY S. FRIEDMAN, J.S.C.
Justice

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

In the matter of the application of
U.S. BANK NATIONAL ASSOCIATION, WELLS
FARGO BANK, NATIONAL ASSOCIATION,
WILMINGTON TRUST, NATIONAL ASSOCIATION,
WILMINGTON TRUST COMPANY, and CITIBANK,
N.A. (as Trustees, Indenture Trustees, Securities
Administrators, Paying Agents, and/or Calculation Agents
of Certain Residential Mortgage-Backed Securitization
Trusts),

Index No. 651625/2018
Mot. Seq. 001

ORDER TO SHOW CAUSE

Petitioners,

For Judicial Instructions under CPLR Article 77 on the
Administration and Distribution of a Settlement Payment.

UPON reading and filing the annexed Petition, the Affidavit of Robert L. Schnell, Jr. dated April 4, 2018 (the "Schnell Affidavit") and the exhibits annexed thereto, including the Affidavit of Glenn Hubbard, in which (1) it is alleged that Petitioners U.S. Bank National Association ("U.S. Bank"); Wells Fargo Bank, National Association ("Wells Fargo"); Wilmington Trust, National Association ("WTNA"); Wilmington Trust Company (together with WTNA, "Wilmington Trust"); and Citibank, N.A. ("Citibank" and together with U.S. Bank, Wells Fargo and Wilmington Trust, collectively, the "Petitioners") act as trustees, indenture trustees, successor trustees, securities administrators, paying agents, and/or calculation agents of the residential mortgage-backed securitization trusts identified in Exhibit A to this order (the "Subject Settlement Trusts"); (2) it is alleged that each of the Subject Settlement Trusts is entitled to an "Allocable Share" of certain Covered Loan Settlement Payments and Transferor

Loan Settlement Payments (the "Settlement Payments"); and (3) the Petitioners request the Court's direction on matters of contractual construction pertaining to the distribution or administration of the Allocable Share of the Settlement Payments to holders of the certificates, notes, or other securities issued by the Subject Settlement Trusts (the beneficial owners thereof, "Certificateholders"),

SUFFICIENT CAUSE THEREFOR BEING ALLEGED, IT IS

①

ORDERED that Certificateholders and any other person claiming an interest in any of the Subject Settlement Trusts (each, an "Interested Person," and all such persons collectively, "Interested Persons") show cause at IAS Part 60 in Room 248 of New York County Courthouse, 60 Centre Street, New York, New York at on a date to be determined ~~A.M./P.M. on 2018 or any adjourned date~~ (the "Final Hearing") why an order and judgment should not be entered granting the Petition; directing the release of each Allocable Share and the transfer of each Allocable Share of the Settlement Payments into the appropriate account of each Subject Settlement Trust; resolving the questions presented by the Petition and directing the Petitioners as the Court may so order; permanently barring litigation outside of the context of this proceeding on any question, issue, objection, claim, or concern related to the receipt, escrow, investment, distribution, and administration of the Allocable Shares of the Settlement Payments for the Subject Settlement Trust; and for such other and further relief as this Court deems just and proper; and it is further

②

ORDERED that a hearing will be held at Part 60 in Room 248 of New York County Courthouse, 60 Centre Street, New York, New York at 11:00 A.M./P.M. on May 7, 2018 (the "Interim Relief Hearing") on the Petitioner's request that, as an interim measure necessary to permit the Court to direct the Petitioners on the administration and distribution of

the Allocable Shares to the Certificateholders for each Subject Settlement Trust, the Court direct the Petitioners as follows:

- a. To cause the Allocable Shares of the Settlement Payments for each Subject Settlement Trust for which such Petitioner acts as trustee, indenture trustee, successor trustee, paying agent, or securities administrator (the "Trustee's Share") to be maintained as a deposit in escrow pursuant to the escrow agreements applicable to such Petitioner (each an "Escrow Agreement" and collectively, the "Escrow Agreements") attached as Exhibit 1 (NYSCEF Doc. No. 11) to the Affidavit of Robert L. Schnell, Jr. In Support of Petition and Proposed Order to Show Cause (NYSCEF Doc. No. 10) and to use commercially reasonable efforts to keep the Allocable Share of the Settlement Payments for each Subject Settlement Trust invested and reinvested in the following high quality money market funds (for each escrow agent (the "Escrow Agent") under an Escrow Agreement, the "Approved Funds") until such time as this Court enters an order concerning the Settlement Payment Application Process and directs the transfer the Allocable Shares of the Settlement Payments to the applicable collection or distribution accounts for the related Subject Settlement Trusts or until such time as the Court rules otherwise:
 - i. For Citibank: Goldman Sachs Financial Square Treasury Obligations Fund (ticker: FTOXX);
 - ii. For Wells Fargo: Federated U.S. Treasury Cash Reserves (ticker: UTIXX); Fidelity Investments Treasury Only Portfolio (ticker: FSIXX); Goldman Sachs Financial Square Treasury Instruments Fund (ticker: FTIXX); and Morgan Stanley Treasury Securities Portfolio (ticker: MSUXX); and

- iii. For U.S. Bank: Federated U.S. Treasury Cash Reserves (ticker: UTIXX); Fidelity Investments Treasury Only Portfolio (ticker: FSIXX); Goldman Sachs Financial Square Treasury Instruments Fund (ticker: FTIXX); and Morgan Stanley Treasury Securities Portfolio (ticker: MSUXX);
- b. That each Escrow Agent shall allocate the related Trustee's Share to each of the Approved Funds for such Escrow Agent pro rata on the basis of each such Approved Fund's respective assets under management;¹
- c. That the Escrow Agents shall re-invest any interest earned on a Trustee's Share into such Escrow Agent's Approved Funds;
- d. That any interest or other earnings on a Trustee's Share shall inure to the benefit of Certificateholders for the related Subject Settlement Trusts and each such Subject Settlement Trust's Allocable Share of the Settlement Payments shall be deemed to include, and be increased by, the amount of any such interest or other earnings accrued thereon, as may be subject to future orders concerning the administration and distribution of the Subject Settlement Trusts' Allocable Share of the Settlement Payments; and it is further

3

ORDERED that any potentially interested person who wishes to be heard with respect to the foregoing interim relief may appear and be heard at the Interim Relief Hearing, provided that such person e-files or submits a hard copy to the Clerk of Part 60 of a notice of appearance and the grounds for any objection to the foregoing interim relief on or prior to that date; and it is further

¹ For the avoidance of doubt, this provision would be implemented according to the following example: if the Trustee's Share is \$10, and the Escrow Agent has two approved funds, one with \$800 million in assets under management and one with \$200 million in assets under management, the Escrow Agent will invest \$8 of the Trustee's share in the first fund and \$2 in the second.

④ ORDERED that the Petitioners shall provide notice of the Interim Relief Hearing to potentially interested persons on or before April 25, 2018 by (a) posting a copy of this Order to <http://www.lbhirmssettlement.com>, the public settlement website created by the Petitioners; (b) electronically transmitting a copy of this order or, if not possible, a notice conforming to the language of this order, to The Depository Trust Company (DTC), for DTC to transmit through its "LENS" electronic notice system; and (c) mailing a copy of this Order to all Certificateholders listed on the certificate registry for each of the Subject Settlement Trusts by a date reasonably likely to ensure that the Order will be received at least five (5) days prior to the Interim Relief Hearing; and it is further

⑤ ORDERED that within twenty-one (21) days after the entry of this Order, the Petitioners shall cause notice of the initiation of this proceeding and of the Final Hearing to be provided by: (a) mailing, by first class, registered mail, a copy of a notice in substantially the form attached as Exhibit B to this Order (the "Notice"), as well as the Order to Show Cause, the Petition, the Memorandum of Law dated April 4, 2018, and all other papers filed contemporaneously with the Petition (other than the compact disc containing electronic copies of the Governing Agreements) to all Certificateholders listed on the certificate registry for each of the Subject Settlement Trusts and to any certificateholder in a Subject Settlement Trust (or its counsel) that has requested such papers from any Petitioner; (b) electronically transmitting the Notice to The Depository Trust Company, which will post the Notice in accordance with its established procedures; (c) electronically posting, as soon as reasonably practical but no later than twenty-one (21) days after the entry of this Order, any of the following (or causing the related securities administrator, paying agent, or calculation agent to electronically post any of the following as such party may so choose): (x) a notice on the investor reporting website for the applicable Subject Settlement

* The Notice annexed as Exhibit B to this Order shall be modified to use the exact language of this Order on all matters addressed by the Order.

Trusts referring investors to <http://www.lbhirmsbsettlement.com> for information about this proceeding, including a hyperlink to the extent possible; or (y) the Notice on the investor reporting website for the applicable Subject Settlement Trusts; and (d) electronically posting, as soon as reasonably practical but no later than twenty-one (21) days after the entry of this Order, a copy of the Notice, as well as this Order to Show Cause, the Petition, the Memorandum of Law dated April 4, 2018, and all other papers filed contemporaneously with the Petition (other than the compact disc containing electronic copies of the Governing Agreements) to www.lbhirmsbsettlement.com, and subsequently electronically posting all papers filed in this proceeding to the same website (collectively, the "Notice Program"); and it is further

⑥ ORDERED that the Notice Program is approved, is the best notice practicable, is reasonably calculated to put interested parties on notice of this action, and constitutes due and sufficient notice of this special proceeding in satisfaction of federal and state due process requirements and other applicable law; and it is further

⑦ ORDERED that any interested person who wishes to be heard on the merits of the questions presented by the Petition may appear by counsel or (subject to the limitations imposed by CPLR 321(a)) in person at the Final Hearing and present such evidence or argument as may be proper and relevant; provided, however, that, except for good cause shown, no interested person shall be heard and nothing submitted by any interested person shall be considered by the Court unless such interested person serves an answer to the Petition, together with any supporting papers (a "Submission"), on or before May 30, 2018. Submissions shall only (a) identify the Subject Settlement Trust(s) in which the interested person claims an interest; and (b) concisely set forth the interested person's positions, including without limitation, opposition, if any, on each of the issues raised in the Petition in which that interested person is

in additional,

interested (in view of the need for conciseness, this recitation shall not limit argument ~~at the~~ ^{required} ~~Final Hearing~~ ^{submissions on standing and/or merits issues.}). Submissions shall be double-spaced and shall not exceed a total of two (2)

pages, not including any notices of appearance or intention to appear, or annexes identifying the Subject Settlement Trust(s) in which the interested person claims an interest; and it is further

8 ORDERED that by June 6, 2018, pursuant to the procedure outlined below, any interested person who claims to be an investor in a Subject Settlement Trust shall exchange information, verified through affidavit by the party in question (not by external counsel, provided that, if provision of an affidavit of a party is not practicable, an application may be made for such information to be provided by in-house counsel), concerning the nature of the interests held by such interested person in each applicable Subject Settlement Trust. Such information shall: (i) describe the nature of the interests held; (ii) specify the relevant class, by either CUSIP number or Bloomberg ID, for each certificate held; (iii) state whether it is a direct holding of a certificate; and (iv) state whether the interest, if not a direct holding of a certificate, takes the form of a repurchase agreement (repo), or is synthetic in nature or held through a CDO, a credit default swap, a securities lending portfolio, a re-REMIC, a NIM trust, or any other form of interest that is not a direct holding of a certificate in one of the Subject Settlement Trusts, and shall specify the form in which any such interest is held. The information shall be provided only to external counsel of record for each party who has stated an interest in the same Subject Settlement Trust(s) in which the party submitting the verified information has stated an interest. External counsel for such parties shall hold the information on an "outside attorneys' eyes only" basis for use in this action. Information exchanged pursuant to this paragraph shall be deemed to be Confidential Information for the purposes of any potential filings with the Court, as that term is defined in Paragraph 3(a) of the Commercial Division's Model Confidentiality Order ("Model

Order”), and parties shall comply with Paragraph 12 of the Model Order in filing any Confidential Information with the Court; and it is further

9

ORDERED that by June 15, 2018, the parties shall submit to the Court an agreed proposed judgment and severance order concerning the manner of distribution of the Allocable Share of the Settlement Payments to any Subject Settlement Trust as to which, among the parties that have appeared to take a position on such Subject Settlement Trust pursuant to this order, there is no disagreement regarding the method for distributing the Subject Settlement Trust’s Allocable Share of the Settlement Payments; provided, however, that such order shall state that it is without prejudice to and shall have no precedential effect on any argument of any party concerning: (i) the appropriate distribution of the Allocable Share of the Settlement Payments of any Subject Settlement Trust where there is a dispute among the parties regarding how the payment should be distributed (“Disputed Trusts”); or (ii) the distribution methodology on any Subject Settlement trust for which no investor has appeared in this action; and it is further

10

ORDERED that by June 15, 2018, the parties shall submit to the court:

- a. A clear statement concerning whether any party is claiming ambiguity or scrivener’s error as to either the Settlement Agreement or any Governing Agreement of any Subject Settlement Trust and, if so, describing briefly the alleged ambiguity or scrivener’s error and all parties asserting it;
- b. A chart identifying:
 - i. Which issues remain to be resolved and a list of the Subject Settlement Trusts affected by each issue, and

- ii. Which parties have interests in those Subject Settlement Trusts and wish to be heard on the resolution of issues pertinent to those Subject Settlement Trusts;
- c. A clear statement concerning whether any parties believe any issues require trial on the merits or, instead, can be resolved through briefing and oral argument and, if so, identifying such parties; and,
- d. A clear statement concerning whether any parties believe discovery is needed to resolve any issue and, if so, identifying such parties and the discovery each of them contends is required; and it is further

beyond what is provided for in this Order

11 ORDERED that by June 15, 2018, the Petitioners shall also advise the Court concerning a proposed procedure to resolve their Petition as to any Subject Settlement Trust where no investor has appeared and requested an opportunity to be heard; provided, however, that such procedure shall be without prejudice to and shall have no precedential effect on any argument of any party concerning the appropriate distribution of the Allocable Share of the Settlement Payments in any Disputed Trusts; and it is further

12 ORDERED that any party wishing to challenge the standing of another party or parties shall submit an opening brief on standing on June 29, 2018. Responsive briefs on standing shall be submitted on July 13, 2018. Reply briefs on standing shall be submitted on July 20, 2018; and it is further

13 ORDERED that oral argument on the standing issues, if any, will be held in Part 60 on a date to be determined, 2018 at _____ A.M./P.M. At the oral argument, the court will set a schedule for briefing on the merits; and it is further

Order to Show Cause dated 4/20/18

14 ORDERED that all ^{future} papers required or permitted to be served by Petitioners or any party who appears shall be served by filing on the court e-filing system NYSCEF, unless a party or recipient is exempt, and by overnight mail or personal delivery; and it is further ^{unless the court orders otherwise}

15 ORDERED that any written notice of intention to appear and any other written motions and papers required or permitted to be filed for any purpose in this proceeding, other than the Submission referenced above ^{in paragraph 7} shall be double-spaced and shall not exceed a total of fifteen (15) pages, not including documentary evidence, unless an expansion of the page limit is granted by the Court in advance of filing of the papers; and it is further

16 ORDERED that any interested person who fails to appear at the Final Hearing in the manner described herein or fails to answer the Petition in the manner described herein shall be deemed to have waived the right to be heard on the questions presented by the Petition and from appealing any order, resolution, or judgment issued in this proceeding and shall be forever and finally barred from raising the right to be heard on such questions in this or any other action or proceeding, unless the Court orders otherwise; and it is further

17 ORDERED that two hard copies of all papers served by any person, with proof of service thereof, shall also be filed with the Clerk of Part 60 by the date on which such papers are required to be filed. For any paper for which this Order to Show Cause does not specify a service and filing date, the two hard copies shall be filed with the Part 60 Clerk in advance of the return date and, if possible, at least seven days before the return date. Except for good cause shown, no request to be heard will be granted unless such hard copies are filed pursuant to this paragraph.

ENTER:


MARCY S. FRIEDMAN, J.S.C.
MARCY S. FRIEDMAN, J.S.C.

Exhibit C

Respondent Proposed Order

At IAS Part 60 of the Supreme Court of the State of New York, held in and for the County of New York, at the Courthouse located at 60 Centre Street, New York, New York on the ____ day of ____, 2018

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

In the matter of the application of
U.S. BANK NATIONAL ASSOCIATION, WELLS
FARGO BANK, NATIONAL ASSOCIATION,
WILMINGTON TRUST, NATIONAL ASSOCIATION,
WILMINGTON TRUST COMPANY, and CITIBANK,
N.A. (as Trustees, Indenture Trustees, Securities
Administrators, Paying Agents, and/or Calculation Agents
of Certain Residential Mortgage-Backed Securitization
Trusts),

Petitioners,

For Judicial Instructions under CPLR Article 77 on the
Administration and Distribution of a Settlement Payment.

Index No. 651625/2018

Friedman, J.

**[PROPOSED] PARTIAL
SEVERANCE ORDER
AND PARTIAL FINAL
JUDGMENT (LXS 2007-8H)**

WHEREAS, the Petitioners identified in the above case caption commenced this proceeding under CPLR Article 77 by filing a petition (the “Petition”) seeking judicial instructions concerning the administration and distribution of settlement payments (the “Settlement Payments”) for 206 residential mortgage-backed securities trusts identified in Exhibit A to the Petition (the “Subject Settlement Trusts”) under a Covered Loan Settlement Agreement dated as of November 30, 2016 and modified as of March 17, 2017 and a Transferor Loan Settlement Agreement dated September 5, 2017 and executed and accepted on October 13, 2017 (together with the Covered Loan Settlement Agreement, the “Settlement Agreements”); and

WHEREAS, all capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Petition; and

WHEREAS, pursuant to the Settlement Agreements, the Settlement Payments are to be apportioned among the Subject Settlement Trusts; and

WHEREAS, by Order dated May 30, 2018 (the “Escrow Order”), the Court authorized and directed the Petitioners to place the Settlement Payments for the Subject Settlement Trusts in escrow; and

WHEREAS, the Petitioners represent that they have complied with the escrow provisions of the Escrow Order and that the Settlement Payments for the Subject Settlement Trusts, plus any investment earnings thereon, are currently invested as directed in the Escrow Order; and

WHEREAS, under the Order to Show Cause dated April 18, 2018 (the “Show Cause Order”), the Court directed the Petitioners to provide notice of this proceeding pursuant to the notice program described in the Show Cause Order (the “Notice Program”), and the Court found that the Notice Program was the best notice practicable, was reasonably calculated to put interested persons on notice of the proceeding, and constituted due and sufficient notice of the proceeding in satisfaction of federal and state due process requirements and other applicable law; and

WHEREAS, the Notice Program directed that interested persons respond to the Petition on or before May 30, 2018; and

WHEREAS, Poetic Holdings VII LLC (the “Responding Party”) is the only party to have asserted an interest in the Subject Settlement Trust identified in Exhibit A hereto (the “Undisputed Trust”); and

WHEREAS, the Responding Party agrees and consents to this Partial Severance Order and Partial Final Judgment (this “Order”), which resolves the issues for which judicial instructions were sought concerning the administration and distribution of the Settlement Payments for the Undisputed Trust (the “Subject Allocable Shares”); and

WHEREAS, as identified in Exhibit A hereto, U.S. Bank National Association (“US Bank”) is the trustee, successor trustee, and/or indenture trustee for the Undisputed Trust (in such capacities, the “Subject Trustee”), and the securities administrator, paying agent, and/or calculation agent for the Undisputed Trust (in such capacities, the “Subject Payment Administrator”); and

WHEREAS, as used herein, the term “Judgment Entry Date” means the date on which the Clerk’s docketing of this Order first appears publicly on the New York State Court Electronic Filing System, without regard to when the Court actually signs or the Clerk actually enters this Order; and

WHEREAS, as used herein the term "Transfer Month" means the next calendar month after the Judgment Entry Date; and

WHEREAS, as used herein, the term “Transfer Target Date” means the fifteenth day of the Transfer Month; and

WHEREAS, as used herein, the term “AS Distribution Date” means the Distribution Date (as that term is defined in the applicable Governing Agreements) for each of the Undisputed Trust occurring in the Transfer Month; and

WHEREAS, for the Undisputed Trust, the term “Overcollateralization Amount Calculation” is used herein to refer to the terms in the applicable Governing Agreements prescribing that the “overcollateralization amount” is equal to the excess of the aggregate balances of the mortgage loans held by the Undisputed Trust over the aggregate certificate principal balances of certain designated classes of certificates and the term “Undercollateralization Amount Calculation” is used herein to refer to the terms in the applicable Governing Agreements prescribing that the “undercollateralization amount” is equal to the excess of the aggregate certificate principal balances of certain designated classes of certificates over the aggregate

balances of the mortgage loans held by the Undisputed Trust, in each case as more fully defined and described in the applicable Governing Agreements; and

NOW, THEREFORE, on the motion of the Petitioners and the Responding Party, it is hereby

ORDERED, ADJUDGED and DECREED that, on or before the Transfer Target Date, the Subject Trustee is to (i) cause escrowed assets to be liquidated to cash with a value equal to the Settlement Payment for the Undisputed Trust (the “Subject Allocable Share”) plus any investments earnings thereon, and (ii) cause the Subject Allocable Share and investment earnings thereon to be deposited in the distribution account of the Undisputed Trust. From the time of the aforementioned deposit, the amount so deposited shall be deemed the Subject Allocable Share for the Undisputed Trust for all purposes under the Settlement Agreements and this Order; and it is further

ORDERED, ADJUDGED and DECREED that sums representing investment earnings accrued on the Subject Allocable Share not received at the time escrowed assets are liquidated to cash pursuant to the immediately preceding paragraph (“Trailing Interest”) shall be distributed on the later of the AS Distribution Date or the Distribution Date for the month following the month such Trailing Interest is received by the Subject Trustee. Any Trailing Interest shall be deemed a Subject Allocable Share for the Undisputed Trust, and any Trailing Interest shall be administered and distributed as a Subject Allocable Share subject to the terms of the Settlement Agreements and this Order; and

ORDERED, ADJUDGED and DECREED that the Subject Payment Administrator shall distribute the Subject Allocable Share to certificateholders of the Undisputed Trust on the AS Distribution Date; and it is further

ORDERED, ADJUDGED and DECREED that in administering and distributing the Subject Allocable Share for the Undisputed Trust, the Subject Payment Administrator (i) shall first increase the certificate principal balances of the applicable certificates in the amount of the Settlement Payment Write-Up in accordance with the subsequent recovery write-up instructions in the definition of “Certificate Principal Amount” in the Undisputed Trust’s Governing Agreements, in order of seniority, beginning with the Class A1 Certificates, and (ii) after applying such increases, shall then distribute the Subject Allocable Share to certificateholders according to the distribution provisions of Section 5.02 of the Undisputed Trust’s Governing Agreements based on certificate principal balances that have been adjusted in accordance with clause (i) of this paragraph; and it is further

ORDERED, ADJUDGED and DECREED that in administering and distributing the Subject Allocable Share for the Undisputed Trust, the Subject Payment Administrator shall not account for either the distribution of the Subject Allocable Shares or the accompanying Settlement Payment Write-Up when performing the Overcollateralization Amount Calculation or the Undercollateralization Amount Calculation; and it is further

ORDERED, ADJUDGED and DECREED that any aspects of the administration and distribution of the Subject Allocable Share not expressly addressed in this Order shall be performed as provided for in the Governing Agreements and the Settlement Agreement; and it is further

ORDERED, ADJUDGED and DECREED that this Order is not applicable to, and shall be without prejudice to and shall have no precedential effect on, (i) any argument of any party concerning the appropriate administration and distribution of the Settlement Payments where there is a dispute among the parties regarding how the Settlement Payments should be administered and distributed; (ii) the Subject Settlement Trusts for which no parties have appeared in this proceeding

or any trust, indenture, or other securitization other than the Undisputed Trust, or (iii) any applications to certificate balances (*e.g.*, write-ups) or distributions of payments or funds other than the Subject Allocable Shares; and it is further

ORDERED, ADJUDGED and DECREED that certificateholders, noteholders, and any other parties claiming rights or interests in any of the Undisputed Trust are barred from asserting claims against any Petitioner with respect to any conduct taken to implement and comply with the terms of this Order and with respect to such Petitioner's administration and distribution of the Settlement Payments with respect to such Undisputed Trust, so long as such conduct is performed in accordance with the terms of this Order; and it is further

ORDERED that the Clerk of New York County be, and hereby is, directed to enter this Order forthwith and without delay.

Dated: New York, New York
[] __, 2018

Hon. Marcy Friedman, J.S.C.

Judgment signed and entered this ___ day of _____, 2018.

Clerk of New York County

EXHIBIT A

Trust	Payment Admin.	Trustee
LXS 2007-8H	US Bank	US Bank