

SAIBER LLC  
18 Columbia Turnpike, Suite 200  
Florham Park, New Jersey 07932  
(973) 622-3333  
Attorneys for The Bank of New York Mellon and The Bank of New York Mellon Trust  
Company, N.A

*Of Counsel*  
PILLSBURY WINTHROP SHAW PITTMAN LLP  
1540 Broadway  
New York, New York 10036  
(212) 858-1000

IN THE MATTER OF RESIDENTIAL  
MORTGAGE FORECLOSURE PLEADING  
AND DOCUMENT IRREGULARITIES

Docket No F-238-11

Re Administrative Order 01-2010

**SUPPLEMENTAL CERTIFICATION**  
**OF GLENN E. MITCHELL**

GLENN E. MITCHELL hereby certifies as follows:

1. I submit this certification in connection with the response of The Bank of New York Mellon and its affiliate The Bank of New York Mellon Trust Company, N.A. (together, "BNYM") to the Supplemental Administrative Order 01-2010 Directing Submission of Information from Residential Mortgage Foreclosure Plaintiffs Concerning Their Document Execution Practices, dated January 31, 2011. In particular, I submit this certification to provide additional information requested by the Court and to correct certain inadvertent inaccuracies contained in the exhibits to the certification submitted by Diane Pickett.

2. I am a Vice President in the Global Corporate Trust unit of The Bank of New York Mellon. My responsibilities include aspects of our residential mortgage backed securities

("MBS") business where The Bank of New York Mellon is trustee for MBS securitizations. I have knowledge of the facts set forth herein.

3 In the course of contacting servicers to request they provide information pursuant to this Court's Directive dated April 19, 2011, we learned that in certain cases the exhibits to Diane Pickett's certification did not correctly identify the current servicer. Attached hereto are amended versions of those exhibits reflecting the following changes. In certain cases the electronic records from which the exhibits were compiled did not reflect that a servicer, or its rights to service the loans, had been acquired by a different servicer. The loans identified on Exhibits A and B as being serviced by Centex are now serviced by Nationstar Mortgage. The loans identified on Exhibit A as being serviced by Popular Mortgage are now serviced by Litton Loan Servicing L.P. The loans identified on Exhibit A as being serviced by Calmco Servicing L.P. and Olympus Servicing L.P. are now serviced by Select Portfolio Servicing, Inc. The loans identified on Exhibit B as being serviced by ABN Amro Mortgage Group Inc. are now serviced by CitiMortgage.

4. In addition, we communicated with First Tennessee Bank, N.A. (which acquired First Horizon Home Loans) and were informed that the loans identified on Exhibits A and B as being serviced by First Tennessee Mortgage Services Inc. and First Horizon Home Loans are currently being subserviced by Metlife.

5 Finally, for certain of the transactions for which Wells Fargo was listed on Exhibit B as a servicer, we learned that it was in fact the master servicer. The following are the current servicers for those transactions and should have been included on Exhibit B instead: Capital Mortgage Bank of Texas, Harbourside Mortgage, and Central Mortgage.

6. Of the servicers listed on Exhibit A, Bank of America Home Loans, Nationstar Mortgage, Chase Home Finance, LLC, JP Morgan Chase Home Finance, and Wells Fargo Home Mortgage are direct respondents in this proceeding or in the proceeding before Judge Jacobson.

(Superior Court of New Jersey, Chancery Division-General Equity Part, Mercer County Docket No F-59553-10) In addition, Metlife (which performs the servicing functions for the loans identified as being serviced by First Horizon Home Loans and First Tennessee Mortgage Services Inc ) has separately submitted a certification to this Court, as has Specialized Loan Servicing

7 With respect to the remaining servicers on Exhibit A, our counsel has spoken with counsel for Litton Loan Servicing LP and we understand they will be submitting a certification directly to this Court. Attached hereto as Exhibit 1 is a certification provided by Saxon Mortgage Services, Inc and Saxon Capital, Inc

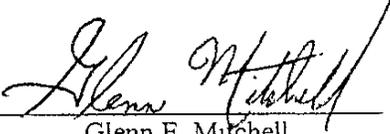
8 With respect to Exhibit B to Diane Pickett's certification, the following servicers are direct respondents in this proceeding or in the proceeding before Judge Jacobson, or have separately submitted a certification to this Court: Aurora Loan Servicers LLC, Bank of America Home Loans, Chase Home Finance LLC, CitiMortgage, GMAC Mortgage LLC, JP Morgan, Metlife (which performs the servicing functions for First Horizon Home Loans and First Tennessee Mortgage Services Inc ), Nationstar Mortgage, OCWEN Financial Services Inc., One West Bank FSB, PHH Mortgage Corp , Select Portfolio Servicing Inc., Sovereign Bank, Specialized Loan Servicing LLC, Sun Trust Mortgage, TB Bank N.A., and Wells Fargo Mortgage In addition, as discussed above in Paragraph 7, Litton Loan Servicing LP will be submitting a certification directly to this Court and Saxon Mortgage Services, Inc is submitting a certification attached hereto

9 With respect to the remaining servicers listed on Exhibit B, which listed servicers for transactions where BNYM is trustee but does not handle analytics (that is, perform loan level cash flow calculations to determine cash flow expected by the trust) and therefore does not have electronic records or other ready access to the number of loans serviced in New Jersey, we have worked to identify how many, if any, New Jersey loans they service for BNYM transactions

Attached hereto as Exhibit 2 is a certification provided by EverHome EverHome was identified both on Exhibit B to Diane Pickett's certification and in Diane Antonecchia's certification as a servicer for loans owned or originated by The Bank of New York Mellon or an affiliate

Attached hereto as Exhibit 3 is a certification provided by Vencrest Financial Inc Finally, we have learned that Green Tree Servicing LLC services 1,138 New Jersey loans for BNYM. We have requested that they provide a certification pursuant to this Court's April 19 Directive.

10 I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

  
Glenn E. Mitchell

Dated: June 17, 2011

# EXHIBIT A

## Amended Exhibit A

	<b>Mortgage Servicer</b>	<b>Loan Count</b>
1	American General Finance	19
2	American Home Mortgage Servicing Inc.	194
3	Aurora Loan Services LLC	296
4	Bank of America Home Loans	30,104
5	Calmco Servicing L.P. ( <u>now Select Portfolio Servicing, Inc</u> )	6
6	Celink	22
7	Cenlar FSB	2
8	Centex Homes ( <u>now Nationstar</u> )	561
9	Chase Home Finance, LLC	1,035
10	CitiMortgage	117
11	Financial Freedom	3
12	First Horizon Home Loans ( <u>now subserviced by Metlife</u> )	1,753
13	First Tennessee Mortgage Services, Inc ( <u>now subserviced by Metlife</u> )	5
14	GE Mortgage Services	30
15	Generation Mortgage	1
16	GMAC Mortgage	321
17	JP Morgan - Chase Home Finance	4,405
18	Litton Loan Servicing LP	553
19	M & T Mortgage Corp	53
20	Nationstar Mortgage	544
21	OCWEN Financial Services, Inc.	279
22	Olympus Servicing, LP ( <u>now Select Portfolio Servicing, Inc</u> )	63
23	One West Bank, FSB	61
24	PHH Mortgage Corporation	270
25	PNC Bank	198
26	Popular Mortgage ( <u>now Litton Loan Servicing LP</u> )	1,029
27	RBMG Resource Bankshares Mtg	26
28	Regions Financial Corp	36
29	Rushmore Loan Management Srv LLC	12
30	SAXON MORTGAGE, INC	725
31	SB Nutter	7
32	Select Portfolio Servicing, Inc.	279
33	Specialized Loan Servicing LLC	1,061
34	Sun Trust Mortgage	9

Amended Exhibit A

35	UBS Special Servicing Group	3
36	Vericrest Financial, Inc	2
37	Wells Fargo Home Mortgage	554

---

**Total**      **44,638**

# EXHIBIT B

**Mortgage Servicer**

- 1 ABN Amro Mortgage Group, Inc  
(now CitiMortgage)
- 2 American Home Mortgage Servicing Inc
- 3 Athol Savings
- 4 Aurora Loan Services LLC
- 5 Bank of America Home Loans
- 6 Branch Banking and Trust Company
- 7 Celink
- 8 Cenlar FSB
- 9 Centex Homes (now Nationstar)
- 10 Chase Home Finance, LLC
- 11 CitiMortgage
- 12 Commercial Federal Mortgage Co
- 13 Everhome Mortgage Company
- 14 Fifth Third Mortgage Company
- 15 First Community Bank
- 16 First Horizon Home Loans (now  
subserviced by Metlife)
- 17 First Tennessee Mortgage Services, Inc  
(now subserviced by Metlife)
- 18 Generation Mortgage
- 19 GMAC Mortgage LLC
- 20 Golden First Bank
- 21 Green Tree Servicing, LLC
- 22 JP Morgan
- 23 Litton Loan Servicing LP
- 24 M&T Mortgage
- 25 National City Mortgage
- 26 Nationstar Mortgage
- 27 OCWEN Financial Services, Inc
- 28 One West Bank, FSB
- 29 PHH Mortgage Corporation
- 30 Rushmore Loan Management Services LLC
- 31 Saxon Mortgage Services, Inc.
- 32 Security National Master Holding Company, LLC
- 33 Select Portfolio Servicing, Inc
- 34 Sovereign Bank
- 35 Specialized Loan Servicing LLC
- 36 Sun Trust Mortgage

Amended Exhibit B

- 37 Susquehanna Bancshares, Inc
- 38 TD Bank N A
- 39 Third Federal Savings & Loan
- 40 Vanderbilt Mortgage and Finance, Inc.
- 41 Vericrest Financial, Inc
- 42 Wells Fargo Home Mortgage
- 43 Capital Mortgage Bank of Texas
- 44 Harbourside Mortgage
- 45 Central Mortgage

	)	Superior Court of New Jersey,
	)	Union Vincinage
	)	
IN THE MATTER OF RESIDENTIAL	)	
MORTGAGE FORECLOSURE PLEADING	)	Docket No.: F-00238-11
AND DOCUMENT IRREGULARITIES	)	
	)	
	)	Response to April 19, 2011
	)	Request of Special Master
	)	Honorable Walter R. Barisonek

---

**CERTIFICATION OF ROBERT R. WILLIS**

---

I, **ROBERT R. WILLIS**, hereby certify that:

- 1 I am a Senior Vice President of Vericrest Financial, Inc. (hereinafter, "Vericrest"). In my capacity of Senior Vice President, I have personal knowledge of, and am familiar with, Vericrest's foreclosure operations as they relate to the State of New Jersey. My statements herein are based on my personal knowledge or personal review of business records which I understand would be admissible evidence in a New Jersey court.
  
2. Vericrest acts as residential mortgage servicer for institutions named as parties to the above-referenced action, and therefore submits this Certification in response to the Superior Court's April 19, 2011 correspondence. For the convenience of the Court, responses to each request are set forth below in the same manner as that set forth in the Court's correspondence:

*Paragraph (1a) State what processes and procedures you have to ensure that the certifications/affidavits submitted are based upon the person's personal knowledge or that person's review of business records which records would be admissible in evidence in a New Jersey Court. Describe the*

*processes and procedures in detail and attach a copy of any documents that establish the processes and procedures*

3. Vericrest adheres to a single uniform “best practice” for its foreclosure processes and procedures. Through the processes outlined below, Vericrest attempts to ensure that certifications and affidavits (collectively and individually, “affidavits”) submitted in connection with foreclosure actions are accurate and in accordance with New Jersey law.
4. Throughout the foreclosure process, Vericrest works closely with its local New Jersey foreclosure counsel to monitor the status and timelines of foreclosures. Experienced foreclosure specialists employed by Vericrest monitor foreclosure milestones and significant events through Lender Processing Services (“LPS”), an online, real-time communication system utilized by Vericrest. LPS also provides a messaging system through which Vericrest employees can communicate directly with foreclosure counsel to facilitate the transfer of documentation relating to the account, communications with borrowers, and account status.
5. To ensure account information that Vericrest provides to local counsel is not only accurate, but current and in line with Vericrest’s business records, Vericrest’s communications with foreclosure counsel are primarily channeled through LPS
6. Where an affidavit is required in connection with a New Jersey foreclosure, Vericrest’s foreclosure counsel creates the document to ensure that it complies with New Jersey law. Vericrest supports counsel’s document preparation efforts by transferring current information concerning the account through LPS as required.

7. Vericrest's foreclosure counsel uses the LPS system to forward Vericrest every affidavit prepared in connection with a New Jersey foreclosure. Upon Vericrest's receipt of the document, the documents are forwarded to a Vericrest foreclosure specialist assigned to New Jersey foreclosures. The foreclosure specialist is charged with reviewing the completed affidavit or, alternatively, completing a blank affidavit form provided by foreclosure counsel
8. Vericrest requires that each item on an affidavit be independently verified through Vericrest's business and servicing records (Fiserv, InCITe, Doculogic, and Business Objects) and that screenshots supporting each entry be printed and retained. When a foreclosure specialist cannot verify data entered in an affidavit by foreclosure counsel, Vericrest rejects the affidavit and returns it to counsel for revision or clarification.
9. To ensure consistency in the affidavit verification process, and to guarantee that each affidavit is based on the foreclosure specialist's personal knowledge or personal review of current business records, Vericrest addresses each approved step in a comprehensive written foreclosure manual detailing the review procedure. The user-friendly manual provides a detailed explanation of each process step and uses screenshots to facilitate compliance.

*Paragraph (1b)(i). State the processes and procedures you have in place to ensure that the individual who executes the certification/affidavit executed it according to law, and that the signature is a valid lawful signature*

10. Once a Vericrest foreclosure specialist has verified the accuracy of an affidavit and is satisfied that the data accurately reflects records prepared and maintained by Vericrest in the ordinary course of business, the document is signed and

notarized in accordance with applicable law and Vericrest's internal notarization policies and procedures

11. Vericrest requires that each notary be approved to act as such by his or her senior manager before notarizing any affidavit or other document requiring notarization. Prior to an employee being approved as a Vericrest notary, the employee's senior manager must confirm that the individual is a notary duly appointed by the jurisdiction in which the notary notarizes the documents, and that the notary's appointment by that jurisdiction is current
12. Vericrest regularly updates notaries on recent law and policy changes to ensure that each of Vericrest's notaries remain in compliance.
13. Vericrest further requires that any signatory or affiant of a document to be notarized personally appear before a Vericrest notary at the time of notarization of the instrument. Upon presentation of the affidavit or document to be notarized in the presence of the notary, the Vericrest notary must determine from personal knowledge or satisfactory evidence that the signatory or affiant is the person executing the instrument.
14. For affidavits and other sworn instruments, the Vericrest notary must personally administer an oath or affirmation to the affiant by which the affiant swears and attests to the contents of the affidavit. The affiant must then acknowledge and assent to the oath or affirmation.
15. Vericrest's policy requires that all notarized documents be signed in the personal presence of the notary, and that all notarizations take place in the personal presence of the signer of the affidavit or other instrument. Where required by the

notary laws of the jurisdiction in which the notarization took place, Vericrest notaries are further required to record the details of each notarization in a notary journal.

*Paragraph (1b)(ii). State the processes and procedures in place to ensure that the person executing the certification/affidavit, pursuant to paragraph (a), has the authority to act on behalf of the plaintiff/servicer*

16. Vericrest has been vested with the authority to proceed in foreclosure actions by the trusts, trustees, or investors of loans for which Vericrest acts as servicer. For these loans, Vericrest is given direct authority by the owner of the security instrument to execute foreclosure-related documents, which authority is granted by way of servicing agreement or power of attorney designating Vericrest as attorney-in-fact.
17. Vericrest has vested in select individuals – including all foreclosure specialists – authority to act on its behalf in executing foreclosure-related documents. Monthly authority requests are circulated among Vericrest’s business leaders to identify those Vericrest employees to which the business leaders want Vericrest to grant authority to execute foreclosure-related documents and affidavits. Individuals so identified are promptly added to Vericrest’s incumbency certificate by resolution of the Vericrest Board of Directors.
18. As part of Vericrest’s initial referral to foreclosure counsel, Vericrest provides counsel with a detailed loan summary that includes the correct name of the entity in which the foreclosure should proceed and documentation supporting Vericrest’s authority to act on behalf of the entity, if such information has not previously been provided to counsel. Vericrest then instructs foreclosure counsel

to ensure that all assignments to the entity for which foreclosure instructions have been provided have been properly recorded.

- 19 Prior to executing any affidavit in connection with a pending foreclosure, Vericrest foreclosure specialists validate noteholder information against a Vericrest-approved resource document, or Trust Matrix, that provides details regarding each entity for which Vericrest services loans. The Trust Matrix is maintained and regularly updated by Vericrest's Legal Department.

*Paragraph (1c): State in detail your record keeping system to ensure that there is accurate up to date entries of payments, loan history, assignments, or of any other transaction involving the mortgage. If you are currently making or anticipate making changes, state the changes to be made and when they will be implemented*

- 20 Vericrest utilizes the Fiserv servicing platform to enter and to track account activity, payment processing, Borrower correspondence, security assignments, and other transactions involving the mortgage loans in its servicing portfolio. Payment information and loan histories of servicers from which Vericrest acquires servicing rights are entered by Vericrest's Acquisitions Team at the time the loan is boarded. Extensive testing is performed on each data tape Vericrest receives in connection with servicing transfers to ensure that Vericrest's records match those of the prior servicer

- 21 Vericrest's Customer Service Department is the primary point of Borrower contact for loans Vericrest services. All payment processing is handled by Vericrest's Cash Operations Team, which receives and posts most payments through a lockbox process. The Cash Operations Team ensures that payments are posted the same day as received or, when that is not possible, posted as if received

on the effective date of actual receipt. Daily reconciliations are performed on all lockbox accounts. Access to payment posting functions is prohibited by any employees not expressly authorized by Cash Operations Team management.

22. Vericrest is committed to working with borrowers to explore all loss mitigation options prior to foreclosure. However, where Vericrest must refer an account to foreclosure, Vericrest ensures all documents necessary to the foreclosure remain accessible to counsel. The original custodial file, including the original note and original security instrument, are maintained in a secure location by a Government Sponsored Enterprise-approved custodian. True and correct copies of the necessary foreclosure documents are available on demand to Vericrest through its document management tool, DocuLogic.

*Paragraph (1d) State the review process you have in place to ensure that any certification/affidavit submitted to the Court is accurate, based upon current information and that the person executing the document relied upon personal knowledge and/or business records which would be admissible in a New Jersey Court. If you are currently making or anticipate making any changes, state the changes to be made and when they will be implemented.*

23. As set forth in response to Paragraph (1a), Vericrest has implemented robust processes designed to ensure consistent and thorough reviews and verifications of foreclosure affidavits. In addition to these steps, and to ensure compliance, every foreclosure affidavit is first reviewed by a foreclosure specialist upon receipt from counsel and then by a member of Vericrest's Quality Control ("QC"), who performs a secondary analysis.
24. At the end of each day, Vericrest's foreclosure department forwards a copy of each signed and notarized affidavit to Vericrest's QC Department for inspection.

The QC Department rigorously tests the affidavits against more than thirty (30) data points. These include borrower / property information, payment amount, interest rate and accrual, deferrals, fees, and formatting.

25. After review by Vericrest's QC Department, the affidavits are returned to the Assistant Vice President of Foreclosure with a spreadsheet detailing any discrepancies between data maintained by Vericrest and that reported on the affidavit. These exceptions are researched by Vericrest's foreclosure department and affidavits are reprocessed where necessary. Corrected affidavits are then re-evaluated by the QC Department before re-submission to foreclosure counsel.
26. To ensure ongoing compliance, discrepancies identified during the QC Department's review findings, along with the Foreclosure Department's analyses of the exceptions, are compiled and reported to the Executive Vice President of Loan Servicing every week. The report includes summaries of all affidavits prepared by Vericrest during the reporting period, and Pareto charting to identify flaws in process steps and to facilitate corrective actions where necessary.

*Paragraph (1e). State in detail and training programs you have in place for individuals completing certifications/affidavits to ensure that their knowledge of the contents of the certification/affidavit is based upon personal knowledge or business records which would be admissible in a New Jersey Court*

27. All Vericrest foreclosure specialists are required to successfully complete two (2) days of classroom training and three (3) weeks of on-the-job training. During the practical training, the foreclosure specialists are mentored by foreclosure team leaders and senior managers. Trainees are also instructed on state-specific foreclosure requirements during this period.

- 28 Upon completion of the three (3) week practical training program, the foreclosure specialists are assigned a state and servicing portfolio based on their training program
29. Vericrest supplements its initial training of foreclosure specialists with semi-annual regulatory and compliance training. The ongoing training requirements ensure that these employees remain current in their understanding of laws applicable to their practice areas.

*Paragraph (1f) Describe in detail the process you have in place to ensure that foreclosure counsel is provided with accurate information to support the preparation of any documentation counsel will be submitting to the Court pursuant to the Court Rule*

- 30 Since Vericrest often relies on local counsel for foreclosure-related functions, including the preparation and completion of foreclosure affidavits, Vericrest requires as a secondary measure of compliance that each of its providers certify compliance with all applicable foreclosure and notarization law requirements. Notwithstanding this certification, Vericrest independently validates all account information and affidavit fields before executing any foreclosure affidavit.
31. Upon submission of a new foreclosure referral to New Jersey counsel, Vericrest places a request with LPS to create a file copy of the documents required by the referral and place it on the LPS system for access by foreclosure counsel. True and correct copies of the following documents are typically provided to foreclosure counsel upon referral: note, mortgage, demand letters, appraisal, loan application, and title report.
- 32 Where documents required by New Jersey law are not imaged through the initial request to LPS, Vericrest foreclosure specialists coordinate the collection of

required documents with other segments of Vericrest's business, the document custodian, or the prior servicer.

33. After transmitting new referrals via LPS to the appropriate New Jersey counsel, foreclosure counsel is provided with additional loan details necessary to proceed with the foreclosure action. Updates to account information and loan status are provided throughout the foreclosure.

*Paragraph (1g) State the review process you and foreclosure counsel have in place for the final review of documents to be submitted to the Court pursuant to Rule 4.64-1 et seq.*

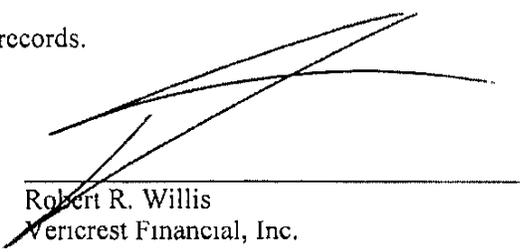
34. Vericrest relies on its local New Jersey counsel to prepare foreclosure documentation, including complaints and affidavits, in accordance with New Jersey law. Vericrest also demands of its local New Jersey counsel the same commitment to compliance as Vericrest. To this end, Vericrest requires that foreclosure counsel certify bi-annually compliance with all applicable state and federal laws in conducting foreclosure-related activities for Vericrest. A copy of the form of certification is attached hereto.
35. The review and verification policies described in response to Paragraphs (1a), (1b)(i), and (1b)(ii), and the secondary QC Department review of affidavits described in response to Paragraph (1d), ensure that Vericrest maintains the upmost in quality control over affidavits prepared in connection with foreclosures.
36. Where foreclosure counsel requires additional information or documentation from Vericrest relating to a foreclosure, Vericrest's utilization of LPS allows foreclosure specialists to transfer current account information immediately to

5  
foreclosure counsel. LPS also enables Vericrest to communicate directly with  
counsel where additional documents require review or for issue resolution

*Paragraph (1h). State whether you utilized or intend on utilizing any independent auditor to review the process and procedures mentioned in the above answers to ensure that you are in compliance with the mandates of Court Rule 4:64-1 et seq.*

37. In early November 2010, Vericrest initiated a comprehensive review of its foreclosure policies and processes, including affidavit completion and notarization. The review focused on controls Vericrest had established to ensure compliance with laws related to the completion and execution of affidavits by Vericrest employees, including state requirements for notarization and attestation. While Vericrest believes its internal review was fulsome, Vericrest is considering whether to have an independent third party perform a separate, independent review of Vericrest's foreclosure processes.

I certify that the foregoing statements are true and correct based on my personal knowledge or personal review of business records.



Robert R. Willis  
Vericrest Financial, Inc.

Date: June 16, 2011



**CERTIFICATION OF COMPLIANCE  
FORECLOSURE & NOTARIZATION PROCEDURES**

---

I hereby certify that \_\_\_\_\_ has established policies and procedures to ensure that \_\_\_\_\_ complies with all applicable state and federal law while conducting foreclosure-related activities for Vericrest Financial, Inc.

I hereby certify that \_\_\_\_\_ has established policies and procedures to ensure that \_\_\_\_\_ complies with all applicable state and federal law in notarizing any document in connection with its representation of Vericrest Financial, Inc.

I hereby certify that I have read the foregoing Certification of Compliance, that I am authorized to sign this Certification of Compliance on behalf of \_\_\_\_\_, and that the certifications stated in it are true.

Date: \_\_\_\_\_

\_\_\_\_\_  
Attorney Name:  
Firm Name:  
Direct Telephone Number:  
State Bar Number:

1

## SAXON MORTGAGE SERVICES, INC.

Saxon Mortgage Services, Inc. ("Saxon") provides the following information regarding its regular business practices and procedures in response to Question 1 of Administrative Order No. 0-1-2010, dated April 25, 2011, Docket No. F-238-11, issued by the Superior Court of New Jersey, Union Vicinage.

### Question No. 1.

**If you act in any capacity as a servicer of residential mortgages for your own institution or any other entity, you must answer the following questions to show whether you have processes and procedures in place to ensure that the information contained in any certification/affidavit submitted to the Court under Rule 4:64-1 et. seq. is accurate and reliable.**

### Question No. 1(a).

**State what processes and procedures you have to ensure that the certifications/affidavits submitted are based upon that person's personal knowledge or that person's review of business records which records would be admissible in evidence in a New Jersey Court. Describe the processes and procedures in detail and attach a copy of any documents that establish the processes and procedures.**

### Response to Question No. 1(a).

Saxon works closely with its local foreclosure counsel to comply with all laws applicable to the matters they handle for the Company, including, without limitation, local foreclosure laws, local court rules, and laws applicable to the preparation, execution and notarization of foreclosure-related documents. Licensed foreclosure counsel prepare any required pleadings in the foreclosure action based on information provided by Saxon.

When Saxon refers a loan to foreclosure, it provides local foreclosure counsel with access to copies of the collateral file and a matrix identifying the loan owner and proper party for foreclosure (the "Investor Matrix") of the loan. To the extent that the collateral file made available to counsel does not contain all documentation necessary to establish the foreclosing party's ownership of the note and right to foreclose, counsel must obtain the necessary documentation from Saxon, the Custodian (*e.g.*, by submitting a bailee letter), or through public records searches. Counsel must also order a title search and notify Saxon of any documentation deficiencies. Personnel working in Saxon's Document Management Group will attempt to locate any missing documentation, including through public record searches. If necessary and appropriate, Saxon may also use a third-party vendor, Nationwide Title Clearing, to record previously unrecorded intervening assignments, to prepare missing intervening assignments, or (in jurisdictions that accept them) to prepare lost assignment affidavits.

When Saxon receives a foreclosure-related affidavit from foreclosure counsel, a member of a dedicated team of on-site Saxon employees performs an initial review of the affidavit for accuracy. If the reviewer determines that any of the information contained in the

affidavit is inaccurate, the reviewer is required to reject the affidavit. Foreclosure counsel receives electronic notification of the rejection and is required to make appropriate corrections and then re-submit a corrected affidavit for review (again) by a member of Saxon's review team. If the affidavit is accepted by the reviewer, it is provided to an authorized Saxon employee for review and execution. Before executing the affidavit, the Saxon employee who is both authorized and designated to sign must conduct a point-by-point verification process to confirm the accuracy of its content, including (as relevant) the investor name, borrower name, property address, date of the note, unpaid principal balance, accrued interest, and other information contained in the affidavit such as, for example, the escrow amounts, and any late charges.

In addition, Saxon recently developed and adopted affidavit templates to be used by foreclosure counsel in New Jersey. The templates adopted by Saxon are designed to enhance the consistency of the information included in the affidavits prepared by local foreclosure counsel in New Jersey. Saxon is also adopting related document control policies and procedures to ensure that foreclosure counsel only use the approved forms.

Saxon's Policies and Procedures manual includes the following sections relating to the document review, verification and foreclosure process: (1) Residential Default and Servicing Verification Procedures; (2) Document Preparation and Execution Procedures; and (3) Notarization Procedures for Default Servicing. Saxon considers these documents to be proprietary and confidential, however, it is willing to make such documents available under seal or in another protected manner, such as in camera review.

**Question No. 1(b)(i).**

**State the processes and procedures you have in place to ensure that the individual who executes the certification/affidavit executed it according to law, and that the signature is a valid lawful signature.**

**Response to Request No. 1(b)(i).**

See the above response to Request No. 1(a). In addition, affidavits, verified pleadings, and certain other foreclosure-related documents are generally required to be notarized. The notary process is described in Saxon's Notarization Policy. The Notarization Policy is designed to satisfy the standards applicable to the notarization of documents in the State of Texas, where Saxon employees typically execute documents for use in Saxon's servicing business. The Notarization Policy also requires that each individual who notarizes documents on Saxon's behalf be familiar with and strictly abide by all applicable laws governing the conduct of notaries public and the procedures for notarization in the state in which the notary is commissioned. The Notarization Policy delineates the following minimum standards:

If a document is to be notarized, the notary and the employee signing the document must be (and remain) in each other's physical presence during the signing and notarization of the document, including all of the following steps:

1. The notary must establish the identity the person signing the document;
2. If the jurisdiction or document requires the execution to be made "under oath after being duly sworn," the notary must administer an oath to the employee signing the document or series of documents.

If the notary, the signer or the witness (if any) leave each other's physical presence before all of the documents in a the series of documents are signed and notarized, the oath must be re-administered to complete the signing and notarization of the documents.

3. If a document being signed states that it only requires an acknowledgement, the notary need not to administer an oral oath but must ask the employee signing the document:

Do you acknowledge that this is your signature and that you are executing this document of your own free will?

4. The notary must observe the employee and witnesses (if any) sign the document (or series of documents).
5. Before leaving the presence of the employee who signed the document, the notary must sign and date the notarial certificate on each document where indicated and affix his/her seal. The employee is not required to remain in the notary's presence while the notary completes any additional administrative tasks such as filling out a record.

**Question No. 1(b)(ii).**

**State the processes and procedures in place to ensure that the person executing the certification/affidavit, pursuant to paragraph (a), has the authority to act in behalf of the plaintiff/servicer.**

**Response to Request No. 1(b)(ii).**

Saxon provides employees with authority to execute foreclosure documents by corporate resolution. Saxon employees with corporate authority verify the foreclosing party's name through reference to the Investor Matrix described in response to item 1(a) above, which identifies the name of the owner of the loans Saxon services and the proper party in interest on whose behalf Saxon performs foreclosures. The information used to populate Investor Matrix is obtained from the applicable Servicing Agreements, including Pooling and Servicing Agreements for securitized transactions. All updates and revisions to the Investor Matrix are performed by Saxon's Legal Department. Additionally, Saxon's Legal Department is responsible for adding new investors to the Investor Matrix as new servicing is brought on by Saxon.

**Question No. 1(c).**

**State in detail your record keeping system to ensure that there is accurate up-to date entries of payments, loan history, assignments, or of any other transaction involving the mortgage. If you are currently making or anticipate making changes, state the changes to be made and when they will be implemented.**

**Response to Request No. 1(c).**

Saxon maintains information regarding the mortgages it services on its systems of record in the ordinary course of its business. Payments on mortgage loans are processed either electronically or manually depending on how the payment was received and information regarding the payment is recorded in Saxon's system immediately at the time of payment. Saxon's systems also maintain information regarding the history of the loan. In addition, when Saxon receives notice that a mortgage loan has been assigned, the assignment is noted in Saxon's systems of record. Likewise, whenever a Saxon employee speaks to a borrower, such communications are required to be memorialized contemporaneously in Saxon's systems of record. Saxon's monitors and controls access to its systems that maintain mortgage loan information by providing password protected access only to certain employees, which is subject to periodic reviews.

**Question No. 1(d).**

**State the review process you have in place to ensure that any certification/affidavit submitted to the Court is accurate, based upon current information and that the person executing the document relied upon personal knowledge and/or business records which would be admissible in a New Jersey Court. If you are currently making or anticipate making any changes, state the changes to be made and when they will be implemented.**

**Response to Request No. 1(d).**

See our response to Request 1(a) above.

**Question No. 1(e).**

**State in detail any training programs you have in place for individuals completing certifications/affidavits to ensure that their knowledge of the contents of the certification/affidavit is based upon personal knowledge or business records which would be admissible in a New Jersey Court.**

**Response to Request No. 1(e).**

All new Saxon employees attend new hire training with respect to the completion of job-specific processes. Saxon's new hire training, performed by the Saxon Learning and Development group, is comprised of mandatory live training sessions as well as required on-line learning modules of core Saxon activities. In addition to the core Saxon new hire training, job-specific training for all Foreclosure Department employees (including those

who sign mortgage assignments, affidavits, or other legal documents required for foreclosure proceedings) includes a classroom training session titled “Working with Mortgage Documents and Understanding Foreclosure ”

For new employees whose job function includes the execution of foreclosure-related documents, and for existing employees whose job function has changed to include the execution of foreclosure-related documents, a Vice President of the Foreclosure Department (“VP”) conducts “side-by-side” training. The VP reviews the purpose and intent of the foreclosure-related documents with the employee and trains the employee on Saxon’s required method for verifying each document’s contents. The VP then allows the employee to observe the VP perform the verification process. Once the VP is comfortable that the employee understands the requirements, the employee commences review and execution on his or her own. The VP will periodically review the new employee’s performance.

In addition to the above-described training related to foreclosure processes, Saxon provides regular Compliance training throughout the year regarding consumer protection and other regulatory requirements impacting mortgage servicing generally. Default and customer-facing staff are also required to complete annual Fair Debt Collection Practices Act training. Finally, Saxon employees are required to complete the following Compliance training modules: Red Flags of Identity Theft; Handling of Confidential Information and Password Security; FACT Act Overview; Social Engineering and How to Avoid Becoming a Victim; Introduction to Mortgage Fraud and Suspicious Activity 2010; Securing Customer Information; Information Disposal; Fair Credit Reporting Act; Servicemembers Civil Relief Act; Clean Desk Policy; and What Being a Financial Holding Company Means for You and Risk Education Awareness Training.

**Question No. 1(f).**

**Describe in detail the process you have in place to ensure that foreclosure counsel is provided with current accurate information to support the preparation of any documentation counsel will be submitting to the Court pursuant to Court Rule.**

**Response to Request No. 1(f).**

See our response to Request 1(a) above.

**Question No. 1(g).**

**State the review process you and foreclosure counsel have in place for the final review of documents to be submitted to the Court pursuant to Rule 4:64-1 et. seq.**

**Response to Request No. 1(g).**

See our response to Request 1(a) above.

**Question No. 1(h).**

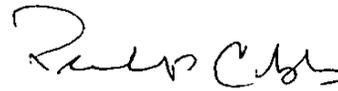
State whether you utilized or intend on utilizing any independent auditor to review the process and procedures mentioned in the above answers to ensure that you are in compliance with the mandates of Court Rule 4:64-1 et. seq.

**Response to Request No. 1(h).**

Saxon has engaged independent consultants to review its processes and procedures related to foreclosure.

The undersigned certifies that the foregoing statements are true and correct to the best of his knowledge.

Saxon Mortgage Services, Inc.



By: Phillip Cobb  
Senior Vice President

Date: 6/8/11

2

**SUPERIOR COURT OF NEW JERSEY  
UNION VICINAGE**

IN THE MATTER OF RESIDENTIAL  
MORTGAGE FORECLOSURE  
PLEADING AND DOCUMENT  
IRREGULARITIES

Administrative Order 01-2010

**AFFIDAVIT OF VERRESE  
HICKSON ON BEHALF OF  
EVERHOME MORTGAGE  
COMPANY**

I, Verrese Hickson, am a Vice President of EverHome Mortgage Company (“EverHome”). I have reviewed EverHome’s business records, am familiar with its business processes, and am qualified to make the following statements:

1. Foreclosure attorneys prepare the affidavits for EverHome to execute. The attorneys access EverHome’s servicing system information, including imaged loan documents, and obtain the information necessary to prepare affidavits or declarations that are presented to the court pursuant to a foreclosure proceeding. All relevant information about a particular borrower’s account is contained in the servicing system. After preparation by the attorney firm, the affidavits are forwarded to the EverHome Document Verification team for review and execution. The Document Verification Specialists validate each critical piece of information included in the affidavit, such as names, dates, note and mortgage information, military status, proper mailing of breach letters, and financial figures. This validation is completed by reviewing system and business records and comparing that information to the information contained in the affidavit. Once the accuracy of the affidavit is confirmed, the Specialist prepares the Document Execution Package, which includes a Document Verification Checklist, the actual document requiring execution, and all supporting business records necessary to support the accuracy of said document.
2. The completed package is presented to a signing officer for review and execution. After the officer has reviewed and validated the document against the documentation checklist and all supporting documents and business records, the officer signs the document under oath in the presence of a notary. The complete package with supporting business records is imaged and the original signed document is returned to counsel who reviews the

affidavit and files the affidavit with the court. A copy of the filed affidavit is then returned to EverHome who checks the filed affidavit against the affidavit that was initially provided to the attorney to file to ensure that nothing was altered during the process.

3. A binder containing corporate resolutions showing the valid election of signing officers is reviewed by a supervising member of the EverHome Document Verification team prior to the signing of affidavits in order to confirm the signing authority of officers at every signing event. Signing officers are provided training by members of the EverHome Legal Department with respect to affidavit signing issues, including appropriate standards of knowledge and documentation thereof.
4. Comprehensive audits of EverHome's affidavit execution and notarization processes were performed in 2010 and 2011 and will be periodically performed in the future to ensure compliance with all applicable laws, rules and requirements.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 19th day of May, 2011.

  
\_\_\_\_\_  
Verrese Hickson, Vice President

State of Florida        )  
                                  )  
County of Duval        )

Sworn to and subscribed before me and signed in my presence this 19th day of May, 2011, as Verrese Hickson, a Vice President of EverHome Mortgage Company, personally, known to me.



  
\_\_\_\_\_  
NOTARY SIGNATURE

**Chantel Moon**  
\_\_\_\_\_  
NOTARY NAME PRINTED

(Seal)

3

SAIBER LLC  
18 Columbia Turnpike, Suite 200  
Florham Park, New Jersey 07932  
(973) 622-3333  
Attorneys for The Bank of New York Mellon and  
The Bank of New York Mellon Trust Company, N.A.

Of Counsel  
PILLSBURY WINTHROP SHAW PITTMAN LLP  
1540 Broadway  
New York, New York 10036  
(212) 858-1000

IN THE MATTER OF RESIDENTIAL  
MORTGAGE FORECLOSURE  
PLEADING AND DOCUMENT  
IRREGULARITIES

Docket No. F-238-11

Re: Administrative Order 01-2010

Civil Action

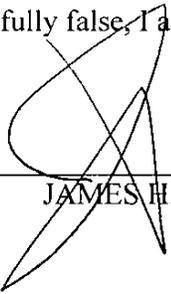
CERTIFICATION PURSUANT  
TO RULE 1:4-4(c)

JAMES H. FORTE, hereby certifies as follows:

1. I am an attorney at law of the State of New Jersey and a member of the firm of Saiber LLC, attorneys for The Bank of New York Mellon and The Bank of New York Mellon Trust Company, N A.

2. I certify that Robert Willis of Vericrest Financial, Inc. and Glenn E. Mitchell of The Bank of New York Mellon have acknowledged the genuineness of their signatures on the pdf version of their respective Certifications submitted for filing under my cover letter dated June 17, 2011. I further certify that Messrs. Willis and Mitchell have been requested to forward the signature page bearing their original signature to me and I will file the original signature pages if requested by the Court or a party.

3. I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are wilfully false, I am subject to punishment



---

JAMES H. FORTE

Dated: June 17, 2011

# Saiber

ATTORNEYS AT LAW

**James H. Forte**  
973-645-4833  
[jforte@saiber.com](mailto:jforte@saiber.com)

June 17, 2011

Via Hand Delivery  
Jennifer M. Perez  
Acting Superior Court Clerk  
Superior Court of New Jersey  
Office of the Clerk  
Hughes Justice Complex  
25 W. Market Street, P.O. Box 971  
Trenton, New Jersey 08625

SUPERIOR COURT OF N.J.

REC'D

JUN 17 2011

Re: In re Residential Mortgage Foreclosure  
Foreclosure Pleadings and Document Irregularities  
Administrative Order 01-2010  
Docket No. F-238-11

Dear Ms. Perez:

I have enclosed on behalf of The Bank of New York Mellon and The Bank of New York Mellon Trust Company, N.A. an original and two copies of the Supplemental Certification of Glenn E. Mitchell with exhibits and my Certification Pursuant to Rule 1:4-4(c) in this matter.

Kindly file these Certifications and return a stamped "filed" copy to me in the enclosed, postage-prepaid envelope provided for your convenience. By copy of this letter, I am forwarding a copy of these Certifications to Judge Barisonek.

I appreciate your cooperation in this regard.

Very truly yours,

JAMES H. FORTE

JHF/bm

Enclosures

cc: The Honorable Walter R. Barisonek (via hand delivery)