

**IN THE MATTER OF
RESIDENTIAL MORTGAGE
FORECLOSURE PLEADING AND
DOCUMENT IRREGULARITIES**

SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION
GENERAL EQUITY PART
MERCER COUNTY

DOCKET NO.: F-059553-10

Civil Action

FILED

JUL 28 2011

**SUPERIOR COURT
CLERK'S OFFICE**

**AFFIDAVIT OF CHRIS COLLINS
ON BEHALF OF
JPMORGAN CHASE BANK, N.A.**

STATE OF OHIO)
) SS:
COUNTY OF FRANKLIN)

AFFIDAVIT OF CHRIS COLLINS

I, Chris Collins, being duly sworn, depose and state the following:

1. I am a Vice President of Foreclosure Operations at JPMorgan Chase Bank, National Association (“Chase”). I am one of several individuals responsible for certain foreclosure processes at Chase including the review and remediation of sworn documents and the development and implementation of procedures concerning foreclosure litigation.

2. I have read the affidavits of Michael Zarro dated January 5, 2011 and April 7, 2011, and agree with the content of those affidavits.

3. I make this Affidavit in further support of Chase’s prima facie showing to the Honorable Richard J. Williams, J.A.D. (ret.). I address below certain questions concerning Chase’s processes for the execution of foreclosure documents in cases where Chase acts as servicer of the loan, and in particular, the court cases listed in Chase’s Servicer Portfolio (the “Chase Servicer Portfolio”).

EMC Mortgage Corporation

4. Chase’s parent, JPMorgan Chase & Co., acquired The Bear Stearns Companies Inc. (“Bear Stearns”) effective May 30, 2008.

5. Included in the acquisition was a servicing company owned by Bear Stearns named EMC Mortgage Corporation (“EMC”).

6. From the time of the acquisition until April 1, 2011, EMC operated as a separate legal entity. However, foreclosures of loans serviced by EMC followed the same general processes, procedures, and document execution practices of Chase and its servicing subsidiary, Chase Home Finance LLC (“CHF”).

7. On March 31, 2011, EMC converted from a Delaware corporation to a Delaware limited liability company and changed its name to EMC Mortgage LLC (“EMC LLC”). Copies of the Certificate of Formation of EMC Mortgage LLC and Certificate of Conversion Converting EMC Mortgage Corporation (a Delaware corporation) to EMC Mortgage LLC (a Delaware limited liability company) are annexed hereto and incorporated herein as Exhibits A and B, respectively.

8. On April 1, 2011, EMC LLC sold its mortgage servicing rights to Chase. As a result, servicing of the mortgage loans previously serviced by EMC/EMC LLC was transferred to Chase on that date. Copies of the Assignment and Assumption Agreement, and related documents, are collectively attached hereto and incorporated herein as Exhibit C.

9. From March 2008 until April 1, 2011, records for EMC/EMC LLC loans were maintained by EMC under Chase’s control, management and supervision. Effective April 1, 2011, those records are maintained by Chase.

10. Further, notwithstanding the April 1, 2011 date, Chase’s enhanced processes, procedures, and document execution practices outlined in the January 5, 2011 and April 7, 2011 Zarro affidavits have applied to the EMC portfolio since the inception of the processes, procedures, and document execution practices.

11. All foreclosure related affidavits and certifications executed by Chase will reflect that the loan is serviced by Chase, and to the extent necessary, all procedures will be updated to reflect this change.

12. The loans formerly serviced by EMC are included in Chase's previously submitted Chase Servicer Portfolio.

Chase Home Finance LLC

13. Effective May 1, 2011, CHF merged into Chase, and Chase is now the servicer of the residential mortgage loans previously serviced by CHF. Annexed hereto and incorporated herein as Exhibit D is a copy of the Certificate of Merger of Chase Home Finance LLC (a Delaware Limited Liability Company) With and Into JPMorgan Chase Bank, National Association (a national banking association organized under the laws of the United States of America).

14. The merger has mooted the sub-servicing agreement between CHF and Chase described in Paragraphs 9 and 30 of the April 7, 2011 Zarro affidavit.

15. All foreclosure related affidavits and certifications executed by Chase will reflect that the loan is serviced by Chase, and to the extent necessary, all procedures will be updated to reflect this change.

16. The processes and procedures detailed in the January 5, 2011 and April 7, 2011 Zarro affidavits are otherwise unaffected by the merger or CHF into Chase and any representations Mr. Zarro made concerning the practices of CHF apply to Chase.

17. The loans formerly serviced by CHF are included in the Chase Servicer Portfolio.

Document Execution, Data Integrity and Third Party Vendors

18. All sworn documents executed by Chase in connection with residential mortgage foreclosures for the Chase Servicer Portfolio are executed “in house” by Chase employees. Chase does not outsource its sworn document execution for the Chase Servicer Portfolio, and does not use sub-servicers.

19. Although Chase uses some outside vendors to assist in the management of defaulted loans and processing of foreclosures, there is no ability for the manipulation of core loan records.

20. Regardless of (a) how Chase came to be the servicer of an individual loan (i.e – Chase has been the servicer since the loan’s origination, Chase acquired the servicing post-origination, Chase acquired the servicing from EMC or CHF); or (b) who owns the beneficial interest in the loan (Chase, a Government Sponsored Enterprise such as Freddie Mac or Fannie Mae, or a private investor), for all loans identified in the Chase Servicer Portfolio, Chase is relying on the MSP system described in the Zarro affidavits to store, retrieve, and otherwise access critical loan data.

21. Moreover, all loans identified in the Chase Servicer Portfolio are handled through the foreclosure processes and document execution procedures set forth the January 5, 2011 and April 7, 2011 Zarro affidavits, and this affidavit. When documents such as Certifications of Proof of Amount Due are executed, the Chase employees review real-time, up-to-date, view-only data in the MSP system.

22. The average number of certifications/affidavits prepared by each Chase document execution employee is currently approximately 5-6 per day. More

experienced employees are processing about 10 per day, and the most that have been executed by one person in one day under the enhanced procedures described in the Zarro affidavits is 13 (this was done by a very experienced employee). There are times when a given document execution employee will have zero completed certifications/affidavits in a day.

23. In addition to the loans identified in the Chase Servicer Portfolio, Chase has approximately 331 pending foreclosure matters in New Jersey based on home equity loans. Home equity loan data is maintained on a computer system known as Vendor Live and Chase is developing procedures to complete affidavits and Certifications of Proof of Amount Due based on a review of that system. While the systems and screens accessed to complete foreclosure documents for home equity loans are different from those used on first-lien loans, Chase will follow the same general processes and procedures previously described to ensure that the Chase employee executing the document has personally reviewed the data and has the requisite personal knowledge to execute the Certifications of Proof of Amount Due.

Reliability of Chase's Affidavits in the Event a Payment is Tendered

24. Payments may be tendered after the commencement foreclosure action either (a) in the context of a forbearance agreement or other loss mitigation plan, or (b) outside of such context.

25. If a payment is tendered in the context of a forbearance agreement or other loss mitigation plan, the payment is recorded in MSP. If the forbearance agreement or loss mitigation plan is ultimately unsuccessful, any forbearance payments

applied to the account will be reflected in the amounts due set forth in the Certification of Proof of Amounts Due (“CPAD”).

26. Because Chase intends to execute new CPADs for pre-judgment files in the Chase Servicer Portfolio, any forbearance payments that may have been applied during the moratorium on accounts where forbearance was unsuccessful will be captured on the new CPAD. Further, Chase will develop additional procedures to help ensure that counsel is advised if forbearance payments are applied between the time the CPAD is completed and judgment is rendered.

27. In addition, borrowers sometimes tender payment outside the context of a forbearance agreement or loss mitigation plan. If the payment brings the borrower’s loan account either current or within a certain investor-defined delinquency (i.e., within 60 days of current status), the foreclosure action will be terminated. If the payment is less than that amount, Chase will return the funds to the borrower.

Attorney Communication, Compliance with the New Jersey Supreme Court Order, and Oversight

28. Chase communicates with its foreclosure and bankruptcy attorneys through a variety of mediums, including telephone, e-mail, and LPS Desktop.

29. There are numerous mechanisms foreclosure counsel can use to communicate and escalate issues as needed to Chase, including dedicated Chase liaisons and the use of general mailboxes.

30. Chase has developed the following plan to comply with the Supreme Court Order (the “Order”) and court rule revisions issued on June 9, 2011.

31. For each pre-judgment file in the Chase Servicer Portfolio, Chase intends to execute a new CPAD based on Chase's enhanced processes and procedures, reflecting the amount due as of the time the CPAD is executed.

32. For these pre-judgment files, a representative of Chase will review the complaint, Chase's systems, the note and the mortgage (and recorded assignments, if any) to confirm the accuracy of the core facts alleged in the complaint. The reviewer will record the results of the review on a written statement. This statement of review will contain the name, title and contact information for the reviewer.

33. The written statement of review will be imaged into LPS Desktop for counsel's review, and a message confirming the transmission of the image will be sent to counsel through LPS Desktop's "intercom" function, an electronic messaging system that provides for direct, two-way, personal communication between foreclosure counsel and the reviewer. Foreclosure counsel will be able to raise any follow-up questions, comments or concerns with the reviewer through "intercom" or the contact information set forth on the statement of review. The communications with counsel will be privileged. However, Chase will maintain a copy of the statement of review for purposes of maintaining an audit trail.

34. For each post-judgment file in the Chase Servicer Portfolio, a representative of Chase will conduct a review of the complaint in the manner described above as well as a similar review of the CPAD submitted in support of the judgment. Chase will communicate the results of the review in the same manner described above for pre-judgment files.

35. Finally, on a go-forward basis for new cases, a representative of Chase will review each complaint and each CPAD, together with Chase's records, the note and the mortgage (and assignments, if any) to confirm the factual accuracy of the complaint and CPAD. Again, the results of the review will be communicated through a written statement transmitted through the LPS Desktop "intercom" function, and Chase will provide contact information for the reviewer so that counsel can address any follow-up questions.

36. In addition to the direct, real-time, personal communication described above, foreclosure counsel and Chase are in regular communication with each other through phone calls, e-mail and the oversight program described below. Thus, to the extent any questions arise that cannot be resolved with a reviewer, there are multiple additional paths of communication and escalation points available.

37. From a relationship and oversight standpoint, Chase has greatly enhanced its practices. Previously, relationships were managed almost exclusively by a non-lawyer Attorney Management team which reported up through foreclosure and bankruptcy management. That team was also responsible for auditing the performance of each law firm through on-site visits. In order to exercise greater supervision of our foreclosure and bankruptcy attorneys, many changes have been made (and continue to be made).

38. Under the current structure, the non-lawyer Attorney Management team is responsible for managing the overall relationship with foreclosure counsel. This group is in constant contact with foreclosure counsel, and questions from counsel can be escalated through this group.

39. Second, Chase has established an independent team to conduct on-site audit review of foreclosure firms. This group does not report up through foreclosure and bankruptcy management.

40. Third, Chase has created a new attorney management group within Chase's Legal Department, known as the Attorney Oversight Group ("AOG"). The AOG conducts its own on-site visits (separate from the audit team), reviews policies and procedures, and provides support and advice to Chase's businesspeople in charge of foreclosure management.

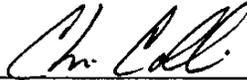
41. The AOG is a team of lawyers whose sole responsibility is the oversight and supervision of foreclosure, bankruptcy and eviction counsel. The team is currently comprised of eight (8) attorneys, plus a supervising attorney and managing attorney. In addition to these ten (10) attorneys, Chase is currently interviewing and plans to add another two (2) to four (4) attorneys in the immediate future.

42. Over the past several months, the AOG has developed a robust and proprietary process for the supervision and oversight of local counsel, which includes regular on-site visits several days at a time.

43. No practices that Chase will agree to with any regulators will be substantially different than what has been set forth in the affidavits filed by Chase in connection with this matter.

FURTHER AFFIANT SAYETH NAUGHT.

I declare under penalty of perjury under the laws of the United States of America that the foregoing *Affidavit* is true and correct. Executed on the 27th day of July, 2011, in Franklin County, Ohio.



Chris Collins
Vice President

STATE OF OHIO)
) SS:
COUNTY OF FRANKLIN)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments in the County aforesaid, Chris Collins, who is personally known to me or produced _____ as identification, and who executed the foregoing Affidavit, and acknowledged before me that he had the authority to do so on behalf of JPMorgan Chase Bank, National Association.

I have hereunto set my hand and affixed my official seal this 27th day of July, 2011.



Melissa Hammock
Notary Public

My commission expires: May 4, 2015



MELISSA HAMMOCK
Notary Public, State of Ohio
My Comm. Expires May 4, 2015

A

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "EMC MORTGAGE LLC" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2011, AT 8:47 O'CLOCK A.M.

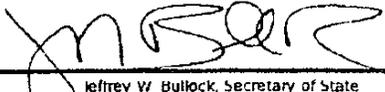
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2011.

2242339 8100V

110344567

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8653511

DATE: 03-28-11

CERTIFICATE OF FORMATION

OF

EMC MORTGAGE LLC

This Certificate of Formation is being filed pursuant to Section 18-214(b) of the Delaware Limited Liability Company Act, 6 *Del. C.* §§ 18-101 *et seq.*, in connection with the conversion of EMC Mortgage Corporation, a Delaware corporation, to a Delaware limited liability company.

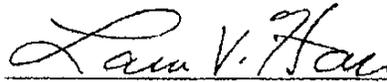
The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name The name of the limited liability company is EMC Mortgage LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1209 Orange Street, City of Wilmington, County of New Castle, State of Delaware, 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.

3. Effective Time. This Certificate of Formation shall be effective on March 31, 2011

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of March 24, 2011.



Name: Lauren V. Harris
An Authorized Person

B

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "EMC MORTGAGE CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "EMC MORTGAGE CORPORATION" TO "EMC MORTGAGE LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2011, AT 8:47 O'CLOCK A.M.

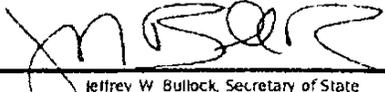
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2011.

2242339 8100V

110344567

You may verify this certificate online
at corp.delaware.gov/authver.shtml




jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8653511

DATE: 03-28-11

CERTIFICATE OF CONVERSION

CONVERTING

EMC MORTGAGE CORPORATION

(a Delaware corporation)

TO

EMC MORTGAGE LLC

(a Delaware limited liability company)

This Certificate of Conversion is being filed for the purpose of converting EMC Mortgage Corporation, a Delaware corporation (the "Converting Entity"), to a Delaware limited liability company to be named "EMC Mortgage LLC" (the "Company") pursuant to Section 18-214 of the Delaware Limited Liability Company Act, 6 *Del. C.* §§ 18-101 *et seq.* (the "Delaware LLC Act"), and Section 266 of the General Corporation Law of the State of Delaware, 8 *Del. C.* §§ 101 *et seq.* (the "DGCL").

The undersigned, as an authorized person of the Converting Entity and the Company, does hereby certify as follows:

1. Name of Converting Entity. The name of the Converting Entity when incorporated was "Southwest Equity Mortgage Corporation." The name of the Converting Entity immediately prior to the filing of this Certificate of Conversion was "EMC Mortgage Corporation."

2. Date and Jurisdiction of Incorporation of Converting Entity. The date on which, and the jurisdiction where, the Converting Entity was incorporated, which jurisdiction has not changed, are as follows:

<u>Date</u>	<u>Jurisdiction</u>
September 26, 1990	Delaware

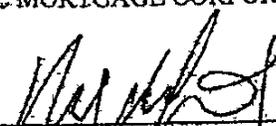
3. Name of Continuing Limited Liability Company. The name of the Delaware limited liability company to which the Converting Entity is being converted and the name set forth in the Certificate of Formation of the Company filed in accordance with Section 18-214(b) of the Delaware LLC Act is "EMC Mortgage LLC."

4. Approval of Conversion. The conversion of the Converting Entity to the Company has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the Delaware LLC Act

5. Effective Time This Certificate of Conversion shall be effective on March 31, 2011.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion as of March 24, 2011.

EMC MORTGAGE CORPORATION

By: 

Name: Michael R. Zarro
Title: President
An Authorized Person

2852825

C

Assignment and Assumption Agreement

FOR VALUE RECEIVED, EMC Mortgage LLC ("Seller") hereby sells, assigns, delegates and transfers to JPMorgan Chase Bank, N.A. ("Buyer") all of Seller's rights and duties as servicer and/or master servicer under those certain Pooling and Servicing Agreements or other servicing agreements (each, a "Servicing Agreement") relating to those securitization transactions to which Seller is a party, provided, however, that Seller shall retain any and all duties, obligations and liabilities (i) relating to any servicing activity occurring prior to the Effective Date (ii) relating to any liability with respect to a breach of any mortgage loan representation or warranty or its role as sponsor or a seller of the mortgage loans in the related securitization transaction and (iii) retained by or excluded from the assets sold to Buyer from Seller pursuant to or in accordance with that certain Purchase and Sale Agreement between Buyer and Seller dated as of the Effective Date

Buyer hereby agrees to assume the duties, obligations and liabilities of Seller solely in its capacity as servicer under the related PSA subject to the preceding sentence to the extent required to effect transfer of Seller's servicing obligations under such PSA

IN WITNESS WHEREOF, the parties have executed this Assignment and Assumption Agreement as of April 1, 2011 (the "Effective Date")

EMC Mortgage LLC

By: [Signature]
Name: Richard T. ...
Title: ...

JPMorgan Chase Bank, N.A.

By: [Signature]
Name: Diane Bentz
Title: Senior Vice President

OFFICER'S CERTIFICATE

1. Diane Bentz, a duly authorized officer of JPMorgan Chase Bank, N.A. ("Chase"), pursuant to those certain pooling and servicing agreements and servicing agreements (the "Servicing Agreements") relating to the securitization transactions to which EMC Mortgage LLC is servicer or master servicer (the "Transactions"), hereby certifies the following in connection with and in satisfaction of its requirement to provide an officer's certificate in connection with the transfer of servicing and/or master servicing, as applicable, under the related Servicing Agreements

1 On March 31, 2011, EMC Mortgage Corporation converted the business organization from a Delaware corporation to a Delaware limited liability company pursuant to which it changed its name to EMC Mortgage LLC ("EMC")

2 On April 1, 2011 (the "Closing Date") EMC shall transfer all rights and obligations with respect to the servicing and/or master servicing, as applicable, (the "Transfer") with respect to each Transaction to Chase

3 The Transfer to Chase is permitted by and complies with the terms of the Servicing Agreements and Chase agrees to be bound by the terms and conditions of the related Servicing Agreement

4 As of the Closing Date, the following conditions will be true and correct

a All of the conditions precedent in each Servicing Agreement relating to the Transfer by EMC to Chase will be complete

b Chase is qualified to service mortgage loans for Fannie Mae and Freddie Mac and is in good standing with Fannie Mae and Freddie Mac.

c Chase is a HUD approved mortgagee

d Chase has a net worth not less than \$25,000,000

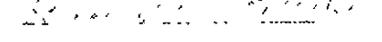
e Chase has equity worth not less than \$200,000,000 in accordance with generally accepted accounting principles in the United States

5 Capitalized terms not defined herein shall have the meanings provided in the related Servicing Agreement

IN WITNESS WHEREOF, the undersigned has set his hand hereunto this day of April 1, 2011.

JPMorgan Chase Bank, N.A

By: 

Title: 

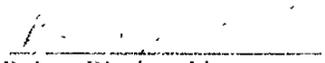
OFFICER'S CERTIFICATE
of
EMC MORTGAGE LLC

This Certificate is being delivered to SNR Denton US LLP ("SNR Denton") for reliance hereon by SNR Denton in rendering its opinion letter to which this Certificate is annexed (the "Opinion Letter"). The undersigned understands, acknowledges and agrees that the facts set forth in the Opinion Letter and this Certificate are being relied upon by SNR Denton in rendering the Opinion Letter and by each addressee thereof and other parties to the transactions to which the Opinion Letter relates in the consummation of those transactions. Capitalized terms not defined herein have the meanings assigned to them in the Opinion Letter and the Agreements identified in Schedule 2 (the "Agreements") to the Opinion Letter. The undersigned hereby represents, warrants, covenants and certifies, after reasonable investigation and review and consultation as appropriate with its attorneys, as follows:

1. The undersigned is a duly elected officer of EMC Mortgage LLC (the "Company").
2. In 2009, the Company delivered requests for consent to each of the parties (the "Required Parties") required under the related Section of the related Agreement identified in Schedule 2 to the Opinion Letter requesting that each Required Party consent ("Consent") to the transfer of the Company's servicing obligations (such transfer, the "Servicing Transfer") to JPMorgan Chase Bank National Association under each such Agreement. Such Consents have been received by the Company from each Required Party.
3. In 2010, the Company delivered notifications (the "Notifications") to each of the Required Parties stating that the Servicing Transfer was rescheduled to occur on December 31, 2010 and notifying the Required Parties that the Company was intending to rely on the Consents provided by the Required Parties with respect to the Servicing Transfer on December 31, 2010 unless the Company received an objection (an "Objection") from any of the Required Parties by November 30, 2010.
4. The Company received delivery confirmation that each Notification was received by the Required Parties.
5. As of the date hereof, the Company has not received any Objection from the Required Parties with respect to the Servicing Transfer.
6. All of the Required Parties will be notified that the Servicing Transfer has occurred on or about April 1, 2011.
7. On or prior to the date hereof, all documents and other deliverables required under the related Agreement have been delivered to the applicable recipients, including all Required Parties.

IN WITNESS WHEREOF, this Officer's Certificate has been duly executed and delivered as of the 1st day of April, 2011

EMC MORTGAGE LLC

By 
Name: Robert Blankenship
Title: Vice President

D

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CHASE HOME FINANCE LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "JPMORGAN CHASE BANK, NATIONAL ASSOCIATION" UNDER THE NAME OF "JPMORGAN CHASE BANK, NATIONAL ASSOCIATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE COUNTRY OF UNITED STATES, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2011, AT 6:04 O'CLOCK P M.

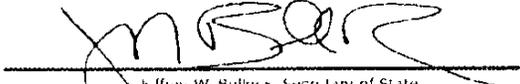
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF MAY, A.D. 2011, AT 12:02 O'CLOCK A.M.

4974675 8100M

110463889

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8723645

DATE: 04-28-11

STATE OF DELAWARE CERTIFICATE OF MERGER OF
CHASE HOME FINANCE LLC
(a Delaware Limited Liability Company)
WITH AND INTO
JPMORGAN CHASE BANK, NATIONAL ASSOCIATION
(a national banking association organized under the laws of the United States of America)

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act and pursuant to the laws of the United States of America, the undersigned national association executes the following Certificate of Merger

FIRST The name of the surviving entity is JPMorgan Chase Bank, National Association, a national banking association organized and existing under the laws of the United States of America, and the name of the limited liability company being merged into the surviving entity is Chase Home Finance LLC, a Delaware limited liability company

SECOND The Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities

THIRD. The name of the surviving entity is JPMorgan Chase Bank, National Association, a national banking association organized and existing under the laws of the United States of America

FOURTH: The Charter of JPMorgan Chase Bank, National Association shall continue to be the Charter of the surviving entity

FIFTH The merger is to become effective at 12:02 A.M. on May 1, 2011

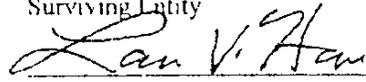
SIXTH The Plan and Agreement of Merger is on file at 194 Wood Avenue South, Iselin, New Jersey 08830, a place of business of the surviving entity

SEVENTH A copy of the Plan and Agreement of Merger will be furnished by the surviving entity, upon request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge or consolidate

EIGHTH JPMorgan Chase Bank, National Association, the surviving entity, agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge or consolidate, irrevocably appointing the Delaware Secretary of State as its agent to accept service of process in any such action, suit or proceeding, and specifies that a copy of such process shall be mailed by the Secretary of State to the surviving entity at 194 Wood Avenue South, 2nd Floor, Iselin, New Jersey 08830

IN WITNESS WHEREOF, said surviving entity has caused this certificate to be signed
by an authorized officer this 27th day of April, 2011.

JPMORGAN CHASE BANK, NATIONAL ASSOCIATION
Surviving Entity



Lauren V. Harris, Vice President

Morgan, Lewis & Bockius LLP
502 Carnegie Center
Princeton, NJ 08540
Tel 609.919 6600
Fax. 609.919 6701
www.morganlewis.com

SUPERIOR COURT OF N.J.
REC'D
JUL 28 2011

Morgan Lewis
C O U N S E L O R S A T L A W
A Pennsylvania Limited Liability Partnership
RANDALL B. SUNBERG
Partner-in-Charge

Christopher C. Loeber
609 919 6672
cloeber@MorganLewis.com

July 28, 2011

Civil Practice Division

JUL 28 2011

RECEIVED

VIA HAND DELIVERY

Kevin Wolfe
Superior Court of New Jersey
Richard J. Hughes Justice Complex
25 West Market Street
6th Floor, North
Trenton, NJ 08625

Re: In the Matter of Residential Mortgage Foreclosure Pleadings and Document Irregularities
Docket No F-059553-10

Dear Mr Wolfe.

In conjunction with JPMorgan Chase Bank N.A.'s and Chase Home Finance LLC's ("Chase's")
Prima Facie Showing, submitted to the Clerk's Office on April 7, 2011, enclosed please find the
Affidavit of Chris Collins and exhibits thereto

Kindly file a set and return stamped copies to our messenger.

Thank you.

Very truly yours,



Christopher C. Loeber

encs.

cc: Hon. Richard Williams (w/encs)
Edward J. Dauber, Esq. (w/encs)

Princeton Philadelphia Washington New York Los Angeles San Francisco Miami Pittsburgh Chicago Minneapolis
Palo Alto Dallas Houston Harrisburg Irvine Boston London Paris Brussels Frankfurt Beijing Tokyo