

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

In the matter of the application of  
  
U.S. BANK NATIONAL ASSOCIATION  
(as Trustee, Securities Administrator, Paying  
Agent, and/or Calculation Agent under  
various Pooling and Servicing Agreements),

Petitioner,

for judicial instructions pursuant to CPLR  
Article 77.

Index No. 656028/2021

IAS Part 53

Hon. Andrew J. Borrok

**ANSWER OF U.S. BANK NATIONAL  
ASSOCIATION, AS TRUSTEE OF THE  
NIM TRUSTS BSSP 2005-32N, BSSP  
2006-3, AND BSNIM 2004-HE10, AND  
SOLELY AT THE DIRECTION OF  
POETIC HOLDINGS VI LLC, IN  
RESPONSE TO PETITION**

Pursuant to the Court’s Orders to Show Cause dated November 29, 2021 and January 10, 2022, Respondent U.S. Bank National Association (“U.S. Bank”), solely in its capacity as Indenture Trustee (“the NIM Trustee”) for the NIM Trusts BSSP 2005-32N, BSNIM 2004-HE10, and BSSP 2006-3 (the “Poetic VI NIM Trusts”), and solely at the direction of Poetic Holdings VI LLC (“Poetic VI”) respectfully makes this answer in response to the Petition.<sup>1</sup>

The Poetic NIM Trusts hold certificates in three Subject Trusts (as that term is defined in the Petition): SACO 2005-9, SACO 2005-10, and BSABS 2004-HE10.

With respect to SACO 2005-9, SACO 2005-10, and BSABS 2004-HE10, the NIM Trustee joins in the positions stated in the Answer to the Petition filed today by Poetic VI.

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<sup>1</sup>At the direction of Poetic VI, as a holder of certificates issued by the Poetic VI NIM Trusts, U.S. Bank, solely in its capacity as NIM Trustee, submits this answer pursuant to a direction and indemnity agreement between Poetic VI and U.S. Bank, as NIM Trustee. This answer sets forth the positions of Poetic VI. As set forth in the applicable agreements, U.S. Bank’s capacity in its role as NIM Trustee is separate and distinct from U.S. Bank’s capacity in its role as trustee and/or payment administrator for the Subject Trusts, and these separate roles were created at the closing of the applicable transactions. In this proceeding, U.S. Bank has separate counsel for its NIM Trustee roles and trustee/payment administrator roles.

Dated: January 18, 2022

Respectfully submitted,

PERKINS COIE LLP

*/s/ Martin Gilmore*

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Martin Gilmore

Sean Connery

1155 Avenue of the Americas, 22<sup>nd</sup> Floor

New York, NY 10036-2711

Telephone: (212) 261-6814

E-mail: [mgilmore@perkinscoie.com](mailto:mgilmore@perkinscoie.com)

*Attorneys for Respondent U.S. Bank National  
Association as NIM Trustee*