IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CONSUMER FINANCIAL PROTECTION BUREAU, Plaintiff, v. THE NATIONAL COLLEGIATE MASTER STUDENT LOAN TRUST, *et al.*, Defendants.	C.A. No. 17-1323-GMS

THE TRUSTS' OMNIBUS RESPONSE TO THE INTERVENTION MOTIONS

The proposed intervenors[1] do not dispute that illegal conduct has occurred in the servicing of student loans in the Trusts.[2] And, to be clear, the Consumer Financial Protection Bureau ("CFPB") has found that certain of the proposed intervenors—U.S. Bank (Indenture Trustee and Special Servicer), Pennsylvania Higher Education Assistance Agency ("PHEAA") (Master Servicer), GSS Data Services (Administrator), Turnstile Capital Management, LLC (Special Subservicer) and Transworld Systems, Inc. ("TSI") (Special Subservicer) (collectively the "Service Providers")—engaged in the misconduct that led to the Bureau's enforcement action and these proceedings. The Service Providers have violated their contractual duties and obligations and have engaged and are presently engaging in fraud and misconduct against the

[1] Intervention motions have been filed by Wilmington Trust Company, U.S. Bank National Association, Ambac Assurance Corporation, TSI, the Objecting Noteholders, PHEAA, and GSS Data Services.

[2] "Trusts" refers collectively to Defendants National Collegiate Master Student Loan Trust, National Collegiate Student Loan Trust 2003-1, National Collegiate Student Loan Trust 2004-1, National Collegiate Student Loan Trust 2004-2, National Collegiate Student Loan Trust 2005-1, National Collegiate Student Loan Trust 2005-2, National Collegiate Student Loan Trust 2005-3, National Collegiate Student Loan Trust 2006-1, National Collegiate Student Loan Trust 2006-2, National Collegiate Student Loan Trust 2006-3, National Collegiate Student Loan Trust 2006-4, National Collegiate Student Loan Trust 2007-1, National Collegiate Student Loan Trust 2007-2, National Collegiate Student Loan Trust 2007-3, National Collegiate Student Loan Trust 2007-4.

Trusts. In the face of findings stemming from investigations that began well over a year ago, rather than cease their misconduct and take steps to stop future misconduct, the Service Providers have actually increased the volume and frequency of their unlawful conduct.

The Trusts and the Consumer Financial Protection Bureau ("CFPB" or "Bureau") seek to stop the misconduct through the pending Consent Judgment. Significantly, the proposed intervenors' objections starkly contrast with their silence (and non-intervention) with respect to the TSI Consent order, which is based on the same findings.

The Trusts do not oppose the Court permitting the proposed intervenors to appear in this action—not because their substantive arguments are correct (they are not, and will be responded to in due course), but rather because expediting the resolution of this action and entering the Consent Order is the best path forward. Accordingly, and without prejudice to substantively respond to the Intervenors' claims in due course, the Trusts do not oppose intervention and respectfully request that the Court expeditiously adjudicate the CFPB's pending Motion.

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