

**MINUTES OF THE ANNUAL MEETING OF THE MEMBERS OF THE FISCAL
YEAR 2005 SECURITIZATION CORPORATION**

September 13, 2012

The Annual Meeting of the Members of the Fiscal Year 2005 Securitization Corporation (the “Corporation”) was held on September 13, 2012 at approximately 2:000 p.m. at 255 Greenwich Street, Room 6M4, New York, New York.

The following persons were present:

a) The Membership Class consisting of the Director of Management and Budget of the City of New York (the “City”):

Mark Page, Director of Management and Budget of the City, in person;

(b) The Membership Class consisting of the Comptroller of the City:
Carol Kostik, by proxy for John C. Liu, Comptroller of the City; and

(c) The Membership Class consisting of the Corporation Counsel of the City:

Albert F. Moncure, Jr., by proxy for Michael A. Cardozo, Corporation Counsel of the City

constituting a quorum of such Members. Kathy Blyn served as secretary of the meeting.

Also in attendance were members of the public, officers of the Corporation and employees of various agencies of the City.

The meeting was called to order by Mr. Page.

Election of Alternate Director

The first item on the agenda was an oral resolution to be adopted by the Membership Class consisting of the Comptroller of the City to elect Carol Kostik as Alternate Director for the Director who is the Comptroller of the City. Such resolution was adopted by Ms. Kostik as proxy for the Membership Class consisting of the Comptroller of the City.

Approval of Minutes

The second item on the agenda was the approval of the minutes of the special meeting of the Members of the Corporation held on April 27, 2012. A motion was made to approve the resolution adopting such minutes which appears below. The motion was seconded and, there being no objection, duly approved.

WHEREAS, the Members of Fiscal Year 2005 Securitization Corporation have reviewed the minutes of the previous meeting of the Members held on April 27, 2012; it is therefore

RESOLVED, that the minutes of the meeting of April 27, 2012, are hereby approved.

Receipt and Acceptance of Annual Report to Members

The third and final item on the agenda was the receipt and acceptance of the Annual Report of the Directors to the Members. Mr. Page explained that such a report is required by Section 519 of the New York Not-for-Profit Corporation Law and he noted that the Report was included in the materials provided to the Members. A motion was made to adopt the resolution set forth below with respect to the Annual Report. The motion was seconded and, there being no objections, approved.

WHEREAS, Section 519 of the New York Not-For-Profit Corporation Law (the “NPCL”) requires that the Board of Directors of not-for-profit corporations present an annual report relating to the financial conditions of such corporations to the members of such corporations at their annual meeting; and

WHEREAS, the Corporation has prepared an annual report in compliance with Section 519 of the NPCL (the “Annual Report”); it is therefore

RESOLVED, that the members of the Corporation do hereby receive and review the Annual Report; and it is

FURTHER RESOLVED, that the Annual Report be entered in the minutes of this Annual Meeting of the Members.

Adjournment

There being no further business to come before the meeting, upon motion duly made and seconded, there being no objections, the meeting was duly adjourned.



ASSISTANT SECRETARY