

UNITED STATES OF AMERICA
Before the
CONSUMER FINANCIAL PROTECTION BUREAU

ADMINISTRATIVE PROCEEDING
File No. 2014-CFPB-0002

In the matter of:

PHH CORPORATION, PHH MORTGAGE
CORPORATION, PHH HOME LOANS,
LLC, ATRIUM INSURANCE
CORPORATION, AND ATRIUM
REINSURANCE CORPORATION.

DECLARATION OF DAVID M. SOUDERS

I, David M. Souders, pursuant to 28 U.S.C. § 1746, declare that:

1. I am a partner with the firm Weiner Brodsky Kider PC, counsel to Respondents PHH Corporation, PHH Mortgage Corporation, PHH Home Loans, LLC, Atrium Insurance Corporation, and Atrium Reinsurance Corporation (collectively, "Respondents") in the above-captioned matter. I am submitting this Declaration in response to the Bureau's Subpoena dated May 15, 2014, which seeks documents related to certain communications from, among others, counsel for Respondents.

2. During the period from July 21, 2011, to the present, neither I, nor any of the other attorneys working on this matter, have been involved in any communications with any MI, including but not limited to CMG, Genworth, Radian, and UGI, about the possibility of Atrium/Atrium Re either resuming and/or entering into new captive mortgage reinsurance arrangements either now or in the future.

3. The firm does not have any documents reflecting communications referring to or relating to the possibility of Atrium/Atrium Re either resuming and/or entering into new captive mortgage reinsurance arrangements after July 21, 2011.

I certify under penalty of perjury that the foregoing is true and correct.

Executed on May 16, 2014.



David M. Souders
Partner
Weiner Brodsky Kider PC