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 Wells Fargo Bank, National Association, as Indenture Trustee  
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14 **UNITED STATES BANKRUPTCY COURT**  
 15 **EASTERN DISTRICT OF CALIFORNIA**  
 16 **SACRAMENTO DIVISION**

17 In re:  
 18 CITY OF STOCKTON, CALIFORNIA,  
 19 Debtor.

Case No. 12-32118 (CMK)  
 DC No: OHS-1  
 Chapter 9

**JOINDER OF WELLS FARGO BANK,  
 NATIONAL ASSOCIATION AS INDENTURE  
 TRUSTEE TO FRANKLIN ADVISERS, INC.'S  
 OBJECTION TO (A) THE CITY OF  
 STOCKTON'S STATEMENT OF  
 QUALIFICATIONS AND ELIGIBILITY TO BE  
 A CHAPTER 9 DEBTOR PURSUANT TO  
 SECTIONS 109(c) AND 921(c) OF THE  
 BANKRUPTCY CODE; AND (B) ENTRY OF AN  
 ORDER FOR RELIEF PURSUANT TO  
 SECTION 921(d) OF THE BANKRUPTCY  
 CODE**

**Status Conference**

Date: Thursday, August 23, 2012  
Time: 10:00 a.m.  
Place: United States Courthouse,  
Dept. A, Courtroom 28  
501 I Street, Sacramento, CA 95814

Wells Fargo Bank, National Association, as indenture trustee<sup>1</sup> (the “Indenture Trustee”), hereby objects to (A) the Statement of Qualifications Under Section 109(c) [Docket No. 5 / OHS-1] (the “Statement”) filed by the City on June 28, 2012, and the City’s Voluntary Petition (the “Petition”) pursuant to chapter 9 of title 11 of the United States Code (the “Bankruptcy Code”) (together, the “Debtor’s Eligibility”); and (B) the entry of an order for relief under section 921(d) of the Bankruptcy Code, in each case on the ground that the City has not proven that it qualifies to be a debtor under sections 109(c) and/or section 921(c) of the Bankruptcy Code, and joins (this “Joinder”) the arguments made by Franklin Advisers, Inc. (“Franklin”) in its Objection to the Debtor’s Eligibility filed earlier today (the “Franklin Objection”).

By this Joinder, the Indenture Trustee joins with Franklin and adopts by reference hereto the responses and arguments contained in the Franklin Objection. The Indenture Trustee further reserves the right to be heard during any argument or status conference on the Debtor’s Eligibility and all other related matters.

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<sup>1</sup> Wells Fargo Bank, National Association files this Joinder in its capacity as Indenture Trustee with respect to the Stockton Public Financing Authority Lease Revenue Bonds, 2009 Series A (Capital Improvement Projects).

1           WHEREFORE, for the foregoing reasons, the Indenture Trustee (i) joins in and requests  
2 that the Court sustain the Franklin Objection, and (ii) requests such other and further relief as is  
3 just and proper.

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5 Dated: August 9, 2012

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7 /s/ William W. Kannel

8 William W. Kannel (*admitted pro hac vice*)  
9 Michael Gardener (*admitted pro hac vice*)  
10 Adrienne K. Walker (*admitted pro hac vice*)  
**MINTZ LEVIN COHN FERRIS GLOVSKY  
AND POPEO P.C.**

11 and

12 Jeffrey A. Davis  
13 Abigail V. O'Brient  
**MINTZ LEVIN COHN FERRIS GLOVSKY  
AND POPEO P.C.**

14 *Attorneys for Wells Fargo Bank, National  
15 Association, as Indenture Trustee*

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27 *Joinder of Wells Fargo Bank National Association, as Indenture Trustee to Franklin Advisers, Inc.'s*  
28 *Objection to (a) the City of Stockton's Statement of Qualifications and Eligibility to be a Chapter 9  
Debtor Pursuant to Sections 109(c) and 921(c) of the Bankruptcy Code; and (b) Entry of an Order  
for Relief Pursuant to Section 921(d) of the Bankruptcy Code*