

**Offering Circular Supplement  
(To Base Offering Circular dated April 1, 2008)**



**\$1,218,370,196**  
**Government National Mortgage Association**  
**GINNIE MAE®**  
**Guaranteed REMIC Pass-Through Securities**  
**and MX Securities**  
**Ginnie Mae REMIC Trust 2009-058**

**The Securities**

The Trust will issue the Classes of Securities listed on the front cover of this offering circular supplement.

**The Ginnie Mae Guaranty**

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America.

**The Trust and its Assets**

The Trust will own (1) Ginnie Mae Certificates and (2) certain previously issued certificates.

**The securities may not be suitable investments for you. You should consider carefully the risks of investing in them.**

**See "Risk Factors" beginning on page S-11 which highlights some of these risks.**

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be July 30, 2009.

You should read the Base Offering Circular as well as this Supplement.

The securities are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
GB	\$ 3,434,000	5.0%	SC/SEQ	FIX	38375DK64	June 2039
GC	4,046,000	5.0	SC/SEQ	FIX	38375DK72	June 2039
GD	3,574,000	5.0	SC/SEQ	FIX	38375DK80	June 2039
GE	5,307,000	5.0	SC/SEQ	FIX	38375DK98	June 2039
GH	4,095,100	5.0	SC/SEQ	FIX	38375DL22	June 2039
UO	2,272,900	0.0	SC/PT	PO	38375DL30	June 2039
<b>Security Group 2</b>						
FD	100,000,000	(5)	PAC/AD	FLT	38375DL48	July 2039
PA(1)	66,566,667	4.5	PAC/AD	FIX	38375DL55	July 2039
SD	100,000,000	(5)	NTL (PAC/AD)	INV/IO	38375DL63	July 2039
Z	33,189,899	4.5	PAC/AD	FIX/Z	38375DL92	July 2039
ZP	100,000,000	4.5	PAC/AD	FIX/Z	38375DL89	July 2039
<b>Security Group 3</b>						
DA(1)	100,010,000	5.0	PAC I	FIX	38375DL97	June 2032
DB(1)	35,040,000	5.0	PAC I	FIX	38375DM21	June 2034
DC(1)	37,000,000	5.0	PAC I	FIX	38375DM39	April 2036
DE(1)	44,500,000	5.0	PAC I	FIX	38375DM47	March 2038
DI(1)	34,250,000	5.0	NTL (PAC I)	FIX/IO	38375DM54	July 2039
DO(1)	34,250,000	0.0	PAC I	PO	38375DM62	July 2039
UA	36,870,000	5.0	SUP	FIX	38375DM70	January 2039
UB	4,140,000	5.0	SUP	FIX	38375DM88	March 2039
UC	5,590,000	5.0	SUP	FIX	38375DM96	May 2039
UD	4,900,000	5.0	SUP	FIX	38375DN20	July 2039
UE	12,800,000	4.5	SUP	FIX	38375DN38	January 2039
UG	2,000,000	5.5	SUP	FIX	38375DN46	January 2039
UH	2,700,000	7.0	SUP	FIX	38375DN53	January 2039
YA	72,000	5.0	PAC II	FIX	38375DN61	January 2039
YB	3,971,145	5.0	PAC II	FIX	38375DN79	May 2039
YC	4,850,000	5.0	PAC II	FIX	38375DN87	July 2039
YD	1,480,000	5.0	PAC II	FIX	38375DN95	July 2039
YE(1)	6,239,000	5.0	PAC II	FIX	38375DP28	October 2038
YG	8,949,800	5.0	PAC II	FIX	38375DP46	April 2039
YH	877,055	5.0	PAC II	FIX	38375DP44	May 2039
YJ(1)	2,377,000	5.0	PAC II	FIX	38375DP51	December 2038
YK(1)	1,384,000	5.0	PAC II	FIX	38375DP69	January 2039
<b>Security Group 4</b>						
IE(1)	28,470,000	4.5	NTL (PAC I)	FIX/IO	38375DP77	July 2039
JA	7,180,000	4.5	PAC II	FIX	38375DP85	March 2039
JB	3,430,000	4.5	PAC II	FIX	38375DP93	May 2039
JC	1,610,000	4.5	PAC II	FIX	38375DQ27	July 2039
JD	1,270,000	4.5	PAC II	FIX	38375DQ35	July 2039
MA(1)	77,590,000	4.5	PAC I	FIX	38375DQ43	November 2031
MB	13,900,000	4.5	PAC I	FIX	38375DQ50	February 2033
MC	37,500,000	4.5	PAC I	FIX	38375DQ68	February 2036
MD	22,530,000	4.5	PAC I	FIX	38375DQ76	September 2037
NA	38,020,000	4.5	SUP	FIX	38375DQ84	May 2038
NB	4,290,000	4.5	SUP	FIX	38375DQ92	September 2038
NC	4,210,000	4.5	SUP	FIX	38375DR26	December 2038
ND	2,930,000	4.5	SUP	FIX	38375DR34	February 2039
NE	3,260,000	4.5	SUP	FIX	38375DR42	May 2039
NG	3,810,000	4.5	SUP	FIX	38375DR59	July 2039
OE(1)	28,470,000	0.0	PAC I	PO	38375DR67	July 2039
<b>Security Group 5</b>						
GS(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DR75	June 2039
JP	1,599,000	5.5	PAC/AD	FIX	38375DR83	July 2039
OP(1)	157,840,000	0.0	PAC/AD	PO	38375DR91	June 2039
QP(1)	124,017,142	(5)	NTL (PAC/AD)	FLT/IO	38375DS25	June 2039
WA(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DS33	June 2039
WB(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DS41	June 2039
WC(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DS58	June 2039
WF(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DS66	June 2039
WQ(1)	124,017,142	(5)	NTL (PAC/AD)	INV/IO	38375DS74	June 2039
ZA	40,561,000	5.5	SUP	FIX/Z	38375DS82	July 2039
<b>Security Group 6</b>						
AO(1)	76,666,666	0.0	PAC/AD	PO	38375DS90	July 2039
SY(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT24	July 2039
UZ	10,893,969	5.5	SUP	FIX/Z	38375DT32	July 2039
WD(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT40	July 2039
WE(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT57	July 2039
WG(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT65	July 2039
WH(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT73	July 2039
WI(1)	60,238,094	(5)	NTL (PAC/AD)	INV/IO	38375DT81	July 2039
WS(1)	60,238,094	(5)	NTL (PAC/AD)	FLT/IO	38375DT99	July 2039
<b>Security Group 7</b>						
WM	1,500,000	4.5	SC/PT	FIX	38375DU22	May 2039
WN	1,500,000	5.5	SC/PT	FIX	38375DU30	May 2039
<b>Security Group 8</b>						
AZ	20,000,000	5.5	SUP	FIX/Z	38375DU48	July 2039
JQ	2,367,000	5.5	PAC/AD	FIX	38375DU55	July 2039
PO(1)	82,865,000	0.0	PAC/AD	PO	38375DU63	April 2039
PQ(1)	65,108,214	(5)	NTL (PAC/AD)	FLT/IO	38375DU71	April 2039
QA(1)	65,108,214	(5)	NTL (PAC/AD)	INV/IO	38375DU89	April 2039
QB(1)	65,108,214	(5)	NTL (PAC/AD)	INV/IO	38375DU97	April 2039
QC(1)	65,108,214	(5)	NTL (PAC/AD)	INV/IO	38375DV21	April 2039
QD(1)	65,108,214	(5)	NTL (PAC/AD)	INV/IO	38375DV39	April 2039
SH(1)	65,108,214	(5)	NTL (PAC/AD)	INV/IO	38375DV47	April 2039
<b>Residual</b>						
RR	0	0.0	NPR	NPR	38375DV54	July 2039

(1) These Securities may be exchanged for MX Securities described in Schedule I.  
(2) Subject to increase as described under "Increase in Size" in this Supplement. The amount shown for each Notional Class (indicated by "NTL" under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.  
(3) As defined under "Class Types" in Appendix I to the Base Offering Circular. The type of Class with which the Class Notional Balance of each Notional Class will be reduced is indicated in parentheses.  
(4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.  
(5) See "Terms Sheet — Interest Rates" in this Supplement.

## AVAILABLE INFORMATION

You should purchase the securities only if you have read and understood the following documents:

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 1 and 7 securities, the disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Document”).

The Base Offering Circular and the Underlying Certificate Disclosure Document are available on Ginnie Mae’s website located at <http://www.ginniemae.gov>.

If you do not have access to the internet, call The Bank of New York Mellon, which will act as information agent for the Trust, at (800) 234-GNMA, to order copies of the Base Offering Circular. In addition, you can obtain copies of any other document listed above by contacting The Bank of New York Mellon at the telephone number listed above.

Please consult the standard abbreviations of Class Types included in the Base Offering Circular as Appendix I and the Glossary included in the Base Offering Circular as Appendix II for definitions of capitalized terms.

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## TERMS SHEET

This terms sheet contains selected information for quick reference only. You should read this Supplement, particularly “Risk Factors,” and each of the other documents listed under “Available Information.”

**Sponsor:** Barclays Capital Inc.

**Co-Sponsor:** Gardner Rich, LLC

**Trustee:** Wells Fargo Bank, N.A.

**Tax Administrator:** The Trustee

**Closing Date:** July 30, 2009

**Distribution Dates:** For the Group 1 and 4 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in August 2009. For the Group 2, 3, 5, 6, 7 and 8 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in August 2009.

**Trust Assets:**

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Underlying Certificates	(1)	(1)
2	Ginnie Mae II	6.0%	30
3	Ginnie Mae II	5.0%	30
4	Ginnie Mae I	4.5%	30
5	Ginnie Mae II	5.5%	30
6	Ginnie Mae II	5.5%	30
7	Underlying Certificate	(1)	(1)
8	Ginnie Mae II	5.5%	30

<sup>(1)</sup> Certain information regarding the Underlying Certificates is set forth in Exhibits A and B to this Supplement.

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Except in the case of certain MX Classes in Groups 5 and 8, payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

**Assumed Characteristics of the Mortgage Loans Underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets<sup>1</sup>:**

<u>Principal Balance<sup>2</sup></u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>3</sup></u>
<b>Group 2 Trust Assets</b>			
\$199,848,561	347	11	6.367%
<b>Group 3 Trust Assets</b>			
\$350,000,000	356	3	5.400%
<b>Group 4 Trust Assets</b>			
\$250,000,000	356	2	5.000%
<b>Group 5 Trust Assets</b>			
\$200,000,000	347	7	5.950%
<b>Group 6 Trust Assets</b>			
\$ 87,560,635	350	9	5.970%
<b>Group 8 Trust Assets</b>			
\$105,232,000	347	11	5.950%

<sup>1</sup> As of July 1, 2009.

<sup>2</sup> Does not include the Group 3 Trust Assets that will be added to pay the Trustee Fee.

<sup>3</sup> The Mortgage Loans underlying the Group 2, 3, 5, 6 and 8 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 2, 3, 5, 6 and 8 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets— The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the Underlying Trust.

**Issuance of Securities:** The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the “Fedwire Book-Entry System”). The Residual Securities will be issued in fully registered, certificated form. See *“Description of the Securities— Form of Securities” in this Supplement*.

**Modification and Exchange:** If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. See *“Description of the Securities— Modification and Exchange” in this Supplement*.

**Increased Minimum Denomination Classes:** Each Class that constitutes a Principal Only, Interest Only or Inverse Floating Rate Class. See *“Description of the Securities— Form of Securities” in this Supplement*.

**Interest Rates:** The Interest Rates for the Fixed Rate Classes are shown on the front cover of this Supplement or on Schedule I to this Supplement.

The Floating Rate and Inverse Floating Rate Classes will bear interest at per annum rates based on one-month LIBOR (hereinafter referred to as “LIBOR”) as follows:

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
AF	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
AS	6.25% – LIBOR	5.95%	0.00%	6.25%	0	6.25%
BF	LIBOR + 0.80%	1.10%	0.80%	7.00%	0	0.00%
BS	6.20% – LIBOR	5.90%	0.00%	6.20%	0	6.20%
CF	LIBOR + 0.85%	1.15%	0.85%	7.00%	0	0.00%
CS	6.15% – LIBOR	5.85%	0.00%	6.15%	0	6.15%
DF	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.00%
DS	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.10%
EF	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.00%
ES	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.05%
FA	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
FC	LIBOR + 0.80%	1.10%	0.80%	7.00%	0	0.00%
FD	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.00%
FE	LIBOR + 0.85%	1.15%	0.85%	7.00%	0	0.00%
FG	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.00%
FH	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.00%
FN	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
FQ	LIBOR + 0.80%	1.10%	0.80%	7.00%	0	0.00%
FR	LIBOR + 0.85%	1.15%	0.85%	7.00%	0	0.00%
FT	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.00%
FW	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.00%
FY	LIBOR + 1.00%	1.30%	1.00%	7.00%	0	0.00%
GF	LIBOR + 1.00%	1.30%	1.00%	7.00%	0	0.00%
GS	6.00% – LIBOR	5.70%	0.00%	6.00%	0	6.00%
HF	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
HS	6.25% – LIBOR	5.95%	0.00%	6.25%	0	6.25%
JF	LIBOR + 0.80%	1.10%	0.80%	7.00%	0	0.00%
JS	6.20% – LIBOR	5.90%	0.00%	6.20%	0	6.20%
KF	LIBOR + 0.85%	1.15%	0.85%	7.00%	0	0.00%
KS	6.15% – LIBOR	5.85%	0.00%	6.15%	0	6.15%
LF	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.00%
LS	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.10%
MF	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.00%
MS	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.05%
PQ	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
QA	6.25% – LIBOR	0.05%	0.00%	0.05%	0	6.25%
QB	6.20% – LIBOR	0.05%	0.00%	0.05%	0	6.20%
QC	6.15% – LIBOR	0.05%	0.00%	0.05%	0	6.15%
QD	6.10% – LIBOR	0.05%	0.00%	0.05%	0	6.10%
QP	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%
SA	6.25% – LIBOR	5.95%	0.00%	6.25%	0	6.25%
SC	6.20% – LIBOR	5.90%	0.00%	6.20%	0	6.20%
SD	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.10%
SE	6.15% – LIBOR	5.85%	0.00%	6.15%	0	6.15%
SG	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.10%
SH	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.05%

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
SN	6.25% – LIBOR	5.95%	0.00%	6.25%	0	6.25%
SQ	6.20% – LIBOR	5.90%	0.00%	6.20%	0	6.20%
SR	6.15% – LIBOR	5.85%	0.00%	6.15%	0	6.15%
ST	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.10%
SW	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.05%
SY	6.00% – LIBOR	5.70%	0.00%	6.00%	0	6.00%
WA	6.25% – LIBOR	0.05%	0.00%	0.05%	0	6.25%
WB	6.20% – LIBOR	0.05%	0.00%	0.05%	0	6.20%
WC	6.15% – LIBOR	0.05%	0.00%	0.05%	0	6.15%
WD	6.25% – LIBOR	0.05%	0.00%	0.05%	0	6.25%
WE	6.20% – LIBOR	0.05%	0.00%	0.05%	0	6.20%
WG	6.15% – LIBOR	0.05%	0.00%	0.05%	0	6.15%
WH	6.10% – LIBOR	0.05%	0.00%	0.05%	0	6.10%
WJ	6.05% – LIBOR	0.05%	0.00%	0.05%	0	6.05%
WP	6.10% – LIBOR	0.05%	0.00%	0.05%	0	6.10%
WQ	6.05% – LIBOR	0.05%	0.00%	0.05%	0	6.05%
WS	LIBOR + 0.75%	1.05%	0.75%	7.00%	0	0.00%

(1) LIBOR will be established on the basis of the BBA LIBOR method, as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.

(2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.

**Allocation of Principal:** On each Distribution Date for a Security Group, the following distributions will be made to the related Securities:

#### **SECURITY GROUP 1**

The Group 1 Principal Distribution Amount will be allocated concurrently, as follows:

1. 10% to UO, until retired
2. 90% sequentially, to GB, GC, GD, GE and GH, in that order, until retired

#### **SECURITY GROUP 2**

The Group 2 Principal Distribution Amount and the Z and ZP Accrual Amounts will be allocated as follows:

- The ZP Accrual Amount, sequentially, to PA and ZP, in that order, until retired
- The Group 2 Principal Distribution Amount and the Z Accrual Amount in the following order of priority:
  1. To the Group 2 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
    - a. 59.99999988% to FD, until retired
    - b. 40.00000012% sequentially, to PA and ZP, in that order, until retired
  2. To Z, until retired
  3. To the Group 2 PAC Classes in the same manner and priority described in step 1, but without regard to their Aggregate Scheduled Principal Balance, until retired

### **SECURITY GROUP 3**

A percentage of the Group 3 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 3 Principal Distribution Amount (the "Group 3 Adjusted Principal Distribution Amount") will be allocated in the following order of priority:

1. Sequentially, to DA, DB, DC, DE and DO, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To the Group 3 PAC II Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
  - a. Concurrently:
    - (i) 41.1682237118% sequentially, to YG and YH, in that order, until retired
    - (ii) 58.8317762882% in the following order of priority:
      - A. Concurrently:
        - i. 99.285146942% sequentially, to YE, YJ and YK, in that order, until retired
        - ii. 0.714853058% to YA, until retired
      - B. To YB, until retired
    - b. Sequentially, to YC and YD, in that order, until retired
  3. Concurrently, to UA, UE, UG and UH, pro rata, until retired
  4. Sequentially, to UB, UC and UD, in that order, until retired
  5. To the Group 3 PAC II Classes in the same manner and priority described in step 2, but without regard to their Aggregate Scheduled Principal Balance, until retired
  6. Sequentially, to DA, DB, DC, DE and DO, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

### **SECURITY GROUP 4**

The Group 4 Principal Distribution Amount will be allocated in the following order of priority:

1. Sequentially, to MA, MB, MC, MD and OE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Sequentially, to JA, JB, JC and JD, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. Sequentially, to NA, NB, NC, ND, NE and NG, in that order, until retired
4. Sequentially, to JA, JB, JC and JD, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
5. Sequentially, to MA, MB, MC, MD and OE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

### **SECURITY GROUP 5**

The Group 5 Principal Distribution Amount and the ZA Accrual Amount will be allocated in the following order of priority:

1. Sequentially, to OP and JP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To ZA, until retired
3. Sequentially, to OP and JP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 6**

The Group 6 Principal Distribution Amount and the UZ Accrual Amount will be allocated in the following order of priority:

1. To AO, until reduced to its Scheduled Principal Balance for that Distribution Date
2. To UZ, until retired
3. To AO, without regard to its Scheduled Principal Balance, until retired

**SECURITY GROUP 7**

The Group 7 Principal Distribution Amount will be allocated, concurrently, to WM and WN, pro rata, until retired

**SECURITY GROUP 8**

The Group 8 Principal Distribution Amount and the AZ Accrual Amount will be allocated in the following order of priority:

1. Sequentially, to PO and JQ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To AZ, until retired
3. Sequentially, to PO and JQ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**Scheduled Principal Balances:** The Scheduled Principal Balances or Aggregate Scheduled Principal Balances for the Classes listed below are included in Schedule II to this Supplement. They were calculated using, among other things, the following Structuring Ranges:

<u>Class</u>	<u>Structuring Ranges</u>
<b>PAC I Classes</b>	
DA, DB, DC, DE and DO (in the aggregate) . . . . .	100% PSA through 250% PSA
MA, MB, MC, MD and OE (in the aggregate). . . . .	100% PSA through 250% PSA
<b>PAC II Classes</b>	
JA, JB, JC and JD (in the aggregate). . . . .	115% PSA through 200% PSA
YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate) . . . . .	125% PSA through 200% PSA
<b>PAC Classes</b>	
AO . . . . .	299% PSA through 415% PSA
FD, PA and ZP* (in the aggregate) . . . . .	345% PSA through 525% PSA
JP and OP (in the aggregate) . . . . .	350% PSA through 585% PSA
JQ and PO (in the aggregate) . . . . .	350% PSA through 565% PSA

\* The initial Effective Range is 345% PSA through 524% PSA

**Accrual Classes:** Interest will accrue on each Accrual Class identified on the front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes as interest. Interest so accrued on each Accrual Class on each Distribution Date will constitute an Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

**Notional Classes:** The Notional Classes will not receive distributions of principal but have Class Notional Balances for convenience in describing their entitlements to interest. The Class Notional

Balance of each Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
AS . . . . .	\$124,017,142	78.5714280284% of OP (PAC/AD Class)
BI . . . . .	\$ 34,410,000	20% of DA, DB and DC (in the aggregate) (PAC I Classes)
	<u>2,466,102</u>	5.5418035955% of DE (PAC I Class)
	<u>\$ 36,876,102</u>	
BS . . . . .	\$124,017,142	78.5714280284% of OP (PAC/AD Class)
CI . . . . .	43,310,000	20% of DA, DB, DC and DE (in the aggregate) (PAC I Classes)
CS . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
DI . . . . .	34,250,000	100% of DO (PAC I Class)
DS . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
ES . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
GS . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
HS . . . . .	\$ 33,086,665	20.9621547140% of OP (PAC/AD Class)
	<u>41,432,500</u>	50% of PO (PAC/AD Class)
	<u>\$ 74,519,165</u>	
ID . . . . .	\$ 20,002,000	20% of DA (PAC I Class)
IE . . . . .	28,470,000	100% of OE (PAC I Class)
IO . . . . .	14,792,592	22.2222222222% of PA (PAC/AD Class)
JS . . . . .	\$ 33,086,665	20.9621547140% of OP (PAC/AD Class)
	<u>41,432,500</u>	50% of PO (PAC/AD Class)
	<u>\$ 74,519,165</u>	
KS . . . . .	\$ 33,086,665	20.9621547140% of OP (PAC/AD Class)
	<u>41,432,500</u>	50% of PO (PAC/AD Class)
	<u>\$ 74,519,165</u>	
LS . . . . .	\$ 33,086,665	20.9621547140% of OP (PAC/AD Class)
	<u>41,432,500</u>	50% of PO (PAC/AD Class)
	<u>\$ 74,519,165</u>	
MI . . . . .	\$ 17,242,222	22.2222222222% of MA (PAC I Class)
MS . . . . .	\$ 33,086,665	20.9621547140% of OP (PAC/AD Class)
	<u>41,432,500</u>	50% of PO (PAC/AD Class)
	<u>\$ 74,519,165</u>	
PQ . . . . .	\$ 65,108,214	78.5714282266% of PO (PAC/AD Class)
QA . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
QB . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
QC . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
QD . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
QP . . . . .	\$124,017,142	78.5714280284% of OP (PAC/AD Class)
SA . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
SC . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
SD . . . . .	100,000,000	100% of FD (PAC/AD Class)
SE . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
SG . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
SH . . . . .	65,108,214	78.5714282266% of PO (PAC/AD Class)
SN . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
SQ . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
SR . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
ST . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
SW . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
SY . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WA . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
WB . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
WC . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
WD . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WE . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WG . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WH . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WJ . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)
WP . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
WQ . . . . .	124,017,142	78.5714280284% of OP (PAC/AD Class)
WS . . . . .	60,238,094	78.5714276398% of AO (PAC/AD Class)

**Tax Status:** Double REMIC Series. See “*Certain Federal Income Tax Consequences*” in this Supplement and in the Base Offering Circular.

**Regular and Residual Classes:** Class RR is a Residual Class and represents the Residual Interest of the Issuing REMIC and the Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.

## RISK FACTORS

*You should purchase securities only if you understand and are able to bear the associated risks. The risks applicable to your investment depend on the principal and interest type of your securities. This section highlights certain of these risks.*

***The rate of principal payments on the underlying mortgage loans will affect the rate of principal payments on your securities.*** The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the mortgage loans underlying the related trust assets. Any historical data regarding mortgage loan prepayment rates may not be indicative of the rate of future prepayments on the underlying mortgage loans, and no assurances can be given about the rates at which the underlying mortgage loans will prepay. We expect the rate of principal payments on the underlying mortgage loans to vary. Borrowers generally may prepay their mortgage loans at any time without penalty.

***Rates of principal payments can reduce your yield.*** The yield on your securities probably will be lower than you expect if:

- you bought your securities at a premium (interest only securities, for example) and principal payments are faster than you expected, or
- you bought your securities at a discount (principal only securities, for example) and principal payments are slower than you expected.

In addition, if your securities are interest only securities or securities purchased at a significant premium, you could lose money on your investment if prepayments occur at a rapid rate.

***Under certain circumstances, a Ginnie Mae issuer has the right to repurchase a defaulted mortgage loan from the related pool of mortgage loans underlying a particular Ginnie Mae MBS Certificate, the effect of which would be comparable to a prepayment of such mortgage loan.*** At its option and without Ginnie Mae's prior consent, a Ginnie Mae issuer may repurchase any mortgage loan at an amount equal to or less than any amounts previously advanced by such issuer in connection with its responsibilities as servicer of such mortgage loan to the extent that (i) in the case of

a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS Certificate issued on or before December 1, 2002, such mortgage loan has been delinquent for four consecutive months, and at least one delinquent payment remains uncured or (ii) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS Certificate issued on or after January 1, 2003, no payment has been made on such mortgage loan for three consecutive months. Any such repurchase will result in prepayment of the principal balance or reduction in the notional balance of the securities ultimately backed by such mortgage loan. No assurances can be given as to the timing or frequency of any such repurchases.

***The level of LIBOR will affect the yields on floating rate and inverse floating rate securities.*** If LIBOR performs differently from what you expect, the yield on your securities may be lower than you expect. Lower levels of LIBOR will generally reduce the yield on floating rate securities; higher levels of LIBOR will generally reduce the yield on inverse floating rate securities. You should bear in mind that the timing of changes in the level of LIBOR may affect your yield: generally, the earlier a change, the greater the effect on your yield. It is doubtful that LIBOR will remain constant.

***An investment in the securities is subject to significant reinvestment risk.*** The rate of principal payments on your securities is uncertain. You may be unable to reinvest the payments on your securities at the same returns provided by the securities. Lower prevailing interest rates may result in an unexpected return of principal. In that interest rate climate, higher yielding reinvestment opportunities may be limited. Conversely, higher prevailing interest rates may result in slower returns of principal and you may not be able to take advantage of higher yielding investment opportunities. The final payment on your security may occur much earlier than the final distribution date.

***Support securities will be more sensitive to rates of principal payments than other securities.***

If principal prepayments result in principal distributions on any distribution date equal to or less than the amount needed to produce scheduled payments on the PAC classes, the related support classes will not receive any principal distribution on that date. If prepayments result in principal distributions on any distribution date greater than the amount needed to produce scheduled payments on the related PAC classes for that distribution date, this excess will be distributed to the related support classes.

***The rate of principal payments on the underlying certificates will directly affect the rate of principal payments on the group 1 and 7 securities.***

The underlying certificates will be sensitive in varying degrees to

- the rate of payments of principal (including prepayments) of the related mortgage loans, and
- the priorities for the distribution of principal among the classes of the underlying series.

As described in the underlying certificate disclosure document, the underlying certificates are classes that provide support to other classes and they are entitled to receive principal distributions only if scheduled payments have been made on other specified classes of the related underlying series (or if specified classes have been retired). Accordingly, the underlying certificates may receive no principal distributions for extended periods of time or may receive principal payments that vary widely from period to period.

Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed.

This supplement contains no information as to whether the underlying certificates have performed as originally anticipated. Additional information as to the underlying certificates may be obtained by performing an analysis of current principal factors of the underlying certificates in light of applicable information contained in the underlying certificate disclosure document.

***Up to 10% of the mortgage loans underlying the trust assets may consist of higher balance mortgage loans or high balance loans.***

Subject to special pooling parameters set forth in the Ginnie Mae Mortgage-Backed Securities Guide, qualifying federally-insured or guaranteed mortgage loans that exceed certain balance thresholds established by Ginnie Mae (“higher balance mortgage loans”) may be included in Ginnie Mae guaranteed pools. There are no historical performance data regarding the prepayment rates for higher balance mortgage loans. If the higher balance mortgage loans prepay faster or slower than expected, the weighted average lives and yields of the related securities are likely to be affected, perhaps significantly. Furthermore, higher balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively higher rates of defaults in the event of adverse economic conditions. No assurances can be given about the prepayment experience or performance of the higher balance mortgage loans.

***The securities may not be a suitable investment for you.***

The securities, especially the group 1 and 7 securities and, in particular, the support, interest only, principal only, inverse floating rate, accrual and residual classes, are not suitable investments for all investors.

In addition, although the sponsor intends to make a market for the purchase and sale of the securities after their initial issuance, it has no obligation to do so. There is no assurance that a secondary market will develop, that any secondary market will continue, or that the price at which you can sell an investment in any class will enable you to realize a desired yield on that investment.

You will bear the market risks of your investment. The market values of the classes are likely to fluctuate. These fluctuations may be significant and could result in significant losses to you.

The secondary markets for mortgage-related securities have experienced periods of illiquidity and can be expected to do so in the future. Illiquidity can have a severely adverse effect on the prices of classes that are especially sensitive to prepayment or interest rate risk or that

have been structured to meet the investment requirements of limited categories of investors.

The residual securities may experience significant adverse tax timing consequences. Accordingly, you are urged to consult tax advisors and to consider the after-tax effect of ownership of a residual security and the suitability of the residual securities to your investment objectives. *See "Certain Federal Income Tax Consequences" in this supplement and in the base offering circular.*

You are encouraged to consult advisors regarding the financial, legal, tax and other aspects of an investment in the securities. You should not purchase the securities of any class unless you understand and are able to bear the prepayment,

yield, liquidity and market risks associated with that class.

***The actual characteristics of the underlying mortgage loans will affect the weighted average lives and yields of your securities.***

The yield and decrement tables in this supplement are based on assumed characteristics which are likely to be different from the actual characteristics. As a result, the yields on your securities could be lower than you expected, even if the mortgage loans prepay at the constant prepayment rates set forth in the applicable table.

It is highly unlikely that the underlying mortgage loans will prepay at any of the prepayment rates assumed in this supplement, or at any constant prepayment rate.

## **THE TRUST ASSETS**

### **General**

The Sponsor intends to acquire the Trust Assets in privately negotiated transactions prior to the Closing Date and to sell them to the Trust according to the terms of a Trust Agreement between the Sponsor and the Trustee. The Sponsor will make certain representations and warranties with respect to the Trust Assets. All Trust Assets, regardless of whether the assets consist of Trust MBS or Underlying Certificates, will evidence, directly or indirectly, Ginnie Mae Certificates.

### **The Trust MBS (Groups 2, 3, 4, 5, 6 and 8)**

The Group 4 Trust Assets are either:

1. Ginnie Mae I MBS Certificates guaranteed by Ginnie Mae, or
2. Ginnie Mae Platinum Certificates backed by Ginnie Mae I MBS Certificates and guaranteed by Ginnie Mae.

Each Mortgage Loan underlying a Ginnie Mae I MBS Certificate bears interest at a Mortgage Rate 0.50% per annum greater than the related Certificate Rate. The difference between the Mortgage Rate and the Certificate Rate is used to pay the related servicers of the Mortgage Loans a monthly servicing fee and Ginnie Mae a fee for its guaranty of the Ginnie Mae I MBS Certificate of 0.44% per annum and 0.06% per annum, respectively, of the outstanding principal balance of the Mortgage Loan.

The Group 2, 3, 5, 6 and 8 Trust Assets are either:

1. Ginnie Mae II MBS Certificates guaranteed by Ginnie Mae, or
2. Ginnie Mae Platinum Certificates backed by Ginnie Mae II MBS Certificates and guaranteed by Ginnie Mae.

Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued prior to July 1, 2003 bears interest at a Mortgage Rate 0.50% to 1.50% per annum greater than the related Certificate Rate. Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued on or after July 1, 2003 bears interest at a Mortgage Rate 0.25% to 0.75% per annum greater than the related Certificate Rate. Ginnie Mae receives a fee (the "Ginnie Mae Certificate Guaranty Fee") for its guaranty of each Ginnie Mae II MBS Certificate of

0.06% per annum of the outstanding principal balance of each related Mortgage Loan. The difference between (a) the Mortgage Rate and (b) the sum of the Certificate Rate and the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

### **The Underlying Certificates (Groups 1 and 7)**

The Group 1 and 7 Trust Assets are Underlying Certificates that represent beneficial ownership interests in one trust, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a Series of certificates described in the Underlying Certificate Disclosure Document, excerpts of which are attached as Exhibit B to this Supplement. The Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under “Available Information” in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of the Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. See *“Underlying Certificates” in the Base Offering Circular*.

Each Underlying Certificate provides for monthly distributions and is further described in the table contained in Exhibit A to this Supplement. The table also sets forth information regarding approximate weighted average remaining terms to maturity, loan ages and mortgage rates of the Mortgage Loans underlying the related Ginnie Mae Certificates.

### **The Mortgage Loans**

The Mortgage Loans underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Underlying Certificates are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A to this Supplement. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, Rural Development (formerly the Rural Housing Service) or the United States Department of Housing and Urban Development (“HUD”). See *“The Ginnie Mae Certificates—General” in the Base Offering Circular*.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and, in the case of the Group 2, 3, 5, 6 and 8 Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 2, 3, 5, 6 and 8 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of the Mortgage Loans can have a significant effect on the weighted average lives and yields of the Securities. See *“Risk Factors” and “Yield, Maturity and Prepayment Considerations” in this Supplement*.

### **The Trustee Fee**

On each Distribution Date, the Trustee will retain a fixed percentage of all principal and interest distributions received on specified Trust Assets in payment of its fee.

## **GINNIE MAE GUARANTY**

The Government National Mortgage Association (“Ginnie Mae”), a wholly-owned corporate instrumentality of the United States of America within HUD, guarantees the timely payment of principal and interest on the Securities. The General Counsel of HUD has provided an opinion to the effect that Ginnie Mae has the authority to guarantee multiclass securities and that Ginnie Mae guaranties will constitute general obligations of the United States, for which the full faith and credit of the United States is pledged. See “*Ginnie Mae Guaranty*” in the Base Offering Circular.

## **DESCRIPTION OF THE SECURITIES**

### **General**

The description of the Securities contained in this Supplement is not complete and is subject to, and is qualified in its entirety by reference to, all of the provisions of the Trust Agreement. See “*Description of the Securities*” in the Base Offering Circular.

### **Form of Securities**

Each Class of Securities other than the Residual Securities initially will be issued and maintained, and may be transferred only on the Fedwire Book-Entry System. Beneficial Owners of Book-Entry Securities will ordinarily hold these Securities through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations that are eligible to maintain book-entry accounts on the Fedwire Book-Entry System. By request accompanied by the payment of a transfer fee of \$25,000 per Certificated Security to be issued, a Beneficial Owner may receive a Regular Security in certificated form.

The Residual Securities will not be issued in book-entry form but will be issued in fully registered, certificated form and may be transferred or exchanged, subject to the transfer restrictions applicable to Residual Securities set forth in the Trust Agreement, at the Corporate Trust Office of the Trustee. See “*Description of the Securities — Forms of Securities; Book-Entry Procedures*” in the Base Offering Circular.

Each Regular and MX Class (other than the Increased Minimum Denomination Classes) will be issued in minimum dollar denominations of initial principal balance of \$1,000 and integral multiples of \$1 in excess of \$1,000. The Increased Minimum Denomination Classes will be issued in minimum denominations that equal \$100,000 in initial principal or notional balance.

### **Distributions**

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the close of business on the last Business Day of the calendar month immediately preceding the month in which the Distribution Date occurs. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See “*Description of the Securities — Distributions*” and “*— Method of Distributions*” in the Base Offering Circular.

## Interest Distributions

The Interest Distribution Amount will be distributed on each Distribution Date to the Holders of all Classes of Securities entitled to distributions of interest.

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable (or accrued in the case of an Accrual Class) on any Class for any Distribution Date will consist of 30 days' interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.
- Investors can calculate the amount of interest to be distributed (or accrued in the case of an Accrual Class) on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See “— Class Factors” below.

### *Categories of Classes*

For purposes of interest distributions, the Classes will be categorized as shown under “Interest Type” on the front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used on the front cover of this Supplement and on Schedule I to this Supplement are explained under “Class Types” in Appendix I to the Base Offering Circular.

### *Accrual Periods*

The Accrual Period for each Class is set forth in the table below:

<u>Class</u>	<u>Accrual Period</u>
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Floating Rate and Inverse Floating Rate Classes	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date

### *Fixed Rate Classes*

Each Fixed Rate Class will bear interest at the per annum Interest Rate shown on the front cover of this Supplement or on Schedule I to this Supplement.

### *Floating Rate and Inverse Floating Rate Classes*

The Floating Rate and Inverse Floating Rate Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement. The Interest Rates for the Floating Rate and Inverse Floating Rate Classes will be based on LIBOR. LIBOR will be determined based on the BBA LIBOR method, as described under “Description of the Securities — Interest Rate Indices — Determination of LIBOR — BBA LIBOR” in the Base Offering Circular.

*For information regarding the manner in which the Trustee determines LIBOR and calculates the Interest Rates for the Floating Rate and Inverse Floating Rate Classes, see “Description of the Securities — Interest Rate Indices — Determination of LIBOR” in the Base Offering Circular.*

The Trustee’s determination of LIBOR and its calculation of the Interest Rates will be final except in the case of clear error. Investors can obtain LIBOR levels and Interest Rates for the current and preceding Accrual Periods from Ginnie Mae’s Multiclass Securities e-Access located on Ginnie Mae’s website (“e-Access”) or by calling the Information Agent at (800) 234-GNMA.

### *Accrual Classes*

Each of Class AZ, UZ, Z, ZA and ZP is an Accrual Class. Interest will accrue on the Accrual Classes and be distributed as described under “Terms Sheet — Accrual Classes” in this Supplement.

### **Principal Distributions**

The Principal Distribution Amount or the Adjusted Principal Distribution Amount for each Group, as applicable, and the AZ, UZ, Z, ZA and ZP Accrual Amounts will be distributed to the Holders entitled thereto as described under “Terms Sheet — Allocation of Principal” in this Supplement. Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. See “— Class Factors” below.

### *Categories of Classes*

For purposes of principal distributions, the Classes will be categorized as shown under “Principal Type” on the front cover of this Supplement and on Schedule I to this Supplement. The abbreviations used on the front cover of this Supplement, in the Terms Sheet and on Schedule I to this Supplement are explained under “Class Types” in Appendix I to the Base Offering Circular.

### *Notional Classes*

The Notional Classes will not receive principal distributions. For convenience in describing interest distributions, the Notional Classes will have the original Class Notional Balances shown on the front cover of this Supplement and on Schedule I to this Supplement. The Class Notional Balances will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.

### **Residual Securities**

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Issuing REMIC and the beneficial ownership of the Residual Interest in the Pooling REMIC, as described under “Certain Federal Income Tax Consequences” in the Base Offering Circular. The Class RR Securities have no Class Principal Balance and do not accrue interest. The Class RR Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the Trust REMICs after the Class Principal Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

### **Class Factors**

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the applicable Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities (and any addition to the Class Principal Balance of an Accrual Class) or any reduction of Class Notional Balance on that Distribution Date (each, a “Class Factor”).

- The Class Factor for any Class of Securities for the month following the issuance of the Securities will reflect its remaining Class Principal Balance (or Class Notional Balance) after giving effect to any principal distribution (or addition to principal) to be made or any reduction of Class Notional Balance on the Distribution Date occurring in that month.
- The Class Factor for each Class for the month of issuance is 1.00000000.

- The Class Factors for the MX Classes and the Classes of REMIC Securities that are exchangeable for the MX Classes will be calculated assuming that the maximum possible amount of each Class is outstanding at all times, regardless of any exchanges that may occur.
- Based on the Class Factors published in the preceding and current months (and Interest Rates), investors in any Class (other than an Accrual Class) can calculate the amount of principal and interest to be distributed to that Class and investors in an Accrual Class can calculate the total amount of principal to be distributed to (or interest to be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

See “Description of the Securities — Distributions” in the Base Offering Circular.

### **Termination**

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. The Trustee will terminate the Trust and retire the Securities on any Distribution Date upon the Trustee’s determination that the REMIC status of either Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year.

Upon any termination of the Trust, the Holder of any outstanding Security (other than a Residual or Notional Class Security) will be entitled to receive that Holder’s allocable share of the Class Principal Balance of that Class plus any accrued and unpaid interest thereon at the applicable Interest Rate, and any Holder of any outstanding Notional Class Security will be entitled to receive that Holder’s allocable share of any accrued and unpaid interest thereon at the applicable Interest Rate. The Residual Holders will be entitled to their pro rata share of any assets remaining in the Trust REMICs after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

### **Modification and Exchange**

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class or Classes shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities and, in the case of Combinations 1, 2, 3, 4 and 7, other related MX Classes. This process may occur repeatedly.

Each exchange may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered.

In the case of Combinations 1, 2, 3, 4 and 7, the REMIC Securities may be exchanged for proportionate interests in various subcombinations of MX Classes. Similarly, all or a portion of these MX Classes may be exchanged for proportionate interests in the related REMIC Securities or in other subcombinations of the MX Classes. Each subcombination may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered. See the example under “Description of the Securities — Modification and Exchange” in the Base Offering Circular.

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner’s Book-Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal and notional balances of the Securities to be included in the exchange and the proposed exchange date. The

notice is required to be delivered to the Trustee in writing at its Corporate Trust Office at 45 Broadway, 12<sup>th</sup> Floor, New York, NY 10006, Attention: Trust Administrator Ginnie Mae 2009-058. The Trustee may be contacted by telephone at (212) 515-5262 and by fax at (212) 509-1042.

A fee will be payable to the Trustee in connection with each exchange equal to  $\frac{1}{32}$  of 1% of the outstanding principal balance (or notional balance) of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000); provided, however that no fee will be payable in respect of an interest only security unless all securities involved in the exchange are interest only securities. If the notional balance of the interest only securities surrendered exceeds that of the interest only securities received, the fee will be based on the latter. The fee must be paid concurrently with the exchange.

The first distribution on a REMIC Security or an MX Security received in an exchange will be made on the Distribution Date in the month following the month of the exchange. The distribution will be made to the Holder of record as of the Record Date in the month of exchange.

*See “Description of the Securities — Modification and Exchange” in the Base Offering Circular.*

## **YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS**

### **General**

The prepayment experience of the Mortgage Loans will affect the Weighted Average Lives of and the yields realized by investors in the related Securities.

- The Mortgage Loans do not contain “due-on-sale” provisions, and any Mortgage Loan may be prepaid in full or in part at any time without penalty.
- The rate of payments (including prepayments and payments in respect of liquidations) on the Mortgage Loans is dependent on a variety of economic, geographic, social and other factors, including prevailing market interest rates and general economic factors.

The rate of prepayments with respect to single-family mortgage loans has fluctuated significantly in recent years. Although there is no assurance that prepayment patterns for the Mortgage Loans will conform to patterns for more traditional types of conventional fixed-rate mortgage loans, generally:

- if mortgage interest rates fall materially below the Mortgage Rates on any of the Mortgage Loans (giving consideration to the cost of refinancing), the rate of prepayment of those Mortgage Loans would be expected to increase; and
- if mortgage interest rates rise materially above the Mortgage Rates on any of the Mortgage Loans, the rate of prepayment of those Mortgage Loans would be expected to decrease.

In addition, following any Mortgage Loan default and the subsequent liquidation of the underlying Mortgaged Property, the principal balance of the Mortgage Loan will be distributed through a combination of liquidation proceeds, advances from the related Ginnie Mae Issuer and, to the extent necessary, proceeds of Ginnie Mae’s guaranty of the Ginnie Mae Certificates. As a result, defaults experienced on the Mortgage Loans will accelerate the distribution of principal of the Securities.

Under certain circumstances, the Trustee has the option to purchase the Trust Assets, thereby effecting early retirement of the Securities. *See “Description of the Securities — Termination” in this Supplement.*

Investors in the Group 1 and 7 Securities are urged to review the discussion under “Risk Factors — *The rate of principal payments on the underlying certificates will directly affect the rate of principal payments on the group 1 and 7 securities*” in this Supplement.

**Accretion Directed Classes**

Classes AO, FD, JP, JQ, OP, PA, PO and ZP are Accretion Directed Classes. The related Accrual Amount will be applied to making principal distributions on those Classes as described in this Supplement. Each of Classes GS, QP, WA, WB, WC, WP and WQ is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class OP. Each of Classes PQ, QA, QB, QC, QD and SH is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class PO. Class SD is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FD. Each of Classes SY, WD, WE, WG, WH, WJ and WS is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class AO.

Each of Classes AO, FD, JP, JQ, OP, PA, PO and ZP has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Although the Accretion Directed Classes are entitled to receive payments from the related Accrual Amounts, they do not have principal payment stability through any prepayment rate significantly higher than 0% PSA.

**Securities that Receive Principal on the Basis of Schedules**

As described in this Supplement, each PAC Class will receive principal payments in accordance with a schedule calculated on the basis of, among other things, a Structuring Range. See “*Terms Sheet — Scheduled Principal Balances.*” However, whether any such Class will adhere to its schedule and receive “Scheduled Payments” on a Distribution Date will largely depend on the level of prepayments experienced by the related Mortgage Loans.

Each PAC Class exhibits an Effective Range of constant prepayment rates at which such Class will receive Scheduled Payments. That range may differ from the Structuring Range used to create the related principal balance schedule. Based on the Modeling Assumptions, the *initial* Effective Ranges for the PAC Classes are as follows:

<b>PAC I Classes</b>	<b><u>Initial Effective Ranges</u></b>
DA, DB, DC, DE and DO (in the aggregate) . . . . .	100% PSA through 250% PSA
MA, MB, MC, MD and OE (in the aggregate) . . . . .	100% PSA through 250% PSA
<b>PAC II Classes</b>	<b><u>Initial Effective Ranges</u></b>
JA, JB, JC and JD (in the aggregate) . . . . .	115% PSA through 200% PSA
YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate) . . . . .	125% PSA through 200% PSA
<b>PAC Classes</b>	<b><u>Initial Effective Ranges</u></b>
AO . . . . .	299% PSA through 415% PSA
FD, PA and ZP (in the aggregate) . . . . .	345% PSA through 524% PSA
JP and OP (in the aggregate) . . . . .	350% PSA through 585% PSA
JQ and PO (in the aggregate) . . . . .	350% PSA through 565% PSA

- The principal payment stability of the PAC I Classes will be supported by the related PAC II and Support Classes.
- The principal payment stability of the PAC II Classes will be supported by the related Support Classes.

- The principal payment stability of the PAC Classes will be supported by the related Support Classes.

**If all of the Classes supporting a given Class are retired before the Class being supported is retired, the outstanding Class will no longer have an Effective Range and will become more sensitive to prepayments on the related Mortgage Loans.**

There is no assurance that the related Mortgage Loans will have the characteristics assumed in the Modeling Assumptions, which were used to determine the initial Effective Ranges. If the initial Effective Ranges were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges could differ from those shown in the above tables. Therefore, even if the Mortgage Loans were to prepay at a constant rate within the initial Effective Range shown for any Class in the above tables, that Class could fail to receive Scheduled Payments.

Moreover, the related Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range, if any, for that Class. Further, the Effective Range for any PAC Class can narrow, shift over time or cease to exist depending on the actual characteristics of the related Mortgage Loans.

If the related Mortgage Loans prepay at rates that are generally below the Effective Range for any PAC Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on such related PAC Class, if any, and its Weighted Average Life may be extended, perhaps significantly.

If the related Mortgage Loans prepay at rates that are generally above the Effective Range for any PAC Class, its supporting Classes may be retired earlier than that PAC Class, and its Weighted Average Life may be shortened, perhaps significantly.

### **Assumability**

Each Mortgage Loan may be assumed, subject to HUD review and approval, upon the sale of the related Mortgaged Property. *See “Yield, Maturity and Prepayment Considerations— Assumability of Government Loans” in the Base Offering Circular.*

### **Final Distribution Date**

The Final Distribution Date for each Class, which is set forth on the front cover of this Supplement or on Schedule I to this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero.

- The actual retirement of any Class may occur earlier than its Final Distribution Date.
- According to the terms of the Ginnie Mae Guaranty, Ginnie Mae will guarantee payment in full of the Class Principal Balance of each Class of Securities no later than its Final Distribution Date.

### **Modeling Assumptions**

Unless otherwise indicated, the tables that follow have been prepared on the basis of the characteristics of the Underlying Certificates, the priorities of distributions on the Underlying Certificates and the following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 2, 3, 4, 5, 6 and 8 Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Group 2, 3, 4, 5, 6 or 8 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and each

Mortgage Loan underlying a Group 2, 3, 5, 6 or 8 Trust Asset is assumed to have a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

2. The Mortgage Loans prepay at the constant percentages of PSA (described below) shown in the related table.

3. Distributions on the Group 1 and 4 Securities are always received on the 16th day of the month and distributions on the Group 2, 3, 5, 6, 7 and 8 Securities are always received on the 20th day of the month, whether or not a Business Day, commencing in August 2009.

4. A termination of the Trust or the Underlying Trust does not occur.

5. The Closing Date for the Securities is July 30, 2009.

6. No expenses or fees are paid by the Trust other than the Trustee Fee.

7. Distributions on the Underlying Certificates are made as described in the Underlying Certificate Disclosure Document.

8. Each Class is held from the Closing Date and is not exchanged in whole or in part.

When reading the tables and the related text, investors should bear in mind that the Modeling Assumptions, like any other stated assumptions, are unlikely to be entirely consistent with actual experience.

- For example, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 16th or 20th day of the month, as applicable, and the Trustee may cause a termination of the Trust as described under “Description of the Securities — Termination” in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, if applicable, which may not reflect actual receipts on the Trust Assets.

See “Description of the Securities — Distributions” in the Base Offering Circular.

## Decrement Tables

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement, Prepayment Speed Assumption (“PSA”), is the standard prepayment assumption model of The Securities Industry and Financial Markets Association. PSA represents an assumed rate of prepayment each month relative to the then outstanding principal balance of the Mortgage Loans to which the model is applied. See “Yield, Maturity and Prepayment Considerations — Standard Prepayment Assumption Models” in the Base Offering Circular.

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of PSA (the “PSA Prepayment Assumption Rates”). As used in the tables, each of the PSA Prepayment Assumption Rates reflects a percentage of the 100% PSA assumed prepayment rate. **The Mortgage Loans will not prepay at any of the PSA Prepayment Assumption Rates and the timing of changes in the rate of prepayments actually experienced on the Mortgage Loans will not follow the pattern described for the PSA assumption.**

The decrement tables set forth below illustrate the percentage of the Original Class Principal Balance (or, in the case of a Notional Class, the original Class Notional Balance) that would remain outstanding following the distribution made each specified month for each Regular or MX Class, based on the assumption that the related Mortgage Loans prepay at the PSA Prepayment Assumption Rates. The percentages set forth in the following decrement tables have been rounded to the nearest whole percentage (including rounding down to zero).

The decrement tables also indicate the Weighted Average Life of each Class under each PSA Prepayment Assumption Rate. The Weighted Average Life of each Class is calculated by:

- (a) multiplying the net reduction, if any, of the Class Principal Balance (or the net reduction of the Class Notional Balance, in the case of a Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional amount, as applicable, referred to in clause (a).

The information shown for each Notional Class is for illustrative purposes only, as a Notional Class is not entitled to distributions of principal and has no weighted average life. The weighted average life shown for each Notional Class has been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal.

**The Weighted Average Lives are likely to vary, perhaps significantly, from those set forth in the tables below due to the differences between the actual characteristics of the Mortgage Loans underlying the related Trust Assets and the Modeling Assumptions.**

## Percentages of Original Class Principal (or Class Notional) Balances and Weighted Average Lives

Security Group 1 PSA Prepayment Assumption Rates																				
Distribution Date	Class GB					Class GC					Class GD					Class GE				
	0%	100%	250%	350%	500%	0%	100%	250%	350%	500%	0%	100%	250%	350%	500%	0%	100%	250%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2012	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2013	100	100	0	0	0	100	100	21	0	0	100	100	100	0	0	100	100	100	0	0
July 2014	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2015	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2016	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2017	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2018	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2019	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2020	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2021	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2022	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2023	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2024	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2025	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2026	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2027	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2028	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2029	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2030	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2031	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2032	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2033	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2034	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2035	100	34	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2036	100	0	0	0	0	100	4	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2037	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	74	0	0	0
July 2038	39	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	29.0	25.9	3.7	2.3	1.7	29.1	26.7	3.9	2.4	1.7	29.3	27.4	4.2	2.5	1.8	29.4	28.3	4.6	2.6	1.9

PSA Prepayment Assumption Rates										
Distribution Date	Class GH					Class UO				
	0%	100%	250%	350%	500%	0%	100%	250%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	0	100	100	100	100	0
July 2012	100	100	100	0	0	100	100	100	0	0
July 2013	100	100	100	0	0	100	100	68	0	0
July 2014	100	100	49	0	0	100	100	10	0	0
July 2015	100	100	0	0	0	100	100	0	0	0
July 2016	100	100	0	0	0	100	100	0	0	0
July 2017	100	100	0	0	0	100	100	0	0	0
July 2018	100	100	0	0	0	100	100	0	0	0
July 2019	100	100	0	0	0	100	100	0	0	0
July 2020	100	100	0	0	0	100	100	0	0	0
July 2021	100	100	0	0	0	100	100	0	0	0
July 2022	100	100	0	0	0	100	100	0	0	0
July 2023	100	100	0	0	0	100	100	0	0	0
July 2024	100	100	0	0	0	100	100	0	0	0
July 2025	100	100	0	0	0	100	100	0	0	0
July 2026	100	100	0	0	0	100	100	0	0	0
July 2027	100	100	0	0	0	100	100	0	0	0
July 2028	100	100	0	0	0	100	100	0	0	0
July 2029	100	100	0	0	0	100	100	0	0	0
July 2030	100	100	0	0	0	100	100	0	0	0
July 2031	100	100	0	0	0	100	100	0	0	0
July 2032	100	100	0	0	0	100	100	0	0	0
July 2033	100	100	0	0	0	100	100	0	0	0
July 2034	100	100	0	0	0	100	100	0	0	0
July 2035	100	100	0	0	0	100	89	0	0	0
July 2036	100	100	0	0	0	100	64	0	0	0
July 2037	100	100	0	0	0	100	39	0	0	0
July 2038	100	78	0	0	0	90	16	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	29.6	29.3	5.0	2.7	1.9	29.3	27.6	4.3	2.5	1.8

**Security Group 2  
PSA Prepayment Assumption Rates**

Distribution Date	Classes FD and SD					Classes IO, PA, PB, PD, PE and PG					Class Z					Class ZP					
	0%	345%	400%	525%	800%	0%	345%	400%	525%	800%	0%	345%	400%	525%	800%	0%	345%	400%	525%	800%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	98	84	84	84	84	98	84	84	84	84	106	100	89	63	5	105	105	105	105	105	105
July 2011	95	63	63	63	46	95	63	63	63	46	113	100	76	22	0	109	109	109	109	109	109
July 2012	93	45	45	45	24	92	44	44	44	23	120	100	68	3	0	114	114	114	114	114	114
July 2013	90	30	30	30	12	90	30	30	30	12	127	100	66	0	0	120	120	120	120	120	120
July 2014	87	21	21	21	6	87	20	20	20	6	135	94	60	0	0	125	125	125	125	125	125
July 2015	83	14	14	14	3	83	14	14	14	3	143	84	53	0	0	131	131	131	131	131	131
July 2016	80	9	9	9	2	80	9	9	9	1	152	73	44	0	0	137	137	137	137	137	137
July 2017	76	6	6	6	1	76	6	6	6	1	161	61	36	0	0	143	143	143	143	143	143
July 2018	72	4	4	4	0	72	4	4	4	0	171	51	29	0	0	150	150	150	150	150	150
July 2019	68	3	3	3	0	68	3	3	3	0	182	41	23	0	0	157	157	157	157	140	140
July 2020	63	2	2	2	0	63	2	2	2	0	193	33	18	0	0	164	164	164	164	71	71
July 2021	58	1	1	1	0	58	1	1	1	0	205	27	14	0	0	171	171	171	171	36	36
July 2022	53	1	1	1	0	53	1	1	1	0	218	21	11	0	0	179	179	179	179	18	18
July 2023	48	1	1	1	0	47	0	0	0	0	231	17	8	0	0	188	188	188	188	9	9
July 2024	42	0	0	0	0	41	0	0	0	0	245	13	6	0	0	196	196	196	196	4	4
July 2025	35	0	0	0	0	35	0	0	0	0	261	10	5	0	0	205	153	153	153	2	2
July 2026	28	0	0	0	0	28	0	0	0	0	277	8	3	0	0	215	99	99	99	1	1
July 2027	21	0	0	0	0	21	0	0	0	0	294	6	2	0	0	224	64	64	64	1	1
July 2028	13	0	0	0	0	13	0	0	0	0	312	4	2	0	0	235	41	41	41	0	0
July 2029	5	0	0	0	0	4	0	0	0	0	331	3	1	0	0	246	26	26	26	0	0
July 2030	0	0	0	0	0	0	0	0	0	0	330	2	1	0	0	16	16	16	16	0	0
July 2031	0	0	0	0	0	0	0	0	0	0	303	2	1	0	0	10	10	10	10	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	275	1	0	0	0	6	6	6	6	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	244	1	0	0	0	4	4	4	4	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	210	1	0	0	0	2	2	2	2	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	174	0	0	0	0	1	1	1	1	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	135	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	94	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	49	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	12.6	3.3	3.3	3.3	2.3	12.5	3.3	3.3	3.3	2.3	25.8	10.0	6.7	1.4	0.6	20.7	17.7	17.7	17.7	11.3	11.3

**Security Group 3  
PSA Prepayment Assumption Rates**

Distribution Date	Classes AD, BD, CD, DA, ED, HD and ID					Classes BA, BC, BE, BG, BI and BK					Classes CA, CB, CE, CG, CH and CI					Class DB					
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	96	89	89	89	89	98	94	94	94	94	98	95	95	95	95	100	100	100	100	100	100
July 2011	92	69	69	69	69	96	83	83	83	83	96	86	86	86	86	100	100	100	100	100	100
July 2012	87	45	45	45	16	93	70	70	70	54	94	75	75	75	61	100	100	100	100	100	100
July 2013	83	23	23	23	0	91	58	58	58	26	92	64	64	64	37	100	100	100	100	0	0
July 2014	78	2	2	2	0	88	47	47	47	7	90	55	55	55	21	100	100	100	100	0	0
July 2015	72	0	0	0	0	85	36	36	36	3	87	45	45	45	9	100	48	48	48	0	0
July 2016	66	0	0	0	0	82	26	26	26	0	85	37	37	37	1	100	0	0	0	0	0
July 2017	60	0	0	0	0	78	16	16	16	0	82	29	29	29	0	100	0	0	0	0	0
July 2018	54	0	0	0	0	75	8	8	8	0	79	21	21	21	0	100	0	0	0	0	0
July 2019	47	0	0	0	0	71	5	5	5	0	75	15	15	15	0	100	0	0	0	0	0
July 2020	39	0	0	0	0	67	3	3	3	0	72	10	10	10	0	100	0	0	0	0	0
July 2021	31	0	0	0	0	63	2	2	2	0	68	5	5	5	0	100	0	0	0	0	0
July 2022	23	0	0	0	0	58	0	0	0	0	64	1	1	1	0	100	0	0	0	0	0
July 2023	14	0	0	0	0	53	0	0	0	0	60	0	0	0	0	100	0	0	0	0	0
July 2024	4	0	0	0	0	48	0	0	0	0	56	0	0	0	0	100	0	0	0	0	0
July 2025	0	0	0	0	0	42	0	0	0	0	51	0	0	0	0	82	0	0	0	0	0
July 2026	0	0	0	0	0	36	0	0	0	0	46	0	0	0	0	50	0	0	0	0	0
July 2027	0	0	0	0	0	30	0	0	0	0	40	0	0	0	0	17	0	0	0	0	0
July 2028	0	0	0	0	0	23	0	0	0	0	35	0	0	0	0	0	0	0	0	0	0
July 2029	0	0	0	0	0	16	0	0	0	0	28	0	0	0	0	0	0	0	0	0	0
July 2030	0	0	0	0	0	8	0	0	0	0	22	0	0	0	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	5	0	0	0	0	15	0	0	0	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	2	0	0	0	0	7	0	0	0	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	9.0	2.8	2.8	2.8	2.3	13.6	5.0	5.0	5.0	3.2	14.9	5.9	5.9	5.9	3.6	17.0	6.0	6.0	6.0	3.6	3.6

**Security Group 3  
PSA Prepayment Assumption Rates**

Distribution Date	Class DC					Class DE					Classes DG, DI and DO					Classes UA, UE, UG and UH				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	95	85	54
July 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	83	54	0
July 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	70	19	0
July 2013	100	100	100	100	97	100	100	100	100	100	100	100	100	100	100	100	100	60	0	0
July 2014	100	100	100	100	0	100	100	100	100	100	100	100	100	100	100	100	100	52	0	0
July 2015	100	100	100	100	0	100	100	100	100	44	100	100	100	100	100	100	100	46	0	0
July 2016	100	95	95	95	0	100	100	100	100	6	100	100	100	100	100	100	100	42	0	0
July 2017	100	48	48	48	0	100	100	100	100	0	100	100	100	100	74	100	100	40	0	0
July 2018	100	4	4	4	0	100	100	100	100	0	100	100	100	100	50	100	100	39	0	0
July 2019	100	0	0	0	0	100	72	72	72	0	100	100	100	100	34	100	100	38	0	0
July 2020	100	0	0	0	0	100	46	46	46	0	100	100	100	100	23	100	100	37	0	0
July 2021	100	0	0	0	0	100	24	24	24	0	100	100	100	100	16	100	100	35	0	0
July 2022	100	0	0	0	0	100	6	6	6	0	100	100	100	100	11	100	100	33	0	0
July 2023	100	0	0	0	0	100	0	0	0	0	100	88	88	88	7	100	100	31	0	0
July 2024	100	0	0	0	0	100	0	0	0	0	100	72	72	72	5	100	100	25	0	0
July 2025	100	0	0	0	0	100	0	0	0	0	100	58	58	58	3	100	100	20	0	0
July 2026	100	0	0	0	0	100	0	0	0	0	100	47	47	47	2	100	92	15	0	0
July 2027	100	0	0	0	0	100	0	0	0	0	100	38	38	38	1	100	81	10	0	0
July 2028	82	0	0	0	0	100	0	0	0	0	100	30	30	30	1	100	70	5	0	0
July 2029	46	0	0	0	0	100	0	0	0	0	100	24	24	24	1	100	59	1	0	0
July 2030	7	0	0	0	0	100	0	0	0	0	100	19	19	19	0	100	49	0	0	0
July 2031	0	0	0	0	0	71	0	0	0	0	100	14	14	14	0	100	38	0	0	0
July 2032	0	0	0	0	0	35	0	0	0	0	100	11	11	11	0	100	29	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	95	8	8	8	0	100	19	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	40	6	6	6	0	100	10	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0	100	1	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0	100	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0	64	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	20	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	19.9	8.0	8.0	8.0	4.5	22.6	11.0	11.0	11.0	6.0	24.9	17.8	17.8	17.8	9.8	28.3	21.0	8.3	2.1	1.0

**PSA Prepayment Assumption Rates**

Distribution Date	Class UB					Class UC					Class UD					Classes YA and YM				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	90	90	90
July 2011	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	70	70	47
July 2012	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	45	45	0
July 2013	100	100	100	16	0	100	100	100	100	0	100	100	100	100	0	100	100	25	25	0
July 2014	100	100	100	0	0	100	100	100	0	0	100	100	100	33	0	100	100	8	8	0
July 2015	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	0	0	0
July 2016	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	0	0	0
July 2017	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	100	0	0	0
July 2018	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	99	0	0	0
July 2019	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	91	0	0	0
July 2020	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	75	0	0	0
July 2021	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	53	0	0	0
July 2022	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	26	0	0	0
July 2023	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2024	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2025	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2026	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2027	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2028	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2029	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2030	100	100	53	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2031	100	100	3	0	0	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
July 2032	100	100	0	0	0	100	100	68	0	0	100	100	100	0	0	100	0	0	0	0
July 2033	100	100	0	0	0	100	100	37	0	0	100	100	100	0	0	100	0	0	0	0
July 2034	100	100	0	0	0	100	100	9	0	0	100	100	100	0	0	100	0	0	0	0
July 2035	100	100	0	0	0	100	100	0	0	0	100	100	81	0	0	58	0	0	0	0
July 2036	100	10	0	0	0	100	100	0	0	0	100	100	56	0	0	0	0	0	0	0
July 2037	100	0	0	0	0	100	31	0	0	0	100	100	33	0	0	0	0	0	0	0
July 2038	100	0	0	0	0	100	0	0	0	0	100	53	12	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	29.5	26.6	21.1	3.9	1.7	29.7	27.8	23.6	4.3	1.8	29.9	29.0	27.3	4.9	1.9	26.1	12.0	2.9	2.9	1.8

**Security Group 3  
PSA Prepayment Assumption Rates**

Distribution Date	Class YB					Class YC					Class YD					Class YE				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	85	85	85
July 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	52	52	16
July 2012	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	13	13	0
July 2013	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	0	0	0
July 2014	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0	100	100	0	0	0
July 2015	100	100	88	22	0	100	100	100	100	0	100	100	100	100	0	100	100	0	0	0
July 2016	100	100	63	0	0	100	100	100	27	0	100	100	100	100	0	100	100	0	0	0
July 2017	100	100	45	0	0	100	100	100	0	0	100	100	100	26	0	100	100	0	0	0
July 2018	100	100	31	0	0	100	100	100	0	0	100	100	100	0	0	100	99	0	0	0
July 2019	100	100	11	0	0	100	100	100	0	0	100	100	100	0	0	100	86	0	0	0
July 2020	100	100	0	0	0	100	100	83	0	0	100	100	100	0	0	100	60	0	0	0
July 2021	100	100	0	0	0	100	100	46	0	0	100	100	100	0	0	100	25	0	0	0
July 2022	100	100	0	0	0	100	100	8	0	0	100	100	100	0	0	100	0	0	0	0
July 2023	100	92	0	0	0	100	100	0	0	0	100	100	2	0	0	100	0	0	0	0
July 2024	100	11	0	0	0	100	100	0	0	0	100	100	0	0	0	100	0	0	0	0
July 2025	100	0	0	0	0	100	0	0	0	0	100	89	0	0	0	100	0	0	0	0
July 2026	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2027	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2028	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2029	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2030	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2031	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2032	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2033	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2034	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2035	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	32	0	0	0	0
July 2036	0	0	0	0	0	17	0	0	0	0	100	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	26.7	14.5	7.9	5.8	2.2	26.9	15.6	11.9	6.8	2.3	27.1	16.1	13.6	7.9	2.4	25.9	11.2	2.0	2.0	1.6

**PSA Prepayment Assumption Rates**

Distribution Date	Class YG					Class YH					Class YJ					Class YK				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	92	92	92	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	76	76	58	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2012	100	100	57	57	0	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2013	100	100	41	41	0	100	100	100	100	0	100	100	47	47	0	100	100	100	100	0
July 2014	100	100	28	28	0	100	100	100	100	0	100	100	0	0	0	100	100	61	61	0
July 2015	100	100	18	0	0	100	100	100	69	0	100	100	0	0	0	100	100	0	0	0
July 2016	100	100	10	0	0	100	100	100	0	0	100	100	0	0	0	100	100	0	0	0
July 2017	100	100	4	0	0	100	100	100	0	0	100	100	0	0	0	100	100	0	0	0
July 2018	100	99	0	0	0	100	100	98	0	0	100	100	0	0	0	100	100	0	0	0
July 2019	100	93	0	0	0	100	100	36	0	0	100	100	0	0	0	100	100	0	0	0
July 2020	100	80	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2021	100	63	0	0	0	100	100	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2022	100	42	0	0	0	100	100	0	0	0	100	53	0	0	0	100	100	0	0	0
July 2023	100	19	0	0	0	100	100	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2024	100	0	0	0	0	100	33	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2025	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2026	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2027	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2028	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2029	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2030	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2031	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2032	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2033	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2034	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2035	67	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	26.2	12.5	3.8	3.5	1.9	26.8	15.0	9.8	6.1	2.2	26.3	13.0	4.0	4.0	2.1	26.4	13.7	5.1	5.1	2.1

**Security Group 4  
PSA Prepayment Assumption Rates**

Distribution Date	Classes IE, ME and OE					Class JA					Class JB					Class JC					
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	91	91	91	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	71	71	71	100	100	100	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	100	100	46	46	0	100	100	100	100	0	100	100	100	100	0	0
July 2013	100	100	100	100	100	100	100	25	25	0	100	100	100	100	0	100	100	100	100	0	0
July 2014	100	100	100	100	100	100	100	7	7	0	100	100	100	100	0	100	100	100	100	0	0
July 2015	100	100	100	100	100	100	100	0	0	0	100	100	86	80	0	100	100	100	100	0	0
July 2016	100	100	100	100	95	100	100	0	0	0	100	100	64	0	0	100	100	100	45	0	0
July 2017	100	100	100	100	65	100	100	0	0	0	100	100	48	0	0	100	100	100	0	0	0
July 2018	100	100	100	100	44	100	99	0	0	0	100	100	34	0	0	100	100	100	0	0	0
July 2019	100	100	100	100	30	100	84	0	0	0	100	100	7	0	0	100	100	100	0	0	0
July 2020	100	100	100	100	20	100	57	0	0	0	100	100	0	0	0	100	100	43	0	0	0
July 2021	100	100	100	100	14	100	19	0	0	0	100	100	0	0	0	100	100	0	0	0	0
July 2022	100	93	93	93	9	100	0	0	0	0	100	46	0	0	0	100	100	0	0	0	0
July 2023	100	76	76	76	6	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2024	100	61	61	61	4	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2025	100	50	50	50	3	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2026	100	40	40	40	2	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2027	100	32	32	32	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2028	100	25	25	25	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2029	100	20	20	20	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2030	100	16	16	16	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2031	100	12	12	12	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2032	88	9	9	9	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2033	47	7	7	7	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2034	5	5	5	5	0	96	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2035	3	3	3	3	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	2	2	2	2	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	1	1	1	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	24.0	17.0	17.0	17.0	9.4	25.3	11.1	2.9	2.9	1.9	25.7	13.0	7.9	6.2	2.3	25.9	13.7	10.9	7.0	2.4	

**PSA Prepayment Assumption Rates**

Distribution Date	Class JD					Classes MA, MG, MH, MI, MJ, MK, ML, MN and MO					Class MB					Class MC					
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	95	90	90	90	90	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	90	72	72	72	72	100	100	100	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	0	85	50	50	50	25	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	100	0	79	29	29	29	0	100	100	100	100	0	100	100	100	100	87	0
July 2014	100	100	100	100	0	74	9	9	9	0	100	100	100	100	0	100	100	100	100	17	0
July 2015	100	100	100	100	0	68	0	0	0	0	100	48	48	48	0	100	100	100	100	0	0
July 2016	100	100	100	100	0	61	0	0	0	0	100	0	0	0	0	100	82	82	82	0	0
July 2017	100	100	100	22	0	54	0	0	0	0	100	0	0	0	0	100	49	49	49	0	0
July 2018	100	100	100	0	0	47	0	0	0	0	100	0	0	0	0	100	17	17	17	0	0
July 2019	100	100	100	0	0	40	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2020	100	100	100	0	0	32	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2021	100	100	56	0	0	24	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2022	100	100	0	0	0	15	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2023	100	64	0	0	0	6	0	0	0	0	100	0	0	0	0	100	0	0	0	0	0
July 2024	100	0	0	0	0	0	0	0	0	0	81	0	0	0	0	100	0	0	0	0	0
July 2025	100	0	0	0	0	0	0	0	0	0	24	0	0	0	0	100	0	0	0	0	0
July 2026	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	87	0	0	0	0	0
July 2027	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	64	0	0	0	0	0
July 2028	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	40	0	0	0	0	0
July 2029	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	15	0	0	0	0	0
July 2030	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2031	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2032	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2033	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	64	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	26.0	14.0	12.1	7.8	2.4	8.2	3.0	3.0	3.0	2.4	15.5	6.0	6.0	6.0	3.7	18.6	8.0	8.0	8.0	4.5	

**Security Group 4  
PSA Prepayment Assumption Rates**

Distribution Date	Class MD					Class NA					Class NB					Class NC				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	94	85	57	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	80	52	0	100	100	100	100	0	100	100	100	100	0
July 2012	100	100	100	100	100	100	100	64	13	0	100	100	100	100	0	100	100	100	100	0
July 2013	100	100	100	100	100	100	100	50	0	0	100	100	100	0	0	100	100	100	100	0
July 2014	100	100	100	100	100	100	100	40	0	0	100	100	100	0	0	100	100	100	100	0
July 2015	100	100	100	100	48	100	100	33	0	0	100	100	100	0	0	100	100	100	100	0
July 2016	100	100	100	100	0	100	100	28	0	0	100	100	100	0	0	100	100	100	100	0
July 2017	100	100	100	100	0	100	100	24	0	0	100	100	100	0	0	100	100	100	100	0
July 2018	100	100	100	100	0	100	100	23	0	0	100	100	100	0	0	100	100	100	100	0
July 2019	100	84	84	84	0	100	100	22	0	0	100	100	100	0	0	100	100	100	100	0
July 2020	100	47	47	47	0	100	100	21	0	0	100	100	100	0	0	100	100	100	100	0
July 2021	100	16	16	16	0	100	100	19	0	0	100	100	100	0	0	100	100	100	100	0
July 2022	100	0	0	0	0	100	100	15	0	0	100	100	100	0	0	100	100	100	100	0
July 2023	100	0	0	0	0	100	100	10	0	0	100	100	100	0	0	100	100	100	100	0
July 2024	100	0	0	0	0	100	92	4	0	0	100	100	100	0	0	100	100	100	100	0
July 2025	100	0	0	0	0	100	81	0	0	0	100	100	87	0	0	100	100	100	100	0
July 2026	100	0	0	0	0	100	70	0	0	0	100	100	40	0	0	100	100	100	100	0
July 2027	100	0	0	0	0	100	59	0	0	0	100	100	0	0	0	100	100	95	0	0
July 2028	100	0	0	0	0	100	48	0	0	0	100	100	0	0	0	100	100	51	0	0
July 2029	100	0	0	0	0	100	37	0	0	0	100	100	0	0	0	100	100	11	0	0
July 2030	80	0	0	0	0	100	27	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2031	33	0	0	0	0	100	16	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2032	0	0	0	0	0	100	7	0	0	0	100	100	0	0	0	100	100	0	0	0
July 2033	0	0	0	0	0	100	0	0	0	0	100	74	0	0	0	100	100	0	0	0
July 2034	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	93	0	0	0
July 2035	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0	100	15	0	0	0
July 2036	0	0	0	0	0	68	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2037	0	0	0	0	0	31	0	0	0	0	100	0	0	0	0	100	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	32	0	0	0	0	100	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	21.6	11.0	11.0	11.0	6.0	27.5	18.9	5.8	2.0	1.0	28.9	24.3	16.8	3.6	1.7	29.2	25.6	19.0	4.1	1.8

**PSA Prepayment Assumption Rates**

Distribution Date	Class ND					Class NE					Class NG				
	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%	0%	100%	170%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	0	100	100	100	100	72	100	100	100	100	100
July 2012	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2013	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
July 2014	100	100	100	0	0	100	100	100	31	0	100	100	100	100	0
July 2015	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2016	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2017	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2018	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2019	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2020	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2021	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2022	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2023	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2024	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2025	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2026	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2027	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2028	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2029	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
July 2030	100	100	61	0	0	100	100	100	0	0	100	100	100	0	0
July 2031	100	100	11	0	0	100	100	100	0	0	100	100	100	0	0
July 2032	100	100	0	0	0	100	100	69	0	0	100	100	100	0	0
July 2033	100	100	0	0	0	100	100	32	0	0	100	100	100	0	0
July 2034	100	100	0	0	0	100	100	0	0	0	100	100	98	0	0
July 2035	100	100	0	0	0	100	100	0	0	0	100	100	73	0	0
July 2036	100	15	0	0	0	100	100	0	0	0	100	100	50	0	0
July 2037	100	0	0	0	0	100	23	0	0	0	100	100	29	0	0
July 2038	100	0	0	0	0	100	0	0	0	0	100	47	11	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	29.5	26.7	21.2	4.5	1.9	29.7	27.7	23.5	4.9	2.0	29.9	29.0	27.1	5.5	2.1

**Security Group 5  
PSA Prepayment Assumption Rates**

Distribution Date	Classes AF, AP, AS, BF, BP, BS, CF, CP, CS, DF, DS, EF, EP, ES, GF, GS, MP, NP, OP, QP, WA, WB, WC, WP and WQ														
	Class JP					Class ZA									
	0%	350%	460%	585%	1,000%	0%	350%	460%	585%	1,000%	0%	350%	460%	585%	1,000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	97	86	86	86	86	100	100	100	100	100	106	100	86	69	14
July 2011	94	65	65	65	43	100	100	100	100	100	112	100	65	27	0
July 2012	91	44	44	44	16	100	100	100	100	100	118	100	52	4	0
July 2013	88	29	29	29	6	100	100	100	100	100	125	100	48	0	0
July 2014	84	18	18	18	2	100	100	100	100	100	132	94	42	0	0
July 2015	81	11	11	11	0	100	100	100	100	100	139	83	35	0	0
July 2016	77	7	7	7	0	100	100	100	100	40	147	70	29	0	0
July 2017	73	4	4	4	0	100	100	100	100	16	155	58	22	0	0
July 2018	68	2	2	2	0	100	100	100	100	6	164	48	17	0	0
July 2019	63	1	1	1	0	100	100	100	100	2	173	38	13	0	0
July 2020	58	0	0	0	0	100	100	100	100	1	183	30	10	0	0
July 2021	53	0	0	0	0	100	76	76	76	0	193	24	7	0	0
July 2022	47	0	0	0	0	100	47	47	47	0	204	19	5	0	0
July 2023	41	0	0	0	0	100	30	30	30	0	216	14	4	0	0
July 2024	34	0	0	0	0	100	18	18	18	0	228	11	3	0	0
July 2025	27	0	0	0	0	100	11	11	11	0	241	8	2	0	0
July 2026	20	0	0	0	0	100	7	7	7	0	254	6	1	0	0
July 2027	12	0	0	0	0	100	4	4	4	0	269	5	1	0	0
July 2028	4	0	0	0	0	100	3	3	3	0	284	4	1	0	0
July 2029	0	0	0	0	0	2	2	2	2	0	282	3	0	0	0
July 2030	0	0	0	0	0	1	1	1	1	0	262	2	0	0	0
July 2031	0	0	0	0	0	1	1	1	1	0	241	1	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	217	1	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	192	1	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	166	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	137	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	106	0	0	0	0
July 2037	0	0	0	0	0	0	0	0	0	0	73	0	0	0	0
July 2038	0	0	0	0	0	0	0	0	0	0	38	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	11.6	3.2	3.2	3.2	2.0	19.5	13.5	13.5	13.5	7.1	25.4	9.7	5.0	1.5	0.6

**Security Group 6  
PSA Prepayment Assumption Rates**

Distribution Date	Classes AB, AC, AE, AG, AH, AJ, AK, AO, FN, FQ, FR, FT, FW, FY, SN, SQ, SR, ST, SW, SY, WD, WE, WG, WH, WJ and WS									
	Class UZ									
	0%	299%	350%	415%	700%	0%	299%	350%	415%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100
July 2010	98	88	88	88	88	106	100	88	72	1
July 2011	96	70	70	70	54	112	100	71	34	0
July 2012	94	54	54	54	31	118	100	59	10	0
July 2013	91	41	41	41	18	125	100	54	1	0
July 2014	89	30	30	30	10	132	100	52	0	0
July 2015	86	22	22	22	6	139	95	49	0	0
July 2016	83	16	16	16	3	147	87	44	0	0
July 2017	80	12	12	12	2	155	78	38	0	0
July 2018	77	9	9	9	1	164	68	33	0	0
July 2019	73	6	6	6	1	173	58	27	0	0
July 2020	70	5	5	5	0	183	50	23	0	0
July 2021	66	3	3	3	0	193	42	19	0	0
July 2022	61	2	2	2	0	204	35	15	0	0
July 2023	57	2	2	2	0	216	29	12	0	0
July 2024	52	1	1	1	0	228	23	10	0	0
July 2025	47	1	1	1	0	241	19	8	0	0
July 2026	42	1	1	1	0	254	15	6	0	0
July 2027	36	0	0	0	0	269	12	5	0	0
July 2028	30	0	0	0	0	284	9	4	0	0
July 2029	23	0	0	0	0	300	7	3	0	0
July 2030	16	0	0	0	0	317	6	2	0	0
July 2031	8	0	0	0	0	334	4	1	0	0
July 2032	0	0	0	0	0	353	3	1	0	0
July 2033	0	0	0	0	0	313	2	1	0	0
July 2034	0	0	0	0	0	270	2	0	0	0
July 2035	0	0	0	0	0	223	1	0	0	0
July 2036	0	0	0	0	0	173	1	0	0	0
July 2037	0	0	0	0	0	119	0	0	0	0
July 2038	0	0	0	0	0	62	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	14.3	4.2	4.2	4.2	2.6	26.8	11.9	6.7	1.7	0.6

Security Group 7 PSA Prepayment Assumption Rates					
Distribution Date	Classes WM and WN				
	0%	150%	325%	500%	700%
Initial Percent	100	100	100	100	100
July 2010	100	100	100	100	100
July 2011	100	100	100	100	0
July 2012	100	100	100	0	0
July 2013	100	100	64	0	0
July 2014	100	100	0	0	0
July 2015	100	100	0	0	0
July 2016	100	100	0	0	0
July 2017	100	100	0	0	0
July 2018	100	100	0	0	0
July 2019	100	100	0	0	0
July 2020	100	100	0	0	0
July 2021	100	100	0	0	0
July 2022	100	100	0	0	0
July 2023	100	100	0	0	0
July 2024	100	100	0	0	0
July 2025	100	100	0	0	0
July 2026	100	100	0	0	0
July 2027	100	100	0	0	0
July 2028	100	100	0	0	0
July 2029	100	100	0	0	0
July 2030	100	100	0	0	0
July 2031	100	100	0	0	0
July 2032	100	100	0	0	0
July 2033	100	100	0	0	0
July 2034	100	100	0	0	0
July 2035	100	71	0	0	0
July 2036	100	13	0	0	0
July 2037	100	0	0	0	0
July 2038	100	0	0	0	0
July 2039	0	0	0	0	0
Weighted Average Life (years)	29.5	26.4	4.0	2.4	1.8

Security Group 8 PSA Prepayment Assumption Rates															
Distribution Date	Class AZ					Classes FA, FC, FE, FG, FH, HA, HB, HC, HG, HJ, HK, HL, PO, PQ, QA, QB, QC, QD, SA, SC, SE, SG and SH					Class JQ				
	0%	350%	460%	565%	1,000%	0%	350%	460%	565%	1,000%	0%	350%	460%	565%	1,000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2010	106	100	80	61	0	97	83	83	83	78	100	100	100	100	100
July 2011	112	100	58	19	0	95	60	60	60	32	100	100	100	100	100
July 2012	118	100	47	2	0	92	40	40	40	11	100	100	100	100	100
July 2013	125	100	43	0	0	88	26	26	26	2	100	100	100	100	100
July 2014	132	92	38	0	0	85	16	16	16	0	100	100	100	100	74
July 2015	139	81	32	0	0	81	9	9	9	0	100	100	100	100	29
July 2016	147	69	25	0	0	77	5	5	5	0	100	100	100	100	11
July 2017	155	57	20	0	0	73	2	2	2	0	100	100	100	100	4
July 2018	164	47	15	0	0	69	0	0	0	0	100	100	100	100	2
July 2019	173	38	12	0	0	64	0	0	0	0	100	73	73	73	1
July 2020	183	30	9	0	0	59	0	0	0	0	100	47	47	47	0
July 2021	193	24	6	0	0	54	0	0	0	0	100	30	30	30	0
July 2022	204	18	5	0	0	49	0	0	0	0	100	19	19	19	0
July 2023	216	14	3	0	0	43	0	0	0	0	100	12	12	12	0
July 2024	228	11	2	0	0	36	0	0	0	0	100	8	8	8	0
July 2025	241	8	2	0	0	29	0	0	0	0	100	5	5	5	0
July 2026	254	6	1	0	0	22	0	0	0	0	100	3	3	3	0
July 2027	269	5	1	0	0	14	0	0	0	0	100	2	2	2	0
July 2028	284	4	1	0	0	6	0	0	0	0	100	1	1	1	0
July 2029	300	3	0	0	0	0	0	0	0	0	15	1	1	1	0
July 2030	280	2	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2031	257	1	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2032	232	1	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2033	205	1	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2034	177	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2035	146	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	113	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2037	78	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2038	40	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.6	9.6	4.5	1.3	0.5	11.9	2.9	2.9	2.9	1.7	19.9	11.5	11.5	11.5	5.8

Distribution Date	Security Groups 5 and 8 PSA Prepayment Assumption Rates					
	Classes HF, HS, JF, JS, KF, KS, LF, LS, MF and MS					
	0%	350%	460%	565%	585%	1,000%
Initial Percent	100	100	100	100	100	100
July 2010	97	84	84	84	84	82
July 2011	94	62	62	62	62	37
July 2012	91	42	42	42	41	13
July 2013	88	27	27	27	26	4
July 2014	85	17	17	17	16	1
July 2015	81	10	10	10	9	0
July 2016	77	6	6	6	5	0
July 2017	73	3	3	3	3	0
July 2018	69	1	1	1	1	0
July 2019	64	0	0	0	0	0
July 2020	59	0	0	0	0	0
July 2021	53	0	0	0	0	0
July 2022	48	0	0	0	0	0
July 2023	42	0	0	0	0	0
July 2024	35	0	0	0	0	0
July 2025	28	0	0	0	0	0
July 2026	21	0	0	0	0	0
July 2027	13	0	0	0	0	0
July 2028	5	0	0	0	0	0
July 2029	0	0	0	0	0	0
July 2030	0	0	0	0	0	0
July 2031	0	0	0	0	0	0
July 2032	0	0	0	0	0	0
July 2033	0	0	0	0	0	0
July 2034	0	0	0	0	0	0
July 2035	0	0	0	0	0	0
July 2036	0	0	0	0	0	0
July 2037	0	0	0	0	0	0
July 2038	0	0	0	0	0	0
July 2039	0	0	0	0	0	0
Weighted Average Life (years)	11.8	3.0	3.0	3.0	3.0	1.9

## Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Class based on the anticipated yield of that Class resulting from its purchase price, the investor’s own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 1 and 7 Securities, the investor’s own projection of principal payment rates on the Underlying Certificates under a variety of scenarios and, in the case of a Floating Rate or an Inverse Floating Rate Class, the investor’s own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

### *Prepayments: Effect on Yields*

The yields to investors will be sensitive in varying degrees to the rate of prepayments on the related Mortgage Loans.

- In the case of Regular Securities or MX Securities purchased at a premium (especially Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.
- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular Securities or MX Securities purchased at a discount (especially Principal Only Classes), slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

*See “Risk Factors — Rates of principal payments can reduce your yield” in this Supplement.*

Rapid rates of prepayments on the Mortgage Loans are likely to coincide with periods of low prevailing interest rates.

During periods of low prevailing interest rates, the yields at which an investor may be able to reinvest amounts received as principal payments on the investor's Class of Securities may be lower than the yield on that Class.

Slow rates of prepayments on the Mortgage Loans are likely to coincide with periods of high prevailing interest rates.

During periods of high prevailing interest rates, the amount of principal payments available to an investor for reinvestment at those high rates may be relatively low.

The Mortgage Loans will not prepay at any constant rate until maturity, nor will all of the Mortgage Loans underlying any Trust Asset Group prepay at the same rate at any one time. The timing of changes in the rate of prepayments may affect the actual yield to an investor, even if the average rate of principal prepayments is consistent with the investor's expectation. In general, the earlier a prepayment of principal on the Mortgage Loans, the greater the effect on an investor's yield. As a result, the effect on an investor's yield of principal prepayments occurring at a rate higher (or lower) than the rate anticipated by the investor during the period immediately following the Closing Date is not likely to be offset by a later equivalent reduction (or increase) in the rate of principal prepayments.

*LIBOR: Effect on Yields of the Floating Rate and Inverse Floating Rate Classes*

Low levels of LIBOR can reduce the yield of the Floating Rate Classes. High levels of LIBOR can significantly reduce the yield of the Inverse Floating Rate Classes. In addition, the Floating Rate Classes will not necessarily benefit from a higher yield at high levels of LIBOR and certain Inverse Floating Rate Classes may not benefit from particularly low levels of LIBOR because the rate on such Classes is capped at a maximum rate described under "Terms Sheet — Interest Rates."

*Payment Delay: Effect on Yields of the Fixed Rate Classes*

The effective yield on any Fixed Rate Class will be less than the yield otherwise produced by its Interest Rate and purchase price because, on each Distribution Date, 30 days' interest will be payable on (or added to the principal amount of) that Class even though interest began to accrue approximately 46 or 50 days earlier, as applicable.

## **Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of specified Classes at various constant percentages of PSA and, in the case of the Floating Rate and Inverse Floating Rate Classes, at various constant levels of LIBOR.

The Mortgage Loans will not prepay at any constant rate until maturity, and it is unlikely that LIBOR will remain constant. Moreover, it is likely that the Mortgage Loans will experience actual prepayment rates that differ from those of the Modeling Assumptions. **Therefore, the actual pre-tax yield of any Class may differ from those shown in the applicable table below for that Class even if the Class is purchased at the assumed price shown.**

The yields were calculated by

1. determining the monthly discount rates that, when applied to the applicable assumed streams of cash flows to be paid on the applicable Class, would cause the discounted present value of the assumed streams of cash flows to equal the assumed purchase price of that Class plus accrued interest (in the case of interest-bearing Classes), and
2. converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and

consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

The information set forth in the following tables was prepared on the basis of the Modeling Assumptions and the assumptions that (1) the Interest Rate applicable to each Floating Rate and Inverse Floating Rate Class for each Accrual Period following the first Accrual Period will be based on the indicated level of LIBOR and (2) the purchase price of each Class (expressed as a percentage of its original Class Principal Balance or Class Notional Balance) plus accrued interest (in the case of the interest-bearing Classes) is as indicated in the related table. **The assumed purchase price is not necessarily that at which actual sales will occur.**

**SECURITY GROUP 1**

**Sensitivity of Class UO to Prepayments  
Assumed Price 80.0%**

<b>PSA Prepayment Assumption Rates</b>			
<u>100%</u>	<u>250%</u>	<u>350%</u>	<u>500%</u>
0.8%	5.3%	9.1%	12.7%

**SECURITY GROUP 2**

**Sensitivity of Class IO to Prepayments  
Assumed Price 10.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>345%</u>	<u>400%</u>	<u>525%</u>	<u>791%</u>	<u>800%</u>
16.9%	16.9%	16.9%	0.1%	(0.6)%

**Sensitivity of Class SD to Prepayments  
Assumed Price 8.5%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>345%</u>	<u>400%</u>	<u>525%</u>	<u>800%</u>
0.25% . . . . .	48.6%	48.6%	48.6%	33.6%
0.30% . . . . .	47.9%	47.9%	47.9%	32.8%
3.20% . . . . .	5.9%	5.9%	5.9%	(12.1)%
6.10% and above . . . . .	**	**	**	**

**SECURITY GROUP 3**

**Sensitivity of Class BI to Prepayments  
Assumed Price 15.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>535%</u>
17.7%	17.7%	17.7%	2.6%	0.0%

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class CI to Prepayments  
Assumed Price 16.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>573%</u>
18.6%	18.6%	18.6%	5.0%	0.1%

**Sensitivity of Class DI to Prepayments  
Assumed Price 20.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>1,138%</u>
25.5%	25.5%	25.5%	22.1%	0.0%

**Sensitivity of Class DO to Prepayments  
Assumed Price 80.0%**

<b>PSA Prepayment Assumption Rates</b>			
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>
1.3%	1.3%	1.3%	2.3%

**Sensitivity of Class ID to Prepayments  
Assumed Price 8.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>902%</u>
37.1%	37.1%	37.1%	26.6%	0.1%

**SECURITY GROUP 4**

**Sensitivity of Class IE to Prepayments  
Assumed Price 18.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>1,124%</u>
25.4%	25.4%	25.4%	21.8%	0.0%

**Sensitivity of Class MI to Prepayments  
Assumed Price 8.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>	<u>829%</u>
32.3%	32.3%	32.3%	21.1%	0.0%

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

**Sensitivity of Class MO to Prepayments  
Assumed Price 80.0%**

<b>PSA Prepayment Assumption Rates</b>			
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>
7.8%	7.8%	7.8%	9.8%

**Sensitivity of Class OE to Prepayments  
Assumed Price 80.0%**

<b>PSA Prepayment Assumption Rates</b>			
<u>100%</u>	<u>170%</u>	<u>250%</u>	<u>500%</u>
1.3%	1.3%	1.3%	2.4%

**SECURITY GROUP 5**

**Sensitivity of Class AS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	46.6%	46.6%	46.6%	26.1%
0.300% . . . . .	45.9%	45.9%	45.9%	25.3%
3.275% . . . . .	2.9%	2.9%	2.9%	(24.1)%
6.250% and above . . . . .	**	**	**	**

**Sensitivity of Class BS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.25% . . . . .	45.9%	45.9%	45.9%	25.2%
0.30% . . . . .	45.2%	45.2%	45.2%	24.4%
3.25% . . . . .	2.5%	2.5%	2.5%	(24.6)%
6.20% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class CS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	45.1%	45.1%	45.1%	24.4%
0.300% . . . . .	44.4%	44.4%	44.4%	23.6%
3.225% . . . . .	2.1%	2.1%	2.1%	(25.1)%
6.150% and above . . . . .	**	**	**	**

**Sensitivity of Class DS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.25% . . . . .	44.4%	44.4%	44.4%	23.5%
0.30% . . . . .	43.7%	43.7%	43.7%	22.7%
3.20% . . . . .	1.7%	1.7%	1.7%	(25.5)%
6.10% and above . . . . .	**	**	**	**

**Sensitivity of Class ES to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	43.6%	43.6%	43.6%	22.7%
0.300% . . . . .	42.9%	42.9%	42.9%	21.9%
3.175% . . . . .	1.4%	1.4%	1.4%	(26.0)%
6.050% and above . . . . .	**	**	**	**

**Sensitivity of Class GS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.25% . . . . .	42.9%	42.9%	42.9%	21.9%
0.30% . . . . .	42.2%	42.2%	42.2%	21.1%
3.15% . . . . .	1.0%	1.0%	1.0%	(26.4)%
6.00% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class OP to Prepayments  
Assumed Price 85.0%**

<b>PSA Prepayment Assumption Rates</b>			
<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
5.4%	5.4%	5.4%	8.4%

**Sensitivity of Class QP to Prepayments  
Assumed Price 20.0%\***

<b>LIBOR</b>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	(43.7)%	(43.7)%	(43.7)%	(82.8)%
0.300% . . . . .	(43.0)%	(43.0)%	(43.0)%	(81.9)%
3.275% . . . . .	(16.0)%	(16.0)%	(16.0)%	(47.3)%
6.250% and above . . . . .	3.9%	3.9%	3.9%	(23.0)%

**Sensitivity of Class WA to Prepayments  
Assumed Price 0.125%\***

<b>LIBOR</b>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
6.200% and below . . . . .	11.3%	11.3%	11.3%	(14.3)%
6.225% . . . . .	(15.6)%	(15.6)%	(15.6)%	(46.8)%
6.250% and above . . . . .	**	**	**	**

**Sensitivity of Class WB to Prepayments  
Assumed Price 0.125%\***

<b>LIBOR</b>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
6.150% and below . . . . .	11.3%	11.3%	11.3%	(14.3)%
6.175% . . . . .	(15.6)%	(15.6)%	(15.6)%	(46.8)%
6.200% and above . . . . .	**	**	**	**

**Sensitivity of Class WC to Prepayments  
Assumed Price 0.125%\***

<b>LIBOR</b>	<b>PSA Prepayment Assumption Rates</b>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
6.100% and below . . . . .	11.3%	11.3%	11.3%	(14.3)%
6.125% . . . . .	(15.6)%	(15.6)%	(15.6)%	(46.8)%
6.150% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class WP to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
6.050% and below . . . . .	11.3%	11.3%	11.3%	(14.3)%
6.075% . . . . .	(15.6)%	(15.6)%	(15.6)%	(46.8)%
6.100% and above . . . . .	**	**	**	**

**Sensitivity of Class WQ to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>585%</u>	<u>1,000%</u>
6.000% and below . . . . .	11.3%	11.3%	11.3%	(14.3)%
6.025% . . . . .	(15.6)%	(15.6)%	(15.6)%	(46.8)%
6.050% and above . . . . .	**	**	**	**

**SECURITY GROUP 6**

**Sensitivity of Class AO to Prepayments  
Assumed Price 85.0%**

<u>PSA Prepayment Assumption Rates</u>			
<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
4.2%	4.2%	4.2%	6.5%

**Sensitivity of Class SN to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.250% . . . . .	52.9%	52.9%	52.9%	38.6%
0.300% . . . . .	52.2%	52.2%	52.2%	37.9%
3.275% . . . . .	11.6%	11.6%	11.6%	(5.7)%
6.250% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class SQ to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.25% . . . . .	52.2%	52.2%	52.2%	37.8%
0.30% . . . . .	51.5%	51.5%	51.5%	37.1%
3.25% . . . . .	11.3%	11.3%	11.3%	(6.1)%
6.20% and above . . . . .	**	**	**	**

**Sensitivity of Class SR to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.250% . . . . .	51.5%	51.5%	51.5%	37.1%
0.300% . . . . .	50.8%	50.8%	50.8%	36.3%
3.225% . . . . .	10.9%	10.9%	10.9%	(6.5)%
6.150% and above . . . . .	**	**	**	**

**Sensitivity of Class ST to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.25% . . . . .	50.8%	50.8%	50.8%	36.3%
0.30% . . . . .	50.1%	50.1%	50.1%	35.5%
3.20% . . . . .	10.6%	10.6%	10.6%	(6.8)%
6.10% and above . . . . .	**	**	**	**

**Sensitivity of Class SW to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.250% . . . . .	50.0%	50.0%	50.0%	35.5%
0.300% . . . . .	49.3%	49.3%	49.3%	34.8%
3.175% . . . . .	10.2%	10.2%	10.2%	(7.2)%
6.050% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class SY to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.25% . . . . .	49.3%	49.3%	49.3%	34.7%
0.30% . . . . .	48.6%	48.6%	48.6%	34.0%
3.15% . . . . .	9.9%	9.9%	9.9%	(7.6)%
6.00% and above . . . . .	**	**	**	**

**Sensitivity of Class WD to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
6.200% and below . . . . .	19.3%	19.3%	19.3%	2.6%
6.225% . . . . .	(4.5)%	(4.5)%	(4.5)%	(23.2)%
6.250% and above . . . . .	**	**	**	**

**Sensitivity of Class WE to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
6.150% and below . . . . .	19.3%	19.3%	19.3%	2.6%
6.175% . . . . .	(4.5)%	(4.5)%	(4.5)%	(23.2)%
6.200% and above . . . . .	**	**	**	**

**Sensitivity of Class WG to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
6.100% and below . . . . .	19.3%	19.3%	19.3%	2.6%
6.125% . . . . .	(4.5)%	(4.5)%	(4.5)%	(23.2)%
6.150% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class WH to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
6.050% and below . . . . .	19.3%	19.3%	19.3%	2.6%
6.075% . . . . .	(4.5)%	(4.5)%	(4.5)%	(23.2)%
6.100% and above . . . . .	**	**	**	**

**Sensitivity of Class WJ to Prepayments  
Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
6.000% and below . . . . .	19.3%	19.3%	19.3%	2.6%
6.025% . . . . .	(4.5)%	(4.5)%	(4.5)%	(23.2)%
6.050% and above . . . . .	**	**	**	**

**Sensitivity of Class WS to Prepayments  
Assumed Price 20.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.250% . . . . .	(24.7)%	(24.7)%	(24.7)%	(44.3)%
0.300% . . . . .	(24.3)%	(24.3)%	(24.3)%	(43.9)%
3.275% . . . . .	(4.8)%	(4.8)%	(4.8)%	(23.5)%
6.250% and above . . . . .	12.5%	12.5%	12.5%	(4.7)%

**SECURITY GROUP 8**

**Sensitivity of Class PO to Prepayments  
Assumed Price 85.0%**

<u>PSA Prepayment Assumption Rates</u>			
<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
5.9%	5.9%	5.9%	9.9%

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class PQ to Prepayments**  
**Assumed Price 20.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.250% . . . . .	(49.6)%	(49.6)%	(49.6)%	(96.9)%
0.300% . . . . .	(48.8)%	(48.8)%	(48.8)%	(96.0)%
3.275% . . . . .	(20.1)%	(20.1)%	(20.1)%	(60.2)%
6.250% and above . . . . .	0.1%	0.1%	0.1%	(35.7)%

**Sensitivity of Class QA to Prepayments**  
**Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
6.200% and below . . . . .	7.4%	7.4%	7.4%	(27.0)%
6.225% . . . . .	(19.7)%	(19.7)%	(19.7)%	(59.7)%
6.250% and above . . . . .	**	**	**	**

**Sensitivity of Class QB to Prepayments**  
**Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
6.150% and below . . . . .	7.4%	7.4%	7.4%	(27.0)%
6.175% . . . . .	(19.7)%	(19.7)%	(19.7)%	(59.7)%
6.200% and above . . . . .	**	**	**	**

**Sensitivity of Class QC to Prepayments**  
**Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
6.100% and below . . . . .	7.4%	7.4%	7.4%	(27.0)%
6.125% . . . . .	(19.7)%	(19.7)%	(19.7)%	(59.7)%
6.150% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class QD to Prepayments**  
**Assumed Price 0.125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
6.050% and below . . . . .	7.4%	7.4%	7.4%	(27.0)%
6.075% . . . . .	(19.7)%	(19.7)%	(19.7)%	(59.7)%
6.100% and above . . . . .	**	**	**	**

**Sensitivity of Class SA to Prepayments**  
**Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.250% . . . . .	42.3%	42.3%	42.3%	13.0%
0.300% . . . . .	41.6%	41.6%	41.6%	12.2%
3.275% . . . . .	(0.9)%	(0.9)%	(0.9)%	(36.8)%
6.250% and above . . . . .	**	**	**	**

**Sensitivity of Class SC to Prepayments**  
**Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.25% . . . . .	41.5%	41.5%	41.5%	12.1%
0.30% . . . . .	40.8%	40.8%	40.8%	11.3%
3.25% . . . . .	(1.3)%	(1.3)%	(1.3)%	(37.3)%
6.20% and above . . . . .	**	**	**	**

**Sensitivity of Class SE to Prepayments**  
**Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.250% . . . . .	40.8%	40.8%	40.8%	11.3%
0.300% . . . . .	40.1%	40.1%	40.1%	10.5%
3.225% . . . . .	(1.7)%	(1.7)%	(1.7)%	(37.7)%
6.150% and above . . . . .	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class SG to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.25% . . . . .	40.1%	40.1%	40.1%	10.5%
0.30% . . . . .	39.3%	39.3%	39.3%	9.7%
3.20% . . . . .	(2.0)%	(2.0)%	(2.0)%	(38.2)%
6.10% and above . . . . .	**	**	**	**

**Sensitivity of Class SH to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>1,000%</u>
0.250% . . . . .	39.3%	39.3%	39.3%	9.6%
0.300% . . . . .	38.6%	38.6%	38.6%	8.9%
3.175% . . . . .	(2.4)%	(2.4)%	(2.4)%	(38.7)%
6.050% and above . . . . .	**	**	**	**

**SECURITY GROUPS 5 AND 8**

**Sensitivity of Class HS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>				
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	44.2%	44.2%	44.2%	43.9%	19.2%
0.300% . . . . .	43.5%	43.5%	43.5%	43.2%	18.4%
3.275% . . . . .	0.9%	0.9%	0.9%	0.3%	(30.5)%
6.250% and above . . . . .	**	**	**	**	**

**Sensitivity of Class JS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>				
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>585%</u>	<u>1,000%</u>
0.25% . . . . .	43.5%	43.5%	43.5%	43.1%	18.3%
0.30% . . . . .	42.8%	42.8%	42.8%	42.4%	17.5%
3.25% . . . . .	0.5%	0.5%	0.5%	(0.1)%	(31.0)%
6.20% and above . . . . .	**	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**Sensitivity of Class KS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>				
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	42.7%	42.7%	42.7%	42.4%	17.5%
0.300% . . . . .	42.0%	42.0%	42.0%	41.7%	16.7%
3.225% . . . . .	0.1%	0.1%	0.1%	(0.5)%	(31.4)%
6.150% and above . . . . .	**	**	**	**	**

**Sensitivity of Class LS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>				
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>585%</u>	<u>1,000%</u>
0.25% . . . . .	42.0%	42.0%	42.0%	41.6%	16.7%
0.30% . . . . .	41.3%	41.3%	41.3%	40.9%	15.9%
3.20% . . . . .	(0.3)%	(0.3)%	(0.3)%	(0.9)%	(31.9)%
6.10% and above . . . . .	**	**	**	**	**

**Sensitivity of Class MS to Prepayments  
Assumed Price 9.0%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>				
	<u>350%</u>	<u>460%</u>	<u>565%</u>	<u>585%</u>	<u>1,000%</u>
0.250% . . . . .	41.3%	41.3%	41.3%	40.9%	15.9%
0.300% . . . . .	40.6%	40.6%	40.6%	40.2%	15.1%
3.175% . . . . .	(0.7)%	(0.7)%	(0.7)%	(1.3)%	(32.3)%
6.050% and above . . . . .	**	**	**	**	**

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

**CERTAIN FEDERAL INCOME TAX CONSEQUENCES**

The following tax discussion, when read in conjunction with the discussion of “Certain Federal Income Tax Consequences” in the Base Offering Circular, describes the material federal income tax considerations for investors in the Securities. However, these two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of investors, some of which may be subject to special rules.

**U.S. Treasury Circular 230 Notice**

**The discussion contained in this Supplement and the Base Offering Circular as to certain federal tax consequences is not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. Such discussion is written to support the promotion or marketing of the transactions or matters addressed in this Supplement and the Base Offering Circular. Each taxpayer to whom such transactions or matters are being**

**promoted, marketed or recommended should seek advice based on its particular circumstances from an independent tax advisor.**

### **REMIC Elections**

In the opinion of Cleary Gottlieb Steen & Hamilton LLP, the Trust will constitute a Double REMIC Series for federal income tax purposes. Separate REMIC elections will be made for the Pooling REMIC and the Issuing REMIC.

### **Regular Securities**

The Regular Securities will be treated as debt instruments issued by the Issuing REMIC for federal income tax purposes. Income on the Regular Securities must be reported under an accrual method of accounting.

The Class AO, DO, OE, OP, PO and UO Securities are Principal Only Securities. Principal Only Securities are treated for federal income tax purposes as having been issued with an amount of original issue discount (“OID”) equal to the difference between their principal balance and their issue price.

The Class DI, GS, IE, PQ, QA, QB, QC, QD, QP, SD, SH, SY, WA, WB, WC, WD, WE, WG, WH, WJ, WP, WQ and WS Securities are “Interest Weighted Securities” as described in “Certain Federal Income Tax Consequences — Tax Treatment of Regular Securities — Interest Weighted Securities and Non-VRDI Securities” in the Base Offering Circular. Although the tax treatment of Interest Weighted Securities is not entirely certain, Holders of the Interest Weighted Securities should expect to accrue all income on these Securities (other than income attributable to market discount or *de minimis* market discount) under the OID rules based on the expected payments on these Securities at the prepayment assumptions described below.

The Class AZ, UZ, Z, ZA and ZP Securities are Accrual Securities. Holders of Accrual Securities are required to accrue all income from their Securities (other than income attributable to market discount or *de minimis* market discount) under the OID rules based on the expected payments on the Accrual Securities at the prepayment assumptions described below.

Other than the Regular Securities described in the preceding three paragraphs, based on anticipated prices (including accrued interest), the assumed Mortgage Loan characteristics, the prepayment assumptions described below and, for the Class FD Securities, the interest rate value described in the following paragraph, no Class is expected to be issued with OID.

Prospective investors in the Regular Securities should be aware, however, that the foregoing expectations about OID could change because of differences (1) between anticipated purchase prices and actual purchase prices or (2) between the assumed characteristics of the Trust Assets and the characteristics of the Trust Assets actually delivered to the Trust. The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement) is as follows:

<u>Group</u>	<u>PSA</u>
1	250%
2	400%
3 and 4	170%
5 and 8	460%
6	350%
7	325%

In the case of the Class FD Securities, the interest rate value to be used for these determinations is the initial Interest Rate as set forth in the Terms Sheet under “Interest Rates.” No representation is made,

however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See “*Certain Federal Income Tax Consequences*” in the Base Offering Circular.

The Regular Securities generally will be treated as “regular interests” in a REMIC for domestic building and loan associations and “real estate assets” for real estate investment trusts (“REITs”) as described in “*Certain Federal Income Tax Consequences*” in the Base Offering Circular. Similarly, interest on the Regular Securities will be considered “interest on obligations secured by mortgages on real property” for REITs.

### **Residual Securities**

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Pooling REMIC and the beneficial ownership of the Residual Interest in the Issuing REMIC. The Residual Securities, *i.e.*, the Class RR Securities, generally will be treated as “residual interests” in a REMIC for domestic building and loan associations and as “real estate assets” for REITs, as described in “*Certain Federal Income Tax Consequences*” in the Base Offering Circular, but will not be treated as debt for federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable income or loss of the Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Class RR Securities are not entitled to any stated principal or interest payments on the Class RR Securities, the Trust REMICs may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, a Holder of the Class RR Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

Prospective Holders of Residual Securities should be aware that, at issuance, based on the expected prices of the Regular and Residual Securities and the prepayment assumption described above, the residual interests represented by the Residual Securities will be treated as “noneconomic residual interests” as that term is defined in Treasury regulations.

OID accruals on the Underlying Certificates will be computed using the same prepayment assumption as set forth under “*Certain Federal Income Tax Consequences — Regular Securities*” in this Supplement.

### **MX Securities**

For a discussion of certain federal income tax consequences applicable to the MX Classes, see “*Certain Federal Income Tax Consequences — Tax Treatment of MX Securities*”, “*— Exchanges of MX Classes and Regular Classes*” and “*— Taxation of Foreign Holders of REMIC Securities and MX Securities*” in the Base Offering Circular.

**Investors should consult their own tax advisors in determining the federal, state, local and any other tax consequences to them of the purchase, ownership and disposition of the Securities.**

### **ERISA MATTERS**

Ginnie Mae guarantees distributions of principal and interest with respect to the Securities. The Ginnie Mae Guaranty is supported by the full faith and credit of the United States of America. The

Regular and MX Securities will qualify as “guaranteed governmental mortgage pool certificates” within the meaning of a Department of Labor regulation, the effect of which is to provide that mortgage loans and participations therein underlying a “guaranteed governmental mortgage pool certificate” will not be considered assets of an employee benefit plan subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), or subject to section 4975 of the Code (each, a “Plan”), solely by reason of the Plan’s purchase and holding of that certificate.

Governmental plans and certain church plans, while not subject to the fiduciary responsibility provisions of ERISA or the prohibited transaction provisions of ERISA and the Code, may nevertheless be subject to local, state or other federal laws that are substantially similar to the foregoing provisions of ERISA and the Code. Fiduciaries of any such plans should consult with their counsel before purchasing any of the Securities.

**Prospective Plan Investors should consult with their advisors, however, to determine whether the purchase, holding, or resale of a Security could give rise to a transaction that is prohibited or is not otherwise permissible under either ERISA or the Code.**

*See “ERISA Considerations” in the Base Offering Circular.*

The Residual Securities are not offered to, and may not be transferred to, a Plan Investor.

#### **LEGAL INVESTMENT CONSIDERATIONS**

Institutions whose investment activities are subject to legal investment laws and regulations or to review by certain regulatory authorities may be subject to restrictions on investment in the Securities. **No representation is made about the proper characterization of any Class for legal investment or other purposes, or about the permissibility of the purchase by particular investors of any Class under applicable legal investment restrictions.**

**Investors should consult their own legal advisors regarding applicable investment restrictions and the effect of any restrictions on the liquidity of the Securities prior to investing in the Securities.**

*See “Legal Investment Considerations” in the Base Offering Circular.*

#### **PLAN OF DISTRIBUTION**

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest, if any, from (1) July 1, 2009 on the Fixed Rate Classes and (2) July 20, 2009 on the Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

#### **INCREASE IN SIZE**

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that (1) the Original Class Principal Balance (or original Class Notional Balance) and (2) the Scheduled Principal Balances and Aggregate Scheduled Principal Balances of each Class

receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group will increase by the same proportion. The Trust Agreement, the Final Data Statement, the Final Schedules and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

#### **LEGAL MATTERS**

Certain legal matters will be passed upon for Ginnie Mae by Hunton & Williams LLP, for the Trust by Cleary Gottlieb Steen & Hamilton LLP and Marcell Solomon & Associates, P.C., and for the Trustee by Aini & Lazar PLLC.

Available Combinations(1)

Class	REMIC Securities		MX Securities						
	Original Class Principal Balance or Class Notional Balance	Maximum Original Balance or Class Notional Balance(2)	Related MX Class	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)	
<b>Security Group 2</b>									
Combination 1(6)									
PA	\$ 66,566,667	\$ 14,792,592	IO	NTL (PAC/AD)	4.50%	FIX/IO	38375DV62	July 2039	
		66,566,667	PB	PAC/AD	3.50	FIX	38375DV70	July 2039	
		66,566,667	PD	PAC/AD	3.75	FIX	38375DV88	July 2039	
		66,566,667	PE	PAC/AD	4.00	FIX	38375DV96	July 2039	
		66,566,667	PG	PAC/AD	4.25	FIX	38375DW20	July 2039	
<b>Security Group 3</b>									
Combination 2(6)									
DA	\$100,010,000	\$100,010,000	AD	PAC I	4.00%	FIX	38375DW38	June 2032	
			BD	PAC I	4.25	FIX	38375DW46	June 2032	
			CD	PAC I	4.50	FIX	38375DW53	June 2032	
			ED	PAC I	4.75	FIX	38375DW61	June 2032	
			HD	PAC I	5.00	FIX	38375DW79	June 2032	
			ID	NTL (PAC I)	5.00	FIX/IO	38375DW87	June 2032	
Combination 3(6)									
DA	\$100,010,000	\$216,550,000	CA	PAC I	4.00%	FIX	38375DW95	March 2038	
DB	35,040,000	216,550,000	CB	PAC I	4.25	FIX	38375DX29	March 2038	
DC	37,000,000	216,550,000	CE	PAC I	4.50	FIX	38375DX37	March 2038	
DE	44,500,000	216,550,000	CG	PAC I	4.75	FIX	38375DX45	March 2038	
		216,550,000	CH	PAC I	5.00	FIX	38375DX52	March 2038	
		43,310,000	CI	NTL (PAC I)	5.00	FIX/IO	38375DX60	March 2038	

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Original Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	or Class Notional Balance		Principal Balance	or Class Notional Balance(2)					
Combination 4(6)										
DA	\$100,010,000		BA	\$184,380,513	PAC I	4.00%	FIX	38375DX78	March 2038	
DB	35,040,000		BC	184,380,513	PAC I	4.25	FIX	38375DX86	March 2038	
DC	37,000,000		BE	184,380,513	PAC I	4.50	FIX	38375DX94	March 2038	
DE	12,330,513		BG	184,380,513	PAC I	4.75	FIX	38375DY28	March 2038	
			BI	36,876,102	NTL (PAC I)	5.00	FIX/IO	38375DY36	March 2038	
			BK	184,380,513	PAC I	5.00	FIX	38375DY44	March 2038	
Combination 5										
DI	\$ 34,250,000		DG	\$ 34,250,000	PAC I	5.00%	FIX	38375DY51	July 2039	
DO	34,250,000									
Combination 6										
YE	\$ 6,239,000		YM	\$ 10,000,000	PAC II	5.00%	FIX	38375DY69	January 2039	
YJ	2,377,000									
YK	1,384,000									
<b>Security Group 4</b>										
Combination 7(6)										
MA	\$ 77,590,000		MG	\$ 77,590,000	PAC I	3.50%	FIX	38375DY77	November 2031	
			MH	77,590,000	PAC I	3.75	FIX	38375DY85	November 2031	
			MI	17,242,222	NTL (PAC I)	4.50	FIX/IO	38375DY93	November 2031	
			MJ	77,590,000	PAC I	4.00	FIX	38375DZ27	November 2031	
			MK	77,590,000	PAC I	4.25	FIX	38375DZ35	November 2031	
			ML	77,590,000	PAC I	4.50	FIX	38375DZ43	November 2031	
			MN	73,506,315	PAC I	4.75	FIX	38375DZ50	November 2031	
			MO	4,083,685	PAC I	0.00	PO	38375DZ68	November 2031	
Combination 8										
IE	\$ 28,470,000		ME	\$ 28,470,000	PAC I	4.50%	FIX	38375DZ76	July 2039	
OE	28,470,000									
<b>Security Group 5</b>										
Combination 9										
OP	\$124,017,142		AF	\$124,017,142	PAC/AD	(5)	FLT	38375DZ84	June 2039	
QP	124,017,142									

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 10								
OP	\$124,017,142	BF	\$124,017,142	PAC/AD	(5)	FLT	38375DZ92	June 2039
QP	124,017,142							
WA	124,017,142							
Combination 11								
OP	\$124,017,142	CF	\$124,017,142	PAC/AD	(5)	FLT	38375D2A5	June 2039
QP	124,017,142							
WA	124,017,142							
WB	124,017,142							
Combination 12								
OP	\$124,017,142	DF	\$124,017,142	PAC/AD	(5)	FLT	38375D2B3	June 2039
QP	124,017,142							
WA	124,017,142							
WB	124,017,142							
WC	124,017,142							
Combination 13								
GS	\$124,017,142	AS	\$124,017,142	NTL (PAC/AD)	(5)	INV/IO	38375D2C1	June 2039
WA	124,017,142							
WB	124,017,142							
WC	124,017,142							
WP	124,017,142							
WQ	124,017,142							
Combination 14								
GS	\$124,017,142	BS	\$124,017,142	NTL (PAC/AD)	(5)	INV/IO	38375D2D9	June 2039
WB	124,017,142							
WC	124,017,142							
WP	124,017,142							
WQ	124,017,142							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 15								
GS	\$124,017,142	CS	\$124,017,142	NTL (PAC/AD)	(5)	INV/IO	38375D2E7	June 2039
WC	124,017,142							
WP	124,017,142							
WQ	124,017,142							
Combination 16								
GS	\$ 78,920,000	MP	\$157,840,000	PAC/AD	3.50%	FIX	38375D2F4	June 2039
OP	157,840,000							
QP	78,920,000							
WA	78,920,000							
WB	78,920,000							
WC	78,920,000							
WP	78,920,000							
WQ	78,920,000							
Combination 17								
GS	\$ 84,557,143	NP	\$157,840,000	PAC/AD	3.75%	FIX	38375D2G2	June 2039
OP	157,840,000							
QP	84,557,143							
WA	84,557,143							
WB	84,557,143							
WC	84,557,143							
WP	84,557,143							
WQ	84,557,143							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 18								
GS	\$ 90,194,286	AP	\$157,840,000	PAC/AD	4.00%	FIX	38375D2H0	June 2039
OP	157,840,000							
QP	90,194,286							
WA	90,194,286							
WB	90,194,286							
WC	90,194,286							
WP	90,194,286							
WQ	90,194,286							
Combination 19								
GS	\$ 95,831,429	BP	\$157,840,000	PAC/AD	4.25%	FIX	38375D2J6	June 2039
OP	157,840,000							
QP	95,831,429							
WA	95,831,429							
WB	95,831,429							
WC	95,831,429							
WP	95,831,429							
WQ	95,831,429							
Combination 20								
GS	\$101,468,572	CP	\$157,840,000	PAC/AD	4.50%	FIX	38375D2K3	June 2039
OP	157,840,000							
QP	101,468,572							
WA	101,468,572							
WB	101,468,572							
WC	101,468,572							
WP	101,468,572							
WQ	101,468,572							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 21								
GS	\$112,742,858	EP	\$157,840,000	PAC/AD	5.00%	FIX	38375D2L1	June 2039
OP	157,840,000							
QP	112,742,858							
WA	112,742,858							
WB	112,742,858							
WC	112,742,858							
WP	112,742,858							
WQ	112,742,858							
Combination 22								
OP	\$124,017,142	EF	\$124,017,142	PAC/AD	(5)	FLT	38375D2M9	June 2039
QP	124,017,142							
WA	124,017,142							
WB	124,017,142							
WC	124,017,142							
WP	124,017,142							
Combination 23								
OP	\$124,017,142	GF	\$124,017,142	PAC/AD	(5)	FLT	38375D2N7	June 2039
QP	124,017,142							
WA	124,017,142							
WB	124,017,142							
WC	124,017,142							
WP	124,017,142							
WQ	124,017,142							
Combination 24								
GS	\$124,017,142	DS	\$124,017,142	NTL (PAC/AD)	(5)	INV/IO	38375D2P2	June 2039
WP	124,017,142							
WQ	124,017,142							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 25								
GS	\$124,017,142	ES	\$124,017,142	NTL (PAC/AD)	(5)	INV/IO	38375D2Q0	June 2039
WQ	124,017,142							
<b>Security Group 6</b>								
Combination 26								
AO	\$ 60,238,094	FY	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2R8	July 2039
WD	60,238,094							
WE	60,238,094							
WG	60,238,094							
WH	60,238,094							
WJ	60,238,094							
WS	60,238,094							
Combination 27								
AO	\$ 60,238,094	FW	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2S6	July 2039
WD	60,238,094							
WE	60,238,094							
WG	60,238,094							
WH	60,238,094							
WS	60,238,094							
Combination 28								
AO	\$ 60,238,094	FT	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2T4	July 2039
WD	60,238,094							
WE	60,238,094							
WG	60,238,094							
WS	60,238,094							
Combination 29								
AO	\$ 60,238,094	FR	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2U1	July 2039
WD	60,238,094							
WE	60,238,094							
WS	60,238,094							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 30								
AO	\$ 60,238,094	FQ	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2V9	July 2039
WD	60,238,094							
WS	60,238,094							
Combination 31								
AO	\$ 60,238,094	FN	\$ 60,238,094	PAC/AD	(5)	FLT	38375D2W7	July 2039
WS	60,238,094							
Combination 32								
SY	\$ 60,238,094	SW	\$ 60,238,094	NTL (PAC/AD)	(5)	INV/IO	38375D2X5	July 2039
WJ	60,238,094							
Combination 33								
SY	\$ 60,238,094	ST	\$ 60,238,094	NTL (PAC/AD)	(5)	INV/IO	38375D2Y3	July 2039
WH	60,238,094							
WJ	60,238,094							
Combination 34								
SY	\$ 60,238,094	SR	\$ 60,238,094	NTL (PAC/AD)	(5)	INV/IO	38375D2Z0	July 2039
WG	60,238,094							
WH	60,238,094							
WJ	60,238,094							
Combination 35								
SY	\$ 60,238,094	SQ	\$ 60,238,094	NTL (PAC/AD)	(5)	INV/IO	38375D3A4	July 2039
WE	60,238,094							
WG	60,238,094							
WH	60,238,094							
WJ	60,238,094							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 36								
SY	\$ 60,238,094	SN	\$ 60,238,094	NTL (PAC/AD)	(5)	INV/IO	38375D3B2	July 2039
WD	60,238,094							
WE	60,238,094							
WG	60,238,094							
WH	60,238,094							
WJ	60,238,094							
Combination 37								
AO	\$ 76,666,666	AE	\$ 76,666,666	PAC/AD	3.50%	FIX	38375D3C0	July 2039
SY	38,333,333							
WD	38,333,333							
WE	38,333,333							
WG	38,333,333							
WH	38,333,333							
WJ	38,333,333							
WS	38,333,333							
Combination 38								
AO	\$ 76,666,666	AC	\$ 76,666,666	PAC/AD	4.00%	FIX	38375D3D8	July 2039
SY	43,809,524							
WD	43,809,524							
WE	43,809,524							
WG	43,809,524							
WH	43,809,524							
WJ	43,809,524							
WS	43,809,524							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 39								
AO	\$ 76,666,666	AG	\$ 76,666,666	PAC/AD	4.25%	FIX	38375D3E6	July 2039
SY	46,547,619							
WD	46,547,619							
WE	46,547,619							
WG	46,547,619							
WH	46,547,619							
WJ	46,547,619							
WS	46,547,619							
Combination 40								
AO	\$ 76,666,666	AH	\$ 76,666,666	PAC/AD	4.50%	FIX	38375D3F3	July 2039
SY	49,285,714							
WD	49,285,714							
WE	49,285,714							
WG	49,285,714							
WH	49,285,714							
WJ	49,285,714							
WS	49,285,714							
Combination 41								
AO	\$ 76,666,666	AB	\$ 76,666,666	PAC/AD	5.00%	FIX	38375D3G1	July 2039
SY	54,761,905							
WD	54,761,905							
WE	54,761,905							
WG	54,761,905							
WH	54,761,905							
WJ	54,761,905							
WS	54,761,905							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 42								
AO	\$ 76,666,666	AJ	\$ 76,666,666	PAC/AD	5.25%	FIX	38375D3H9	July 2039
SY	57,500,000							
WD	57,500,000							
WE	57,500,000							
WG	57,500,000							
WH	57,500,000							
WJ	57,500,000							
WS	57,500,000							
Combination 43								
AO	\$ 76,666,666	AK	\$ 76,666,666	PAC/AD	5.50%	FIX	38375D3J5	July 2039
SY	60,238,094							
WD	60,238,094							
WE	60,238,094							
WG	60,238,094							
WH	60,238,094							
WJ	60,238,094							
WS	60,238,094							
<b>Security Group 8</b>								
Combination 44								
PO	\$ 65,108,214	FA	\$ 65,108,214	PAC/AD	(5)	FLT	38375D3K2	April 2039
PQ	65,108,214							
Combination 45								
PO	\$ 65,108,214	FC	\$ 65,108,214	PAC/AD	(5)	FLT	38375D3L0	April 2039
PQ	65,108,214							
QA	65,108,214							
Combination 46								
PO	\$ 65,108,214	FE	\$ 65,108,214	PAC/AD	(5)	FLT	38375D3M8	April 2039
PQ	65,108,214							
QA	65,108,214							
QB	65,108,214							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 47								
PO	\$ 65,108,214	FG	\$ 65,108,214	PAC/AD	(5)	FLT	38375D3N6	April 2039
PQ	65,108,214							
QA	65,108,214							
QB	65,108,214							
QC	65,108,214							
Combination 48								
PO	\$ 65,108,214	FH	\$ 65,108,214	PAC/AD	(5)	FLT	38375D3P1	April 2039
PQ	65,108,214							
QA	65,108,214							
QB	65,108,214							
QC	65,108,214							
QD	65,108,214							
Combination 49								
QA	\$ 65,108,214	SA	\$ 65,108,214	NTL (PAC/AD)	(5)	INV/IO	38375D3Q9	April 2039
QB	65,108,214							
QC	65,108,214							
QD	65,108,214							
SH	65,108,214							
Combination 50								
QB	\$ 65,108,214	SC	\$ 65,108,214	NTL (PAC/AD)	(5)	INV/IO	38375D3R7	April 2039
QC	65,108,214							
QD	65,108,214							
SH	65,108,214							
Combination 51								
QC	\$ 65,108,214	SE	\$ 65,108,214	NTL (PAC/AD)	(5)	INV/IO	38375D3S5	April 2039
QD	65,108,214							
SH	65,108,214							
Combination 52								
QD	\$ 65,108,214	SG	\$ 65,108,214	NTL (PAC/AD)	(5)	INV/IO	38375D3T3	April 2039
SH	65,108,214							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 53								
PO	\$ 82,865,000	HK	\$ 82,865,000	PAC/AD	5.50%	FIX	38375D3U0	April 2039
PQ	65,108,214							
QA	65,108,214							
QB	65,108,214							
QC	65,108,214							
QD	65,108,214							
SH	65,108,214							
Combination 54								
PO	\$ 82,865,000	HL	\$ 82,865,000	PAC/AD	5.00%	FIX	38375D3V8	April 2039
PQ	59,189,286							
QA	59,189,286							
QB	59,189,286							
QC	59,189,286							
QD	59,189,286							
SH	59,189,286							
Combination 55								
PO	\$ 82,865,000	HJ	\$ 82,865,000	PAC/AD	4.50%	FIX	38375D3W6	April 2039
PQ	53,270,358							
QA	53,270,358							
QB	53,270,358							
QC	53,270,358							
QD	53,270,358							
SH	53,270,358							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 56								
PO	\$ 82,865,000	HG	\$ 82,865,000	PAC/AD	4.25%	FIX	38375D3X4	April 2039
PQ	50,310,893							
QA	50,310,893							
QB	50,310,893							
QC	50,310,893							
QD	50,310,893							
SH	50,310,893							
Combination 57								
PO	\$ 82,865,000	HA	\$ 82,865,000	PAC/AD	4.00%	FIX	38375D3Y2	April 2039
PQ	47,351,429							
QA	47,351,429							
QB	47,351,429							
QC	47,351,429							
QD	47,351,429							
SH	47,351,429							
Combination 58								
PO	\$ 82,865,000	HC	\$ 82,865,000	PAC/AD	3.75%	FIX	38375D3Z9	April 2039
PQ	44,391,965							
QA	44,391,965							
QB	44,391,965							
QC	44,391,965							
QD	44,391,965							
SH	44,391,965							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 59								
PO	\$ 82,865,000	HB	\$ 82,865,000	PAC/AD	3.50%	FIX	38375D4A3	April 2039
PQ	41,432,500							
QA	41,432,500							
QB	41,432,500							
QC	41,432,500							
QD	41,432,500							
SH	41,432,500							
<b>Security Groups 5 and 8</b>								
Combination 60(7)								
OP	\$ 33,086,665	HF	\$ 74,519,165	PAC/AD	(5)	FLT	38375D4B1	June 2039
PO	41,432,500							
PQ	41,432,500							
QP	33,086,665							
Combination 61(7)								
OP	\$ 33,086,665	JF	\$ 74,519,165	PAC/AD	(5)	FLT	38375D4C9	June 2039
PO	41,432,500							
PQ	41,432,500							
QA	41,432,500							
QP	33,086,665							
WA	33,086,665							
Combination 62(7)								
OP	\$ 33,086,665	KF	\$ 74,519,165	PAC/AD	(5)	FLT	38375D4D7	June 2039
PO	41,432,500							
PQ	41,432,500							
QA	41,432,500							
QB	41,432,500							
QP	33,086,665							
WA	33,086,665							
WB	33,086,665							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 63(7)								
OP	\$ 33,086,665	LF	\$ 74,519,165	PAC/AD	(5)	FLT	38375D4E5	June 2039
PO	41,432,500							
PQ	41,432,500							
QA	41,432,500							
QB	41,432,500							
QC	41,432,500							
QP	33,086,665							
WA	33,086,665							
WB	33,086,665							
WC	33,086,665							
Combination 64(7)								
OP	\$ 33,086,665	MF	\$ 74,519,165	PAC/AD	(5)	FLT	38375D4F2	June 2039
PO	41,432,500							
PQ	41,432,500							
QA	41,432,500							
QB	41,432,500							
QC	41,432,500							
QD	41,432,500							
QP	33,086,665							
WA	33,086,665							
WB	33,086,665							
WC	33,086,665							
WP	33,086,665							

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 65(7)								
GS	\$ 33,086,665	HS	\$ 74,519,165	NTL (PAC/AD)	(5)	INV/IO	38375D4G0	June 2039
QA	41,432,500							
QB	41,432,500							
QC	41,432,500							
QD	41,432,500							
SH	41,432,500							
WA	33,086,665							
WB	33,086,665							
WC	33,086,665							
WP	33,086,665							
WQ	33,086,665							
Combination 66(7)								
GS	\$ 33,086,665	JS	\$ 74,519,165	NTL (PAC/AD)	(5)	INV/IO	38375D4H8	June 2039
QB	41,432,500							
QC	41,432,500							
QD	41,432,500							
SH	41,432,500							
WB	33,086,665							
WC	33,086,665							
WP	33,086,665							
WQ	33,086,665							
Combination 67(7)								
GS	\$ 33,086,665	KS	\$ 74,519,165	NTL (PAC/AD)	(5)	INV/IO	38375D4J4	June 2039
QC	41,432,500							
QD	41,432,500							
SH	41,432,500							
WC	33,086,665							
WP	33,086,665							
WQ	33,086,665							

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 68(7)								
GS	\$ 33,086,665	LS	\$ 74,519,165	NTL (PAC/AD)	(5)	INV/IO	38375D4K1	June 2039
QD	41,432,500							
SH	41,432,500							
WP	33,086,665							
WQ	33,086,665							
Combination 69(7)								
GS	\$ 33,086,665	MS	\$ 74,519,165	NTL (PAC/AD)	(5)	INV/IO	38375D4L9	June 2039
SH	41,432,500							
WQ	33,086,665							

(1) All exchanges must comply with minimum denominations restrictions.

(2) The amount shown for each MX Class represents the maximum Original Class Principal Balance (or original Class Notional Balance) of that Class, assuming it were to be issued on the Closing Date.

(3) As defined under "Class Types" in Appendix I to the Base Offering Circular.

(4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.

(5) The Interest Rate will be calculated as described under "Terms Sheet — Interest Rates" in this Supplement.

(6) In the case of Combinations 1, 2, 3, 4 and 7, various subcombinations are permitted. See "Description of the Securities — Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations.

(7) Combinations 60 through 69 are derived from REMIC classes of separate Security Groups.

**Schedule II**

**SCHEDULED PRINCIPAL BALANCES**

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
Initial Balance . . . . .	\$166,666,667.00	\$250,800,000.00	\$30,200,000.00	\$13,490,000.00
August 2009 . . . . .	164,868,091.39	250,166,848.97	30,141,248.30	13,471,161.60
September 2009 . . . . .	163,123,841.42	249,473,949.40	30,067,917.97	13,446,075.22
October 2009 . . . . .	161,270,255.52	248,721,527.93	29,980,076.81	13,414,764.36
November 2009 . . . . .	159,309,781.83	247,909,842.15	29,877,809.60	13,377,259.47
December 2009 . . . . .	157,245,064.05	247,039,180.54	29,761,218.03	13,333,597.96
January 2010 . . . . .	155,078,935.96	246,109,862.26	29,630,420.67	13,283,824.12
February 2010 . . . . .	152,814,415.48	245,122,237.05	29,485,552.81	13,227,989.14
March 2010 . . . . .	150,454,698.05	244,076,685.03	29,326,766.39	13,166,151.02
April 2010 . . . . .	148,003,149.51	242,973,616.45	29,154,229.86	13,098,374.58
May 2010 . . . . .	145,463,298.31	241,813,471.50	28,968,127.95	13,024,731.33
June 2010 . . . . .	142,838,827.31	240,596,719.99	28,768,661.55	12,945,299.44
July 2010 . . . . .	140,133,565.01	239,323,861.08	28,556,047.48	12,860,163.66
August 2010 . . . . .	137,351,476.25	237,995,422.97	28,330,518.16	12,769,415.23
September 2010 . . . . .	134,496,652.55	236,611,962.55	28,092,321.47	12,673,151.72
October 2010 . . . . .	131,573,302.00	235,174,064.98	27,841,720.38	12,571,477.05
November 2010 . . . . .	128,585,738.70	233,682,343.38	27,578,992.66	12,464,501.22
December 2010 . . . . .	125,538,371.93	232,137,438.33	27,304,430.56	12,352,340.32
January 2011 . . . . .	122,435,694.98	230,540,017.48	27,018,340.39	12,235,116.27
February 2011 . . . . .	119,282,273.67	228,890,775.02	26,721,042.27	12,112,956.81
March 2011 . . . . .	116,191,599.75	227,190,431.27	26,412,869.55	11,985,995.21
April 2011 . . . . .	113,162,438.93	225,439,732.09	26,094,168.57	11,854,370.22
May 2011 . . . . .	110,193,581.02	223,639,448.36	25,765,298.10	11,718,225.84
June 2011 . . . . .	107,283,839.45	221,790,375.44	25,426,628.93	11,577,711.16
July 2011 . . . . .	104,432,050.79	219,893,332.59	25,078,543.34	11,432,980.18
August 2011 . . . . .	101,637,074.35	217,949,162.33	24,721,434.69	11,284,191.62
September 2011 . . . . .	98,897,791.70	215,958,729.85	24,355,706.85	11,131,508.71
October 2011 . . . . .	96,213,106.25	213,922,922.34	23,981,773.66	10,975,098.98
November 2011 . . . . .	93,581,942.83	211,897,861.44	23,613,514.10	10,815,134.11
December 2011 . . . . .	91,003,247.26	209,883,491.69	23,250,875.65	10,657,538.92
January 2012 . . . . .	88,475,985.96	207,879,757.91	22,893,806.24	10,502,292.39
February 2012 . . . . .	85,999,145.53	205,886,605.22	22,542,254.16	10,349,373.61
March 2012 . . . . .	83,571,732.39	203,903,979.03	22,196,168.15	10,198,761.84
April 2012 . . . . .	81,192,772.36	201,931,825.00	21,855,497.35	10,050,436.50
May 2012 . . . . .	78,861,310.29	199,970,089.11	21,520,191.28	9,904,377.16
June 2012 . . . . .	76,576,409.72	198,018,717.57	21,190,199.91	9,760,563.55
July 2012 . . . . .	74,337,152.49	196,077,656.91	20,865,473.57	9,618,975.56
August 2012 . . . . .	72,142,638.36	194,146,853.91	20,545,962.99	9,479,593.21
September 2012 . . . . .	69,991,984.73	192,226,255.64	20,231,619.32	9,342,396.70

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, Yj and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
October 2012 . . . . .	\$ 67,884,326.24	\$190,315,809.43	\$19,922,394.06	\$ 9,207,366.36
November 2012 . . . . .	65,818,814.46	188,415,462.88	19,618,239.14	9,074,482.68
December 2012 . . . . .	63,794,617.55	186,525,163.87	19,319,106.84	8,943,726.28
January 2013. . . . .	61,810,919.94	184,644,860.54	19,024,949.83	8,815,077.97
February 2013. . . . .	59,866,922.01	182,774,501.31	18,735,721.16	8,688,518.65
March 2013. . . . .	57,961,839.80	180,914,034.84	18,451,374.28	8,564,029.41
April 2013. . . . .	56,094,904.69	179,063,410.07	18,171,862.98	8,441,591.46
May 2013 . . . . .	54,281,182.46	177,222,576.21	17,897,141.43	8,321,186.15
June 2013 . . . . .	52,525,633.20	175,391,482.73	17,627,164.16	8,202,795.01
July 2013 . . . . .	50,826,402.75	173,570,079.33	17,361,886.10	8,086,399.65
August 2013 . . . . .	49,181,695.77	171,758,316.02	17,101,262.49	7,971,981.89
September 2013 . . . . .	47,589,773.86	169,956,143.02	16,845,248.96	7,859,523.62
October 2013 . . . . .	46,048,953.78	168,163,510.83	16,593,801.51	7,749,006.92
November 2013 . . . . .	44,557,605.67	166,380,370.20	16,346,876.46	7,640,413.99
December 2013 . . . . .	43,114,151.41	164,606,672.14	16,104,430.50	7,533,727.16
January 2014. . . . .	41,717,062.97	162,842,367.89	15,866,420.68	7,428,928.89
February 2014. . . . .	40,364,860.80	161,087,408.97	15,632,804.37	7,326,001.79
March 2014. . . . .	39,056,112.32	159,341,747.14	15,403,539.29	7,224,928.61
April 2014. . . . .	37,789,430.46	157,605,334.39	15,178,583.53	7,125,692.22
May 2014 . . . . .	36,563,472.15	155,878,122.99	14,957,895.46	7,028,275.60
June 2014 . . . . .	35,376,937.01	154,160,065.41	14,741,433.86	6,932,661.90
July 2014 . . . . .	34,228,565.94	152,451,114.42	14,529,157.78	6,838,834.37
August 2014 . . . . .	33,117,139.86	150,751,222.98	14,321,026.64	6,746,776.42
September 2014 . . . . .	32,041,478.40	149,060,344.33	14,117,000.17	6,656,471.54
October 2014 . . . . .	31,000,438.71	147,378,431.94	13,917,038.43	6,567,903.40
November 2014 . . . . .	29,992,914.24	145,705,439.51	13,721,101.80	6,481,055.77
December 2014 . . . . .	29,017,833.64	144,041,320.98	13,529,151.00	6,395,912.53
January 2015. . . . .	28,074,159.60	142,386,030.54	13,341,147.04	6,312,457.72
February 2015. . . . .	27,160,887.78	140,739,522.61	13,157,051.27	6,230,675.47
March 2015. . . . .	26,277,045.81	139,101,751.83	12,976,825.34	6,150,550.04
April 2015. . . . .	25,421,692.20	137,472,673.10	12,800,431.21	6,072,065.85
May 2015 . . . . .	24,593,915.45	135,852,241.52	12,627,831.17	5,995,207.38
June 2015 . . . . .	23,792,833.02	134,240,412.46	12,458,987.78	5,919,959.25
July 2015 . . . . .	23,017,590.48	132,637,141.48	12,293,863.96	5,846,306.25
August 2015 . . . . .	22,267,360.57	131,042,384.39	12,132,422.88	5,774,233.21
September 2015 . . . . .	21,541,342.36	129,456,097.24	11,974,628.02	5,703,725.12
October 2015 . . . . .	20,838,760.42	127,878,236.27	11,820,443.18	5,634,767.08
November 2015 . . . . .	20,158,864.02	126,308,757.97	11,669,832.46	5,567,344.33
December 2015 . . . . .	19,500,926.31	124,747,619.06	11,522,760.21	5,501,442.16
January 2016. . . . .	18,864,243.60	123,194,776.47	11,379,191.11	5,437,046.05
February 2016. . . . .	18,248,134.62	121,650,187.34	11,239,090.12	5,374,141.54
March 2016. . . . .	17,651,939.78	120,113,809.06	11,102,422.47	5,312,714.30

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
April 2016 . . . . .	\$ 17,075,020.54	\$118,585,599.21	\$10,969,153.71	\$ 5,252,750.12
May 2016 . . . . .	16,516,758.67	117,065,515.62	10,839,249.63	5,194,234.88
June 2016 . . . . .	15,976,555.68	115,553,516.30	10,712,676.34	5,137,154.59
July 2016 . . . . .	15,453,832.13	114,049,559.51	10,589,400.20	5,081,495.37
August 2016 . . . . .	14,948,027.07	112,553,603.70	10,469,387.86	5,027,243.43
September 2016 . . . . .	14,458,597.43	111,065,607.54	10,352,606.24	4,974,385.12
October 2016 . . . . .	13,985,017.46	109,585,529.93	10,239,022.53	4,922,906.83
November 2016 . . . . .	13,526,778.19	108,113,329.96	10,128,604.20	4,872,795.14
December 2016 . . . . .	13,083,386.88	106,648,966.94	10,021,318.97	4,824,036.69
January 2017 . . . . .	12,654,366.50	105,192,400.38	9,917,134.85	4,776,618.22
February 2017 . . . . .	12,239,255.27	103,743,590.02	9,816,020.09	4,730,526.60
March 2017 . . . . .	11,837,606.14	102,302,495.78	9,717,943.21	4,685,748.77
April 2017 . . . . .	11,448,986.32	100,869,077.81	9,622,873.01	4,642,271.81
May 2017 . . . . .	11,072,976.86	99,443,296.45	9,530,778.51	4,600,082.88
June 2017 . . . . .	10,709,172.16	98,025,112.25	9,441,629.01	4,559,169.23
July 2017 . . . . .	10,357,179.61	96,614,485.95	9,355,394.09	4,519,518.23
August 2017 . . . . .	10,016,619.13	95,211,378.52	9,272,043.51	4,481,117.35
September 2017 . . . . .	9,687,122.77	93,815,751.11	9,191,547.35	4,443,954.14
October 2017 . . . . .	9,368,334.36	92,427,565.07	9,113,875.91	4,408,016.28
November 2017 . . . . .	9,059,909.10	91,046,781.96	9,038,999.73	4,373,291.52
December 2017 . . . . .	8,761,513.23	89,673,363.52	8,966,889.62	4,339,767.70
January 2018 . . . . .	8,472,823.65	88,307,271.71	8,897,516.59	4,307,432.78
February 2018 . . . . .	8,193,527.59	86,948,468.67	8,830,851.94	4,276,274.82
March 2018 . . . . .	7,923,322.30	85,596,916.73	8,766,867.18	4,246,281.94
April 2018 . . . . .	7,661,914.70	84,264,499.29	8,693,613.20	4,208,657.81
May 2018 . . . . .	7,409,021.11	82,951,636.22	8,610,604.84	4,163,263.78
June 2018 . . . . .	7,164,366.90	81,658,049.77	8,518,523.76	4,110,263.60
July 2018 . . . . .	6,927,686.26	80,383,466.08	8,423,557.88	4,049,818.38
August 2018 . . . . .	6,698,721.88	79,127,615.09	8,325,797.65	3,982,086.67
September 2018 . . . . .	6,477,224.68	77,890,230.49	8,225,331.74	3,910,768.52
October 2018 . . . . .	6,262,953.58	76,671,049.71	8,122,247.01	3,837,559.31
November 2018 . . . . .	6,055,675.21	75,469,813.83	8,016,628.57	3,762,520.91
December 2018 . . . . .	5,855,163.67	74,286,267.52	7,908,559.85	3,685,713.96
January 2019 . . . . .	5,661,200.33	73,120,159.05	7,798,122.56	3,607,197.85
February 2019 . . . . .	5,473,573.53	71,971,240.15	7,685,396.78	3,527,030.74
March 2019 . . . . .	5,292,078.42	70,839,266.06	7,570,460.95	3,445,269.63
April 2019 . . . . .	5,116,516.73	69,723,995.41	7,453,391.89	3,361,970.33
May 2019 . . . . .	4,946,696.52	68,625,190.20	7,334,264.89	3,277,187.49
June 2019 . . . . .	4,782,432.04	67,542,615.74	7,213,153.67	3,190,974.66
July 2019 . . . . .	4,623,543.47	66,476,040.65	7,090,130.42	3,103,384.27
August 2019 . . . . .	4,469,856.78	65,425,236.76	6,965,265.85	3,014,467.65
September 2019 . . . . .	4,321,203.53	64,389,979.07	6,838,629.21	2,924,275.05

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
October 2019 . . . . .	\$ 4,177,420.68	\$ 63,370,045.74	\$ 6,710,288.30	\$ 2,832,855.68
November 2019 . . . . .	4,038,350.42	62,365,218.04	6,580,309.49	2,740,257.71
December 2019 . . . . .	3,903,840.03	61,375,280.28	6,448,757.78	2,646,528.30
January 2020 . . . . .	3,773,741.69	60,400,019.78	6,315,696.79	2,551,713.61
February 2020 . . . . .	3,647,912.31	59,439,226.84	6,181,188.80	2,455,858.80
March 2020 . . . . .	3,526,213.43	58,492,694.69	6,045,294.76	2,359,008.09
April 2020 . . . . .	3,408,511.03	57,560,219.45	5,908,074.35	2,261,204.73
May 2020 . . . . .	3,294,675.39	56,641,600.10	5,769,585.94	2,162,491.04
June 2020 . . . . .	3,184,580.97	55,736,638.43	5,629,886.65	2,062,908.46
July 2020 . . . . .	3,078,106.28	54,845,138.98	5,489,032.41	1,962,497.49
August 2020 . . . . .	2,975,133.73	53,966,909.05	5,347,077.89	1,861,297.76
September 2020 . . . . .	2,875,549.51	53,101,758.63	5,204,076.61	1,759,348.04
October 2020 . . . . .	2,779,243.48	52,249,500.37	5,060,080.89	1,656,686.24
November 2020 . . . . .	2,686,109.06	51,409,949.54	4,915,141.93	1,553,349.44
December 2020 . . . . .	2,596,043.08	50,582,924.00	4,769,309.80	1,449,373.90
January 2021 . . . . .	2,508,945.70	49,768,244.16	4,622,633.45	1,344,795.05
February 2021 . . . . .	2,424,720.32	48,965,732.94	4,475,160.77	1,239,647.57
March 2021 . . . . .	2,343,273.42	48,175,215.76	4,326,938.54	1,133,965.32
April 2021 . . . . .	2,264,514.53	47,396,520.46	4,178,012.54	1,027,781.41
May 2021 . . . . .	2,188,356.06	46,629,477.31	4,028,427.49	921,128.22
June 2021 . . . . .	2,114,713.28	45,873,918.96	3,878,227.11	814,037.35
July 2021 . . . . .	2,043,504.17	45,129,680.40	3,727,454.13	706,539.72
August 2021 . . . . .	1,974,649.38	44,396,598.95	3,576,150.27	598,665.51
September 2021 . . . . .	1,908,072.11	43,674,514.18	3,424,356.37	490,444.22
October 2021 . . . . .	1,843,698.02	42,963,267.94	3,272,112.25	381,904.64
November 2021 . . . . .	1,781,455.21	42,262,704.30	3,119,456.84	273,074.92
December 2021 . . . . .	1,721,274.07	41,572,669.50	2,966,428.16	163,982.51
January 2022 . . . . .	1,663,087.27	40,893,011.95	2,813,063.36	54,654.26
February 2022 . . . . .	1,606,829.62	40,223,582.18	2,659,398.70	0.00
March 2022 . . . . .	1,552,438.07	39,564,232.84	2,505,469.55	0.00
April 2022 . . . . .	1,499,851.60	38,914,818.64	2,351,310.49	0.00
May 2022 . . . . .	1,449,011.15	38,275,196.32	2,196,955.24	0.00
June 2022 . . . . .	1,399,859.59	37,645,224.64	2,042,436.73	0.00
July 2022 . . . . .	1,352,341.64	37,024,764.35	1,887,787.07	0.00
August 2022 . . . . .	1,306,403.78	36,413,678.17	1,733,037.60	0.00
September 2022 . . . . .	1,261,994.27	35,811,830.73	1,578,218.90	0.00
October 2022 . . . . .	1,219,063.01	35,219,088.56	1,423,360.78	0.00
November 2022 . . . . .	1,177,561.53	34,635,320.10	1,268,492.31	0.00
December 2022 . . . . .	1,137,442.94	34,060,395.61	1,113,641.85	0.00
January 2023 . . . . .	1,098,661.87	33,494,187.20	958,837.02	0.00
February 2023 . . . . .	1,061,174.42	32,936,568.76	804,104.78	0.00
March 2023 . . . . .	1,024,938.11	32,387,415.96	649,471.38	0.00

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
April 2023 . . . . .	\$ 989,911.84	\$ 31,846,606.24	\$ 494,962.38	\$ 0.00
May 2023 . . . . .	956,055.85	31,314,018.75	340,602.71	0.00
June 2023 . . . . .	923,331.66	30,789,534.34	186,416.65	0.00
July 2023 . . . . .	891,702.05	30,273,035.56	32,427.80	0.00
August 2023 . . . . .	861,131.01	29,764,406.60	0.00	0.00
September 2023 . . . . .	831,583.69	29,263,533.28	0.00	0.00
October 2023 . . . . .	803,026.39	28,770,303.04	0.00	0.00
November 2023 . . . . .	775,426.48	28,284,604.91	0.00	0.00
December 2023 . . . . .	748,752.42	27,806,329.48	0.00	0.00
January 2024 . . . . .	722,973.68	27,335,368.89	0.00	0.00
February 2024 . . . . .	698,060.73	26,871,616.80	0.00	0.00
March 2024 . . . . .	673,985.00	26,414,968.37	0.00	0.00
April 2024 . . . . .	650,718.84	25,965,320.25	0.00	0.00
May 2024 . . . . .	628,235.52	25,522,570.53	0.00	0.00
June 2024 . . . . .	606,509.17	25,086,618.76	0.00	0.00
July 2024 . . . . .	585,514.77	24,657,365.92	0.00	0.00
August 2024 . . . . .	565,228.10	24,234,714.35	0.00	0.00
September 2024 . . . . .	545,625.75	23,818,567.82	0.00	0.00
October 2024 . . . . .	526,685.07	23,408,831.42	0.00	0.00
November 2024 . . . . .	508,384.15	23,005,411.61	0.00	0.00
December 2024 . . . . .	490,701.77	22,608,216.17	0.00	0.00
January 2025 . . . . .	473,617.45	22,217,154.18	0.00	0.00
February 2025 . . . . .	457,111.34	21,832,136.00	0.00	0.00
March 2025 . . . . .	441,164.25	21,453,073.28	0.00	0.00
April 2025 . . . . .	425,757.63	21,079,878.91	0.00	0.00
May 2025 . . . . .	410,873.53	20,712,467.02	0.00	0.00
June 2025 . . . . .	396,494.58	20,350,752.94	0.00	0.00
July 2025 . . . . .	382,603.98	19,994,653.23	0.00	0.00
August 2025 . . . . .	369,185.50	19,644,085.62	0.00	0.00
September 2025 . . . . .	356,223.41	19,298,968.99	0.00	0.00
October 2025 . . . . .	343,702.52	18,959,223.41	0.00	0.00
November 2025 . . . . .	331,608.13	18,624,770.05	0.00	0.00
December 2025 . . . . .	319,926.02	18,295,531.21	0.00	0.00
January 2026 . . . . .	308,642.44	17,971,430.30	0.00	0.00
February 2026 . . . . .	297,744.10	17,652,391.81	0.00	0.00
March 2026 . . . . .	287,218.13	17,338,341.32	0.00	0.00
April 2026 . . . . .	277,052.08	17,029,205.45	0.00	0.00
May 2026 . . . . .	267,233.94	16,724,911.87	0.00	0.00
June 2026 . . . . .	257,752.06	16,425,389.28	0.00	0.00
July 2026 . . . . .	248,595.19	16,130,567.38	0.00	0.00
August 2026 . . . . .	239,752.45	15,840,376.91	0.00	0.00
September 2026 . . . . .	231,213.32	15,554,749.55	0.00	0.00

<b>Distribution Date</b>	<b>Classes FD, PA and ZP (in the aggregate)</b>	<b>Classes DA, DB, DC, DE and DO (in the aggregate)</b>	<b>Classes YA, YB, YC, YD, YE, YG, YH, Yj and YK (in the aggregate)</b>	<b>Classes JA, JB, JC and JD (in the aggregate)</b>
October 2026 . . . . .	\$ 222,967.62	\$ 15,273,617.98	\$ 0.00	\$ 0.00
November 2026 . . . . .	215,005.50	14,996,915.84	0.00	0.00
December 2026 . . . . .	207,317.45	14,724,577.70	0.00	0.00
January 2027 . . . . .	199,894.27	14,456,539.07	0.00	0.00
February 2027 . . . . .	192,727.06	14,192,736.38	0.00	0.00
March 2027 . . . . .	185,807.20	13,933,106.98	0.00	0.00
April 2027 . . . . .	179,126.39	13,677,589.09	0.00	0.00
May 2027 . . . . .	172,676.57	13,426,121.83	0.00	0.00
June 2027 . . . . .	166,449.96	13,178,645.18	0.00	0.00
July 2027 . . . . .	160,439.03	12,935,099.97	0.00	0.00
August 2027 . . . . .	154,636.52	12,695,427.91	0.00	0.00
September 2027 . . . . .	149,035.39	12,459,571.49	0.00	0.00
October 2027 . . . . .	143,628.84	12,227,474.07	0.00	0.00
November 2027 . . . . .	138,410.29	11,999,079.80	0.00	0.00
December 2027 . . . . .	133,373.39	11,774,333.62	0.00	0.00
January 2028 . . . . .	128,511.99	11,553,181.27	0.00	0.00
February 2028 . . . . .	123,820.14	11,335,569.26	0.00	0.00
March 2028 . . . . .	119,292.11	11,121,444.88	0.00	0.00
April 2028 . . . . .	114,922.33	10,910,756.16	0.00	0.00
May 2028 . . . . .	110,705.43	10,703,451.87	0.00	0.00
June 2028 . . . . .	106,636.23	10,499,481.54	0.00	0.00
July 2028 . . . . .	102,709.71	10,298,795.40	0.00	0.00
August 2028 . . . . .	98,921.01	10,101,344.40	0.00	0.00
September 2028 . . . . .	95,265.44	9,907,080.19	0.00	0.00
October 2028 . . . . .	91,738.47	9,715,955.13	0.00	0.00
November 2028 . . . . .	88,335.72	9,527,922.24	0.00	0.00
December 2028 . . . . .	85,052.94	9,342,935.24	0.00	0.00
January 2029 . . . . .	81,886.05	9,160,948.49	0.00	0.00
February 2029 . . . . .	78,831.09	8,981,917.03	0.00	0.00
March 2029 . . . . .	75,884.22	8,805,796.52	0.00	0.00
April 2029 . . . . .	73,041.75	8,632,543.29	0.00	0.00
May 2029 . . . . .	70,300.11	8,462,114.26	0.00	0.00
June 2029 . . . . .	67,655.84	8,294,467.00	0.00	0.00
July 2029 . . . . .	65,105.60	8,129,559.69	0.00	0.00
August 2029 . . . . .	62,646.16	7,967,351.09	0.00	0.00
September 2029 . . . . .	60,274.40	7,807,800.58	0.00	0.00
October 2029 . . . . .	57,987.31	7,650,868.10	0.00	0.00
November 2029 . . . . .	55,781.97	7,496,514.19	0.00	0.00
December 2029 . . . . .	53,655.58	7,344,699.94	0.00	0.00
January 2030 . . . . .	51,605.40	7,195,387.02	0.00	0.00
February 2030 . . . . .	49,628.80	7,048,537.64	0.00	0.00
March 2030 . . . . .	47,723.25	6,904,114.56	0.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, Yj and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
April 2030 . . . . .	\$ 45,886.29	\$ 6,762,081.09	\$ 0.00	\$ 0.00
May 2030 . . . . .	44,115.55	6,622,401.04	0.00	0.00
June 2030 . . . . .	42,408.73	6,485,038.77	0.00	0.00
July 2030 . . . . .	40,763.62	6,349,959.14	0.00	0.00
August 2030 . . . . .	39,178.07	6,217,127.54	0.00	0.00
September 2030 . . . . .	37,650.02	6,086,509.83	0.00	0.00
October 2030 . . . . .	36,177.47	5,958,072.38	0.00	0.00
November 2030 . . . . .	34,758.48	5,831,782.06	0.00	0.00
December 2030 . . . . .	33,391.20	5,707,606.20	0.00	0.00
January 2031 . . . . .	32,073.82	5,585,512.61	0.00	0.00
February 2031 . . . . .	30,804.59	5,465,469.57	0.00	0.00
March 2031 . . . . .	29,581.83	5,347,445.82	0.00	0.00
April 2031 . . . . .	28,403.93	5,231,410.54	0.00	0.00
May 2031 . . . . .	27,269.30	5,117,333.38	0.00	0.00
June 2031 . . . . .	26,176.43	5,005,184.42	0.00	0.00
July 2031 . . . . .	25,123.86	4,894,934.17	0.00	0.00
August 2031 . . . . .	24,110.17	4,786,553.57	0.00	0.00
September 2031 . . . . .	23,133.99	4,680,013.98	0.00	0.00
October 2031 . . . . .	22,194.00	4,575,287.20	0.00	0.00
November 2031 . . . . .	21,288.93	4,472,345.42	0.00	0.00
December 2031 . . . . .	20,417.55	4,371,161.22	0.00	0.00
January 2032 . . . . .	19,578.65	4,271,707.61	0.00	0.00
February 2032 . . . . .	18,771.10	4,173,957.99	0.00	0.00
March 2032 . . . . .	17,993.79	4,077,886.11	0.00	0.00
April 2032 . . . . .	17,245.64	3,983,466.16	0.00	0.00
May 2032 . . . . .	16,525.61	3,890,672.66	0.00	0.00
June 2032 . . . . .	15,832.71	3,799,480.53	0.00	0.00
July 2032 . . . . .	15,165.97	3,709,865.04	0.00	0.00
August 2032 . . . . .	14,524.46	3,621,801.83	0.00	0.00
September 2032 . . . . .	13,907.28	3,535,266.90	0.00	0.00
October 2032 . . . . .	13,313.56	3,450,236.58	0.00	0.00
November 2032 . . . . .	12,742.46	3,366,687.56	0.00	0.00
December 2032 . . . . .	12,193.16	3,284,596.89	0.00	0.00
January 2033 . . . . .	11,664.90	3,203,941.93	0.00	0.00
February 2033 . . . . .	11,156.90	3,124,700.37	0.00	0.00
March 2033 . . . . .	10,668.45	3,046,850.25	0.00	0.00
April 2033 . . . . .	10,198.83	2,970,369.91	0.00	0.00
May 2033 . . . . .	9,747.37	2,895,238.02	0.00	0.00
June 2033 . . . . .	9,313.42	2,821,433.57	0.00	0.00
July 2033 . . . . .	8,896.33	2,748,935.83	0.00	0.00
August 2033 . . . . .	8,495.50	2,677,724.41	0.00	0.00
September 2033 . . . . .	8,110.33	2,607,779.19	0.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, Yj and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
October 2033 . . . . .	\$ 7,740.26	\$ 2,539,080.37	\$ 0.00	\$ 0.00
November 2033 . . . . .	7,384.74	2,471,608.42	0.00	0.00
December 2033 . . . . .	7,043.23	2,405,344.11	0.00	0.00
January 2034. . . . .	6,715.23	2,340,268.50	0.00	0.00
February 2034. . . . .	6,400.24	2,276,362.91	0.00	0.00
March 2034. . . . .	6,097.78	2,213,608.95	0.00	0.00
April 2034. . . . .	5,807.39	2,151,988.49	0.00	0.00
May 2034 . . . . .	5,528.64	2,091,483.69	0.00	0.00
June 2034 . . . . .	5,261.08	2,032,076.94	0.00	0.00
July 2034 . . . . .	5,004.31	1,973,750.92	0.00	0.00
August 2034 . . . . .	4,757.92	1,916,488.55	0.00	0.00
September 2034 . . . . .	4,521.54	1,860,273.01	0.00	0.00
October 2034 . . . . .	4,294.79	1,805,087.72	0.00	0.00
November 2034 . . . . .	4,077.31	1,750,916.36	0.00	0.00
December 2034 . . . . .	3,868.76	1,697,742.84	0.00	0.00
January 2035. . . . .	3,668.80	1,645,551.30	0.00	0.00
February 2035. . . . .	3,477.12	1,594,326.15	0.00	0.00
March 2035. . . . .	3,293.39	1,544,051.98	0.00	0.00
April 2035. . . . .	3,117.33	1,494,713.66	0.00	0.00
May 2035 . . . . .	2,948.65	1,446,296.25	0.00	0.00
June 2035 . . . . .	2,787.06	1,398,785.05	0.00	0.00
July 2035 . . . . .	2,632.29	1,352,165.57	0.00	0.00
August 2035 . . . . .	2,484.10	1,306,423.54	0.00	0.00
September 2035 . . . . .	2,342.22	1,261,544.89	0.00	0.00
October 2035 . . . . .	2,206.43	1,217,515.79	0.00	0.00
November 2035 . . . . .	2,076.48	1,174,322.57	0.00	0.00
December 2035 . . . . .	1,952.15	1,131,951.82	0.00	0.00
January 2036. . . . .	1,833.23	1,090,390.27	0.00	0.00
February 2036. . . . .	1,719.51	1,049,624.90	0.00	0.00
March 2036. . . . .	1,610.79	1,009,642.86	0.00	0.00
April 2036. . . . .	1,506.88	970,431.49	0.00	0.00
May 2036 . . . . .	1,407.58	931,978.33	0.00	0.00
June 2036 . . . . .	1,312.73	894,271.09	0.00	0.00
July 2036 . . . . .	1,222.14	857,297.69	0.00	0.00
August 2036 . . . . .	1,135.66	821,046.21	0.00	0.00
September 2036 . . . . .	1,053.11	785,504.91	0.00	0.00
October 2036 . . . . .	974.35	750,662.23	0.00	0.00
November 2036 . . . . .	899.22	716,506.80	0.00	0.00
December 2036 . . . . .	827.59	683,027.39	0.00	0.00
January 2037. . . . .	759.31	650,212.96	0.00	0.00
February 2037. . . . .	694.25	618,052.63	0.00	0.00
March 2037. . . . .	632.29	586,535.68	0.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PA and ZP (in the aggregate)</u>	<u>Classes DA, DB, DC, DE and DO (in the aggregate)</u>	<u>Classes YA, YB, YC, YD, YE, YG, YH, YJ and YK (in the aggregate)</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>
April 2037 . . . . .	\$ 573.29	\$ 555,651.57	\$ 0.00	\$ 0.00
May 2037 . . . . .	517.14	525,389.89	0.00	0.00
June 2037 . . . . .	463.73	495,740.40	0.00	0.00
July 2037 . . . . .	412.94	466,693.03	0.00	0.00
August 2037 . . . . .	364.66	438,237.85	0.00	0.00
September 2037 . . . . .	318.81	410,365.06	0.00	0.00
October 2037 . . . . .	275.27	383,065.03	0.00	0.00
November 2037 . . . . .	233.95	356,328.29	0.00	0.00
December 2037 . . . . .	194.76	330,145.48	0.00	0.00
January 2038 . . . . .	157.61	304,507.40	0.00	0.00
February 2038 . . . . .	122.42	279,404.99	0.00	0.00
March 2038 . . . . .	89.11	254,829.33	0.00	0.00
April 2038 . . . . .	57.59	230,771.62	0.00	0.00
May 2038 . . . . .	27.79	207,223.21	0.00	0.00
June 2038 . . . . .	0.00	184,175.57	0.00	0.00
July 2038 . . . . .	0.00	161,620.31	0.00	0.00
August 2038 . . . . .	0.00	139,549.17	0.00	0.00
September 2038 . . . . .	0.00	117,954.00	0.00	0.00
October 2038 . . . . .	0.00	96,826.78	0.00	0.00
November 2038 . . . . .	0.00	76,159.62	0.00	0.00
December 2038 . . . . .	0.00	55,944.75	0.00	0.00
January 2039 . . . . .	0.00	36,174.51	0.00	0.00
February 2039 . . . . .	0.00	16,841.36	0.00	0.00
March 2039 and thereafter . .	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
Initial Balance . . . . .	\$179,990,000.00	\$159,439,000.00	\$76,666,666.00	\$85,232,000.00
August 2009 . . . . .	179,557,899.27	158,078,666.92	76,075,349.27	84,260,233.12
September 2009 . . . . .	179,083,079.78	156,787,276.87	75,490,782.89	83,320,682.07
October 2009 . . . . .	178,565,693.16	155,380,377.09	74,863,656.21	82,322,912.90
November 2009 . . . . .	178,005,913.18	153,859,632.31	74,194,656.29	81,268,265.89
December 2009 . . . . .	177,403,935.65	152,226,918.20	73,484,536.18	80,158,186.82
January 2010 . . . . .	176,759,978.39	150,484,318.35	72,734,113.67	78,994,224.00
February 2010 . . . . .	176,074,281.08	148,634,120.60	71,944,269.90	77,778,024.89
March 2010 . . . . .	175,347,105.16	146,678,812.69	71,115,947.78	76,511,332.49
April 2010 . . . . .	174,578,733.65	144,621,077.37	70,250,150.25	75,195,981.34
May 2010 . . . . .	173,769,471.03	142,463,786.75	69,347,938.35	73,833,893.21
June 2010 . . . . .	172,919,643.02	140,209,996.13	68,410,429.20	72,427,072.58
July 2010 . . . . .	172,029,596.41	137,862,937.23	67,438,793.70	70,977,601.74
August 2010 . . . . .	171,099,698.78	135,426,010.73	66,434,254.22	69,487,635.72
September 2010 . . . . .	170,130,338.36	132,902,778.41	65,398,082.02	67,959,396.90
October 2010 . . . . .	169,121,923.66	130,296,954.59	64,331,594.65	66,395,169.44
November 2010 . . . . .	168,074,883.29	127,612,397.22	63,236,153.09	64,797,293.47
December 2010 . . . . .	166,989,665.61	124,853,098.32	62,113,158.92	63,168,159.14
January 2011 . . . . .	165,866,738.45	122,023,174.10	60,964,051.22	61,510,200.42
February 2011 . . . . .	164,706,588.73	119,126,854.59	59,790,303.49	59,825,888.86
March 2011 . . . . .	163,509,722.21	116,168,472.90	58,593,420.41	58,175,755.57
April 2011 . . . . .	162,276,663.04	113,152,454.17	57,374,934.50	56,559,115.06
May 2011 . . . . .	161,007,953.42	110,083,304.14	56,177,300.89	54,975,295.49
June 2011 . . . . .	159,704,153.20	106,965,597.50	55,000,168.05	53,423,638.38
July 2011 . . . . .	158,365,839.49	103,911,217.37	53,843,190.33	51,903,498.36
August 2011 . . . . .	156,993,606.20	100,918,892.80	52,706,027.83	50,414,242.89
September 2011 . . . . .	155,588,063.63	97,987,378.16	51,588,346.35	48,955,252.03
October 2011 . . . . .	154,149,838.03	95,115,452.59	50,489,817.25	47,525,918.15
November 2011 . . . . .	152,679,571.06	92,301,919.54	49,410,117.39	46,125,645.75
December 2011 . . . . .	151,217,182.41	89,545,606.28	48,348,929.03	44,753,851.18
January 2012 . . . . .	149,762,631.23	86,845,363.43	47,305,939.73	43,409,962.39
February 2012 . . . . .	148,315,876.89	84,200,064.49	46,280,842.27	42,093,418.74
March 2012 . . . . .	146,876,878.99	81,608,605.42	45,273,334.55	40,803,670.74
April 2012 . . . . .	145,445,597.31	79,069,904.14	44,283,119.56	39,540,179.87
May 2012 . . . . .	144,021,991.86	76,582,900.15	43,309,905.20	38,302,418.32
June 2012 . . . . .	142,606,022.85	74,146,554.06	42,353,404.29	37,089,868.79
July 2012 . . . . .	141,197,650.68	71,759,847.21	41,413,334.43	35,902,024.30
August 2012 . . . . .	139,796,835.97	69,421,781.21	40,489,417.96	34,738,387.97
September 2012 . . . . .	138,403,539.54	67,131,377.61	39,581,381.84	33,598,472.83
October 2012 . . . . .	137,017,722.41	64,887,677.43	38,688,957.61	32,481,801.59
November 2012 . . . . .	135,639,345.80	62,689,740.83	37,811,881.29	31,387,906.51
December 2012 . . . . .	134,268,371.13	60,536,646.69	36,949,893.33	30,316,329.17
January 2013 . . . . .	132,904,760.02	58,427,492.28	36,102,738.51	29,266,620.26

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
February 2013 . . . . .	\$131,548,474.29	\$ 56,361,392.86	\$35,270,165.88	\$28,238,339.47
March 2013 . . . . .	130,199,475.95	54,337,481.34	34,451,928.70	27,242,051.26
April 2013 . . . . .	128,857,727.21	52,354,907.93	33,647,784.33	26,280,675.11
May 2013 . . . . .	127,523,190.48	50,429,787.20	32,857,494.23	25,352,994.31
June 2013 . . . . .	126,195,828.35	48,575,006.97	32,080,823.83	24,457,834.34
July 2013 . . . . .	124,875,603.62	46,788,010.30	31,317,542.49	23,594,061.46
August 2013 . . . . .	123,562,479.26	45,066,332.79	30,567,423.43	22,760,581.24
September 2013 . . . . .	122,256,418.45	43,407,599.27	29,830,243.66	21,956,337.29
October 2013 . . . . .	120,957,384.56	41,809,520.57	29,105,783.95	21,180,309.85
November 2013 . . . . .	119,665,341.12	40,269,890.42	28,393,828.72	20,431,514.59
December 2013 . . . . .	118,380,251.89	38,786,582.45	27,694,165.99	19,709,001.35
January 2014 . . . . .	117,102,080.79	37,357,547.31	27,006,587.37	19,011,852.96
February 2014 . . . . .	115,830,791.93	35,980,809.89	26,330,887.94	18,339,184.13
March 2014 . . . . .	114,566,349.60	34,654,466.65	25,671,515.61	17,690,140.30
April 2014 . . . . .	113,308,718.29	33,376,683.03	25,028,411.91	17,063,896.61
May 2014 . . . . .	112,057,862.66	32,145,690.95	24,401,179.73	16,459,656.87
June 2014 . . . . .	110,813,747.56	30,959,786.41	23,789,431.57	15,876,652.56
July 2014 . . . . .	109,576,338.01	29,817,327.21	23,192,789.34	15,314,141.85
August 2014 . . . . .	108,345,599.22	28,716,730.67	22,610,884.08	14,771,408.72
September 2014 . . . . .	107,121,496.58	27,656,471.51	22,043,355.79	14,247,762.04
October 2014 . . . . .	105,903,995.65	26,635,079.76	21,489,853.19	13,742,534.71
November 2014 . . . . .	104,693,062.17	25,651,138.78	20,950,033.50	13,255,082.83
December 2014 . . . . .	103,488,662.06	24,703,283.31	20,423,562.27	12,784,784.90
January 2015 . . . . .	102,290,761.41	23,790,197.64	19,910,113.13	12,331,041.04
February 2015 . . . . .	101,099,326.50	22,910,613.79	19,409,367.64	11,893,272.24
March 2015 . . . . .	99,914,323.77	22,063,309.81	18,921,015.09	11,470,919.64
April 2015 . . . . .	98,735,719.82	21,247,108.11	18,444,752.29	11,063,443.82
May 2015 . . . . .	97,563,481.45	20,460,873.84	17,980,283.40	10,670,324.17
June 2015 . . . . .	96,397,575.63	19,703,513.35	17,527,319.78	10,291,058.16
July 2015 . . . . .	95,237,969.46	18,973,972.73	17,085,579.78	9,925,160.79
August 2015 . . . . .	94,084,630.26	18,271,236.34	16,654,788.57	9,572,163.93
September 2015 . . . . .	92,937,525.49	17,594,325.41	16,234,678.03	9,231,615.78
October 2015 . . . . .	91,796,622.79	16,942,296.78	15,824,986.51	8,903,080.25
November 2015 . . . . .	90,661,889.94	16,314,241.50	15,425,458.73	8,586,136.46
December 2015 . . . . .	89,533,294.94	15,709,283.71	15,035,845.61	8,280,378.20
January 2016 . . . . .	88,410,805.89	15,126,579.36	14,655,904.12	7,985,413.41
February 2016 . . . . .	87,294,391.10	14,565,315.08	14,285,397.12	7,700,863.68
March 2016 . . . . .	86,184,019.04	14,024,707.10	13,924,093.26	7,426,363.84
April 2016 . . . . .	85,079,658.31	13,504,000.12	13,571,766.78	7,161,561.40
May 2016 . . . . .	83,981,277.71	13,002,466.33	13,228,197.43	6,906,116.19
June 2016 . . . . .	82,888,846.18	12,519,404.40	12,893,170.30	6,659,699.92
July 2016 . . . . .	81,802,332.82	12,054,138.51	12,566,475.71	6,421,995.71
August 2016 . . . . .	80,721,706.90	11,606,017.44	12,247,909.09	6,192,697.77

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
September 2016 . . . . .	\$ 79,646,937.83	\$ 11,174,413.66	\$11,937,270.82	\$ 5,971,510.98
October 2016 . . . . .	78,577,995.21	10,758,722.49	11,634,366.16	5,758,150.51
November 2016 . . . . .	77,514,848.76	10,358,361.27	11,339,005.10	5,552,341.47
December 2016 . . . . .	76,457,468.38	9,972,768.54	11,051,002.24	5,353,818.58
January 2017 . . . . .	75,405,824.11	9,601,403.32	10,770,176.72	5,162,325.82
February 2017 . . . . .	74,359,886.16	9,243,744.30	10,496,352.05	4,977,616.11
March 2017 . . . . .	73,319,624.88	8,899,289.19	10,229,356.07	4,799,451.01
April 2017 . . . . .	72,285,010.78	8,567,553.99	9,969,020.80	4,627,600.39
May 2017 . . . . .	71,256,014.52	8,248,072.35	9,715,182.33	4,461,842.19
June 2017 . . . . .	70,232,606.91	7,940,394.91	9,467,680.77	4,301,962.10
July 2017 . . . . .	69,214,758.92	7,644,088.69	9,226,360.12	4,147,753.28
August 2017 . . . . .	68,202,441.64	7,358,736.50	8,991,068.17	3,999,016.16
September 2017 . . . . .	67,195,626.36	7,083,936.39	8,761,656.44	3,855,558.13
October 2017 . . . . .	66,194,284.46	6,819,301.03	8,537,980.04	3,717,193.31
November 2017 . . . . .	65,198,387.51	6,564,457.27	8,319,897.65	3,583,742.34
December 2017 . . . . .	64,207,907.22	6,319,045.53	8,107,271.37	3,455,032.13
January 2018 . . . . .	63,222,815.42	6,082,719.38	7,899,966.67	3,330,895.63
February 2018 . . . . .	62,243,084.11	5,855,145.04	7,697,852.31	3,211,171.67
March 2018 . . . . .	61,268,685.43	5,636,000.91	7,500,800.23	3,095,704.70
April 2018 . . . . .	60,308,376.24	5,424,977.12	7,308,685.53	2,984,344.62
May 2018 . . . . .	59,362,255.93	5,221,775.14	7,121,386.33	2,876,946.60
June 2018 . . . . .	58,430,121.74	5,026,107.35	6,938,783.74	2,773,370.86
July 2018 . . . . .	57,511,773.78	4,837,696.61	6,760,761.76	2,673,482.53
August 2018 . . . . .	56,607,014.95	4,656,275.94	6,587,207.25	2,577,151.49
September 2018 . . . . .	55,715,650.90	4,481,588.10	6,418,009.81	2,484,252.13
October 2018 . . . . .	54,837,490.01	4,313,385.26	6,253,061.74	2,394,663.29
November 2018 . . . . .	53,972,343.36	4,151,428.65	6,092,257.99	2,308,268.04
December 2018 . . . . .	53,120,024.65	3,995,488.26	5,935,496.05	2,224,953.55
January 2019 . . . . .	52,280,350.20	3,845,342.45	5,782,675.95	2,144,610.94
February 2019 . . . . .	51,453,138.91	3,700,777.72	5,633,700.13	2,067,135.18
March 2019 . . . . .	50,638,212.22	3,561,588.37	5,488,473.44	1,992,424.89
April 2019 . . . . .	49,835,394.06	3,427,576.25	5,346,903.06	1,920,382.28
May 2019 . . . . .	49,044,510.86	3,298,550.43	5,208,898.42	1,850,912.96
June 2019 . . . . .	48,265,391.45	3,174,327.02	5,074,371.19	1,783,925.89
July 2019 . . . . .	47,497,867.07	3,054,728.81	4,943,235.20	1,719,333.21
August 2019 . . . . .	46,741,771.35	2,939,585.14	4,815,406.36	1,657,050.13
September 2019 . . . . .	45,996,940.23	2,828,731.55	4,690,802.68	1,596,994.88
October 2019 . . . . .	45,263,211.97	2,722,009.65	4,569,344.15	1,539,088.52
November 2019 . . . . .	44,540,427.09	2,619,266.83	4,450,952.74	1,483,254.93
December 2019 . . . . .	43,828,428.36	2,520,356.09	4,335,552.33	1,429,420.62
January 2020 . . . . .	43,127,060.74	2,425,135.82	4,223,068.65	1,377,514.73
February 2020 . . . . .	42,436,171.39	2,333,469.60	4,113,429.26	1,327,468.85
March 2020 . . . . .	41,755,609.61	2,245,226.01	4,006,563.50	1,279,217.01

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
April 2020 . . . . .	\$ 41,085,226.81	\$ 2,160,278.47	\$ 3,902,402.45	\$ 1,232,695.54
May 2020 . . . . .	40,424,876.51	2,078,505.04	3,800,878.87	1,187,843.03
June 2020 . . . . .	39,774,414.26	1,999,788.25	3,701,927.17	1,144,600.21
July 2020 . . . . .	39,133,697.67	1,924,014.95	3,605,483.37	1,102,909.93
August 2020 . . . . .	38,502,586.33	1,851,076.14	3,511,485.07	1,062,717.02
September 2020 . . . . .	37,880,941.83	1,780,866.84	3,419,871.39	1,023,968.27
October 2020 . . . . .	37,268,627.69	1,713,285.92	3,330,582.96	986,612.34
November 2020 . . . . .	36,665,509.35	1,648,235.96	3,243,561.86	950,599.71
December 2020 . . . . .	36,071,454.15	1,585,623.14	3,158,751.60	915,882.59
January 2021 . . . . .	35,486,331.31	1,525,357.07	3,076,097.06	882,414.89
February 2021 . . . . .	34,910,011.87	1,467,350.69	2,995,544.50	850,152.14
March 2021 . . . . .	34,342,368.70	1,411,520.17	2,917,041.49	819,051.44
April 2021 . . . . .	33,783,276.47	1,357,784.72	2,840,536.89	789,071.40
May 2021 . . . . .	33,232,611.58	1,306,066.56	2,765,980.82	760,172.10
June 2021 . . . . .	32,690,252.23	1,256,290.76	2,693,324.62	732,315.02
July 2021 . . . . .	32,156,078.28	1,208,385.16	2,622,520.85	705,463.01
August 2021 . . . . .	31,629,971.32	1,162,280.24	2,553,523.21	679,580.22
September 2021 . . . . .	31,111,814.60	1,117,909.05	2,486,286.56	654,632.08
October 2021 . . . . .	30,601,493.03	1,075,207.12	2,420,766.87	630,585.24
November 2021 . . . . .	30,098,893.11	1,034,112.35	2,356,921.18	607,407.52
December 2021 . . . . .	29,603,902.98	994,564.92	2,294,707.61	585,067.89
January 2022 . . . . .	29,116,412.34	956,507.23	2,234,085.31	563,536.41
February 2022 . . . . .	28,636,312.45	919,883.79	2,175,014.42	542,784.19
March 2022 . . . . .	28,163,496.11	884,641.19	2,117,456.08	522,783.39
April 2022 . . . . .	27,697,857.63	850,727.95	2,061,372.39	503,507.14
May 2022 . . . . .	27,239,292.83	818,094.52	2,006,726.36	484,929.51
June 2022 . . . . .	26,787,698.97	786,693.16	1,953,481.95	467,025.50
July 2022 . . . . .	26,342,974.80	756,477.93	1,901,603.99	449,771.01
August 2022 . . . . .	25,905,020.47	727,404.55	1,851,058.17	433,142.77
September 2022 . . . . .	25,473,737.57	699,430.39	1,801,811.06	417,118.34
October 2022 . . . . .	25,049,029.05	672,514.40	1,753,830.02	401,676.10
November 2022 . . . . .	24,630,799.27	646,617.04	1,707,083.24	386,795.16
December 2022 . . . . .	24,218,953.92	621,700.25	1,661,539.69	372,455.39
January 2023 . . . . .	23,813,400.04	597,727.37	1,617,169.11	358,637.38
February 2023 . . . . .	23,414,045.97	574,663.08	1,573,941.99	345,322.41
March 2023 . . . . .	23,020,801.36	552,473.39	1,531,829.53	332,492.41
April 2023 . . . . .	22,633,577.14	531,125.57	1,490,803.68	320,129.95
May 2023 . . . . .	22,252,285.49	510,588.09	1,450,837.06	308,218.25
June 2023 . . . . .	21,876,839.86	490,830.60	1,411,902.97	296,741.10
July 2023 . . . . .	21,507,154.91	471,823.86	1,373,975.37	285,682.86
August 2023 . . . . .	21,143,146.50	453,539.73	1,337,028.89	275,028.47
September 2023 . . . . .	20,784,731.72	435,951.11	1,301,038.75	264,763.39
October 2023 . . . . .	20,431,828.79	419,031.90	1,265,980.82	254,873.61

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
November 2023 . . . . .	\$ 20,084,357.13	\$ 402,756.98	\$ 1,231,831.55	\$ 245,345.61
December 2023 . . . . .	19,742,237.29	387,102.15	1,198,567.98	236,166.34
January 2024 . . . . .	19,405,390.94	372,044.11	1,166,167.71	227,323.24
February 2024 . . . . .	19,073,740.87	357,560.45	1,134,608.92	218,804.18
March 2024 . . . . .	18,747,210.97	343,629.55	1,103,870.30	210,597.47
April 2024 . . . . .	18,425,726.21	330,230.64	1,073,931.10	202,691.83
May 2024 . . . . .	18,109,212.63	317,343.69	1,044,771.07	195,076.40
June 2024 . . . . .	17,797,597.31	304,949.42	1,016,370.47	187,740.68
July 2024 . . . . .	17,490,808.38	293,029.29	988,710.04	180,674.57
August 2024 . . . . .	17,188,774.99	281,565.43	961,771.01	173,868.31
September 2024 . . . . .	16,891,427.30	270,540.63	935,535.07	167,312.51
October 2024 . . . . .	16,598,696.45	259,938.33	909,984.38	160,998.09
November 2024 . . . . .	16,310,514.57	249,742.61	885,101.53	154,916.33
December 2024 . . . . .	16,026,814.77	239,938.10	860,869.55	149,058.78
January 2025 . . . . .	15,747,531.09	230,510.03	837,271.89	143,417.32
February 2025 . . . . .	15,472,598.54	221,444.18	814,292.42	137,984.12
March 2025 . . . . .	15,201,953.02	212,726.86	791,915.40	132,751.62
April 2025 . . . . .	14,935,531.36	204,344.88	770,125.49	127,712.53
May 2025 . . . . .	14,673,271.31	196,285.56	748,907.73	122,859.84
June 2025 . . . . .	14,415,111.48	188,536.69	728,247.55	118,186.76
July 2025 . . . . .	14,160,991.37	181,086.49	708,130.72	113,686.77
August 2025 . . . . .	13,910,851.35	173,923.66	688,543.37	109,353.58
September 2025 . . . . .	13,664,632.62	167,037.30	669,472.00	105,181.11
October 2025 . . . . .	13,422,277.24	160,416.93	650,903.41	101,163.51
November 2025 . . . . .	13,183,728.09	154,052.44	632,824.77	97,295.14
December 2025 . . . . .	12,948,928.86	147,934.12	615,223.54	93,570.56
January 2026 . . . . .	12,717,824.07	142,052.63	598,087.50	89,984.53
February 2026 . . . . .	12,490,359.01	136,398.95	581,404.76	86,531.99
March 2026 . . . . .	12,266,479.75	130,964.42	565,163.69	83,208.08
April 2026 . . . . .	12,046,133.15	125,740.71	549,352.99	80,008.08
May 2026 . . . . .	11,829,266.81	120,719.79	533,961.61	76,927.49
June 2026 . . . . .	11,615,829.11	115,893.93	518,978.80	73,961.91
July 2026 . . . . .	11,405,769.14	111,255.70	504,394.06	71,107.16
August 2026 . . . . .	11,199,036.74	106,797.94	490,197.18	68,359.17
September 2026 . . . . .	10,995,582.44	102,513.77	476,378.19	65,714.04
October 2026 . . . . .	10,795,357.52	98,396.56	462,927.36	63,167.99
November 2026 . . . . .	10,598,313.93	94,439.92	449,835.22	60,717.39
December 2026 . . . . .	10,404,404.31	90,637.73	437,092.54	58,358.73
January 2027 . . . . .	10,213,582.00	86,984.08	424,690.32	56,088.65
February 2027 . . . . .	10,025,800.98	83,473.28	412,619.77	53,903.89
March 2027 . . . . .	9,841,015.93	80,099.86	400,872.35	51,801.31
April 2027 . . . . .	9,659,182.14	76,858.56	389,439.71	49,777.89
May 2027 . . . . .	9,480,255.56	73,744.32	378,313.72	47,830.71

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
June 2027 . . . . .	\$ 9,304,192.79	\$ 70,752.25	\$ 367,486.46	\$ 45,956.98
July 2027 . . . . .	9,130,951.03	67,877.67	356,950.21	44,153.98
August 2027 . . . . .	8,960,488.10	65,116.06	346,697.42	42,419.10
September 2027 . . . . .	8,792,762.44	62,463.09	336,720.77	40,749.83
October 2027 . . . . .	8,627,733.07	59,914.58	327,013.10	39,143.76
November 2027 . . . . .	8,465,359.61	57,466.50	317,567.43	37,598.53
December 2027 . . . . .	8,305,602.26	55,114.99	308,376.97	36,111.91
January 2028 . . . . .	8,148,421.80	52,856.33	299,435.08	34,681.73
February 2028 . . . . .	7,993,779.56	50,686.94	290,735.32	33,305.90
March 2028 . . . . .	7,841,637.45	48,603.36	282,271.39	31,982.39
April 2028 . . . . .	7,691,957.91	46,602.29	274,037.15	30,709.29
May 2028 . . . . .	7,544,703.92	44,680.55	266,026.62	29,484.70
June 2028 . . . . .	7,399,839.01	42,835.05	258,233.97	28,306.84
July 2028 . . . . .	7,257,327.23	41,062.86	250,653.53	27,173.97
August 2028 . . . . .	7,117,133.14	39,361.13	243,279.76	26,084.41
September 2028 . . . . .	6,979,221.83	37,727.13	236,107.25	25,036.56
October 2028 . . . . .	6,843,558.88	36,158.24	229,130.76	24,028.85
November 2028 . . . . .	6,710,110.37	34,651.92	222,345.16	23,059.80
December 2028 . . . . .	6,578,842.88	33,205.76	215,745.44	22,127.97
January 2029 . . . . .	6,449,723.46	31,817.40	209,326.75	21,231.96
February 2029 . . . . .	6,322,719.65	30,484.61	203,084.34	20,370.43
March 2029 . . . . .	6,197,799.44	29,205.21	197,013.59	19,542.10
April 2029 . . . . .	6,074,931.31	27,977.14	191,109.98	18,745.73
May 2029 . . . . .	5,954,084.18	26,798.38	185,369.14	17,980.12
June 2029 . . . . .	5,835,227.43	25,667.01	179,786.78	17,244.12
July 2029 . . . . .	5,718,330.86	24,581.19	174,358.73	16,536.61
August 2029 . . . . .	5,603,364.75	23,539.13	169,080.92	15,856.53
September 2029 . . . . .	5,490,299.77	22,539.11	163,949.41	15,202.85
October 2029 . . . . .	5,379,107.04	21,579.50	158,960.32	14,574.57
November 2029 . . . . .	5,269,758.09	20,658.71	154,109.91	13,970.74
December 2029 . . . . .	5,162,224.88	19,775.22	149,394.50	13,390.44
January 2030 . . . . .	5,056,479.75	18,927.57	144,810.53	12,832.79
February 2030 . . . . .	4,952,495.45	18,114.33	140,354.52	12,296.92
March 2030 . . . . .	4,850,245.15	17,334.17	136,023.07	11,782.01
April 2030 . . . . .	4,749,702.39	16,585.79	131,812.90	11,287.28
May 2030 . . . . .	4,650,841.08	15,867.91	127,720.77	10,811.96
June 2030 . . . . .	4,553,635.55	15,179.36	123,743.56	10,355.32
July 2030 . . . . .	4,458,060.48	14,518.96	119,878.21	9,916.64
August 2030 . . . . .	4,364,090.91	13,885.61	116,121.74	9,495.25
September 2030 . . . . .	4,271,702.26	13,278.23	112,471.26	9,090.48
October 2030 . . . . .	4,180,870.31	12,695.81	108,923.93	8,701.72
November 2030 . . . . .	4,091,571.17	12,137.34	105,477.01	8,328.34
December 2030 . . . . .	4,003,781.34	11,601.88	102,127.82	7,969.76

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
January 2031 . . . . .	\$ 3,917,477.62	\$ 11,088.51	\$ 98,873.74	\$ 7,625.43
February 2031 . . . . .	3,832,637.18	10,596.37	95,712.23	7,294.78
March 2031 . . . . .	3,749,237.50	10,124.59	92,640.81	6,977.31
April 2031 . . . . .	3,667,256.42	9,672.38	89,657.06	6,672.51
May 2031 . . . . .	3,586,672.06	9,238.95	86,758.63	6,379.89
June 2031 . . . . .	3,507,462.91	8,823.55	83,943.23	6,098.99
July 2031 . . . . .	3,429,607.74	8,425.46	81,208.63	5,829.35
August 2031 . . . . .	3,353,085.64	8,043.99	78,552.65	5,570.55
September 2031 . . . . .	3,277,876.00	7,678.48	75,973.17	5,322.16
October 2031 . . . . .	3,203,958.54	7,328.28	73,468.13	5,083.79
November 2031 . . . . .	3,131,313.25	6,992.78	71,035.51	4,855.05
December 2031 . . . . .	3,059,920.42	6,671.38	68,673.37	4,635.57
January 2032 . . . . .	2,989,760.63	6,363.53	66,379.79	4,424.99
February 2032 . . . . .	2,920,814.74	6,068.67	64,152.92	4,222.97
March 2032 . . . . .	2,853,063.91	5,786.28	61,990.95	4,029.17
April 2032 . . . . .	2,786,489.56	5,515.86	59,892.11	3,843.28
May 2032 . . . . .	2,721,073.39	5,256.93	57,854.68	3,664.99
June 2032 . . . . .	2,656,797.35	5,009.01	55,877.01	3,494.00
July 2032 . . . . .	2,593,643.70	4,771.66	53,957.45	3,330.03
August 2032 . . . . .	2,531,594.91	4,544.46	52,094.43	3,172.80
September 2032 . . . . .	2,470,633.75	4,326.98	50,286.39	3,022.06
October 2032 . . . . .	2,410,743.21	4,118.84	48,531.84	2,877.55
November 2032 . . . . .	2,351,906.57	3,919.66	46,829.31	2,739.02
December 2032 . . . . .	2,294,107.31	3,729.06	45,177.38	2,606.24
January 2033 . . . . .	2,237,329.19	3,546.70	43,574.66	2,478.99
February 2033 . . . . .	2,181,556.19	3,372.24	42,019.78	2,357.05
March 2033 . . . . .	2,126,772.55	3,205.36	40,511.45	2,240.21
April 2033 . . . . .	2,072,962.72	3,045.74	39,048.37	2,128.26
May 2033 . . . . .	2,020,111.38	2,893.09	37,629.29	2,021.02
June 2033 . . . . .	1,968,203.45	2,747.12	36,253.01	1,918.30
July 2033 . . . . .	1,917,224.07	2,607.55	34,918.34	1,819.92
August 2033 . . . . .	1,867,158.60	2,474.13	33,624.12	1,725.70
September 2033 . . . . .	1,817,992.61	2,346.58	32,369.23	1,635.49
October 2033 . . . . .	1,769,711.89	2,224.68	31,152.58	1,549.12
November 2033 . . . . .	1,722,302.44	2,108.19	29,973.11	1,466.44
December 2033 . . . . .	1,675,750.47	1,996.88	28,829.78	1,387.30
January 2034 . . . . .	1,630,042.39	1,890.54	27,721.59	1,311.57
February 2034 . . . . .	1,585,164.81	1,788.96	26,647.54	1,239.10
March 2034 . . . . .	1,541,104.56	1,691.94	25,606.69	1,169.76
April 2034 . . . . .	1,497,848.63	1,599.28	24,598.11	1,103.43
May 2034 . . . . .	1,455,384.24	1,510.82	23,620.88	1,039.99
June 2034 . . . . .	1,413,698.78	1,426.36	22,674.14	979.31
July 2034 . . . . .	1,372,779.82	1,345.75	21,757.02	921.30

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
August 2034 . . . . .	\$ 1,332,615.13	\$ 1,268.82	\$ 20,868.68	\$ 865.83
September 2034 . . . . .	1,293,192.68	1,195.41	20,008.32	812.82
October 2034 . . . . .	1,254,500.57	1,125.37	19,175.13	762.15
November 2034 . . . . .	1,216,527.13	1,058.57	18,368.37	713.73
December 2034 . . . . .	1,179,260.83	994.86	17,587.26	667.47
January 2035 . . . . .	1,142,690.32	934.12	16,831.09	623.28
February 2035 . . . . .	1,106,804.43	876.21	16,099.13	581.09
March 2035 . . . . .	1,071,592.16	821.01	15,390.72	540.79
April 2035 . . . . .	1,037,042.64	768.41	14,705.16	502.32
May 2035 . . . . .	1,003,145.21	718.30	14,041.81	465.61
June 2035 . . . . .	969,889.35	670.57	13,400.02	430.57
July 2035 . . . . .	937,264.68	625.12	12,779.19	397.15
August 2035 . . . . .	905,261.00	581.84	12,178.70	365.26
September 2035 . . . . .	873,868.25	540.65	11,597.98	334.86
October 2035 . . . . .	843,076.54	501.45	11,036.44	305.87
November 2035 . . . . .	812,876.10	464.15	10,493.53	278.23
December 2035 . . . . .	783,257.34	428.68	9,968.72	251.90
January 2036 . . . . .	754,210.77	394.95	9,461.48	226.82
February 2036 . . . . .	725,727.10	362.89	8,971.30	202.93
March 2036 . . . . .	697,797.13	332.42	8,497.67	180.18
April 2036 . . . . .	670,411.82	303.48	8,040.11	158.52
May 2036 . . . . .	643,562.27	275.98	7,598.17	137.91
June 2036 . . . . .	617,239.71	249.88	7,171.36	118.31
July 2036 . . . . .	591,435.49	225.11	6,759.26	99.67
August 2036 . . . . .	566,141.13	201.61	6,361.42	81.94
September 2036 . . . . .	541,348.22	179.31	5,977.43	65.10
October 2036 . . . . .	517,048.53	158.18	5,606.87	49.09
November 2036 . . . . .	493,233.92	138.15	5,249.35	33.90
December 2036 . . . . .	469,896.40	119.17	4,904.48	19.47
January 2037 . . . . .	447,028.08	101.21	4,571.88	5.78
February 2037 . . . . .	424,621.20	84.20	4,251.18	0.00
March 2037 . . . . .	402,668.11	68.11	3,942.03	0.00
April 2037 . . . . .	381,161.29	52.90	3,644.08	0.00
May 2037 . . . . .	360,093.33	38.52	3,357.00	0.00
June 2037 . . . . .	339,456.92	24.94	3,080.45	0.00
July 2037 . . . . .	319,244.87	12.12	2,814.11	0.00
August 2037 . . . . .	299,450.11	0.02	2,557.69	0.00
September 2037 . . . . .	280,065.66	0.00	2,310.86	0.00
October 2037 . . . . .	261,084.66	0.00	2,073.35	0.00
November 2037 . . . . .	242,500.35	0.00	1,844.87	0.00
December 2037 . . . . .	224,306.07	0.00	1,625.13	0.00
January 2038 . . . . .	206,495.27	0.00	1,413.88	0.00
February 2038 . . . . .	189,061.49	0.00	1,210.84	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MC, MD and OE (in the aggregate)</u>	<u>Classes JP and OP (in the aggregate)</u>	<u>Class AO</u>	<u>Classes JQ and PO (in the aggregate)</u>
March 2038 . . . . .	\$ 171,998.38	\$ 0.00	\$ 1,015.77	\$ 0.00
April 2038 . . . . .	155,299.67	0.00	828.42	0.00
May 2038 . . . . .	138,959.22	0.00	648.54	0.00
June 2038 . . . . .	122,970.94	0.00	475.91	0.00
July 2038 . . . . .	107,328.87	0.00	310.29	0.00
August 2038 . . . . .	92,027.12	0.00	151.47	0.00
September 2038 . . . . .	77,059.91	0.00	0.00	0.00
October 2038 . . . . .	62,421.52	0.00	0.00	0.00
November 2038 . . . . .	48,106.35	0.00	0.00	0.00
December 2038 . . . . .	34,108.87	0.00	0.00	0.00
January 2039 . . . . .	20,423.64	0.00	0.00	0.00
February 2039 . . . . .	7,045.29	0.00	0.00	0.00
March 2039 and thereafter . . .	0.00	0.00	0.00	0.00

Underlying Certificates

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans	Approximate Weighted Average Remaining Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
1	Ginnie Mae	2009-045	UC	June 30, 2009	3837AVGJ2	4.5%	FIX	November 2038	SUP	\$5,170,000	1.00000000	\$3,830,000	74.0812379110%	5.000%	356	2	I
1	Ginnie Mae	2009-045	UD	June 30, 2009	3837AVGK9	4.5	FIX	January 2039	SUP	4,650,000	1.00000000	4,490,000	96.5591397849	5.000	356	2	I
1	Ginnie Mae	2009-045	UE	June 30, 2009	3837AVGL7	4.5	FIX	February 2039	SUP	4,030,000	1.00000000	3,979,000	98.7344913151	5.000	356	2	I
1	Ginnie Mae	2009-045	UG	June 30, 2009	3837AVGM5	4.5	FIX	April 2039	SUP	3,330,000	1.00000000	3,050,000	91.5915915916	5.000	356	2	I
1	Ginnie Mae	2009-045	UH	June 30, 2009	3837AVGN3	4.5	FIX	June 2039	SUP	7,520,000	1.00000000	7,380,000	98.1382978723	5.000	356	2	I
7	Ginnie Mae	2009-045	WG	June 30, 2009	3837AVHX0	5.0	FIX	May 2039	SUP	4,320,000	1.00000000	3,000,000	69.4444444444	5.343	357	2	II

(1) As defined under "Class Types" in Appendix I to the Base Offering Circular.

(2) Underlying Certificate Factors are as of July 2009.

**Exhibit B**

**Cover Page and Terms Sheet from Underlying Certificate Disclosure Document**

Offering Circular Supplement  
(To Base Offering Circular dated April 1, 2008)



\$1,522,912,117

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2009-045

The Securities

The Trust will issue the Classes of Securities listed on the front cover of this offering circular supplement.

The Ginnie Mae Guaranty

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America.

The Trust and its Assets

The Trust will own (1) Ginnie Mae Certificates and (2) certain previously issued certificates.

**The securities may not be suitable investments for you. You should consider carefully the risks of investing in them.**

**See "Risk Factors" beginning on page S-8 which highlights some of these risks.**

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be June 30, 2009.

You should read the Base Offering Circular as well as this Supplement.

The securities are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
EI(1)	\$ 42,400,000	4.5%	NTL (PAC I)	FIX/IO	38374VFT1	June 2039
EJ	1,000,000	4.0	PAC I	FIX	38374VFU8	June 2039
EK	1,000,000	5.0	PAC I	FIX	38374VFX2	June 2039
EO(1)	42,400,000	0.0	PAC I	PO	38374VFW4	June 2039
KE	3,000,000	4.5	PAC I	FIX	38374VFX2	June 2039
LA	23,050,000	4.5	PAC II	FIX	38374VFX2	June 2039
LB	11,130,000	4.5	PAC II	FIX	38374VFX2	June 2039
LC	5,360,000	4.5	PAC II	FIX	38374VGA1	June 2039
LD	2,460,000	4.5	PAC II	FIX	38374VGB9	June 2039
PA(1)	139,010,000	4.5	PAC I	FIX	38374VGC7	January 2031
PB	56,060,000	4.5	PAC I	FIX	38374VGD5	July 2033
PC	48,620,000	4.5	PAC I	FIX	38374VGE3	July 2035
PD	69,050,000	4.5	PAC I	FIX	38374VGF0	December 2037
UA	33,144,000	4.5	SUP	FIX	38374VGG8	June 2038
UB	8,280,000	4.5	SUP	FIX	38374VGH6	September 2038
UC	5,170,000	4.5	SUP	FIX	38374VGI2	November 2038
UD	4,650,000	4.5	SUP	FIX	38374VGK9	January 2039
UE	4,030,000	4.5	SUP	FIX	38374VGL7	February 2039
UG	3,330,000	4.5	SUP	FIX	38374VGM5	April 2039
UH	7,520,000	4.5	SUP	FIX	38374VGN3	June 2039
UJ	4,044,000	4.0	SUP	FIX	38374VGP8	June 2038
UK	20,000,000	4.5	SUP	FIX	38374VGP6	February 2038
UL	3,648,000	4.5	SUP	FIX	38374VGR4	June 2038
UM	4,044,000	5.0	SUP	FIX	38374VGS2	June 2038
<b>Security Group 2</b>						
A	86,860,000	5.0	SEQ/AD	FIX	38374VGT0	March 2032
Z	13,140,000	5.0	SEQ	FIX/Z	38374VGTU7	June 2039
<b>Security Group 3</b>						
AI	141,139,192	(5)	NTL (SC/PT)	INV/IO	38374VGV5	April 2039
EA	141,139,192	(5)	SC/PT	FLT	38374VGV3	April 2039
<b>Security Group 4</b>						
BI	67,923,658	(5)	NTL (SC/PT)	INV/IO	38374VGX1	February 2039
FB	67,923,658	(5)	SC/PT	FLT	38374VGY9	February 2039
<b>Security Group 5</b>						
PO(1)	200,000,000	0.0	TAC/AD	PO	38374VGGZ6	June 2039
QC(1)	171,428,571	(5)	NTL (TAC/AD)	FLT/IO	38374VHA0	June 2039
QD(1)	171,428,571	(5)	NTL (TAC/AD)	INV/IO	38374VHB8	June 2039
QE(1)	171,428,571	(5)	NTL (TAC/AD)	INV/IO	38374VHC6	June 2039
QG(1)	171,428,571	(5)	NTL (TAC/AD)	INV/IO	38374VHD4	June 2039
SG(1)	171,428,571	(5)	NTL (TAC/AD)	INV/IO	38374VHE2	June 2039
UZ	41,273,334	6.0	SUP	FIX/Z	38374VHF9	June 2039
ZB	266,667	6.0	TAC/AD	FIX/Z	38374VHG7	June 2039
<b>Security Group 6</b>						
AB(1)	47,240,000	5.0	PAC I	FIX	38374VHH5	December 2029
AC(1)	23,980,000	5.0	PAC I	FIX	38374VHI1	May 2031
AD(1)	50,070,000	5.0	PAC I	FIX	38374VHK8	December 2033
CB(1)	23,530,000	5.0	PAC I	FIX	38374VHL6	January 2035
CE	29,670,000	5.0	PAC I	FIX	38374VHM4	June 2038
CM(1)	18,560,000	5.0	PAC I	FIX	38374VHN2	May 2037
CN(1)	38,890,000	5.0	PAC I	FIX	38374VHP7	May 2037
IC(1)	30,750,000	5.0	NTL (PAC I)	FIX/IO	38374VHQ5	June 2039
OC(1)	30,750,000	0.0	PAC I	PO	38374VHR3	June 2039
WA	71,270,000	5.0	SUP	FIX	38374VHS1	March 2038
WB	9,160,000	5.0	SUP	FIX	38374VHT9	July 2038
WC	4,520,000	5.0	SUP	FIX	38374VHU6	September 2038
WD	8,190,000	5.0	SUP	FIX	38374VHV4	December 2038
WE	6,140,000	5.0	SUP	FIX	38374VHW2	March 2039
WG	4,320,000	5.0	SUP	FIX	38374VHX0	May 2039
WH	4,930,000	5.0	SUP	FIX	38374VHY8	June 2039
YA	15,260,000	5.0	PAC II	FIX	38374VHZ5	January 2039
YB	1,660,000	5.0	PAC II	FIX	38374VJA8	February 2039
YC	4,360,000	5.0	PAC II	FIX	38374VJB6	April 2039
YD	6,320,000	5.0	PAC II	FIX	38374VJC4	June 2039
YE	1,180,000	5.0	PAC II	FIX	38374VJD2	June 2039
<b>Security Group 7</b>						
NQ(1)	72,309,266	4.5	SC/PT	FIX	38374VJE0	May 2039
<b>Residual</b>						
RR	0	0.0	NPR	NPR	38374VJF7	June 2039

- (1) These Securities may be exchanged for MX Securities described in Schedule I.
- (2) Subject to increase as described under "Increase in Size" in this Supplement. The amount shown for each Notional Class (indicated by "NTL" under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.
- (3) As defined under "Class Types" in Appendix I to the Base Offering Circular. The type of Class with which the Class Notional Balance of each Notional Class will be reduced is indicated in parentheses.
- (4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Dates" in this Supplement.
- (5) See "Terms Sheet — Interest Rates" in this Supplement.

Barclays Capital Inc.

Loop Capital Markets, LLC

The date of this Offering Circular Supplement is June 23, 2009.

## TERMS SHEET

This terms sheet contains selected information for quick reference only. You should read this Supplement, particularly “Risk Factors,” and each of the other documents listed under “Available Information.”

**Sponsor:** Barclays Capital Inc.

**Co-Sponsor:** Loop Capital Markets, LLC

**Trustee:** Wells Fargo Bank, N.A.

**Tax Administrator:** The Trustee

**Closing Date:** June 30, 2009

**Distribution Dates:** For the Group 1, 2, 3, 4 and 7 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in July 2009. For the Group 5 and 6 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2009.

**Trust Assets:**

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae I	4.5%	30
2	Ginnie Mae I	5.0%	30
3	Underlying Certificates	(1)	(1)
4	Underlying Certificates	(1)	(1)
5	Ginnie Mae II	6.0%	30
6	Ginnie Mae II	5.0%	30
7	Underlying Certificates	(1)	(1)

(1) Certain information regarding the Underlying Certificates is set forth in Exhibits A and B to this Supplement.

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

**Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 5 and 6 Trust Assets<sup>1</sup>:**

<u>Principal Balance<sup>2</sup></u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>3</sup></u>
<b>Group 1 Trust Assets</b> \$500,000,000	357	1	5.0%
<b>Group 2 Trust Assets</b> \$100,000,000	292	60	5.5%
<b>Group 5 Trust Assets</b> \$241,540,001	349	10	6.4%
<b>Group 6 Trust Assets</b> \$400,000,000	357	2	5.4%

<sup>1</sup> As of June 1, 2009.

<sup>2</sup> Does not include the Group 6 Trust Assets that will be added to pay the Trustee Fee.

<sup>3</sup> The Mortgage Loans underlying the Group 5 and 6 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 5 and 6 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 5 and 6 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the Underlying Trusts.

**Issuance of Securities:** The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the “Fedwire Book-Entry System”). The Residual Securities will be issued in fully registered, certificated form. See *“Description of the Securities — Form of Securities” in this Supplement*.

**Modification and Exchange:** If you own exchangeable Securities you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. See *“Description of the Securities — Modification and Exchange” in this Supplement*.

**Increased Minimum Denomination Classes:** Each Class that constitutes a Principal Only, Interest Only or Inverse Floating Rate Class. See *“Description of the Securities — Form of Securities” in this Supplement*.

**Interest Rates:** The Interest Rates for the Fixed Rate Classes are shown on the front cover of this Supplement or on Schedule I to this Supplement.

The Floating Rate and Inverse Floating Rate Classes will bear interest at per annum rates based on one-month LIBOR (hereinafter referred to as “LIBOR”) as follows:

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
AI	5.96% – LIBOR	5.64187%	0.00%	5.96%	0	5.96%
BI	6.00% – LIBOR	5.68187%	0.00%	6.00%	0	6.00%
FA	LIBOR + 1.04%	1.35813%	1.04%	7.00%	0	0.00%
FB	LIBOR + 1.00%	1.31813%	1.00%	7.00%	0	0.00%
FC	LIBOR + 0.70%	1.02000%	0.70%	7.00%	0	0.00%
FD	LIBOR + 0.80%	1.12000%	0.80%	7.00%	0	0.00%
FE	LIBOR + 0.90%	1.22000%	0.90%	7.00%	0	0.00%
FG	LIBOR + 1.00%	1.32000%	1.00%	7.00%	0	0.00%
QC	LIBOR + 0.70%	1.02000%	0.70%	7.00%	0	0.00%
QD	6.30% – LIBOR	0.10000%	0.00%	0.10%	0	6.30%
QE	6.20% – LIBOR	0.10000%	0.00%	0.10%	0	6.20%
QG	6.10% – LIBOR	0.10000%	0.00%	0.10%	0	6.10%
SC	6.30% – LIBOR	5.98000%	0.00%	6.30%	0	6.30%
SD	6.20% – LIBOR	5.88000%	0.00%	6.20%	0	6.20%
SE	6.10% – LIBOR	5.78000%	0.00%	6.10%	0	6.10%
SG	6.00% – LIBOR	5.68000%	0.00%	6.00%	0	6.00%

(1) LIBOR will be established on the basis of the BBA LIBOR method, as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.

(2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.

**Allocation of Principal:** On each Distribution Date for a Security Group, the following distributions will be made to the related Securities:

#### **SECURITY GROUP 1**

The Group 1 Principal Distribution Amount will be allocated in the following order of priority:

1. To the Group 1 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
  - a. Sequentially, to PA, PB, PC and PD, in that order, until retired
  - b. Concurrently, to EJ, EK, EO and KE, pro rata, until retired
2. Sequentially, to LA, LB, LC and LD, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. Concurrently, as follows:
  - a. 63.5511713933% concurrently, to UA, UJ and UM, pro rata, until retired
  - b. 36.4488286067% sequentially, to UK and UL, in that order, until retired
4. Sequentially, to UB, UC, UD, UE, UG and UH, in that order, until retired
5. Sequentially, to LA, LB, LC and LD, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
6. To the Group 1 PAC I Classes in the same manner and priority described in step 1, but without regard to their Aggregate Scheduled Principal Balance, until retired

#### **SECURITY GROUP 2**

The Group 2 Principal Distribution Amount and the Z Accrual Amount will be allocated sequentially, to A and Z, in that order, until retired

#### **SECURITY GROUP 3**

The Group 3 Principal Distribution Amount will be allocated to FA, until retired

#### **SECURITY GROUP 4**

The Group 4 Principal Distribution Amount will be allocated to FB, until retired

#### **SECURITY GROUP 5**

The Group 5 Principal Distribution Amount and the UZ and ZB Accrual Amounts will be allocated as follows:

- The ZB Accrual Amount, sequentially, to PO and ZB, in that order, until retired
- The Group 5 Principal Distribution Amount and the UZ Accrual Amount in the following order of priority:
  1. Sequentially, to PO and ZB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
  2. To UZ, until retired
  3. Sequentially, to PO and ZB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 6**

A percentage of the Group 6 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 6 Principal Distribution Amount (the “Group 6 Adjusted Principal Distribution Amount”) will be allocated in the following order of priority:

1. To the Group 6 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
  - a. Sequentially, to AB, AC, AD and CB, in that order, until retired
  - b. Concurrently, to CM and CN, pro rata, until retired
  - c. Sequentially, to CE and OC, in that order, until retired
2. Sequentially, to YA, YB, YC, YD and YE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. Sequentially, to WA, WB, WC, WD, WE, WG and WH, in that order, until retired
4. Sequentially, to YA, YB, YC, YD and YE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
5. To the Group 6 PAC I Classes in the same manner and priority described in step 1, but without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 7**

The Group 7 Principal Distribution Amount will be allocated to NQ, until retired

**Scheduled Principal Balances:** The Scheduled Principal Balances or Aggregate Scheduled Principal Balances for the Classes listed below are included in Schedule II to this Supplement. They were calculated using, among other things, the following Structuring Ranges or Rate:

<u>Class</u>	<u>Structuring Ranges or Rate</u>
<b>PAC I Classes</b>	
EJ, EK, EO, KE, PA, PB, PC and PD (in the aggregate) . . . . .	100% PSA through 250% PSA
AB, AC, AD, CB, CE, CM, CN and OC (in the aggregate) . . . . .	100% PSA through 300% PSA
<b>PAC II Classes</b>	
LA, LB, LC and LD (in the aggregate) . . . . .	125% PSA through 200% PSA
YA, YB, YC, YD and YE (in the aggregate) . . . . .	120% PSA through 250% PSA
<b>TAC Classes</b>	
PO and ZB (in the aggregate) . . . . .	550% PSA

**Accrual Classes:** Interest will accrue on each Accrual Class identified on the front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes as interest. Interest so accrued on each Accrual Class on each Distribution Date will constitute an Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

**Notional Classes:** The Notional Classes will not receive distributions of principal but have Class Notional Balances for convenience in describing their entitlements to interest. The Class Notional Balance of each Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
AI .....	\$141,139,192	100% of FA (SC/PT Class)
BI .....	67,923,658	100% of FB (SC/PT Class)
CI .....	36,387,000	30% of AB, AC and AD (in the aggregate) (PAC I Classes)
EI .....	42,400,000	100% of EO (PAC I Class)
IC .....	30,750,000	100% of OC (PAC I Class)
IO .....	199,999,999	99.9999995% of PO (TAC/AD Class)
JI .....	65,352,000	40% of AB, AC, AD, CB and CM (in the aggregate) (PAC I Classes)
NI .....	8,034,362	11.1111111111% of NQ (SC/PT Class)
PI .....	46,336,666	33.3333333333% of PA (PAC I Class)
QC .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
QD .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
QE .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
QG .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
SC .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
SD .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
SE .....	171,428,571	85.7142857143% of PO (TAC/AD Class)
SG .....	171,428,571	85.7142857143% of PO (TAC/AD Class)

**Tax Status:** Double REMIC Series. See “Certain Federal Income Tax Consequences” in this Supplement and in the Base Offering Circular.

**Regular and Residual Classes:** Class RR is a Residual Class and represents the Residual Interest of the Issuing REMIC and the Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.



**\$1,218,370,196**

**Government National  
Mortgage Association**

**GINNIE MAE<sup>®</sup>**

**Guaranteed REMIC  
Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2009-058**

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***OFFERING CIRCULAR SUPPLEMENT***  
**July 23, 2009**

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**Barclays Capital Inc.  
Gardner Rich, LLC**