



\$4,866,591,588
Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities and MX Securities
Ginnie Mae REMIC Trust 2009-061

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-12 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 August 28, 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)
Security Group 1						
A	\$300,000,000	3.75%	PAC/AD	FIX	38376FAA0	August 2039
FA	262,500,000	(5)	PAC/AD	FLT	38376FAB8	August 2039
SA	262,500,000	(5)	NTL (PAC/AD)	INV/IO	38376FAC6	August 2039
UZ	79,928,572	5.50	SUP	FIX/Z	38376FAD4	August 2039
Security Group 2						
FB	53,500,000	(5)	PAC/AD	FLT	38376FAE2	June 2039
KA	53,500,000	3.50	PAC/AD	FIX	38376FAF9	June 2039
QE	1,850,000	5.50	PAC/AD	FIX	38376FAG7	August 2039
SB	53,500,000	(5)	NTL (PAC/AD)	INV/IO	38376FAH5	June 2039
Z	30,000,000	5.50	SUP	FIX/Z	38376FAJ1	August 2039
Security Group 3						
AW	5,000,000	5.00	SUP	FIX	38376FAK8	January 2038
HA	30,000,000	5.00	PAC	FIX	38376FAL6	November 2037
HG	150,000,000	4.00	PAC	FIX	38376FAM4	November 2037
HI	30,000,000	5.00	NTL (PAC)	FIX/IO	38376FAN2	November 2037
IH(1)	39,040,000	5.00	NTL (PAC)	FIX/IO	38376FAP7	August 2039
OH(1)	39,040,000	0.00	PAC	PO	38376FAQ5	August 2039
WA	30,660,000	5.00	SUP	FIX	38376FAR3	January 2038
WB	8,920,000	5.00	SUP	FIX	38376FAS1	June 2038
WC	7,840,000	5.00	SUP	FIX	38376FAT9	October 2038
WD	9,620,000	5.00	SUP	FIX	38376FAU6	April 2039
WE	9,170,000	5.00	SUP	FIX	38376FAV4	August 2039
WG	1,000,000	4.50	SUP	FIX	38376FAW2	January 2038
WH	1,000,000	5.50	SUP	FIX	38376FAX0	January 2038
WJ	3,500,000	5.25	SUP	FIX	38376FAY8	January 2038
WK	3,500,000	4.75	SUP	FIX	38376FAZ5	January 2038
Security Group 4						
AZ	70,000,000	5.50	SEQ	FIX/Z	38376FBA9	August 2039
BA(1)	221,066,000	5.50	SEQ/AD	FIX	38376FBB7	December 2039
VA	45,473,000	5.50	SEQ/AD	FIX	38376FBC5	October 2018
Security Group 5						
DA(1)	29,113,000	4.50	SEQ	FIX	38376FBD3	May 2035
ID(1)	10,887,000	4.50	NTL (SEQ)	FIX/IO	38376FBE1	August 2039
OD(1)	10,887,000	0.00	SEQ	PO	38376FBF8	August 2039
Security Group 6						
EN	455,270	4.00	PAC/AD	FIX	38376FBG6	August 2039
EP	1,921,378	6.00	PAC/AD	FIX	38376FBH4	August 2039
EZ	869,693	7.50	PAC/AD	FIX/Z	38376FBJ0	August 2039
FH	100,000,000	(5)	PAC/AD	FLT	38376FBK7	November 2038
GF	50,000,000	(5)	PAC/AD	FLT	38376FBL5	August 2039
GS	50,000,000	(5)	NTL (PAC/AD)	INV/IO	38376FBM3	August 2039
NP	75,197,000	4.00	PAC/AD	FIX	38376FBN1	August 2039
QA(1)	206,898,660	(5)	NTL (PAC/AD)	INV/IO	38376FBP6	August 2039
QB(1)	206,898,660	(5)	NTL (PAC/AD)	INV/IO	38376FBQ4	August 2039
QC(1)	206,898,660	(5)	NTL (PAC/AD)	INV/IO	38376FBR2	August 2039
QF(1)	206,898,660	(5)	NTL (PAC/AD)	FLT/IO	38376FBS0	August 2039
QO(1)	266,956,659	0.00	PAC/AD	PO	38376FBT8	August 2039
SH	100,000,000	(5)	NTL (PAC/AD)	INV/IO	38376FBU5	November 2038
SK(1)	206,898,660	(5)	NTL (PAC/AD)	INV/IO	38376FBV3	August 2039
ZA	99,600,000	6.00	SUP	FIX/Z	38376FBW1	August 2039
ZB	5,000,000	6.00	SUP	FIX/Z	38376FBX9	August 2039
Security Group 7						
IB(1)	38,719,512	5.00	NTL (PAC I)	FIX/IO	38376FBY7	August 2039
JA	20,615,000	5.00	PAC II	FIX	38376FBZ4	February 2039
JB	6,303,000	5.00	PAC II	FIX	38376FCA8	May 2039
JC	2,990,000	5.00	PAC II	FIX	38376FCB6	June 2039
JD	5,336,379	5.00	PAC II	FIX	38376FCB4	August 2039
NA	20,861,000	5.00	SUP	FIX	38376FCD2	March 2039
NB	7,367,000	5.00	SUP	FIX	38376FCE0	June 2039
NC	5,265,109	5.00	SUP	FIX	38376FCF7	August 2039
ND	36,500,000	5.00	SUP	FIX	38376FCG5	December 2038
NE	4,500,000	5.00	SUP	FIX	38376FCH3	March 2039
NG	2,000,000	5.50	SUP	FIX	38376FCJ9	December 2038
NH	2,000,000	4.50	SUP	FIX	38376FCK6	December 2038
OB(1)	38,719,512	0.00	PAC I	PO	38376FCL4	August 2039
PA(1)	117,671,000	5.00	PAC I	FIX	38376FCM2	February 2032
PB(1)	38,330,000	5.00	PAC I	FIX	38376FCN0	February 2034
PC(1)	43,248,000	5.00	PAC I	FIX	38376FCP5	February 2036
PD(1)	48,294,000	5.00	PAC I	FIX	38376FCQ3	March 2038
Security Group 8						
AM(1)	162,687,000	4.50	SEQ	FIX	38376FCR1	March 2034
BV	22,842,000	4.50	SEQ/AD	FIX	38376FCS9	August 2020
CV	23,665,000	4.50	SEQ/AD	FIX	38376FCT7	March 2028
ZV	35,806,000	4.50	SEQ	FIX/Z	38376FCU4	August 2039

(Cover continued on next page)

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 9						
CA(1)	\$108,207,000	5.00%	PAC	FIX	38376FCV2	October 2038
IC(1)	10,350,000	5.00	NTL (PAC)	FIX/IO	38376FCW0	August 2039
OC(1)	10,350,000	0.00	PAC	PO	38376FCX8	August 2039
UB	1,632,000	5.00	SUP	FIX	38376FCY6	April 2039
UC	1,399,000	5.00	SUP	FIX	38376FCZ3	May 2039
UD	1,596,000	5.00	SUP	FIX	38376FDA7	July 2039
UE	1,528,000	5.00	SUP	FIX	38376FDB5	August 2039
UF	21,634,285	(5)	SUP	FLT	38376FDC3	February 2039
US	8,653,715	(5)	SUP	INV	38376FDD1	February 2039
Security Group 10						
PM(1)	313,828,500	4.50	SEQ/AD	FIX	38376FDE9	February 2039
WF(1)	313,828,500	(5)	SEQ/AD	FLT	38376FDF6	February 2039
YA(1)	313,828,500	(5)	NTL (SEQ/AD)	INV/IO	38376FDG4	February 2039
YB(1)	313,828,500	(5)	NTL (SEQ/AD)	INV/IO	38376FDH2	February 2039
YC(1)	313,828,500	(5)	NTL (SEQ/AD)	INV/IO	38376FDJ8	February 2039
YD(1)	313,828,500	(5)	NTL (SEQ/AD)	INV/IO	38376FDK5	February 2039
YS(1)	313,828,500	(5)	NTL (SEQ/AD)	INV/IO	38376FDL3	February 2039
ZQ	4,399,627	6.00	SEQ	FIX/Z	38376FDM1	August 2039
Security Group 11						
BS(1)	416,565,194	(5)	NTL (PAC/AD)	INV/IO	38376FDN9	March 2039
CF(1)	287,822,841	(5)	PAC/AD	FLT	38376FDP4	March 2039
GA(1)	287,822,841	(5)	NTL (PAC/AD)	INV/IO	38376FDQ2	March 2039
GB(1)	287,822,841	(5)	NTL (PAC/AD)	INV/IO	38376FDR0	March 2039
GC(1)	287,822,841	(5)	NTL (PAC/AD)	INV/IO	38376FDS8	March 2039
GD(1)	287,822,841	(5)	NTL (PAC/AD)	INV/IO	38376FDT6	March 2039
GE(1)	416,565,194	(5)	NTL (PAC/AD)	INV/IO	38376FDU3	March 2039
GH(1)	416,565,194	(5)	NTL (PAC/AD)	INV/IO	38376FDV1	March 2039
GJ(1)	416,565,194	(5)	NTL (PAC/AD)	INV/IO	38376FDW9	March 2039
GK(1)	416,565,194	(5)	NTL (PAC/AD)	INV/IO	38376FDX7	March 2039
HS(1)	287,822,841	(5)	NTL (PAC/AD)	INV/IO	38376FDY5	March 2039
IP	34,713,766	6.00	NTL (PAC/AD)	FIX/IO	38376FDZ2	March 2039
JF(1)	416,565,194	(5)	PAC/AD	FLT	38376FEA6	March 2039
PL	386,227,059	3.25	PAC/AD	FIX	38376FEB4	August 2039
PZ	3,694,906	7.50	PAC/AD	FIX/Z	38376FEC2	August 2039
WZ	251,498,643	6.00	SUP	FIX/Z	38376FED0	August 2039
Security Group 12						
OQ(1)	15,889,895	0.00	SC/PT	PO	38376FEE8	November 2035
SQ(1)	52,966,316	(5)	NTL (SC/PT)	INV/IO	38376FEF5	November 2035
Security Group 13						
OW(1)	15,768,851	0.00	SC/PT	PO	38376FEG3	August 2035
SW(1)	52,562,835	(5)	NTL (SC/PT)	INV/IO	38376FEH1	August 2035
Residual						
RR	0	0.00	NPR	NPR	38376FEJ7	August 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 12 and 13 securities, each disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Documents”).

The Base Offering Circular and the Underlying Certificate Disclosure Documents 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: August 28, 2009

Distribution Dates: For the Group 1 through 6, 8, 9 and 11 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in September 2009. For the Group 7, 10, 12 and 13 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in September 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 II	5.5%	30
2	Ginnie Mae II	5.5%	30
3	Ginnie Mae II	5.0%	30
4	Ginnie Mae II	5.5%	30
5	Ginnie Mae II	4.5%	30
6	Ginnie Mae II	6.0%	30
7	Ginnie Mae I	5.0%	30
8	Ginnie Mae II	4.5%	30
9	Ginnie Mae II	5.0%	30
10	Ginnie Mae I	6.0%	30
11	Ginnie Mae II	6.0%	30
12	Underlying Certificate	(1)	(1)
13	Underlying Certificate	(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. Except in the case of certain MX Classes in Groups 12 and 13, 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 through 11 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$ 642,428,572	350	9	5.970%
Group 2 Trust Assets			
\$ 138,850,000	351	8	6.060%
Group 3 Trust Assets			
\$ 299,250,000	355	4	5.400%
Group 4 Trust Assets			
\$ 336,539,000	348	10	6.000%
Group 5 Trust Assets			
\$ 40,000,000	354	4	5.000%
Group 6 Trust Assets			
\$ 600,000,000	346	12	6.400%
Group 7 Trust Assets			
\$ 400,000,000	353	5	5.500%
Group 8 Trust Assets			
\$ 245,000,000	358	1	4.873%
Group 9 Trust Assets			
\$ 155,000,000	353	5	5.500%
Group 10 Trust Assets			
\$ 632,056,627	263	88	6.500%
Group 11 Trust Assets			
\$1,345,808,643	348	10	6.450%

¹ As of August 1, 2009.

² Does not include the Group 7 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1 through 6, 8, 9 and 11 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 1 through 6, 8, 9 and 11 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1 through 11 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 related 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>
AF.....	LIBOR + 0.90%	1.20%	0.90%	7.00%	0	0.0000%
AS.....	6.10% – LIBOR	5.80%	0.00%	6.10%	0	6.1000%
BF.....	LIBOR + 1.00%	1.30%	1.00%	7.00%	0	0.0000%
BS.....	6.00% – LIBOR	5.70%	0.00%	6.00%	0	6.0000%
CF.....	LIBOR + 0.65%	0.95%	0.65%	7.50%	0	0.0000%
CS.....	6.85% – LIBOR	6.55%	0.00%	6.85%	0	6.8500%
DF.....	LIBOR + 0.70%	1.00%	0.70%	7.50%	0	0.0000%
DS.....	6.80% – LIBOR	6.50%	0.00%	6.80%	0	6.8000%
EF.....	LIBOR + 0.75%	1.05%	0.75%	7.50%	0	0.0000%
ES.....	6.75% – LIBOR	6.45%	0.00%	6.75%	0	6.7500%
FA.....	LIBOR + 0.80%	1.10%	0.80%	7.50%	0	0.0000%
FB.....	LIBOR + 0.75%	1.05%	0.75%	7.50%	0	0.0000%
FG.....	LIBOR + 0.80%	1.10%	0.80%	7.50%	0	0.0000%
FH.....	LIBOR + 0.78%	1.08%	0.78%	7.50%	0	0.0000%
FJ.....	LIBOR + 0.75%	1.05%	0.75%	7.50%	0	0.0000%
FK.....	LIBOR + 0.85%	1.15%	0.85%	7.50%	0	0.0000%
FL.....	LIBOR + 0.70%	1.00%	0.70%	7.50%	0	0.0000%
GA.....	6.85% – LIBOR	0.05%	0.00%	0.05%	0	6.8500%
GB.....	6.80% – LIBOR	0.05%	0.00%	0.05%	0	6.8000%
GC.....	6.75% – LIBOR	0.05%	0.00%	0.05%	0	6.7500%
GD.....	6.70% – LIBOR	0.05%	0.00%	0.05%	0	6.7000%
GE.....	6.20% – LIBOR	0.05%	0.00%	0.05%	0	6.2000%
GF.....	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.0000%
GH.....	6.15% – LIBOR	0.05%	0.00%	0.05%	0	6.1500%
GJ.....	6.10% – LIBOR	0.05%	0.00%	0.05%	0	6.1000%
GK.....	6.05% – LIBOR	0.05%	0.00%	0.05%	0	6.0500%
GS.....	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.0500%
HF.....	LIBOR + 0.85%	1.15%	0.85%	7.50%	0	0.0000%
HS.....	6.65% – LIBOR	6.35%	0.00%	6.65%	0	6.6500%
JF.....	LIBOR + 0.80%	1.10%	0.80%	7.00%	0	0.0000%
JS.....	6.20% – LIBOR	5.90%	0.00%	6.20%	0	6.2000%
KF.....	LIBOR + 0.85%	1.15%	0.85%	7.00%	0	0.0000%

<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>
KS	6.15% – LIBOR	5.85%	0.00%	6.15%	0	6.1500%
LF	LIBOR + 0.95%	1.25%	0.95%	7.00%	0	0.0000%
LS	6.05% – LIBOR	5.75%	0.00%	6.05%	0	6.0500%
MF	LIBOR + 0.85%	1.15%	0.85%	7.50%	0	0.0000%
MS	6.65% – LIBOR	6.35%	0.00%	6.65%	0	6.6500%
NF	LIBOR + 0.80%	1.10%	0.80%	7.50%	0	0.0000%
NS	6.70% – LIBOR	6.40%	0.00%	6.70%	0	6.7000%
PF	LIBOR + 0.80%	1.10%	0.80%	7.50%	0	0.0000%
PS	6.70% – LIBOR	6.40%	0.00%	6.70%	0	6.7000%
QA	6.80% – LIBOR	0.05%	0.00%	0.05%	0	6.8000%
QB	6.75% – LIBOR	0.05%	0.00%	0.05%	0	6.7500%
QC	6.70% – LIBOR	0.05%	0.00%	0.05%	0	6.7000%
QF	LIBOR + 0.70%	1.00%	0.70%	7.50%	0	0.0000%
SA	6.70% – LIBOR	6.40%	0.00%	6.70%	0	6.7000%
SB	6.75% – LIBOR	6.45%	0.00%	6.75%	0	6.7500%
SG	6.70% – LIBOR	6.40%	0.00%	6.70%	0	6.7000%
SH	6.72% – LIBOR	6.42%	0.00%	6.72%	0	6.7200%
SJ	6.75% – LIBOR	6.45%	0.00%	6.75%	0	6.7500%
SK	6.65% – LIBOR	6.35%	0.00%	6.65%	0	6.6500%
SL	6.80% – LIBOR	6.50%	0.00%	6.80%	0	6.8000%
SQ	6.25% – LIBOR	5.97719%	0.00%	6.25%	0	6.2500%
SW	6.25% – LIBOR	5.97719%	0.00%	6.25%	0	6.2500%
TF	LIBOR + 0.75%	1.05%	0.75%	7.50%	0	0.0000%
TQ	20.83333326% – (LIBOR x 3.3333332)	19.9239666%	0.00%	20.83333326%	0	6.2500%
TS	6.75% – LIBOR	6.45%	0.00%	6.75%	0	6.7500%
TW	20.83333306% – (LIBOR x 3.3333328)	19.9239664%	0.00%	20.83333306%	0	6.2500%
UF	LIBOR + 1.40%	1.70%	1.40%	7.00%	0	0.0000%
US	14.00% – (LIBOR x 2.50)	13.25%	0.00%	14.00%	0	5.6000%
WF	LIBOR + 0.70%	1.00%	0.70%	7.50%	0	0.0000%
WQ	6.25% – LIBOR	5.97719%	0.00%	6.25%	0	6.2500%
WS	6.80% – LIBOR	6.50%	0.00%	6.80%	0	6.8000%
YA	6.80% – LIBOR	0.05%	0.00%	0.05%	0	6.8000%
YB	6.75% – LIBOR	0.05%	0.00%	0.05%	0	6.7500%
YC	6.70% – LIBOR	0.05%	0.00%	0.05%	0	6.7000%
YD	6.65% – LIBOR	0.05%	0.00%	0.05%	0	6.6500%
YF	LIBOR + 0.90%	1.20%	0.90%	7.50%	0	0.0000%
YS	6.60% – LIBOR	6.30%	0.00%	6.60%	0	6.6000%

- (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 and the UZ Accrual Amount will be allocated in the following order of priority:

1. Concurrently, to A and FA, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To UZ, until retired
3. Concurrently, to A and FA, pro rata, 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 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, in the following order of priority:
 - a. Concurrently, to FB and KA, pro rata, until retired
 - b. To QE, 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

The Group 3 Principal Distribution Amount will be allocated in the following order of priority:

1. To the Group 3 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, to HA and HG, pro rata, until retired
 - b. To OH, until retired
2. Concurrently, to AW, WA, WG, WH, WJ and WK, pro rata, until retired
3. Sequentially, to WB, WC, WD and WE, in that order, until retired
4. To the Group 3 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 4

The Group 4 Principal Distribution Amount and the AZ Accrual Amount will be allocated as follows:

- The AZ Accrual Amount, sequentially, to VA, BA and AZ, in that order, until retired
- The Group 4 Principal Distribution Amount, sequentially, to BA, VA and AZ, in that order, until retired

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated sequentially, to DA and OD, in that order, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount and the EZ, ZA and ZB Accrual Amounts will be allocated as follows:

- The EZ Accrual Amount, sequentially, to FH and EZ, in that order, until retired
- The Group 6 Principal Distribution Amount and the ZA and ZB Accrual Amounts in the following order of priority:
 1. To the Group 6 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
 - a. 64.3677910779% in the following order of priority:
 - i. Concurrently, to GF and QO, pro rata, until retired
 - ii. To EP, until retired
 - b. 15.2709467097% sequentially, to NP and EN, in that order, until retired
 - c. 20.3612622124% sequentially, to FH and EZ, in that order, until retired
 2. Concurrently, to ZA and ZB, pro rata, until retired
 3. To the Group 6 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 7

A percentage of the Group 7 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 7 Principal Distribution Amount (the “Group 7 Adjusted Principal Distribution Amount”) will be allocated in the following order of priority:

1. Sequentially, to PA, PB, PC, PD and OB, 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. Concurrently:
 - a. 31.6742837187% to NA, until retired
 - b. 68.3257162813% in the following order of priority:
 - i. Concurrently, to ND, NG and NH, pro rata, until retired
 - ii. To NE, until retired
4. Sequentially, to NB and NC, in that order, until retired
5. Sequentially, to JA, JB, JC and JD, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
6. Sequentially, to PA, PB, PC, PD and OB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 8

The Group 8 Principal Distribution Amount and the ZV Accrual Amount will be allocated as follows:

- The ZV Accrual Amount, sequentially, to BV, CV and ZV, in that order, until retired
- The Group 8 Principal Distribution Amount, sequentially, to AM, BV, CV and ZV, in that order, until retired

SECURITY GROUP 9

The Group 9 Principal Distribution Amount will be allocated in the following order of priority:

1. Sequentially, to CA and OC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently, to UF and US, pro rata, until retired
3. Sequentially, to UB, UC, UD and UE, in that order, until retired
4. Sequentially, to CA and OC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 10

The Group 10 Principal Distribution Amount and the ZQ Accrual Amount will be allocated in the following order of priority:

1. Concurrently, to PM and WF, pro rata, until retired
2. To ZQ, until retired

SECURITY GROUP 11

The Group 11 Principal Distribution Amount and the PZ and WZ Accrual Amounts will be allocated as follows:

- The PZ Accrual Amount in the following order of priority:
 1. Concurrently, to CF and JF, pro rata, until retired
 2. To PZ, until retired
- The Group 11 Principal Distribution Amount and the WZ Accrual Amount in the following order of priority:
 1. To the Group 11 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
 - a. 35.2941176632% to PL, until retired
 - b. 64.7058823368% in the following order of priority:
 - i. Concurrently, to CF and JF, pro rata, until retired
 - ii. To PZ, until retired
 2. To WZ, until retired
 3. To the Group 11 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 12

The Group 12 Principal Distribution Amount will be allocated to OQ, until retired

SECURITY GROUP 13

The Group 13 Principal Distribution Amount will be allocated to OW, until retired

Scheduled Principal Balances: The 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>
PAC I Classes	
OB, PA, PB, PC and PD (in the aggregate)	100% PSA through 250% PSA
PAC II Classes	
JA, JB, JC and JD (in the aggregate)	125% PSA through 200% PSA
PAC Classes	
A and FA (in the aggregate)	299% PSA through 415% PSA
CA and OC (in the aggregate)	120% PSA through 250% PSA
CF, JF, PL and PZ (in the aggregate)	350% PSA through 560% PSA
EN, EP, EZ, FH, GF, NP and QO (in the aggregate)	320% PSA through 500% PSA
FB, KA and QE (in the aggregate)	306% PSA through 535% PSA
HA, HG and OH (in the aggregate)	120% PSA through 276% 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	\$ 36,152,666	22.2222222222% of AM (SEQ Class)
AS	416,565,194	100% of JF (PAC/AD Class)
BI	80,387,636	36.3636363636% of BA (SEQ/AD Class)
BS	416,565,194	100% of JF (PAC/AD Class)
CI	43,282,800	40% of CA (PAC Class)
CS	287,822,841	100% of CF (PAC/AD Class)
DI	6,469,555	22.2222222222% of DA (SEQ Class)
DS	287,822,841	100% of CF (PAC/AD Class)
EI	52,304,750	16.6666666667% of PM (SEQ/AD Class)
ES	287,822,841	100% of CF (PAC/AD Class)
GA	287,822,841	100% of CF (PAC/AD Class)
GB	287,822,841	100% of CF (PAC/AD Class)
GC	287,822,841	100% of CF (PAC/AD Class)
GD	287,822,841	100% of CF (PAC/AD Class)
GE	416,565,194	100% of JF (PAC/AD Class)
GH	416,565,194	100% of JF (PAC/AD Class)
GJ	416,565,194	100% of JF (PAC/AD Class)
GK	416,565,194	100% of JF (PAC/AD Class)
GS	50,000,000	100% of GF (PAC/AD Class)
HI	30,000,000	20% of HG (PAC Class)
HS	287,822,841	100% of CF (PAC/AD Class)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
IB.	\$ 38,719,512	100% of OB (PAC I Class)
IC.	10,350,000	100% of OC (PAC Class)
ID.	10,887,000	100% of OD (SEQ Class)
IH.	39,040,000	100% of OH (PAC Class)
IP.	34,713,766	8.3333333333% of JF (PAC/AD Class)
JS.	416,565,194	100% of JF (PAC/AD Class)
KS.	416,565,194	100% of JF (PAC/AD Class)
LS.	416,565,194	100% of JF (PAC/AD Class)
MS.	313,828,500	100% of WF (SEQ/AD Class)
NS.	287,822,841	100% of CF (PAC/AD Class)
PI.	49,508,600	20% of PA, PB, PC and PD (in the aggregate) (PAC I Classes)
PS.	313,828,500	100% of WF (SEQ/AD Class)
QA.	206,898,660	77.5027155251% of QO (PAC/AD Class)
QB.	206,898,660	77.5027155251% of QO (PAC/AD Class)
QC.	206,898,660	77.5027155251% of QO (PAC/AD Class)
QF.	206,898,660	77.5027155251% of QO (PAC/AD Class)
SA.	262,500,000	100% of FA (PAC/AD Class)
SB.	53,500,000	100% of FB (PAC/AD Class)
SG.	206,898,660	77.5027155251% of QO (PAC/AD Class)
SH.	100,000,000	100% of FH (PAC/AD Class)
SJ.	206,898,660	77.5027155251% of QO (PAC/AD Class)
SK.	206,898,660	77.5027155251% of QO (PAC/AD Class)
SL.	206,898,660	77.5027155251% of QO (PAC/AD Class)
SQ.	52,966,316	333.3333291378% of OQ (SC/PT Class)
SW.	52,562,835	333.333322764% of OW (SC/PT Class)
TI.	58,835,500	50% of PA (PAC I Class)
TS.	313,828,500	100% of WF (SEQ/AD Class)
WQ.	\$ 52,966,316	333.3333291378% of OQ (SC/PT Class)
	52,562,835	333.333322764% of OW (SC/PT Class)
	<u>\$105,529,151</u>	
WS.	\$313,828,500	100% of WF (SEQ/AD Class)
YA.	313,828,500	100% of WF (SEQ/AD Class)
YB.	313,828,500	100% of WF (SEQ/AD Class)
YC.	313,828,500	100% of WF (SEQ/AD Class)
YD.	313,828,500	100% of WF (SEQ/AD Class)
YS.	313,828,500	100% of WF (SEQ/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 par less 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 and reductions in the notional balances of the group 12 and 13 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 related underlying series.

As described in the related underlying certificate disclosure documents, the principal entitlements of the underlying certificates on any payment date are calculated, directly or indirectly, on the basis of schedules; no assurance can be given that the underlying certificates will adhere to their schedules. 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 adhered to any applicable principal balance schedules, whether any related supporting classes remain outstanding or whether the underlying certificates otherwise 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 related underlying certificate disclosure documents.

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 12 and 13 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 an Underlying Certificate, will evidence, directly or indirectly, Ginnie Mae Certificates.

The Trust MBS (Groups 1 through 11)

The Group 1 through 6, 8, 9 and 11 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 Group 7 and 10 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 Underlying Certificates (Groups 12 and 13)

The Group 12 and 13 Trust Assets are Underlying Certificates that represent beneficial ownership interests in separate trusts, 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 separate Series of certificates described in the related Underlying Certificate Disclosure Document, excerpts of which are attached as Exhibit B to this Supplement. Each 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 each 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 1 through 11 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 1 through 11 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 1 through 6, 8, 9 and 11 Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 1 through 6, 8, 9 and 11 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 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
Group 1, 2, 6, 9 and 11 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
Group 10, 12 and 13 Floating Rate and Inverse Floating Rate Classes	From the 16th day of the month preceding the month of the related Distribution Date through the 15th 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. In the case of the Group 12 and 13 Securities, the Trustee will use the same values of LIBOR as are used for the related Underlying Certificates.

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, EZ, PZ, UZ, WZ, Z, ZA, ZB, ZQ and Class ZV 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, EZ, PZ, UZ, WZ, Z, ZA, ZB, ZQ and ZV 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, 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 and interest 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.

Trading

For the sole purpose of facilitating trading and settlement, Classes OQ and OW will be treated as non-delay classes.

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 2, 3, 17, 18, 20, 21 and 31, 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 2, 3, 17, 18, 20, 21 and 31, 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, 12th Floor, New York, NY 10006, Attention: Trust Administrator Ginnie Mae 2009-061. 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 12 and 13 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 and reductions in the notional balances of the group 12 and 13 securities” in this Supplement.

Accretion Directed Classes

Classes A, BA, BV, CF, CV, EN, EP, EZ, FA, FB, FH, GF, JF, KA, NP, PM, PL, PZ, QE, QO, VA and WF 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 BS, GE, GH, GJ, GK and IP is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class JF. Each of Classes GA, GB, GC, GD and HS is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class CF. Class GS is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class GF. Each of Classes QA, QB, QC, QF, and SK is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class QO. Class SA is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FA. Class SB is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FB. Class SH is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FH. Each of Classes YA, YB, YC, YD and YS is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class WF.

Each of the Accretion Directed Classes 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. Classes BV, CV and VA will have principal payment stability only through the prepayment rates shown in the table below. The remaining Accretion Directed Classes are not listed in the table below because, although they 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, except through their structuring range, if any.

The Accretion Directed Classes are entitled to principal payments in an amount equal to interest accrued on the related Accrual Classes. With respect to the Classes listed in the table below, the Weighted Average Life of each such Class cannot exceed its Weighted Average Life as shown in the following table under any prepayment scenario, even a scenario where there are no prepayments.

- Moreover, based on the Modeling Assumptions, if the related Mortgage Loans prepay at any constant rate at or below the rate for an Accretion Directed Class shown in the table below, the Class Principal Balance of Classes BV, CV and VA would be reduced to zero on, but not before, their Final Distribution Dates, and the Weighted Average Life of each of these Classes would equal its maximum Weighted Average Life.
- However, the Weighted Average Lives of Classes BV, CV and VA, will be reduced, and may be reduced significantly, at prepayment speeds higher than the constant rates shown in the table below. See “Yield, Maturity and Prepayment Considerations— Decrement Tables” in this Supplement.

Accretion Directed Classes

<u>Class</u>	<u>Maximum Weighted Average Life (in Years)</u>	<u>Final Distribution Date</u>	<u>Prepayment Rate at or below</u>
BV	6.0	August 2020	138% PSA
CV	15.0	March 2028	47% PSA
VA	5.0	October 2018	167% PSA

The Mortgage Loans will have characteristics that differ from those of the Modeling Assumptions. Therefore, even if the related Mortgage Loans prepay at a rate at or somewhat below the “at or below” rate shown for any Accretion Directed Class, the Class Principal Balance of that Class could be reduced to zero before its Final Distribution Date, and its Weighted Average Life could be shortened.

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:

PAC I Classes	<u>Initial Effective Range</u>
OB, PA, PB, PC and PD (in the aggregate)	100% PSA through 250% PSA

PAC II Classes	<u>Initial Effective Range</u>
JA, JB, JC and JD (in the aggregate)	125% PSA through 200% PSA

PAC Classes	<u>Initial Effective Ranges</u>
A and FA (in the aggregate)	299% PSA through 415% PSA
CA and OC (in the aggregate)	120% PSA through 250% PSA
CF, JF, PL and PZ (in the aggregate)	350% PSA through 560% PSA
EN, EP, EZ, FH, GF, NP and QO (in the aggregate)	320% PSA through 500% PSA
FB, KA and QE (in the aggregate)	306% PSA through 535% PSA
HA, HG and OH (in the aggregate)	120% PSA through 276% PSA

- The principal payment stability of the PAC I Classes will be supported by the PAC II Classes and the related 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 1 through 11 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1 through 11 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 1 through 11 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and each Mortgage Loan underlying a Group 1 through 6, 8, 9 and 11 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 7, 10, 12 and 13 Securities are always received on the 16th day of the month, and distributions on the Group 1 through 6, 8, 9 and 11 Securities are always received on the 20th day of the month, in each case, whether or not a Business Day, commencing in September 2009.

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

5. The Closing Date for the Securities is August 28, 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 related Underlying Certificate Disclosure Documents.

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	Classes A, FA and SA					Class UZ				
	0%	299%	350%	415%	700%	0%	299%	350%	415%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100
August 2010	98	88	88	88	88	106	100	88	72	1
August 2011	96	70	70	70	54	112	100	71	34	0
August 2012	94	54	54	54	31	118	100	59	10	0
August 2013	91	41	41	41	18	125	100	54	1	0
August 2014	89	30	30	30	10	132	100	52	0	0
August 2015	86	22	22	22	6	139	95	49	0	0
August 2016	83	16	16	16	3	147	87	44	0	0
August 2017	80	12	12	12	2	155	78	38	0	0
August 2018	77	9	9	9	1	164	68	33	0	0
August 2019	73	6	6	6	1	173	58	27	0	0
August 2020	70	5	5	5	0	183	50	23	0	0
August 2021	66	3	3	3	0	193	42	19	0	0
August 2022	61	2	2	2	0	204	35	15	0	0
August 2023	57	2	2	2	0	216	29	12	0	0
August 2024	52	1	1	1	0	228	23	10	0	0
August 2025	47	1	1	1	0	241	19	8	0	0
August 2026	42	1	1	1	0	254	15	6	0	0
August 2027	36	0	0	0	0	269	12	5	0	0
August 2028	30	0	0	0	0	284	9	4	0	0
August 2029	23	0	0	0	0	300	7	3	0	0
August 2030	16	0	0	0	0	317	6	2	0	0
August 2031	8	0	0	0	0	334	4	1	0	0
August 2032	0	0	0	0	0	353	3	1	0	0
August 2033	0	0	0	0	0	313	2	1	0	0
August 2034	0	0	0	0	0	270	2	0	0	0
August 2035	0	0	0	0	0	223	1	0	0	0
August 2036	0	0	0	0	0	173	1	0	0	0
August 2037	0	0	0	0	0	119	0	0	0	0
August 2038	0	0	0	0	0	62	0	0	0	0
August 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	6.8	1.7	0.6

Security Group 2 PSA Prepayment Assumption Rates															
Distribution Date	Classes FB, KA and SB					Class QE					Class Z				
	0%	306%	400%	535%	800%	0%	306%	400%	535%	800%	0%	306%	400%	535%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	97	87	87	87	87	100	100	100	100	100	106	100	88	70	34
August 2011	94	67	67	67	54	100	100	100	100	100	112	100	70	29	0
August 2012	91	48	48	48	27	100	100	100	100	100	118	100	59	6	0
August 2013	87	33	33	33	13	100	100	100	100	100	125	100	54	0	0
August 2014	84	21	21	21	6	100	100	100	100	100	132	97	50	0	0
August 2015	80	13	13	13	2	100	100	100	100	100	139	89	44	0	0
August 2016	75	8	8	8	0	100	100	100	100	100	147	78	37	0	0
August 2017	71	5	5	5	0	100	100	100	100	57	155	67	30	0	0
August 2018	66	3	3	3	0	100	100	100	100	29	164	57	24	0	0
August 2019	61	1	1	1	0	100	100	100	100	15	173	47	19	0	0
August 2020	56	0	0	0	0	100	100	100	100	7	183	39	15	0	0
August 2021	50	0	0	0	0	100	74	74	74	4	193	32	12	0	0
August 2022	44	0	0	0	0	100	49	49	49	2	204	26	9	0	0
August 2023	37	0	0	0	0	100	32	32	32	1	216	21	7	0	0
August 2024	30	0	0	0	0	100	21	21	21	0	228	16	5	0	0
August 2025	23	0	0	0	0	100	13	13	13	0	241	13	4	0	0
August 2026	15	0	0	0	0	100	9	9	9	0	254	10	3	0	0
August 2027	7	0	0	0	0	100	6	6	6	0	269	8	2	0	0
August 2028	0	0	0	0	0	3	3	3	3	0	283	6	1	0	0
August 2029	0	0	0	0	0	2	2	2	2	0	265	5	1	0	0
August 2030	0	0	0	0	0	1	1	1	1	0	246	3	1	0	0
August 2031	0	0	0	0	0	1	1	1	1	0	226	3	1	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	204	2	0	0	0
August 2033	0	0	0	0	0	0	0	0	0	0	181	1	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	155	1	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	129	1	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	69	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	36	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	11.2	3.4	3.4	3.4	2.4	19.0	13.6	13.6	13.6	8.7	25.2	10.7	5.9	1.6	0.8

**Security Group 3
PSA Prepayment Assumption Rates**

Distribution Date	Classes AW, WA, WG, WH, WJ and WK					Classes HA, HG and HI					Classes HB, IH and OH					Class WB				
	0%	120%	150%	276%	400%	0%	120%	150%	276%	400%	0%	120%	150%	276%	400%	0%	120%	150%	276%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	96	78	61	98	94	94	94	94	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	88	37	0	96	83	83	83	83	100	100	100	100	100	100	100	100	100	41
August 2012	100	100	78	0	0	94	70	70	70	69	100	100	100	100	100	100	100	100	64	0
August 2013	100	100	71	0	0	92	58	58	58	46	100	100	100	100	100	100	100	100	0	0
August 2014	100	100	65	0	0	89	47	47	47	29	100	100	100	100	100	100	100	100	0	0
August 2015	100	100	61	0	0	87	36	36	36	16	100	100	100	100	100	100	100	100	0	0
August 2016	100	100	58	0	0	84	27	27	27	6	100	100	100	100	100	100	100	100	0	0
August 2017	100	100	56	0	0	81	18	18	18	0	100	100	100	100	96	100	100	100	0	0
August 2018	100	98	52	0	0	78	11	11	11	0	100	100	100	100	71	100	100	100	0	0
August 2019	100	92	47	0	0	75	5	5	5	0	100	100	100	100	52	100	100	100	0	0
August 2020	100	85	40	0	0	71	0	0	0	0	100	98	98	98	39	100	100	100	0	0
August 2021	100	76	32	0	0	67	0	0	0	0	100	79	79	79	28	100	100	100	0	0
August 2022	100	66	23	0	0	63	0	0	0	0	100	64	64	64	21	100	100	100	0	0
August 2023	100	55	15	0	0	59	0	0	0	0	100	51	51	51	15	100	100	100	0	0
August 2024	100	44	6	0	0	54	0	0	0	0	100	41	41	41	11	100	100	100	0	0
August 2025	100	33	0	0	0	49	0	0	0	0	100	33	33	33	8	100	100	86	0	0
August 2026	100	22	0	0	0	44	0	0	0	0	100	26	26	26	6	100	100	43	0	0
August 2027	100	12	0	0	0	39	0	0	0	0	100	20	20	20	4	100	100	3	0	0
August 2028	100	1	0	0	0	33	0	0	0	0	100	16	16	16	3	100	100	0	0	0
August 2029	100	0	0	0	0	26	0	0	0	0	100	12	12	12	2	100	56	0	0	0
August 2030	100	0	0	0	0	19	0	0	0	0	100	9	9	9	1	100	8	0	0	0
August 2031	100	0	0	0	0	12	0	0	0	0	100	7	7	7	1	100	0	0	0	0
August 2032	100	0	0	0	0	5	0	0	0	0	100	5	5	5	1	100	0	0	0	0
August 2033	100	0	0	0	0	0	0	0	0	0	83	4	4	4	0	100	0	0	0	0
August 2034	100	0	0	0	0	0	0	0	0	0	42	3	3	3	0	100	0	0	0	0
August 2035	97	0	0	0	0	0	0	0	0	0	2	2	2	2	0	100	0	0	0	0
August 2036	58	0	0	0	0	0	0	0	0	0	1	1	1	1	0	100	0	0	0	0
August 2037	15	0	0	0	0	0	0	0	0	0	1	1	1	1	0	100	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)	27.2	14.4	8.4	1.7	1.1	14.7	5.0	5.0	5.0	3.9	24.8	15.2	15.2	15.2	11.1	28.6	20.1	16.9	3.1	2.0

PSA Prepayment Assumption Rates

Distribution Date	Class WC					Class WD					Class WE				
	0%	120%	150%	276%	400%	0%	120%	150%	276%	400%	0%	120%	150%	276%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2012	100	100	100	100	0	100	100	100	100	0	100	100	100	100	0
August 2013	100	100	100	0	0	100	100	100	97	0	100	100	100	100	0
August 2014	100	100	100	0	0	100	100	100	0	0	100	100	100	100	0
August 2015	100	100	100	0	0	100	100	100	0	0	100	100	100	38	0
August 2016	100	100	100	0	0	100	100	100	0	0	100	100	100	7	0
August 2017	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2018	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2019	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2020	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2021	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2022	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2023	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2024	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2025	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2026	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2027	100	100	100	0	0	100	100	100	0	0	100	100	100	0	0
August 2028	100	100	60	0	0	100	100	100	0	0	100	100	100	0	0
August 2029	100	100	19	0	0	100	100	100	0	0	100	100	100	0	0
August 2030	100	100	0	0	0	100	100	84	0	0	100	100	100	0	0
August 2031	100	57	0	0	0	100	100	55	0	0	100	100	100	0	0
August 2032	100	9	0	0	0	100	100	29	0	0	100	100	100	0	0
August 2033	100	0	0	0	0	100	70	4	0	0	100	100	100	0	0
August 2034	100	0	0	0	0	100	35	0	0	0	100	100	81	0	0
August 2035	100	0	0	0	0	100	3	0	0	0	100	100	60	0	0
August 2036	100	0	0	0	0	100	0	0	0	0	100	71	41	0	0
August 2037	100	0	0	0	0	100	0	0	0	0	100	42	24	0	0
August 2038	39	0	0	0	0	100	0	0	0	0	100	15	8	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	29.0	22.2	19.3	3.7	2.2	29.4	24.6	22.3	4.5	2.5	29.8	27.8	26.6	5.9	2.8

**Security Group 4
PSA Prepayment Assumption Rates**

Distribution Date	Class AZ					Classes BA, BC, BD, BE, BG, BH, BI, BJ, BK and BL					Class VA				
	0%	250%	472%	750%	950%	0%	250%	472%	750%	950%	0%	250%	472%	750%	950%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	106	106	106	106	106	98	86	74	61	50	91	91	91	91	91
August 2011	112	112	112	112	112	97	65	40	13	0	82	82	82	82	60
August 2012	118	118	118	111	64	95	46	13	0	0	72	72	72	0	0
August 2013	125	125	125	60	27	93	30	0	0	0	62	62	31	0	0
August 2014	132	132	102	32	11	91	16	0	0	0	51	51	0	0	0
August 2015	139	139	72	17	5	89	5	0	0	0	40	40	0	0	0
August 2016	147	147	50	9	2	87	0	0	0	0	28	5	0	0	0
August 2017	155	124	35	5	1	84	0	0	0	0	15	0	0	0	0
August 2018	164	103	25	3	0	81	0	0	0	0	2	0	0	0	0
August 2019	173	85	17	1	0	76	0	0	0	0	0	0	0	0	0
August 2020	183	70	12	1	0	70	0	0	0	0	0	0	0	0	0
August 2021	193	58	8	0	0	63	0	0	0	0	0	0	0	0	0
August 2022	204	48	6	0	0	56	0	0	0	0	0	0	0	0	0
August 2023	216	39	4	0	0	49	0	0	0	0	0	0	0	0	0
August 2024	228	32	3	0	0	41	0	0	0	0	0	0	0	0	0
August 2025	241	26	2	0	0	32	0	0	0	0	0	0	0	0	0
August 2026	254	21	1	0	0	23	0	0	0	0	0	0	0	0	0
August 2027	269	17	1	0	0	13	0	0	0	0	0	0	0	0	0
August 2028	284	13	1	0	0	3	0	0	0	0	0	0	0	0	0
August 2029	275	10	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2030	256	8	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2031	235	6	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2032	212	5	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2033	188	3	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2034	162	2	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2035	134	2	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	104	1	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	71	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	37	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.3	12.1	7.2	4.6	3.5	12.9	3.0	1.8	1.2	1.0	5.0	4.6	3.3	2.3	1.9

**Security Group 5
PSA Prepayment Assumption Rates**

Distribution Date	Classes DA, DE, DG, DH, DI, DJ, DL, DM and DO					Classes DB, ID and OD				
	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100
August 2010	98	95	92	89	86	100	100	100	100	100
August 2011	97	87	79	70	62	100	100	100	100	100
August 2012	95	78	63	50	37	100	100	100	100	100
August 2013	93	69	49	33	18	100	100	100	100	100
August 2014	90	60	37	19	4	100	100	100	100	100
August 2015	88	52	27	8	0	100	100	100	100	82
August 2016	86	45	18	0	0	100	100	100	97	61
August 2017	83	38	10	0	0	100	100	100	77	45
August 2018	80	32	3	0	0	100	100	100	62	34
August 2019	78	26	0	0	0	100	100	93	49	25
August 2020	75	20	0	0	0	100	100	79	39	18
August 2021	71	15	0	0	0	100	100	67	31	13
August 2022	68	10	0	0	0	100	100	57	24	10
August 2023	64	5	0	0	0	100	100	48	19	7
August 2024	60	1	0	0	0	100	100	41	15	5
August 2025	56	0	0	0	0	100	92	34	12	4
August 2026	52	0	0	0	0	100	82	28	9	3
August 2027	47	0	0	0	0	100	72	23	7	2
August 2028	42	0	0	0	0	100	64	19	5	1
August 2029	37	0	0	0	0	100	55	16	4	1
August 2030	31	0	0	0	0	100	48	13	3	1
August 2031	25	0	0	0	0	100	40	10	2	0
August 2032	19	0	0	0	0	100	34	8	2	0
August 2033	12	0	0	0	0	100	27	6	1	0
August 2034	5	0	0	0	0	100	22	4	1	0
August 2035	0	0	0	0	0	94	16	3	1	0
August 2036	0	0	0	0	0	72	11	2	0	0
August 2037	0	0	0	0	0	50	6	1	0	0
August 2038	0	0	0	0	0	26	2	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	16.0	6.9	4.3	3.2	2.6	28.0	21.2	15.1	11.1	8.7

**Security Group 6
PSA Prepayment Assumption Rates**

Distribution Date	Classes AP, BP, CP, FG, FJ, FK, FL, GF, GS, JP, MP, QA, QB, QC, QF, QO, SG, SJ, SK and SL																			
	Class EN					Class EP					Class EZ									
	0%	320%	400%	500%	800%	0%	320%	400%	500%	800%	0%	320%	400%	500%	800%	0%	320%	400%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	98	84	84	84	84	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	95	63	63	63	44	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2012	92	46	46	46	22	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2013	89	32	32	32	11	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	86	22	22	22	5	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2015	83	15	15	15	2	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2016	79	10	10	10	1	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2017	75	7	7	7	0	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2018	71	4	4	4	0	100	100	100	100	67	100	100	100	100	67	196	196	196	196	47
August 2019	67	3	3	3	0	100	100	100	100	34	100	100	100	100	34	211	211	211	211	24
August 2020	62	2	2	2	0	100	100	100	100	17	100	100	100	100	17	228	228	228	228	12
August 2021	57	1	1	1	0	100	100	100	100	9	100	100	100	100	9	245	180	180	180	6
August 2022	51	0	0	0	0	100	100	100	100	4	100	100	100	100	4	264	122	122	122	3
August 2023	45	0	0	0	0	100	100	100	100	2	100	100	100	100	2	285	82	82	82	2
August 2024	39	0	0	0	0	100	79	79	79	1	100	78	78	78	1	307	55	55	55	1
August 2025	33	0	0	0	0	100	52	52	52	1	100	52	52	52	1	331	37	37	37	0
August 2026	25	0	0	0	0	100	35	35	35	0	100	35	35	35	0	356	24	24	24	0
August 2027	18	0	0	0	0	100	23	23	23	0	100	23	23	23	0	384	16	16	16	0
August 2028	10	0	0	0	0	100	15	15	15	0	100	15	15	15	0	414	10	10	10	0
August 2029	1	0	0	0	0	100	9	9	9	0	100	9	9	9	0	168	7	7	7	0
August 2030	0	0	0	0	0	6	6	6	6	0	6	6	6	6	0	4	4	4	4	0
August 2031	0	0	0	0	0	4	4	4	4	0	4	4	4	4	0	3	3	3	3	0
August 2032	0	0	0	0	0	2	2	2	2	0	2	2	2	2	0	1	1	1	1	0
August 2033	0	0	0	0	0	1	1	1	1	0	1	1	1	1	0	1	1	1	1	0
August 2034	0	0	0	0	0	1	1	1	1	0	1	1	1	1	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)	12.3	3.4	3.4	3.4	2.2	20.3	16.8	16.8	16.8	9.9	20.3	16.8	16.8	16.8	9.9	20.0	13.9	13.9	13.9	8.6

PSA Prepayment Assumption Rates

Distribution Date	Classes FH and SH					Class NP					Classes ZA and ZB				
	0%	320%	400%	500%	800%	0%	320%	400%	500%	800%	0%	320%	400%	500%	800%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	97	84	84	84	84	98	84	84	84	84	106	100	84	63	0
August 2011	95	63	63	63	44	95	63	63	63	44	113	100	65	23	0
August 2012	92	46	46	46	22	92	46	46	46	22	120	100	55	4	0
August 2013	89	32	32	32	11	89	32	32	32	11	127	100	51	0	0
August 2014	86	21	21	21	5	86	22	22	22	5	135	96	47	0	0
August 2015	82	14	14	14	2	83	15	15	15	2	143	87	42	0	0
August 2016	78	9	9	9	0	79	10	10	10	1	152	77	35	0	0
August 2017	74	6	6	6	0	75	7	7	7	0	161	66	29	0	0
August 2018	70	3	3	3	0	71	4	4	4	0	171	56	24	0	0
August 2019	65	2	2	2	0	67	3	3	3	0	182	46	19	0	0
August 2020	61	0	0	0	0	62	2	2	2	0	193	38	15	0	0
August 2021	55	0	0	0	0	57	1	1	1	0	205	31	12	0	0
August 2022	50	0	0	0	0	51	0	0	0	0	218	25	9	0	0
August 2023	44	0	0	0	0	45	0	0	0	0	231	20	7	0	0
August 2024	37	0	0	0	0	39	0	0	0	0	245	16	5	0	0
August 2025	30	0	0	0	0	33	0	0	0	0	261	12	4	0	0
August 2026	23	0	0	0	0	25	0	0	0	0	277	10	3	0	0
August 2027	15	0	0	0	0	18	0	0	0	0	294	7	2	0	0
August 2028	7	0	0	0	0	10	0	0	0	0	312	6	2	0	0
August 2029	0	0	0	0	0	1	0	0	0	0	331	4	1	0	0
August 2030	0	0	0	0	0	0	0	0	0	0	314	3	1	0	0
August 2031	0	0	0	0	0	0	0	0	0	0	289	2	1	0	0
August 2032	0	0	0	0	0	0	0	0	0	0	261	2	0	0	0
August 2033	0	0	0	0	0	0	0	0	0	0	232	1	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	200	1	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	166	0	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	129	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	89	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	46	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	12.0	3.3	3.3	3.3	2.2	12.3	3.4	3.4	3.4	2.2	25.7	10.6	5.6	1.4	0.5

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Classes IB, OB and PE					Class JA					Class JB					Class JC				
	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	100	100	100	100	100	89	89	89	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	68	68	68	100	100	100	100	100	100	100	100	100	100
August 2012	100	100	100	100	100	100	100	45	45	0	100	100	100	100	0	100	100	100	100	0
August 2013	100	100	100	100	100	100	100	26	26	0	100	100	100	100	0	100	100	100	100	0
August 2014	100	100	100	100	100	100	100	11	11	0	100	100	100	100	0	100	100	100	100	0
August 2015	100	100	100	100	100	100	100	0	0	0	100	100	96	0	0	100	100	100	87	0
August 2016	100	100	100	100	100	100	100	0	0	0	100	100	67	0	0	100	100	100	0	0
August 2017	100	100	100	100	100	100	100	0	0	0	100	100	45	0	0	100	100	100	0	0
August 2018	100	100	100	100	94	100	99	0	0	0	100	100	28	0	0	100	100	100	0	0
August 2019	100	100	100	100	69	100	90	0	0	0	100	100	3	0	0	100	100	100	0	0
August 2020	100	100	100	100	51	100	74	0	0	0	100	100	0	0	0	100	100	44	0	0
August 2021	100	100	100	100	38	100	52	0	0	0	100	100	0	0	0	100	100	0	0	0
August 2022	100	100	100	100	28	100	26	0	0	0	100	100	0	0	0	100	100	0	0	0
August 2023	100	87	87	87	20	100	0	0	0	0	100	92	0	0	0	100	100	0	0	0
August 2024	100	71	71	71	15	100	0	0	0	0	100	0	0	0	0	100	81	0	0	0
August 2025	100	57	57	57	11	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2026	100	46	46	46	8	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2027	100	37	37	37	5	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2028	100	29	29	29	4	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2029	100	23	23	23	3	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2030	100	18	18	18	2	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2031	100	14	14	14	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2032	100	10	10	10	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2033	65	8	8	8	1	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2034	13	5	5	5	0	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2035	4	4	4	4	0	15	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 2036	2	2	2	2	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	1	1	1	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)	24.4	17.7	17.7	17.7	12.0	25.7	11.9	2.9	2.9	2.0	26.3	14.4	7.9	5.6	2.6	26.5	15.2	10.9	6.2	2.7

PSA Prepayment Assumption Rates

Distribution Date	Class JD					Class NA					Class NB					Class NC				
	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	100	100	100	100	100	94	83	62	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	84	51	0	100	100	100	100	58	100	100	100	100	100
August 2012	100	100	100	100	0	100	100	73	19	0	100	100	100	100	0	100	100	100	100	0
August 2013	100	100	100	100	0	100	100	65	0	0	100	100	100	69	0	100	100	100	100	0
August 2014	100	100	100	100	0	100	100	58	0	0	100	100	100	0	0	100	100	100	1	0
August 2015	100	100	100	100	0	100	100	54	0	0	100	100	100	0	0	100	100	100	0	0
August 2016	100	100	100	49	0	100	100	51	0	0	100	100	100	0	0	100	100	100	0	0
August 2017	100	100	100	5	0	100	100	49	0	0	100	100	100	0	0	100	100	100	0	0
August 2018	100	100	100	0	0	100	100	48	0	0	100	100	100	0	0	100	100	100	0	0
August 2019	100	100	100	0	0	100	100	47	0	0	100	100	100	0	0	100	100	100	0	0
August 2020	100	100	100	0	0	100	100	45	0	0	100	100	100	0	0	100	100	100	0	0
August 2021	100	100	86	0	0	100	100	43	0	0	100	100	100	0	0	100	100	100	0	0
August 2022	100	100	47	0	0	100	100	41	0	0	100	100	100	0	0	100	100	100	0	0
August 2023	100	100	7	0	0	100	100	39	0	0	100	100	100	0	0	100	100	100	0	0
August 2024	100	100	0	0	0	100	100	34	0	0	100	100	100	0	0	100	100	100	0	0
August 2025	100	22	0	0	0	100	100	29	0	0	100	100	100	0	0	100	100	100	0	0
August 2026	100	0	0	0	0	100	91	23	0	0	100	100	100	0	0	100	100	100	0	0
August 2027	100	0	0	0	0	100	81	18	0	0	100	100	100	0	0	100	100	100	0	0
August 2028	100	0	0	0	0	100	71	13	0	0	100	100	100	0	0	100	100	100	0	0
August 2029	100	0	0	0	0	100	61	9	0	0	100	100	100	0	0	100	100	100	0	0
August 2030	100	0	0	0	0	100	51	5	0	0	100	100	100	0	0	100	100	100	0	0
August 2031	100	0	0	0	0	100	41	1	0	0	100	100	100	0	0	100	100	100	0	0
August 2032	100	0	0	0	0	100	32	0	0	0	100	100	73	0	0	100	100	100	0	0
August 2033	100	0	0	0	0	100	23	0	0	0	100	100	44	0	0	100	100	100	0	0
August 2034	100	0	0	0	0	100	14	0	0	0	100	100	17	0	0	100	100	100	0	0
August 2035	100	0	0	0	0	100	6	0	0	0	100	100	0	0	0	100	100	91	0	0
August 2036	0	0	0	0	0	94	0	0	0	0	100	83	0	0	0	100	100	60	0	0
August 2037	0	0	0	0	0	58	0	0	0	0	100	17	0	0	0	100	100	33	0	0
August 2038	0	0	0	0	0	21	0	0	0	0	100	0	0	0	0	100	35	9	0	0
August 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	15.8	12.9	7.1	2.8	28.2	21.2	9.7	2.0	1.2	29.7	27.5	23.8	4.1	2.0	29.9	28.8	27.4	4.7	2.2

**Security Group 7
PSA Prepayment Assumption Rates**

Distribution Date	Classes ND, NG and NH					Class NE					Classes PA, TA, TB, TC, TD, TE and TI					Class PB					
	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	94	81	58	100	100	100	100	100	95	88	88	88	88	100	100	100	100	100	100
August 2011	100	100	82	46	0	100	100	100	100	0	91	67	67	67	67	100	100	100	100	100	100
August 2012	100	100	70	10	0	100	100	100	100	0	85	44	44	44	39	100	100	100	100	100	100
August 2013	100	100	61	0	0	100	100	100	0	0	80	23	23	23	0	100	100	100	100	100	77
August 2014	100	100	54	0	0	100	100	100	0	0	74	2	2	2	0	100	100	100	100	0	0
August 2015	100	100	49	0	0	100	100	100	0	0	68	0	0	0	0	100	48	48	48	0	0
August 2016	100	100	45	0	0	100	100	100	0	0	62	0	0	0	0	100	0	0	0	0	0
August 2017	100	100	43	0	0	100	100	100	0	0	55	0	0	0	0	100	0	0	0	0	0
August 2018	100	100	42	0	0	100	100	100	0	0	48	0	0	0	0	100	0	0	0	0	0
August 2019	100	100	41	0	0	100	100	100	0	0	41	0	0	0	0	100	0	0	0	0	0
August 2020	100	100	39	0	0	100	100	100	0	0	33	0	0	0	0	100	0	0	0	0	0
August 2021	100	100	37	0	0	100	100	100	0	0	24	0	0	0	0	100	0	0	0	0	0
August 2022	100	100	35	0	0	100	100	100	0	0	16	0	0	0	0	100	0	0	0	0	0
August 2023	100	100	32	0	0	100	100	100	0	0	6	0	0	0	0	100	0	0	0	0	0
August 2024	100	100	27	0	0	100	100	100	0	0	0	0	0	0	0	89	0	0	0	0	0
August 2025	100	100	21	0	0	100	100	100	0	0	0	0	0	0	0	57	0	0	0	0	0
August 2026	100	91	15	0	0	100	100	100	0	0	0	0	0	0	0	23	0	0	0	0	0
August 2027	100	79	9	0	0	100	100	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2028	100	68	4	0	0	100	100	100	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2029	100	56	0	0	0	100	100	87	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2030	100	45	0	0	0	100	100	45	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2031	100	35	0	0	0	100	100	6	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2032	100	24	0	0	0	100	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2033	100	14	0	0	0	100	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2034	100	5	0	0	0	100	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2035	100	0	0	0	0	100	60	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	93	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	54	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	12	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 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)	28.1	20.7	8.5	1.9	1.1	29.4	26.1	20.9	3.6	1.9	8.3	2.8	2.8	2.8	2.4	16.2	6.0	6.0	6.0	4.2	

PSA Prepayment Assumption Rates

Distribution Date	Class PC					Class PD					Classes PG, PH, PI, PJ, PK and PN				
	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%	0%	100%	165%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	100	100	100	100	100	100	100	100	98	94	94	94	94
August 2011	100	100	100	100	100	100	100	100	100	100	96	85	85	85	85
August 2012	100	100	100	100	100	100	100	100	100	100	93	74	74	74	71
August 2013	100	100	100	100	100	100	100	100	100	100	91	63	63	63	49
August 2014	100	100	100	100	74	100	100	100	100	100	88	54	54	54	33
August 2015	100	100	100	100	4	100	100	100	100	100	85	44	44	44	20
August 2016	100	94	94	94	0	100	100	100	100	57	82	36	36	36	11
August 2017	100	49	49	49	0	100	100	100	100	21	79	28	28	28	4
August 2018	100	6	6	6	0	100	100	100	100	0	75	21	21	21	0
August 2019	100	0	0	0	0	100	73	73	73	0	72	14	14	14	0
August 2020	100	0	0	0	0	100	46	46	46	0	68	9	9	9	0
August 2021	100	0	0	0	0	100	24	24	24	0	64	5	5	5	0
August 2022	100	0	0	0	0	100	5	5	5	0	60	1	1	1	0
August 2023	100	0	0	0	0	100	0	0	0	0	55	0	0	0	0
August 2024	100	0	0	0	0	100	0	0	0	0	51	0	0	0	0
August 2025	100	0	0	0	0	100	0	0	0	0	46	0	0	0	0
August 2026	100	0	0	0	0	100	0	0	0	0	41	0	0	0	0
August 2027	89	0	0	0	0	100	0	0	0	0	35	0	0	0	0
August 2028	55	0	0	0	0	100	0	0	0	0	29	0	0	0	0
August 2029	20	0	0	0	0	100	0	0	0	0	23	0	0	0	0
August 2030	0	0	0	0	0	84	0	0	0	0	16	0	0	0	0
August 2031	0	0	0	0	0	49	0	0	0	0	10	0	0	0	0
August 2032	0	0	0	0	0	12	0	0	0	0	2	0	0	0	0
August 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.1	8.0	8.0	8.0	5.3	22.0	11.0	11.0	11.0	7.3	14.1	5.8	5.8	5.8	4.2

**Security Group 8
PSA Prepayment Assumption Rates**

Distribution Date	Classes AC, AD, AE, AG, AI and AM					Class BV					Class CV					Class ZV				
	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	98	95	93	91	89	93	93	93	93	93	100	100	100	100	100	100	100	100	100	100
August 2011	96	87	80	72	65	85	85	85	85	85	100	100	100	100	100	100	100	100	100	100
August 2012	94	77	63	49	37	77	77	77	77	77	100	100	100	100	100	100	100	100	100	100
August 2013	92	67	47	30	14	69	69	69	69	69	100	100	100	100	100	100	100	100	100	100
August 2014	90	58	34	14	0	61	61	61	61	45	100	100	100	100	100	100	100	100	100	100
August 2015	87	49	22	1	0	52	52	52	52	0	100	100	100	100	49	131	131	131	131	131
August 2016	84	41	12	0	0	42	42	42	0	0	100	100	100	78	0	137	137	137	137	121
August 2017	82	34	3	0	0	32	32	32	0	0	100	100	100	11	0	143	143	143	143	90
August 2018	79	26	0	0	0	22	22	0	0	0	100	100	89	0	0	150	150	150	120	67
August 2019	75	20	0	0	0	11	11	0	0	0	100	100	33	0	0	157	157	157	96	49
August 2020	72	14	0	0	0	0	0	0	0	0	100	100	0	0	0	164	164	152	76	36
August 2021	68	8	0	0	0	0	0	0	0	0	88	88	0	0	0	171	171	130	60	27
August 2022	65	2	0	0	0	0	0	0	0	0	77	77	0	0	0	179	179	110	48	20
August 2023	61	0	0	0	0	0	0	0	0	0	64	44	0	0	0	188	188	93	38	14
August 2024	56	0	0	0	0	0	0	0	0	0	51	0	0	0	0	196	195	78	30	10
August 2025	52	0	0	0	0	0	0	0	0	0	37	0	0	0	0	205	175	66	23	8
August 2026	47	0	0	0	0	0	0	0	0	0	23	0	0	0	0	215	156	55	18	5
August 2027	42	0	0	0	0	0	0	0	0	0	8	0	0	0	0	224	138	45	14	4
August 2028	36	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	121	37	11	3
August 2029	31	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	106	31	8	2
August 2030	25	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	91	25	6	1
August 2031	18	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	78	20	5	1
August 2032	11	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	65	15	3	1
August 2033	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0	230	54	12	2	0
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	212	43	9	2	0
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	175	33	6	1	0
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	135	23	4	1	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	93	14	2	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	48	6	1	0	0
August 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)	15.2	6.3	4.1	3.1	2.6	6.0	6.0	5.6	4.8	4.2	15.0	13.6	9.7	7.4	6.0	27.4	21.2	16.1	12.4	9.9

**Security Group 9
PSA Prepayment Assumption Rates**

Distribution Date	Classes CA, CB, CD, CG, CH, CI, CJ, CK, CL and CM					Classes CE, IC and OC					Class UB					Class UC				
	0%	120%	150%	250%	400%	0%	120%	150%	250%	400%	0%	120%	150%	250%	400%	0%	120%	150%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	98	94	94	94	94	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	97	84	84	84	84	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2012	95	73	73	73	67	100	100	100	100	100	100	100	100	100	0	100	100	100	100	0
August 2013	93	63	63	63	48	100	100	100	100	100	100	100	100	100	0	100	100	100	100	0
August 2014	91	54	54	54	33	100	100	100	100	100	100	100	100	7	0	100	100	100	100	0
August 2015	89	45	45	45	22	100	100	100	100	100	100	100	100	0	0	100	100	100	0	0
August 2016	86	37	37	37	14	100	100	100	100	100	100	100	100	0	0	100	100	100	0	0
August 2017	84	29	29	29	8	100	100	100	100	100	100	100	100	0	0	100	100	100	0	0
August 2018	81	23	23	23	3	100	100	100	100	100	100	100	100	0	0	100	100	100	0	0
August 2019	78	17	17	17	0	100	100	100	100	100	100	100	100	0	0	100	100	100	0	0
August 2020	75	12	12	12	0	100	100	100	100	74	100	100	100	0	0	100	100	100	0	0
August 2021	72	8	8	8	0	100	100	100	100	54	100	100	100	0	0	100	100	100	0	0
August 2022	68	5	5	5	0	100	100	100	100	40	100	100	100	0	0	100	100	100	0	0
August 2023	65	3	3	3	0	100	100	100	100	29	100	100	100	0	0	100	100	100	0	0
August 2024	61	0	0	0	0	100	100	100	100	21	100	100	100	0	0	100	100	100	0	0
August 2025	56	0	0	0	0	100	83	83	83	15	100	100	100	0	0	100	100	100	0	0
August 2026	52	0	0	0	0	100	67	67	67	11	100	100	100	0	0	100	100	100	0	0
August 2027	47	0	0	0	0	100	54	54	54	8	100	100	100	0	0	100	100	100	0	0
August 2028	42	0	0	0	0	100	43	43	43	6	100	100	100	0	0	100	100	100	0	0
August 2029	36	0	0	0	0	100	34	34	34	4	100	100	100	0	0	100	100	100	0	0
August 2030	31	0	0	0	0	100	26	26	26	3	100	100	100	0	0	100	100	100	0	0
August 2031	24	0	0	0	0	100	20	20	20	2	100	100	100	0	0	100	100	100	0	0
August 2032	18	0	0	0	0	100	15	15	15	1	100	100	62	0	0	100	100	100	0	0
August 2033	11	0	0	0	0	100	11	11	11	1	100	100	0	0	0	100	100	95	0	0
August 2034	3	0	0	0	0	100	8	8	8	1	100	92	0	0	0	100	100	23	0	0
August 2035	0	0	0	0	0	47	5	5	5	0	100	0	0	0	0	100	98	0	0	0
August 2036	0	0	0	0	0	3	3	3	3	0	100	0	0	0	0	100	0	0	0	0
August 2037	0	0	0	0	0	2	2	2	2	0	100	0	0	0	0	100	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0
August 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)	16.0	6.0	6.0	6.0	4.3	26.0	19.2	19.2	19.2	13.2	29.6	25.5	23.2	4.8	2.2	29.7	26.5	24.6	5.3	2.3

**Security Group 9
PSA Prepayment Assumption Rates**

Distribution Date	Class UD					Class UE					Classes UF and US				
	0%	120%	150%	250%	400%	0%	120%	150%	250%	400%	0%	120%	150%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2010	100	100	100	100	100	100	100	100	100	100	100	100	97	85	67
August 2011	100	100	100	100	100	100	100	100	100	100	100	100	90	57	10
August 2012	100	100	100	100	0	100	100	100	100	0	100	100	83	29	0
August 2013	100	100	100	100	0	100	100	100	100	0	100	100	77	9	0
August 2014	100	100	100	100	0	100	100	100	100	0	100	100	73	0	0
August 2015	100	100	100	26	0	100	100	100	100	0	100	100	70	0	0
August 2016	100	100	100	0	0	100	100	100	32	0	100	100	68	0	0
August 2017	100	100	100	0	0	100	100	100	0	0	100	100	66	0	0
August 2018	100	100	100	0	0	100	100	100	0	0	100	99	65	0	0
August 2019	100	100	100	0	0	100	100	100	0	0	100	96	62	0	0
August 2020	100	100	100	0	0	100	100	100	0	0	100	92	57	0	0
August 2021	100	100	100	0	0	100	100	100	0	0	100	86	53	0	0
August 2022	100	100	100	0	0	100	100	100	0	0	100	80	48	0	0
August 2023	100	100	100	0	0	100	100	100	0	0	100	73	42	0	0
August 2024	100	100	100	0	0	100	100	100	0	0	100	66	37	0	0
August 2025	100	100	100	0	0	100	100	100	0	0	100	59	31	0	0
August 2026	100	100	100	0	0	100	100	100	0	0	100	51	26	0	0
August 2027	100	100	100	0	0	100	100	100	0	0	100	44	20	0	0
August 2028	100	100	100	0	0	100	100	100	0	0	100	37	15	0	0
August 2029	100	100	100	0	0	100	100	100	0	0	100	30	11	0	0
August 2030	100	100	100	0	0	100	100	100	0	0	100	23	6	0	0
August 2031	100	100	100	0	0	100	100	100	0	0	100	17	2	0	0
August 2032	100	100	100	0	0	100	100	100	0	0	100	11	0	0	0
August 2033	100	100	100	0	0	100	100	100	0	0	100	5	0	0	0
August 2034	100	100	100	0	0	100	100	100	0	0	100	0	0	0	0
August 2035	100	100	63	0	0	100	100	100	0	0	100	0	0	0	0
August 2036	100	96	11	0	0	100	100	100	0	0	84	0	0	0	0
August 2037	100	13	0	0	0	100	100	62	0	0	52	0	0	0	0
August 2038	100	0	0	0	0	100	32	17	0	0	17	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	29.8	27.6	26.3	5.9	2.4	29.9	28.8	28.3	6.8	2.5	28.0	17.2	11.5	2.3	1.3

**Security Group 10
PSA Prepayment Assumption Rates**

**Classes EA, EB, EC, ED, EG, EH, EI, EO, MF,
MS, PF, PM, PS, TF, TS, WF, WS, YA, YB, YC,
YD, YF and YS**

Distribution Date	Class ZQ				
	0%	150%	300%	450%	600%
Initial Percent	100	100	100	100	100
August 2010	99	89	80	71	62
August 2011	98	79	64	51	39
August 2012	96	70	51	36	24
August 2013	95	62	40	25	14
August 2014	93	54	32	17	9
August 2015	92	48	25	12	5
August 2016	90	41	19	8	3
August 2017	88	36	15	5	1
August 2018	86	31	11	3	0
August 2019	84	27	9	2	0
August 2020	82	23	6	1	0
August 2021	79	19	4	0	0
August 2022	77	16	3	0	0
August 2023	74	13	2	0	0
August 2024	71	10	1	0	0
August 2025	68	8	0	0	0
August 2026	65	5	0	0	0
August 2027	61	3	0	0	0
August 2028	58	2	0	0	0
August 2029	54	0	0	0	0
August 2030	49	0	0	0	0
August 2031	45	0	0	0	0
August 2032	40	0	0	0	0
August 2033	35	0	0	0	0
August 2034	29	0	0	0	0
August 2035	24	0	0	0	0
August 2036	17	0	0	0	0
August 2037	11	0	0	0	0
August 2038	3	0	0	0	0
August 2039	0	0	0	0	0
Weighted Average					
Life (years)	19.1	6.8	4.1	2.8	2.0

**Security Group 11
PSA Prepayment Assumption Rates**

**Classes AF, AS, BF, BS, CF, CS, DF,
DS, EF, ES, GA, GB, GC, GD, GE,
GH, GJ, GK, HF, HS, IP, JF, JS, KF,
KS, LE, LS, NF and NS**

Distribution Date	Class PL					Class PZ					Class WZ									
	0%	350%	400%	560%	800%	0%	350%	400%	560%	800%	0%	350%	400%	560%	800%					
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100					
August 2010	97	84	84	84	84	97	84	84	84	84	108	108	108	108	108					
August 2011	95	62	62	62	49	95	62	62	62	49	116	116	116	116	116					
August 2012	92	43	43	43	25	92	43	43	43	25	125	125	125	125	125					
August 2013	88	28	28	28	12	89	29	29	29	13	135	135	135	135	135					
August 2014	85	18	18	18	6	85	19	19	19	7	145	145	145	145	145					
August 2015	81	12	12	12	3	82	12	12	12	3	157	157	157	157	157					
August 2016	78	7	7	7	1	78	8	8	8	2	169	169	169	169	169					
August 2017	73	4	4	4	0	74	5	5	5	1	182	182	182	182	167					
August 2018	69	2	2	2	0	70	3	3	3	0	196	196	196	196	85					
August 2019	64	1	1	1	0	65	2	2	2	0	211	211	211	211	43					
August 2020	59	0	0	0	0	60	1	1	1	0	228	228	228	228	22					
August 2021	54	0	0	0	0	55	1	1	1	0	245	173	173	173	11					
August 2022	48	0	0	0	0	49	1	1	1	0	264	111	111	111	5					
August 2023	42	0	0	0	0	43	0	0	0	0	285	71	71	71	3					
August 2024	35	0	0	0	0	36	0	0	0	0	307	45	45	45	1					
August 2025	28	0	0	0	0	29	0	0	0	0	331	29	29	29	1					
August 2026	20	0	0	0	0	22	0	0	0	0	356	18	18	18	0					
August 2027	12	0	0	0	0	14	0	0	0	0	384	11	11	11	0					
August 2028	3	0	0	0	0	5	0	0	0	0	414	7	7	7	0					
August 2029	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0					
August 2030	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0					
August 2031	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0					
August 2032	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0					
August 2033	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0					
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0					
Weighted Average																				
Life (years)	11.7	3.1	3.1	3.1	2.3	11.9	3.2	3.2	3.2	2.4	19.5	13.6	13.6	13.6	9.4	25.5	9.7	7.1	1.4	0.7

**Security Group 12
PSA Prepayment Assumption Rates**

Classes OQ, SQ and TQ

Distribution Date	0%	125%	250%	375%	500%
Initial Percent	100	100	100	100	100
August 2010	98	90	88	86	78
August 2011	96	80	77	66	54
August 2012	94	71	66	50	37
August 2013	91	63	55	38	25
August 2014	89	56	45	29	17
August 2015	86	49	38	22	12
August 2016	83	42	31	16	8
August 2017	80	37	26	12	5
August 2018	77	31	21	9	4
August 2019	74	26	17	7	2
August 2020	70	22	14	5	2
August 2021	66	18	11	4	1
August 2022	62	14	9	3	1
August 2023	58	10	7	2	0
August 2024	53	7	6	1	0
August 2025	48	5	5	1	0
August 2026	43	4	4	1	0
August 2027	37	3	3	1	0
August 2028	32	2	2	0	0
August 2029	25	2	2	0	0
August 2030	19	1	1	0	0
August 2031	12	1	1	0	0
August 2032	4	1	0	0	0
August 2033	0	0	0	0	0
August 2034	0	0	0	0	0
August 2035	0	0	0	0	0
August 2036	0	0	0	0	0
Weighted Average					
Life (years)	14.5	6.9	5.8	4.0	3.0

**Security Group 13
PSA Prepayment Assumption Rates**

Distribution Date	Classes OW, SW and TW				
	0%	125%	250%	375%	500%
Initial Percent	100	100	100	100	100
August 2010	98	89	88	88	80
August 2011	96	79	77	68	55
August 2012	93	70	66	51	38
August 2013	91	62	56	39	26
August 2014	88	54	47	29	18
August 2015	86	47	39	22	12
August 2016	83	41	32	17	8
August 2017	79	35	26	13	6
August 2018	76	29	22	9	4
August 2019	73	24	18	7	3
August 2020	69	19	14	5	2
August 2021	65	15	12	4	1
August 2022	61	11	9	3	1
August 2023	56	8	7	2	0
August 2024	51	6	6	1	0
August 2025	46	5	5	1	0
August 2026	41	4	4	1	0
August 2027	35	3	3	1	0
August 2028	29	2	2	0	0
August 2029	23	2	2	0	0
August 2030	16	1	1	0	0
August 2031	8	1	1	0	0
August 2032	1	1	0	0	0
August 2033	0	0	0	0	0
August 2034	0	0	0	0	0
August 2035	0	0	0	0	0
Weighted Average Life (years)	14.1	6.6	5.9	4.1	3.0

**Security Groups 12 and 13
PSA Prepayment Assumption Rates**

Distribution Date	Classes OA and WQ				
	0%	125%	250%	375%	500%
Initial Percent	100	100	100	100	100
August 2010	98	89	88	87	79
August 2011	96	80	77	67	54
August 2012	94	71	66	51	37
August 2013	91	63	55	38	26
August 2014	89	55	46	29	17
August 2015	86	48	38	22	12
August 2016	83	42	31	16	8
August 2017	80	36	26	12	5
August 2018	77	30	21	9	4
August 2019	73	25	17	7	2
August 2020	69	21	14	5	2
August 2021	65	16	11	4	1
August 2022	61	13	9	3	1
August 2023	57	9	7	2	0
August 2024	52	7	6	1	0
August 2025	47	5	5	1	0
August 2026	42	4	4	1	0
August 2027	36	3	3	1	0
August 2028	30	2	2	0	0
August 2029	24	2	2	0	0
August 2030	17	1	1	0	0
August 2031	10	1	1	0	0
August 2032	3	1	0	0	0
August 2033	0	0	0	0	0
August 2034	0	0	0	0	0
August 2035	0	0	0	0	0
August 2036	0	0	0	0	0
Weighted Average Life (years)	14.3	6.7	5.8	4.1	3.0

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 12 and 13 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 the 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 SA to Prepayments
Assumed Price 11.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>299%</u>	<u>350%</u>	<u>415%</u>	<u>700%</u>
0.25%	42.6%	42.6%	42.6%	27.7%
0.30%	42.0%	42.0%	42.0%	27.1%
3.50%	6.8%	6.8%	6.8%	(10.9)%
6.70% and above	**	**	**	**

SECURITY GROUP 2
Sensitivity of Class SB to Prepayments
Assumed Price 11.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>306%</u>	<u>400%</u>	<u>535%</u>	<u>800%</u>
0.250%	38.6%	38.6%	38.6%	25.6%
0.300%	38.1%	38.1%	38.1%	25.0%
3.525%	0.3%	0.3%	0.3%	(17.4)%
6.750% and above	**	**	**	**

SECURITY GROUP 3
Sensitivity of Class HI to Prepayments
Assumed Price 10.0%*

<u>PSA Prepayment Assumption Rates</u>				
<u>120%</u>	<u>150%</u>	<u>276%</u>	<u>400%</u>	<u>959%</u>
38.6%	38.6%	38.6%	34.3%	0.0%

Sensitivity of Class IH to Prepayments
Assumed Price 10.0%*

<u>PSA Prepayment Assumption Rates</u>				
<u>120%</u>	<u>150%</u>	<u>276%</u>	<u>400%</u>	<u>1724%</u>
53.8%	53.8%	53.8%	53.4%	1.3%

Sensitivity of Class OH to Prepayments
Assumed Price 80.0%

<u>PSA Prepayment Assumption Rates</u>			
<u>120%</u>	<u>150%</u>	<u>276%</u>	<u>400%</u>
1.5%	1.5%	1.5%	2.0%

* 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.

SECURITY GROUP 4

**Sensitivity of Class BI to Prepayments
Assumed Price 9.0%***

PSA Prepayment Assumption Rates				
<u>250%</u>	<u>472%</u>	<u>501%</u>	<u>750%</u>	<u>950%</u>
35.7%	4.2%	0.0%	(34.0)%	(58.0)%

SECURITY GROUP 5

**Sensitivity of Class DI to Prepayments
Assumed Price 10.0%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>480%</u>
37.5%	28.4%	18.5%	8.2%	0.1%

**Sensitivity of Class DO to Prepayments
Assumed Price 90.0%**

PSA Prepayment Assumption Rates			
<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>
1.6%	2.5%	3.4%	4.2%

**Sensitivity of Class ID to Prepayments
Assumed Price 16.0%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>983%</u>
29.2%	28.4%	26.7%	24.3%	0.0%

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

PSA Prepayment Assumption Rates			
<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>
1.1%	1.5%	2.0%	2.6%

SECURITY GROUP 6

**Sensitivity of Class GS to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	23.4%	23.4%	23.4%	3.8%
0.300%.....	22.9%	22.9%	22.9%	3.3%
3.175%.....	(6.3)%	(6.3)%	(6.3)%	(29.5)%
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 QA to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
6.750% and below	13.1%	13.1%	13.1%	(7.5)%
6.775%	(11.6)%	(11.6)%	(11.6)%	(35.6)%
6.800% and above	**	**	**	**

Sensitivity of Class QB to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
6.700% and below	13.1%	13.1%	13.1%	(7.5)%
6.725%	(11.6)%	(11.6)%	(11.6)%	(35.6)%
6.750% and above	**	**	**	**

Sensitivity of Class QC to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
6.650% and below	13.1%	13.1%	13.1%	(7.5)%
6.675%	(11.6)%	(11.6)%	(11.6)%	(35.6)%
6.700% and above	**	**	**	**

Sensitivity of Class QF to Prepayments
Assumed Price 2.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%	22.5%	22.5%	22.5%	2.8%
0.300%	25.5%	25.5%	25.5%	6.1%
3.550%	256.6%	256.6%	256.6%	247.2%
6.800% and above	580.0%	580.0%	580.0%	574.6%

Sensitivity of Class QO to Prepayments
Assumed Price 90.0%

<u>PSA Prepayment Assumption Rates</u>			
<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
3.2%	3.2%	3.2%	5.0%

* 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 SG to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	25.0%	25.0%	25.0%	5.6%
0.300%.....	24.5%	24.5%	24.5%	5.1%
3.500%.....	(5.5)%	(5.5)%	(5.5)%	(28.5)%
6.700% and above.....	**	**	**	**

**Sensitivity of Class SH to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	24.7%	24.7%	24.7%	4.8%
0.300%.....	24.2%	24.2%	24.2%	4.3%
3.510%.....	(6.7)%	(6.7)%	(6.7)%	(30.4)%
6.720% and above.....	**	**	**	**

**Sensitivity of Class SJ to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	25.5%	25.5%	25.5%	6.1%
0.300%.....	25.0%	25.0%	25.0%	5.6%
3.525%.....	(5.2)%	(5.2)%	(5.2)%	(28.2)%
6.750% and above.....	**	**	**	**

**Sensitivity of Class SK to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	24.5%	24.5%	24.5%	5.1%
0.300%.....	24.0%	24.0%	24.0%	4.6%
3.475%.....	(5.7)%	(5.7)%	(5.7)%	(28.8)%
6.650% 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 SL to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>320%</u>	<u>400%</u>	<u>500%</u>	<u>800%</u>
0.250%.....	25.9%	25.9%	25.9%	6.6%
0.300%.....	25.5%	25.5%	25.5%	6.1%
3.550%.....	(5.0)%	(5.0)%	(5.0)%	(27.9)%
6.800% and above.....	**	**	**	**

SECURITY GROUP 7

**Sensitivity of Class IB to Prepayments
Assumed Price 12.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>165%</u>	<u>250%</u>	<u>400%</u>	<u>1590%</u>
44.5%	44.5%	44.5%	44.0%	0.0%

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

<u>PSA Prepayment Assumption Rates</u>			
<u>100%</u>	<u>165%</u>	<u>250%</u>	<u>400%</u>
1.3%	1.3%	1.3%	1.9%

**Sensitivity of Class PI to Prepayments
Assumed Price 11.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>165%</u>	<u>250%</u>	<u>400%</u>	<u>871%</u>
35.7%	35.7%	35.7%	30.2%	0.1%

**Sensitivity of Class TI to Prepayments
Assumed Price 10.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>165%</u>	<u>250%</u>	<u>400%</u>	<u>551%</u>
19.1%	19.1%	19.1%	12.9%	0.1%

SECURITY GROUP 8

**Sensitivity of Class AI to Prepayments
Assumed Price 9.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>	<u>572%</u>
43.0%	34.1%	24.6%	15.2%	0.1%

* 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.

SECURITY GROUP 9

**Sensitivity of Class CI to Prepayments
Assumed Price 10.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>150%</u>	<u>250%</u>	<u>400%</u>	<u>989%</u>
41.1%	41.1%	41.1%	35.9%	0.1%

**Sensitivity of Class IC to Prepayments
Assumed Price 12.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>150%</u>	<u>250%</u>	<u>400%</u>	<u>1625%</u>
44.3%	44.3%	44.3%	44.0%	0.0%

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

PSA Prepayment Assumption Rates			
<u>120%</u>	<u>150%</u>	<u>250%</u>	<u>400%</u>
1.2%	1.2%	1.2%	1.7%

**Sensitivity of Class US to Prepayments
Assumed Price 90.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>120%</u>	<u>150%</u>	<u>250%</u>	<u>400%</u>
0.25%	15.5%	16.0%	19.8%	23.7%
0.30%	15.4%	15.9%	19.6%	23.6%
2.95%	7.9%	8.3%	12.3%	16.3%
5.60% and above	0.7%	1.0%	5.1%	9.2%

SECURITY GROUP 10

**Sensitivity of Class EI to Prepayments
Assumed Price 12.0%***

PSA Prepayment Assumption Rates				
<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>597%</u>	<u>600%</u>
39.6%	27.4%	14.3%	0.1%	(0.2)%

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

PSA Prepayment Assumption Rates			
<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
2.5%	4.3%	6.3%	8.8%

* 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 MS to Prepayments
Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.250%.....	44.7%	32.4%	19.0%	4.4%
0.300%.....	44.2%	31.9%	18.6%	4.0%
3.475%.....	14.2%	2.8%	(10.0)%	(24.4)%
6.650% and above.....	**	**	**	**

Sensitivity of Class PS to Prepayments
Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.25%.....	45.2%	32.8%	19.5%	4.9%
0.30%.....	44.7%	32.4%	19.0%	4.4%
3.50%.....	14.5%	3.1%	(9.7)%	(24.1)%
6.70% and above.....	**	**	**	**

Sensitivity of Class TS to Prepayments
Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.250%.....	45.7%	33.3%	20.0%	5.3%
0.300%.....	45.2%	32.8%	19.5%	4.9%
3.525%.....	14.7%	3.3%	(9.5)%	(23.9)%
6.750% and above.....	**	**	**	**

Sensitivity of Class WS to Prepayments
Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.25%.....	46.2%	33.8%	20.4%	5.8%
0.30%.....	45.7%	33.3%	20.0%	5.3%
3.55%.....	15.0%	3.5%	(9.3)%	(23.6)%
6.80% 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 YA to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
6.750% and below	29.2%	17.4%	4.5%	(9.8)%
6.775%	6.7%	(4.7)%	(17.7)%	(32.3)%
6.800% and above	**	**	**	**

Sensitivity of Class YB to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
6.700% and below	29.2%	17.4%	4.5%	(9.8)%
6.725%	6.7%	(4.7)%	(17.7)%	(32.3)%
6.750% and above	**	**	**	**

Sensitivity of Class YC to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
6.650% and below	29.2%	17.4%	4.5%	(9.8)%
6.675%	6.7%	(4.7)%	(17.7)%	(32.3)%
6.700% and above	**	**	**	**

Sensitivity of Class YD to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
6.600% and below	29.2%	17.4%	4.5%	(9.8)%
6.625%	6.7%	(4.7)%	(17.7)%	(32.3)%
6.650% and above	**	**	**	**

Sensitivity of Class YS to Prepayments
Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>150%</u>	<u>300%</u>	<u>450%</u>	<u>600%</u>
0.25%	44.2%	31.9%	18.6%	4.0%
0.30%	43.7%	31.4%	18.1%	3.5%
3.45%	14.0%	2.6%	(10.2)%	(24.6)%
6.60% 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.

SECURITY GROUP 11

**Sensitivity of Class AS to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.25%	21.6%	21.6%	21.6%	7.3%
0.30%	21.1%	21.1%	21.1%	6.8%
3.20%	(9.8)%	(9.8)%	(9.8)%	(27.4)%
6.10% and above	**	**	**	**

**Sensitivity of Class BS to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.25%	20.5%	20.5%	20.5%	6.2%
0.30%	20.0%	20.0%	20.0%	5.6%
3.15%	(10.3)%	(10.3)%	(10.3)%	(28.0)%
6.00% and above	**	**	**	**

**Sensitivity of Class CS to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.250%	24.2%	24.2%	24.2%	10.1%
0.300%	23.7%	23.7%	23.7%	9.6%
3.575%	(8.3)%	(8.3)%	(8.3)%	(25.7)%
6.850% and above	**	**	**	**

**Sensitivity of Class DS to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.25%	23.7%	23.7%	23.7%	9.6%
0.30%	23.2%	23.2%	23.2%	9.1%
3.55%	(8.6)%	(8.6)%	(8.6)%	(26.0)%
6.80% 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 ES to Prepayments
Assumed Price 13.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.250%.....	23.2%	23.2%	23.2%	9.1%
0.300%.....	22.7%	22.7%	22.7%	8.5%
3.525%.....	(8.9)%	(8.9)%	(8.9)%	(26.3)%
6.750% and above.....	**	**	**	**

Sensitivity of Class GA to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.800% and below.....	10.4%	10.4%	10.4%	(4.9)%
6.825%.....	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.850% and above.....	**	**	**	**

Sensitivity of Class GB to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.750% and below.....	10.4%	10.4%	10.4%	(4.9)%
6.775%.....	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.800% and above.....	**	**	**	**

Sensitivity of Class GC to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.700% and below.....	10.4%	10.4%	10.4%	(4.9)%
6.725%.....	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.750% and above.....	**	**	**	**

Sensitivity of Class GD to Prepayments
Assumed Price 0.125%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.650% and below.....	10.4%	10.4%	10.4%	(4.9)%
6.675%.....	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.700% 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 GE to Prepayments
Assumed Price 0.125%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.150% and below	10.4%	10.4%	10.4%	(4.9)%
6.175%	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.200% and above	**	**	**	**

**Sensitivity of Class GH to Prepayments
Assumed Price 0.125%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.100% and below	10.4%	10.4%	10.4%	(4.9)%
6.125%	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.150% and above	**	**	**	**

**Sensitivity of Class GJ to Prepayments
Assumed Price 0.125%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.050% and below	10.4%	10.4%	10.4%	(4.9)%
6.075%	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.100% and above	**	**	**	**

**Sensitivity of Class GK to Prepayments
Assumed Price 0.125%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
6.000% and below	10.4%	10.4%	10.4%	(4.9)%
6.025%	(15.7)%	(15.7)%	(15.7)%	(34.1)%
6.050% and above	**	**	**	**

**Sensitivity of Class HS to Prepayments
Assumed Price 13.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.250%	22.2%	22.2%	22.2%	8.0%
0.300%	21.7%	21.7%	21.7%	7.5%
3.475%	(9.4)%	(9.4)%	(9.4)%	(26.9)%
6.650% 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 IP to Prepayments
Assumed Price 12.0%***

	PSA Prepayment Assumption Rates				
	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>	<u>901%</u>
	21.5%	21.5%	21.5%	7.3%	0.0%

**Sensitivity of Class JS to Prepayments
Assumed Price 12.0%***

	PSA Prepayment Assumption Rates			
<u>LIBOR</u>	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.25%	22.6%	22.6%	22.6%	8.5%
0.30%	22.1%	22.1%	22.1%	7.9%
3.25%	(9.2)%	(9.2)%	(9.2)%	(26.7)%
6.20% and above	**	**	**	**

**Sensitivity of Class KS to Prepayments
Assumed Price 12.0%***

	PSA Prepayment Assumption Rates			
<u>LIBOR</u>	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.250%	22.1%	22.1%	22.1%	7.9%
0.300%	21.6%	21.6%	21.6%	7.3%
3.225%	(9.5)%	(9.5)%	(9.5)%	(27.0)%
6.150% and above	**	**	**	**

**Sensitivity of Class LS to Prepayments
Assumed Price 12.0%***

	PSA Prepayment Assumption Rates			
<u>LIBOR</u>	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.250%	21.0%	21.0%	21.0%	6.7%
0.300%	20.5%	20.5%	20.5%	6.2%
3.175%	(10.0)%	(10.0)%	(10.0)%	(27.7)%
6.050% and above	**	**	**	**

**Sensitivity of Class NS to Prepayments
Assumed Price 13.0%***

	PSA Prepayment Assumption Rates			
<u>LIBOR</u>	<u>350%</u>	<u>400%</u>	<u>560%</u>	<u>800%</u>
0.25%	22.7%	22.7%	22.7%	8.5%
0.30%	22.2%	22.2%	22.2%	8.0%
3.50%	(9.1)%	(9.1)%	(9.1)%	(26.6)%
6.70% 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.

SECURITY GROUP 12

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

PSA Prepayment Assumption Rates			
<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
3.5%	4.2%	6.1%	8.3%

**Sensitivity of Class SQ to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
0.25000%	41.5%	38.0%	29.3%	18.8%
0.27281%	41.2%	37.8%	29.1%	18.6%
3.26141%	12.7%	9.2%	0.4%	(9.2)%
6.25000% and above	**	**	**	**

**Sensitivity of Class TQ to Prepayments
Assumed Price 92.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
0.25000%	23.9%	24.2%	24.9%	25.7%
0.27281%	23.8%	24.1%	24.8%	25.7%
3.26141%	12.4%	12.7%	13.4%	14.3%
6.25000% and above	1.4%	1.7%	2.4%	3.3%

SECURITY GROUP 13

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

PSA Prepayment Assumption Rates			
<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
3.6%	4.2%	6.0%	8.1%

**Sensitivity of Class SW to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
0.25000%	40.9%	38.2%	30.3%	20.0%
0.27281%	40.7%	38.0%	30.1%	19.8%
3.26141%	12.1%	9.4%	1.0%	(8.6)%
6.25000% 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 TW to Prepayments
Assumed Price 92.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
0.25000%	24.0%	24.2%	24.8%	25.6%
0.27281%	23.9%	24.1%	24.7%	25.6%
3.26141%	12.4%	12.7%	13.4%	14.2%
6.25000% and above	1.5%	1.7%	2.4%	3.2%

SECURITY GROUPS 12 and 13

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

<u>PSA Prepayment Assumption Rates</u>			
<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
3.6%	4.2%	6.0%	8.2%

**Sensitivity of Class WQ to Prepayments
Assumed Price 12.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>125%</u>	<u>250%</u>	<u>375%</u>	<u>500%</u>
0.25000%	41.2%	38.1%	29.8%	19.4%
0.27281%	41.0%	37.9%	29.6%	19.2%
3.26141%	12.4%	9.3%	0.7%	(8.9)%
6.25000% 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 OB, OC, OD, OH, OQ, OW and QO 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 BS, GA, GB, GC, GD, GE, GH, GJ, GK, GS, HI, HS, IB, IC, ID, IH, IP, QA, QB, QC, QF, SA, SB, SH, SK, SQ, SW, YA, YB, YC, YD and YS 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, EZ, PZ, UZ, WZ, Z, ZA, ZB, ZQ and ZV 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 Floating Rate Classes other than Class QF, the interest rate values 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	350%
2, 6 and 11	400%
3 and 9	150%
4	472%
5 and 8	200%
7	165%
10	300%
12 and 13	250%

In the case of the Floating Rate Classes other than Class QF, the interest rate values to be used for these determinations are the initial Interest Rates 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) August 1, 2009 on the Fixed Rate Classes, (2) August 20, 2009 on the Group 1, 2, 6, 9 and 11 Floating Rate and Inverse Floating Rate Classes and (3) August 16, 2009 on the Group 10, 12 and 13 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), (2) the 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)

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)
Security Group 3								
Combination 1								
IH	\$ 39,040,000	HB	\$ 39,040,000	PAC	5.00%	FIX	38376FEK4	August 2039
OH	39,040,000							
Security Group 4								
Combination 2(6)								
BA	\$221,066,000	BC	\$221,066,000	SEQ/AD	3.50%	FIX	38376FEL2	December 2028
		BD	221,066,000	SEQ/AD	3.75	FIX	38376FEM0	December 2028
		BE	221,066,000	SEQ/AD	4.00	FIX	38376FEN8	December 2028
		BG	221,066,000	SEQ/AD	4.25	FIX	38376FEP3	December 2028
		BH	221,066,000	SEQ/AD	4.50	FIX	38376FEQ1	December 2028
		BI	80,387,636	NTL (SEQ/AD)	5.50	FIX/IO	38376FER9	December 2028
		BJ	221,066,000	SEQ/AD	4.75	FIX	38376FES7	December 2028
		BK	221,066,000	SEQ/AD	5.00	FIX	38376FET5	December 2028
		BL	221,066,000	SEQ/AD	5.25	FIX	38376FEU2	December 2028

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Original Balance or Class Notional Balance		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	Notional Balance		Principal Balance	Notional Balance					
Security Group 5										
Combination 3(6)										
DA	\$ 29,113,000		DE	\$ 29,113,000		SEQ	3.50%	FIX	38376FEV0	May 2035
			DG	29,113,000		SEQ	3.75	FIX	38376FEW8	May 2035
			DH	29,113,000		SEQ	4.00	FIX	38376FEX6	May 2035
			DI	6,469,555		NTL (SEQ)	4.50	FIX/IO	38376FEY4	May 2035
			DJ	29,113,000		SEQ	4.25	FIX	38376FEZ1	May 2035
			DL	27,580,736		SEQ	4.75	FIX	38376FFA5	May 2035
			DM	26,201,700		SEQ	5.00	FIX	38376FFB3	May 2035
			DO	2,911,300		SEQ	0.00	PO	38376FFC1	May 2035
Combination 4										
ID	\$ 10,887,000		DB	\$ 10,887,000		SEQ	4.50%	FIX	38376FFD9	August 2039
OD	10,887,000									
Security Group 6										
Combination 5										
QF	\$206,898,660		FL	\$206,898,660		PAC/AD	(5)	FLT	38376FFE7	August 2039
QO	206,898,660									
Combination 6										
QA	\$206,898,660		FJ	\$206,898,660		PAC/AD	(5)	FLT	38376FFF4	August 2039
QF	206,898,660									
QO	206,898,660									

REMIC Securities

MX Securities

Class	Original Class		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)
	Principal Balance	Notional Balance		Principal Balance	Notional Balance					
Combination 7										
QA	\$206,898,660		FG	\$206,898,660		PAC/AD	(5)	FLT	38376FFG2	August 2039
QB	206,898,660									
QF	206,898,660									
QO	206,898,660									
Combination 8										
QA	\$206,898,660		FK	\$206,898,660		PAC/AD	(5)	FLT	38376FFH0	August 2039
QB	206,898,660									
QC	206,898,660									
QF	206,898,660									
QO	206,898,660									
Combination 9										
QA	\$206,898,660		SL	\$206,898,660		NTL (PAC/AD)	(5)	INV/IO	38376FFJ6	August 2039
QB	206,898,660									
QC	206,898,660									
SK	206,898,660									
Combination 10										
QB	\$206,898,660		SJ	\$206,898,660		NTL (PAC/AD)	(5)	INV/IO	38376FFK3	August 2039
QC	206,898,660									
SK	206,898,660									
Combination 11										
QC	\$206,898,660		SG	\$206,898,660		NTL (PAC/AD)	(5)	INV/IO	38376FFL1	August 2039
SK	206,898,660									

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 12								
QA	\$124,579,775	BP	\$266,956,659	PAC/AD	3.50%	FIX	38376FFM9	August 2039
QB	124,579,775							
QC	124,579,775							
QF	124,579,775							
QO	266,956,659							
SK	124,579,775							
Combination 13								
QA	\$142,376,885	AP	\$266,956,659	PAC/AD	4.00%	FIX	38376FFN7	August 2039
QB	142,376,885							
QC	142,376,885							
QF	142,376,885							
QO	266,956,659							
SK	142,376,885							
Combination 14								
QA	\$160,173,996	JP	\$266,956,659	PAC/AD	4.50%	FIX	38376FFP2	August 2039
QB	160,173,996							
QC	160,173,996							
QF	160,173,996							
QO	266,956,659							
SK	160,173,996							

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								
QA	\$177,971,106	MP	\$266,956,659	PAC/AD	5.00%	FIX	38376FFQ0	August 2039
QB	177,971,106							
QC	177,971,106							
QF	177,971,106							
QO	266,956,659							
SK	177,971,106							
Combination 16								
QA	\$195,768,217	CP	\$266,956,659	PAC/AD	5.50%	FIX	38376FFR8	August 2039
QB	195,768,217							
QC	195,768,217							
QF	195,768,217							
QO	266,956,659							
SK	195,768,217							
Security Group 7								
Combination 17(6)								
PA	\$117,671,000	PG	\$247,543,000	PAC I	4.25%	FIX	38376FFS6	March 2038
PB	38,330,000	PH	247,543,000	PAC I	4.50	FIX	38376FFT4	March 2038
PC	43,248,000	PI	49,508,600	N TL (PAC I)	5.00	FIX/IO	38376FFU1	March 2038
PD	48,294,000	PJ	247,543,000	PAC I	4.75	FIX	38376FFV9	March 2038
		PK	247,543,000	PAC I	5.00	FIX	38376FFW7	March 2038
		PN	247,543,000	PAC I	4.00	FIX	38376FFX5	March 2038

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(6) PA	\$117,671,000	TA	\$117,671,000	PAC I	2.50%	FIX	38376FFY3	February 2032	
		TB	117,671,000	PAC I	3.00	FIX	38376FFZ0	February 2032	
		TC	117,671,000	PAC I	3.50	FIX	38376FGA4	February 2032	
		TD	117,671,000	PAC I	4.00	FIX	38376FGB2	February 2032	
		TE	117,671,000	PAC I	4.50	FIX	38376FGC0	February 2032	
		TI	58,835,500	NTL (PAC I)	5.00	FIX/IO	38376FGD8	February 2032	
Combination 19 IB OB	\$ 38,719,512 38,719,512	PE	\$ 38,719,512	PAC I	5.00%	FIX	38376FGE6	August 2039	
Security Group 8 Combination 20(6) AM	\$162,687,000	AC	\$162,687,000	SEQ	3.50%	FIX	38376FGF3	March 2034	
		AD	162,687,000	SEQ	3.75	FIX	38376FGG1	March 2034	
		AE	162,687,000	SEQ	4.00	FIX	38376FGH9	March 2034	
		AG	162,687,000	SEQ	4.25	FIX	38376FGJ5	March 2034	
		AI	36,152,666	NTL (SEQ)	4.50	FIX/IO	38376FGK2	March 2034	

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	Notional Balance		Principal Balance or Class Notional Balance(2)	Balance(2)					
Security Group 9										
Combination 21(6)										
CA	\$108,207,000		CB	\$108,207,000		PAC	3.00%	FIX	38376FGL0	October 2038
			CD	108,207,000		PAC	3.25	FIX	38376FGM8	October 2038
			CG	108,207,000		PAC	3.50	FIX	38376FGN6	October 2038
			CH	108,207,000		PAC	3.75	FIX	38376FGP1	October 2038
			CI	43,282,800		NTL (PAC)	5.00	FIX/IO	38376FGQ9	October 2038
			CJ	108,207,000		PAC	4.00	FIX	38376FGR7	October 2038
			CK	108,207,000		PAC	4.25	FIX	38376FGS5	October 2038
			CL	108,207,000		PAC	4.50	FIX	38376FGT3	October 2038
			CM	108,207,000		PAC	4.75	FIX	38376FGU0	October 2038
Combination 22										
IC	\$ 10,350,000		CE	\$ 10,350,000		PAC	5.00%	FIX	38376FGV8	August 2039
OC	10,350,000									
Security Group 10										
Combination 23										
YA	\$313,828,500		WS	\$313,828,500		NTL (SEQ/AD)	(5)	INV/IO	38376FGW6	February 2039
YB	313,828,500									
YC	313,828,500									
YD	313,828,500									
YS	313,828,500									

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	Notional Balance		Principal Balance	Notional Balance(2)					
Combination 24										
YB	\$313,828,500		TS	\$313,828,500		NTL (SEQ/AD)	(5)	INV/IO	38376FGX4	February 2039
YC	313,828,500									
YD	313,828,500									
YS	313,828,500									
Combination 25										
YC	\$313,828,500		PS	\$313,828,500		NTL (SEQ/AD)	(5)	INV/IO	38376FGY2	February 2039
YD	313,828,500									
YS	313,828,500									
Combination 26										
YD	\$313,828,500		MS	\$313,828,500		NTL (SEQ/AD)	(5)	INV/IO	38376FGZ9	February 2039
YS	313,828,500									
Combination 27										
WF	\$313,828,500		TF	\$313,828,500		SEQ/AD	(5)	FLT	38376FHA3	February 2039
YA	313,828,500									
Combination 28										
WF	\$313,828,500		PF	\$313,828,500		SEQ/AD	(5)	FLT	38376FHB1	February 2039
YA	313,828,500									
YB	313,828,500									
Combination 29										
WF	\$313,828,500		MF	\$313,828,500		SEQ/AD	(5)	FLT	38376FHC9	February 2039
YA	313,828,500									
YB	313,828,500									
YC	313,828,500									

REMIC Securities

MX Securities

Class	Original Class		Maximum Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance or Class Notional Balance	Related MX Class						
Combination 30								
WF	\$313,828,500	YF	\$313,828,500	SEQ/AD	(5)	FLT	38376FHD7	February 2039
YA	313,828,500							
YB	313,828,500							
YC	313,828,500							
YD	313,828,500							
Combination 31(6)								
PM	\$313,828,500	EA	\$313,828,500	SEQ/AD	3.50%	FIX	38376FHE5	February 2039
		EB	313,828,500	SEQ/AD	3.75	FIX	38376FHF2	February 2039
		EC	313,828,500	SEQ/AD	4.00	FIX	38376FHG0	February 2039
		ED	313,828,500	SEQ/AD	4.25	FIX	38376FHH8	February 2039
		EG	297,311,210	SEQ/AD	4.75	FIX	38376FHJ4	February 2039
		EH	282,445,650	SEQ/AD	5.00	FIX	38376FHK1	February 2039
		EI	52,304,750	NTL (SEQ/AD)	6.00	FIX/IO	38376FHL9	February 2039
		EO	31,382,850	SEQ/AD	0.00	PO	38376FHM7	February 2039
Security Group 11								
Combination 32								
GE	\$416,565,194	KF	\$416,565,194	PAC/AD	(5)	FLT	38376FHN5	March 2039
JF	416,565,194							
Combination 33								
GE	\$416,565,194	AF	\$416,565,194	PAC/AD	(5)	FLT	38376FHP0	March 2039
GH	416,565,194							
JF	416,565,194							

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 34								
GE	\$416,565,194	LF	\$416,565,194	PAC/AD	(5)	FLT	38376FHQ8	March 2039
GH	416,565,194							
GJ	416,565,194							
JF	416,565,194							
Combination 35								
GE	\$416,565,194	BF	\$416,565,194	PAC/AD	(5)	FLT	38376FHR6	March 2039
GH	416,565,194							
GJ	416,565,194							
GK	416,565,194							
JF	416,565,194							
Combination 36								
BS	\$416,565,194	JS	\$416,565,194	NTL (PAC/AD)	(5)	INV/IO	38376FHS4	March 2039
GE	416,565,194							
GH	416,565,194							
GJ	416,565,194							
GK	416,565,194							
Combination 37								
BS	\$416,565,194	KS	\$416,565,194	NTL (PAC/AD)	(5)	INV/IO	38376FHT2	March 2039
GH	416,565,194							
GJ	416,565,194							
GK	416,565,194							

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 38									
BS	\$416,565,194	AS	\$416,565,194	NTL (PAC/AD)	(5)	INV/IO	38376FHU9	March 2039	
GJ	416,565,194								
GK	416,565,194								
Combination 39									
BS	\$416,565,194	LS	\$416,565,194	NTL (PAC/AD)	(5)	INV/IO	38376FHV7	March 2039	
GK	416,565,194								
Combination 40									
CF	\$287,822,841	DF	\$287,822,841	PAC/AD	(5)	FLT	38376FHW5	March 2039	
GA	287,822,841								
Combination 41									
CF	\$287,822,841	EF	\$287,822,841	PAC/AD	(5)	FLT	38376FHX3	March 2039	
GA	287,822,841								
GB	287,822,841								
Combination 42									
CF	\$287,822,841	NF	\$287,822,841	PAC/AD	(5)	FLT	38376FHY1	March 2039	
GA	287,822,841								
GB	287,822,841								
GC	287,822,841								
Combination 43									
CF	\$287,822,841	HF	\$287,822,841	PAC/AD	(5)	FLT	38376FHZ8	March 2039	
GA	287,822,841								
GB	287,822,841								
GC	287,822,841								
GD	287,822,841								

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 44								
GA	\$287,822,841	CS	\$287,822,841	NTL (PAC/AD)	(5)	INV/IO	38376FJA1	March 2039
GB	287,822,841							
GC	287,822,841							
GD	287,822,841							
HS	287,822,841							
Combination 45								
GB	\$287,822,841	DS	\$287,822,841	NTL (PAC/AD)	(5)	INV/IO	38376FJB9	March 2039
GC	287,822,841							
GD	287,822,841							
HS	287,822,841							
Combination 46								
GC	\$287,822,841	ES	\$287,822,841	NTL (PAC/AD)	(5)	INV/IO	38376FJC7	March 2039
GD	287,822,841							
HS	287,822,841							
Combination 47								
GD	\$287,822,841	NS	\$287,822,841	NTL (PAC/AD)	(5)	INV/IO	38376FJD5	March 2039
HS	287,822,841							
Security Group 12								
Combination 48								
OQ	\$ 15,889,895	TQ	\$ 15,889,895	SC/PT	(5)	INV	38376FJE3	November 2035
SQ	52,966,316							

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)
Security Group 13								
Combination 49								
OW	\$ 15,768,851	TW	\$ 15,768,851	SC/PT	(5)	INV	38376FJL7	August 2035
SW	52,562,835							
Security Groups 12 and 13								
Combination 50(7)								
OQ	\$ 15,889,895	OA	\$ 31,658,746	SC/PT	0.00%	PO	38376FJM5	November 2035
OW	15,768,851							
Combination 51(7)								
SQ	\$ 52,966,316	WQ	\$ 105,529,151	NTL (SC/PT)	(5)	INV/IO	38376FJN3	November 2035
SW	52,562,835							

(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 2, 3, 17, 18, 20, 21 and 31, various subcombinations are permitted. See "Description of the Securities — Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations.

(7) Combinations 50 and 51 are derived from REMIC classes of separate Security Groups.

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
Initial Balance	\$562,500,000.00	\$108,850,000.00	\$495,400,000.00
September 2009	558,161,534.85	107,914,892.39	489,949,921.41
October 2009	553,872,596.73	107,046,690.94	484,715,058.15
November 2009	549,271,395.54	106,108,801.07	479,178,873.28
December 2009.	544,362,972.24	105,102,238.27	473,348,299.08
January 2010.	539,152,851.87	104,028,128.87	467,230,763.78
February 2010.	533,647,034.54	102,887,708.19	460,834,176.93
March 2010.	527,851,985.14	101,682,318.60	454,166,913.39
April 2010.	521,774,621.76	100,413,407.09	447,237,795.84
May 2010	515,422,302.90	99,082,522.65	440,056,076.06
June 2010	508,802,813.47	97,691,313.37	432,631,414.84
July 2010	501,924,349.57	96,241,523.18	424,973,860.69
August 2010	494,795,502.17	94,734,988.43	417,093,827.32
September 2010	487,425,239.65	93,173,634.08	409,002,070.09
October 2010	479,822,889.29	91,559,469.78	400,709,661.33
November 2010	471,998,117.78	89,894,585.54	392,227,964.77
December 2010.	463,960,910.72	88,181,147.33	383,568,609.06
January 2011.	455,721,551.31	86,421,392.35	374,743,460.49
February 2011.	447,290,598.10	84,617,624.12	365,764,594.97
March 2011.	438,678,862.05	82,772,207.44	356,950,381.31
April 2011.	429,897,382.88	80,887,563.06	348,297,839.21
May 2011	420,957,404.78	78,966,162.31	339,804,041.84
June 2011	412,170,419.06	77,010,521.51	331,466,114.90
July 2011	403,533,846.59	75,089,157.63	323,281,235.71
August 2011	395,045,151.32	73,201,478.47	315,246,632.22
September 2011	386,701,839.51	71,346,901.97	307,359,582.17
October 2011	378,501,459.06	69,524,856.02	299,617,412.16
November 2011	370,441,598.83	67,734,778.29	292,017,496.82
December 2011.	362,519,887.93	65,976,116.11	284,557,257.91
January 2012.	354,733,995.07	64,248,326.24	277,234,163.50
February 2012.	347,081,627.91	62,550,874.77	270,045,727.14
March 2012.	339,560,532.39	60,883,236.91	262,989,507.04
April 2012.	332,168,492.11	59,244,896.87	256,063,105.31
May 2012	324,903,327.73	57,635,347.70	249,264,167.10
June 2012	317,762,896.31	56,054,091.11	242,590,379.93
July 2012	310,745,090.71	54,500,637.39	236,039,472.84
August 2012	303,847,839.04	52,974,505.17	229,609,215.72
September 2012	297,069,104.04	51,475,221.38	223,297,418.52
October 2012	290,406,882.50	50,002,321.02	217,101,930.60

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
November 2012	\$283,859,204.72	\$ 48,555,347.08	\$211,020,639.97
December 2012.	277,424,133.92	47,133,850.37	205,051,472.61
January 2013.	271,099,765.74	45,737,389.43	199,192,391.84
February 2013.	264,884,227.66	44,365,530.33	193,441,397.57
March 2013.	258,775,678.48	43,017,846.62	187,796,525.73
April 2013.	252,772,307.83	41,693,919.13	182,255,847.55
May 2013	246,872,335.60	40,393,335.92	176,817,469.01
June 2013	241,074,011.51	39,115,692.07	171,479,530.13
July 2013	235,375,614.55	37,860,589.65	166,240,204.44
August 2013	229,775,452.52	36,627,637.54	161,151,179.50
September 2013	224,271,861.56	35,416,451.33	156,216,501.86
October 2013	218,863,205.68	34,243,692.93	151,431,523.29
November 2013	213,547,876.27	33,109,465.20	146,791,734.80
December 2013.	208,324,291.67	32,012,510.01	142,292,762.44
January 2014.	203,190,896.70	30,951,610.14	137,930,363.30
February 2014.	198,146,162.26	29,925,587.88	133,700,421.60
March 2014.	193,188,584.86	28,933,303.84	129,598,944.88
April 2014.	188,350,798.79	27,973,655.63	125,622,060.36
May 2014	183,632,374.89	27,045,576.74	121,766,011.31
June 2014	179,030,399.63	26,148,035.28	118,027,153.66
July 2014	174,542,030.00	25,280,032.97	114,401,952.55
August 2014	170,164,491.87	24,440,603.96	110,886,979.17
September 2014	165,895,078.30	23,628,813.83	107,478,907.50
October 2014	161,731,147.94	22,843,758.55	104,174,511.32
November 2014	157,670,123.41	22,084,563.52	100,970,661.17
December 2014.	153,709,489.84	21,350,382.59	97,864,321.50
January 2015.	149,846,793.27	20,640,397.15	94,852,547.85
February 2015.	146,079,639.25	19,953,815.22	91,932,484.12
March 2015.	142,405,691.39	19,289,870.64	89,101,359.96
April 2015.	138,822,669.95	18,647,822.15	86,356,488.18
May 2015	135,328,350.47	18,026,952.68	83,695,262.28
June 2015	131,920,562.45	17,426,568.46	81,115,154.03
July 2015	128,597,188.07	16,845,998.37	78,613,711.13
August 2015	125,356,160.86	16,284,593.11	76,188,554.96
September 2015	122,195,464.54	15,741,724.57	73,837,378.37
October 2015	119,113,131.74	15,216,785.10	71,557,943.51
November 2015	116,107,242.87	14,709,186.85	69,348,079.81
December 2015.	113,175,924.93	14,218,361.12	67,205,681.93
January 2016.	110,317,350.41	13,743,757.79	65,128,707.83
February 2016.	107,529,736.20	13,284,844.65	63,115,176.87
March 2016.	104,811,342.50	12,841,106.86	61,163,167.98
April 2016.	102,160,471.76	12,412,046.36	59,270,817.85
May 2016	99,575,467.70	11,997,181.35	57,436,319.24

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
June 2016	\$ 97,054,714.31	\$ 11,596,045.74	\$ 55,657,919.29
July 2016	94,596,634.82	11,208,188.68	53,933,917.86
August 2016	92,199,690.84	10,833,174.01	52,262,666.01
September 2016	89,862,381.36	10,470,579.80	50,642,564.43
October 2016	87,583,241.90	10,119,997.93	49,072,061.94
November 2016	85,360,843.57	9,781,033.57	47,549,654.10
December 2016	83,193,792.28	9,453,304.83	46,073,881.76
January 2017	81,080,727.85	9,136,442.25	44,643,329.72
February 2017	79,020,323.19	8,830,088.46	43,256,625.44
March 2017	77,011,283.55	8,533,897.79	41,912,437.72
April 2017	75,052,345.66	8,247,535.83	40,609,475.48
May 2017	73,142,277.04	7,970,679.13	39,346,486.57
June 2017	71,279,875.24	7,703,014.81	38,122,256.57
July 2017	69,463,967.06	7,444,240.20	36,935,607.71
August 2017	67,693,407.93	7,194,062.57	35,785,397.72
September 2017	65,967,081.15	6,952,198.72	34,670,518.80
October 2017	64,283,897.24	6,718,374.75	33,589,896.54
November 2017	62,642,793.27	6,492,325.72	32,542,489.00
December 2017	61,042,732.25	6,273,795.34	31,527,285.66
January 2018	59,482,702.48	6,062,535.72	30,543,306.51
February 2018	57,961,716.91	5,858,307.11	29,589,601.12
March 2018	56,478,812.60	5,660,877.58	28,665,247.78
April 2018	55,033,050.09	5,470,022.81	27,769,352.60
May 2018	53,623,512.87	5,285,525.83	26,901,048.72
June 2018	52,249,306.77	5,107,176.78	26,059,495.46
July 2018	50,909,559.49	4,934,772.67	25,243,877.53
August 2018	49,603,420.01	4,768,117.17	24,453,404.31
September 2018	48,330,058.10	4,607,020.38	23,687,309.07
October 2018	47,088,663.83	4,451,298.65	22,944,848.27
November 2018	45,878,447.03	4,300,774.32	22,225,300.86
December 2018	44,698,636.87	4,155,275.58	21,527,967.60
January 2019	43,548,481.36	4,014,636.26	20,852,170.41
February 2019	42,427,246.89	3,878,695.62	20,197,251.74
March 2019	41,334,217.80	3,747,298.23	19,562,573.92
April 2019	40,268,695.92	3,620,293.74	18,947,518.61
May 2019	39,230,000.18	3,497,536.74	18,351,486.19
June 2019	38,217,466.16	3,378,886.59	17,773,895.19
July 2019	37,230,445.73	3,264,207.30	17,214,181.77
August 2019	36,268,306.60	3,153,367.30	16,671,799.17
September 2019	35,330,431.99	3,046,239.40	16,146,217.20
October 2019	34,416,220.19	2,942,700.54	15,636,921.75
November 2019	33,525,084.27	2,842,631.73	15,143,414.29
December 2019	32,656,451.66	2,745,917.91	14,665,211.42

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
January 2020	\$ 31,809,763.83	\$ 2,652,447.77	\$ 14,201,844.40
February 2020	30,984,475.95	2,562,113.69	13,752,858.69
March 2020	30,180,056.53	2,474,811.57	13,317,813.58
April 2020	29,395,987.13	2,390,440.75	12,896,281.73
May 2020	28,631,762.03	2,308,903.88	12,487,848.75
June 2020	27,886,887.91	2,230,106.82	12,092,112.87
July 2020	27,160,883.57	2,153,958.53	11,708,684.49
August 2020	26,453,279.61	2,080,370.96	11,337,185.88
September 2020	25,763,618.16	2,009,258.97	10,977,250.76
October 2020	25,091,452.60	1,940,540.22	10,628,524.00
November 2020	24,436,347.29	1,874,135.10	10,290,661.28
December 2020	23,797,877.27	1,809,966.61	9,963,328.72
January 2021	23,175,628.04	1,747,960.28	9,646,202.63
February 2021	22,569,195.30	1,688,044.14	9,338,969.13
March 2021	21,978,184.67	1,630,148.54	9,041,323.94
April 2021	21,402,211.49	1,574,206.16	8,752,972.00
May 2021	20,840,900.56	1,520,151.90	8,473,627.26
June 2021	20,293,885.89	1,467,922.81	8,203,012.37
July 2021	19,760,810.54	1,417,458.02	7,940,858.44
August 2021	19,241,326.33	1,368,698.65	7,686,904.76
September 2021	18,735,093.65	1,321,587.80	7,440,898.58
October 2021	18,241,781.28	1,276,070.43	7,202,594.85
November 2021	17,761,066.14	1,232,093.32	6,971,755.99
December 2021	17,292,633.13	1,189,605.01	6,748,151.68
January 2022	16,836,174.90	1,148,555.76	6,531,558.60
February 2022	16,391,391.70	1,108,897.46	6,321,760.28
March 2022	15,957,991.16	1,070,583.59	6,118,546.83
April 2022	15,535,688.12	1,033,569.17	5,921,714.78
May 2022	15,124,204.47	997,810.72	5,731,066.89
June 2022	14,723,268.95	963,266.20	5,546,411.92
July 2022	14,332,617.02	929,894.95	5,367,564.50
August 2022	13,951,990.67	897,657.67	5,194,344.90
September 2022	13,581,138.23	866,516.36	5,026,578.90
October 2022	13,219,814.30	836,434.27	4,864,097.62
November 2022	12,867,779.52	807,375.89	4,706,737.32
December 2022	12,524,800.44	779,306.86	4,554,339.30
January 2023	12,190,649.40	752,193.99	4,406,749.70
February 2023	11,865,104.38	726,005.17	4,263,819.38
March 2023	11,547,948.83	700,709.37	4,125,403.76
April 2023	11,238,971.58	676,276.58	3,991,362.70
May 2023	10,937,966.69	652,677.80	3,861,560.35
June 2023	10,644,733.32	629,884.97	3,735,865.02
July 2023	10,359,075.58	607,871.00	3,614,149.07

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
August 2023	\$ 10,080,802.48	\$ 586,609.66	\$ 3,496,288.76
September 2023	9,809,727.73	566,075.63	3,382,164.17
October 2023	9,545,669.67	546,244.40	3,271,659.04
November 2023	9,288,451.16	527,092.30	3,164,660.68
December 2023.	9,037,899.45	508,596.44	3,061,059.89
January 2024.	8,793,846.05	490,734.68	2,960,750.79
February 2024.	8,556,126.70	473,485.65	2,863,630.77
March 2024.	8,324,581.20	456,828.65	2,769,600.38
April 2024.	8,099,053.31	440,743.70	2,678,563.21
May 2024	7,879,390.70	425,211.48	2,590,425.84
June 2024	7,665,444.83	410,213.32	2,505,097.71
July 2024	7,457,070.82	395,731.14	2,422,491.05
August 2024	7,254,127.45	381,747.52	2,342,520.79
September 2024	7,056,476.95	368,245.57	2,265,104.49
October 2024	6,863,985.04	355,208.99	2,190,162.24
November 2024	6,676,520.74	342,622.02	2,117,616.60
December 2024.	6,493,956.36	330,469.44	2,047,392.52
January 2025.	6,316,167.37	318,736.50	1,979,417.27
February 2025.	6,143,032.37	307,408.98	1,913,620.34
March 2025.	5,974,432.97	296,473.13	1,849,933.42
April 2025.	5,810,253.74	285,915.66	1,788,290.31
May 2025	5,650,382.12	275,723.70	1,728,626.83
June 2025	5,494,708.38	265,884.85	1,670,880.82
July 2025	5,343,125.51	256,387.09	1,614,992.01
August 2025	5,195,529.19	247,218.83	1,560,902.02
September 2025	5,051,817.69	238,368.86	1,508,554.25
October 2025	4,911,891.84	229,826.34	1,457,893.87
November 2025	4,775,654.94	221,580.80	1,408,867.74
December 2025.	4,643,012.72	213,622.12	1,361,424.38
January 2026.	4,513,873.24	205,940.51	1,315,513.88
February 2026.	4,388,146.91	198,526.53	1,271,087.89
March 2026.	4,265,746.34	191,371.04	1,228,099.58
April 2026.	4,146,586.36	184,465.22	1,186,503.53
May 2026	4,030,583.91	177,800.53	1,146,255.76
June 2026	3,917,658.03	171,368.72	1,107,313.65
July 2026	3,807,729.78	165,161.85	1,069,635.90
August 2026	3,700,722.22	159,172.20	1,033,182.50
September 2026	3,596,560.32	153,392.34	997,914.67
October 2026	3,495,170.94	147,815.08	963,794.85
November 2026	3,396,482.79	142,433.48	930,786.65
December 2026.	3,300,426.35	137,240.82	898,854.79
January 2027.	3,206,933.87	132,230.63	867,965.12
February 2027.	3,115,939.29	127,396.63	838,084.52

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
March 2027	\$ 3,027,378.23	\$ 122,732.77	\$ 809,180.94
April 2027	2,941,187.90	118,233.20	781,223.30
May 2027	2,857,307.11	113,892.28	754,181.51
June 2027	2,775,676.23	109,704.53	728,026.39
July 2027	2,696,237.10	105,664.69	702,729.70
August 2027	2,618,933.04	101,767.66	678,264.07
September 2027	2,543,708.81	98,008.51	654,602.98
October 2027	2,470,510.56	94,382.48	631,720.76
November 2027	2,399,285.78	90,884.99	609,592.52
December 2027	2,329,983.32	87,511.58	588,194.16
January 2028	2,262,553.29	84,257.97	567,502.32
February 2028	2,196,947.08	81,120.01	547,494.40
March 2028	2,133,117.32	78,093.70	528,148.49
April 2028	2,071,017.81	75,175.18	509,443.36
May 2028	2,010,603.54	72,360.70	491,358.46
June 2028	1,951,830.64	69,646.66	473,873.88
July 2028	1,894,656.34	67,029.57	456,970.34
August 2028	1,839,038.97	64,506.06	440,629.15
September 2028	1,784,937.91	62,072.88	424,832.22
October 2028	1,732,313.56	59,726.90	409,562.03
November 2028	1,681,127.34	57,465.06	394,801.62
December 2028	1,631,341.65	55,284.45	380,534.53
January 2029	1,582,919.83	53,182.23	366,744.85
February 2029	1,535,826.19	51,155.66	353,417.17
March 2029	1,490,025.89	49,202.11	340,536.55
April 2029	1,445,485.03	47,319.02	328,088.54
May 2029	1,402,170.55	45,503.93	316,059.11
June 2029	1,360,050.22	43,754.46	304,434.73
July 2029	1,319,092.67	42,068.31	293,202.24
August 2029	1,279,267.29	40,443.27	282,348.94
September 2029	1,240,544.27	38,877.18	271,862.51
October 2029	1,202,894.57	37,367.99	261,731.02
November 2029	1,166,289.87	35,913.68	251,942.93
December 2029	1,130,702.58	34,512.34	242,487.04
January 2030	1,096,105.84	33,162.10	233,352.54
February 2030	1,062,473.45	31,861.15	224,528.95
March 2030	1,029,779.88	30,607.77	216,006.10
April 2030	998,000.28	29,400.26	207,774.17
May 2030	967,110.40	28,237.02	199,823.65
June 2030	937,086.65	27,116.47	192,145.32
July 2030	907,906.02	26,037.12	184,730.26
August 2030	879,546.11	24,997.49	177,569.84
September 2030	851,985.06	23,996.18	170,655.69

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
October 2030	\$ 825,201.62	\$ 23,031.83	\$ 163,979.72
November 2030	799,175.05	22,103.14	157,534.10
December 2030.	773,885.16	21,208.82	151,311.24
January 2031.	749,312.28	20,347.66	145,303.80
February 2031.	725,437.24	19,518.49	139,504.66
March 2031.	702,241.37	18,720.15	133,906.95
April 2031.	679,706.47	17,951.55	128,504.00
May 2031	657,814.84	17,211.62	123,289.38
June 2031	636,549.20	16,499.35	118,256.83
July 2031	615,892.74	15,813.74	113,400.32
August 2031	595,829.07	15,153.83	108,714.00
September 2031	576,342.25	14,518.71	104,192.22
October 2031	557,416.72	13,907.48	99,829.49
November 2031	539,037.34	13,319.29	95,620.52
December 2031.	521,189.37	12,753.31	91,560.18
January 2032.	503,858.45	12,208.73	87,643.50
February 2032.	487,030.56	11,684.79	83,865.69
March 2032.	470,692.10	11,180.74	80,222.08
April 2032.	454,829.78	10,695.86	76,708.18
May 2032	439,430.68	10,229.45	73,319.64
June 2032	424,482.20	9,780.86	70,052.25
July 2032	409,972.08	9,349.43	66,901.93
August 2032	395,888.37	8,934.53	63,864.73
September 2032	382,219.45	8,535.58	60,936.84
October 2032	368,953.97	8,151.98	58,114.57
November 2032	356,080.92	7,783.17	55,394.35
December 2032.	343,589.55	7,428.63	52,772.72
January 2033.	331,469.39	7,087.82	50,246.33
February 2033.	319,710.25	6,760.25	47,811.95
March 2033.	308,302.22	6,445.42	45,466.46
April 2033.	297,235.63	6,142.87	43,206.82
May 2033	286,501.08	5,852.16	41,030.10
June 2033	276,089.40	5,572.83	38,933.49
July 2033	265,991.67	5,304.49	36,914.22
August 2033	256,199.22	5,046.71	34,969.66
September 2033	246,703.59	4,799.11	33,097.25
October 2033	237,496.53	4,561.31	31,294.49
November 2033	228,570.04	4,332.95	29,559.00
December 2033.	219,916.32	4,113.68	27,888.46
January 2034.	211,527.76	3,903.16	26,280.62
February 2034.	203,396.97	3,701.06	24,733.32
March 2034.	195,516.74	3,507.08	23,244.45
April 2034.	187,880.07	3,320.90	21,812.00

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
May 2034	\$ 180,480.14	\$ 3,142.24	\$ 20,433.99
June 2034	173,310.30	2,970.81	19,108.54
July 2034	166,364.08	2,806.34	17,833.81
August 2034	159,635.19	2,648.57	16,608.03
September 2034	153,117.50	2,497.25	15,429.48
October 2034	146,805.05	2,352.14	14,296.51
November 2034	140,692.03	2,212.99	13,207.52
December 2034.	134,772.80	2,079.59	12,160.95
January 2035.	129,041.85	1,951.71	11,155.32
February 2035.	123,493.84	1,829.15	10,189.17
March 2035.	118,123.55	1,711.70	9,261.11
April 2035.	112,925.92	1,599.17	8,369.79
May 2035	107,896.01	1,491.37	7,513.89
June 2035	103,029.03	1,388.12	6,692.16
July 2035	98,320.29	1,289.25	5,903.38
August 2035	93,765.26	1,194.57	5,146.37
September 2035	89,359.52	1,103.95	4,419.98
October 2035	85,098.75	1,017.21	3,723.12
November 2035	80,978.77	934.20	3,054.73
December 2035.	76,995.51	854.79	2,413.77
January 2036.	73,145.00	778.83	1,799.26
February 2036.	69,423.38	706.19	1,210.23
March 2036.	65,826.91	636.73	645.75
April 2036.	62,351.92	570.34	104.94
May 2036	58,994.87	506.89	0.00
June 2036	55,752.31	446.27	0.00
July 2036	52,620.87	388.36	0.00
August 2036	49,597.28	333.06	0.00
September 2036	46,678.37	280.27	0.00
October 2036	43,861.04	229.88	0.00
November 2036	41,142.28	181.80	0.00
December 2036.	38,519.17	135.93	0.00
January 2037.	35,988.85	92.19	0.00
February 2037.	33,548.57	50.50	0.00
March 2037.	31,195.63	10.76	0.00
April 2037.	28,927.42	0.00	0.00
May 2037	26,741.38	0.00	0.00
June 2037	24,635.05	0.00	0.00
July 2037	22,606.01	0.00	0.00
August 2037	20,651.93	0.00	0.00
September 2037	18,770.53	0.00	0.00
October 2037	16,959.60	0.00	0.00
November 2037	15,217.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes A and FA (in the aggregate)</u>	<u>Classes FB, KA and QE (in the aggregate)</u>	<u>Classes EN, EP, EZ, FH, GF, NP and QO (in the aggregate)</u>
December 2037	\$ 13,540.62	\$ 0.00	\$ 0.00
January 2038	11,928.43	0.00	0.00
February 2038	10,378.47	0.00	0.00
March 2038	8,888.81	0.00	0.00
April 2038	7,457.58	0.00	0.00
May 2038	6,082.97	0.00	0.00
June 2038	4,763.22	0.00	0.00
July 2038	3,496.61	0.00	0.00
August 2038	2,281.48	0.00	0.00
September 2038	1,116.21	0.00	0.00
October 2038 and thereafter	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
Initial Balance	\$35,244,379.00	\$286,262,512.00	\$1,094,310,000.00
September 2009	35,143,240.54	285,405,149.85	1,082,779,993.35
October 2009	35,025,516.99	284,479,774.09	1,071,737,040.12
November 2009	34,891,324.47	283,486,712.53	1,059,937,656.92
December 2009	34,740,798.46	282,426,328.26	1,047,397,258.91
January 2010	34,574,093.69	281,299,019.43	1,034,132,639.55
February 2010	34,391,383.99	280,105,219.09	1,020,161,937.44
March 2010	34,192,862.18	278,845,394.86	1,005,504,598.91
April 2010	33,978,739.80	277,520,048.75	990,181,336.28
May 2010	33,749,246.95	276,129,716.78	974,214,082.03
June 2010	33,504,632.00	274,674,968.70	957,625,938.91
July 2010	33,245,161.34	273,156,407.58	940,441,126.23
August 2010	32,971,119.06	271,574,669.44	922,684,922.29
September 2010	32,682,806.65	269,930,422.82	904,383,603.39
October 2010	32,380,542.58	268,224,368.33	885,564,379.37
November 2010	32,064,661.98	266,457,238.16	866,255,326.10
December 2010	31,735,516.20	264,629,795.60	846,485,314.90
January 2011	31,393,472.39	262,742,834.45	826,283,939.44
February 2011	31,038,913.02	260,797,178.51	805,681,440.04
March 2011	30,672,235.40	258,793,680.97	784,708,625.91
April 2011	30,293,851.22	256,733,223.77	763,396,795.46
May 2011	29,904,185.96	254,616,717.02	742,515,561.86
June 2011	29,503,678.40	252,445,098.25	722,056,321.69
July 2011	29,092,780.00	250,219,331.80	702,010,642.14
August 2011	28,671,954.33	247,940,408.06	682,370,257.57
September 2011	28,241,676.47	245,609,342.76	663,127,066.30
October 2011	27,817,904.53	243,290,540.83	644,273,127.31
November 2011	27,400,578.49	240,983,939.06	625,800,657.11
December 2011	26,989,638.80	238,689,474.53	607,702,026.59
January 2012	26,585,026.39	236,407,084.67	589,969,758.03
February 2012	26,186,682.65	234,136,707.21	572,596,522.08
March 2012	25,794,549.47	231,878,280.21	555,575,134.82
April 2012	25,408,569.14	229,631,742.06	538,898,554.93
May 2012	25,028,684.48	227,397,031.44	522,559,880.84
June 2012	24,654,838.70	225,174,087.38	506,552,347.99
July 2012	24,286,975.51	222,962,849.18	490,869,326.11
August 2012	23,925,039.04	220,763,256.50	475,504,316.60
September 2012	23,568,973.88	218,575,249.28	460,450,949.91
October 2012	23,218,725.06	216,398,767.78	445,702,982.96
November 2012	22,874,238.05	214,233,752.55	431,254,296.73
December 2012	22,535,458.74	212,080,144.47	417,098,893.71
January 2013	22,202,333.47	209,937,884.72	403,230,895.58
February 2013	21,874,809.00	207,806,914.77	389,644,540.80

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
March 2013	\$21,552,832.52	\$ 205,687,176.40	\$ 376,334,182.35
April 2013	21,236,351.65	203,578,611.68	363,294,285.42
May 2013	20,925,314.41	201,481,162.99	350,646,714.87
June 2013	20,619,669.26	199,394,773.00	338,436,478.42
July 2013	20,319,365.05	197,319,384.68	326,648,534.91
August 2013	20,024,351.04	195,254,941.30	315,268,358.28
September 2013	19,734,576.94	193,201,386.39	304,281,919.95
October 2013	19,449,992.82	191,158,663.80	293,675,671.86
November 2013	19,170,549.14	189,126,717.67	283,436,530.07
December 2013	18,896,196.81	187,105,492.41	273,551,858.92
January 2014	18,626,887.10	185,094,932.73	264,009,455.71
February 2014	18,362,571.67	183,094,983.62	254,797,535.94
March 2014	18,103,202.59	181,105,590.34	245,904,719.02
April 2014	17,848,732.29	179,126,698.46	237,320,014.46
May 2014	17,599,113.62	177,158,253.80	229,032,808.59
June 2014	17,354,299.76	175,200,202.49	221,032,851.64
July 2014	17,114,244.33	173,252,490.90	213,310,245.35
August 2014	16,878,901.28	171,315,065.70	205,855,430.93
September 2014	16,648,224.92	169,387,873.84	198,659,177.49
October 2014	16,422,169.99	167,470,862.52	191,712,570.80
November 2014	16,200,691.54	165,563,979.24	185,007,002.49
December 2014	15,983,745.00	163,667,171.74	178,534,159.63
January 2015	15,771,286.18	161,780,388.05	172,286,014.54
February 2015	15,563,271.23	159,903,576.46	166,254,815.14
March 2015	15,359,656.66	158,036,685.52	160,433,075.46
April 2015	15,160,399.31	156,179,664.07	154,813,566.57
May 2015	14,965,456.43	154,332,461.17	149,389,307.76
June 2015	14,774,785.56	152,495,026.19	144,153,558.11
July 2015	14,588,344.60	150,667,308.73	139,099,808.22
August 2015	14,406,091.82	148,849,258.64	134,221,772.34
September 2015	14,227,985.78	147,040,826.07	129,513,380.66
October 2015	14,053,985.44	145,241,961.38	124,968,772.01
November 2015	13,884,050.04	143,452,615.23	120,582,286.64
December 2015	13,718,139.19	141,672,738.48	116,348,459.35
January 2016	13,556,212.79	139,902,282.30	112,262,012.86
February 2016	13,398,231.11	138,141,198.07	108,317,851.32
March 2016	13,244,154.72	136,389,437.44	104,511,054.16
April 2016	13,093,944.52	134,646,952.30	100,836,870.03
May 2016	12,947,561.74	132,913,694.79	97,290,711.06
June 2016	12,804,967.89	131,189,617.31	93,868,147.23
July 2016	12,666,124.86	129,474,672.47	90,564,900.94
August 2016	12,530,994.79	127,768,813.16	87,376,841.84

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
September 2016	\$12,399,540.16	\$ 126,071,992.50	\$ 84,299,981.75
October 2016	12,271,723.76	124,384,163.84	81,330,469.80
November 2016	12,147,508.68	122,705,280.78	78,464,587.72
December 2016	12,026,858.31	121,035,297.17	75,698,745.30
January 2017	11,909,736.35	119,374,167.07	73,029,475.98
February 2017	11,796,106.80	117,721,844.80	70,453,432.65
March 2017	11,685,933.93	116,078,284.91	67,967,383.52
April 2017	11,579,182.35	114,443,442.18	65,568,208.16
May 2017	11,475,816.93	112,817,271.61	63,252,893.71
June 2017	11,375,802.84	111,199,728.46	61,018,531.18
July 2017	11,279,105.53	109,590,768.20	58,862,311.88
August 2017	11,185,690.75	107,990,346.54	56,781,523.97
September 2017	11,095,524.53	106,398,419.40	54,773,549.15
October 2017	11,008,573.16	104,814,942.95	52,835,859.45
November 2017	10,924,803.25	103,239,873.57	50,966,014.12
December 2017	10,844,181.66	101,673,167.86	49,161,656.65
January 2018	10,766,675.51	100,114,782.67	47,420,511.85
February 2018	10,692,252.24	98,564,675.04	45,740,383.09
March 2018	10,612,068.37	97,031,613.40	44,119,149.58
April 2018	10,520,622.53	95,521,024.56	42,554,763.77
May 2018	10,418,159.51	94,032,589.68	41,045,248.84
June 2018	10,310,362.21	92,565,994.38	39,588,696.26
July 2018	10,199,328.28	91,120,928.64	38,183,263.44
August 2018	10,085,159.81	89,697,086.77	36,827,171.49
September 2018	9,967,956.89	88,294,167.32	35,518,702.99
October 2018	9,847,817.55	86,911,873.05	34,256,199.91
November 2018	9,724,837.88	85,549,910.86	33,038,061.55
December 2018	9,599,112.03	84,207,991.72	31,862,742.58
January 2019	9,470,732.26	82,885,830.63	30,728,751.11
February 2019	9,339,788.94	81,583,146.57	29,634,646.88
March 2019	9,206,370.58	80,299,662.44	28,579,039.49
April 2019	9,070,563.94	79,035,104.98	27,560,586.65
May 2019	8,932,453.96	77,789,204.76	26,577,992.53
June 2019	8,792,123.84	76,561,696.10	25,630,006.19
July 2019	8,649,655.07	75,352,317.03	24,715,420.01
August 2019	8,505,127.46	74,160,809.22	23,833,068.21
September 2019	8,358,619.14	72,986,917.96	22,981,825.40
October 2019	8,210,206.65	71,830,392.08	22,160,605.18
November 2019	8,059,964.88	70,690,983.94	21,368,358.82
December 2019	7,907,967.20	69,568,449.32	20,604,073.95
January 2020	7,754,285.38	68,462,547.45	19,866,773.31
February 2020	7,598,989.73	67,373,040.88	19,155,513.52

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
March 2020	\$ 7,442,149.02	\$ 66,299,695.51	\$ 18,469,383.96
April 2020	7,283,830.57	65,242,280.50	17,807,505.57
May 2020	7,124,100.26	64,200,568.24	17,169,029.83
June 2020	6,963,022.57	63,174,334.28	16,553,137.67
July 2020	6,800,660.58	62,163,357.32	15,959,038.44
August 2020	6,637,075.98	61,167,419.17	15,385,968.99
September 2020	6,472,329.16	60,186,304.67	14,833,192.65
October 2020	6,306,479.16	59,219,801.67	14,299,998.35
November 2020	6,139,583.74	58,267,701.00	13,785,699.75
December 2020	5,971,699.38	57,329,796.41	13,289,634.36
January 2021	5,802,881.33	56,405,884.53	12,811,162.71
February 2021	5,633,183.57	55,495,764.85	12,349,667.59
March 2021	5,462,658.93	54,599,239.65	11,904,553.26
April 2021	5,291,359.02	53,716,113.99	11,475,244.70
May 2021	5,119,334.30	52,846,195.66	11,061,186.91
June 2021	4,946,634.07	51,989,295.14	10,661,844.20
July 2021	4,773,306.54	51,145,225.57	10,276,699.54
August 2021	4,599,398.79	50,313,802.69	9,905,253.93
September 2021	4,424,956.82	49,494,844.86	9,547,025.70
October 2021	4,250,025.62	48,688,172.93	9,201,550.03
November 2021	4,074,649.04	47,893,610.33	8,868,378.24
December 2021	3,898,869.99	47,110,982.91	8,547,077.34
January 2022	3,722,730.35	46,340,118.99	8,237,229.42
February 2022	3,546,270.99	45,580,849.29	7,938,431.14
March 2022	3,369,531.85	44,833,006.91	7,650,293.25
April 2022	3,192,551.88	44,096,427.30	7,372,440.07
May 2022	3,015,369.10	43,370,948.21	7,104,509.04
June 2022	2,838,020.65	42,656,409.67	6,846,150.27
July 2022	2,660,542.73	41,952,653.95	6,597,026.07
August 2022	2,482,970.69	41,259,525.54	6,356,810.57
September 2022	2,305,338.97	40,576,871.14	6,125,189.27
October 2022	2,127,681.18	39,904,539.57	5,901,858.68
November 2022	1,950,030.12	39,242,381.79	5,686,525.91
December 2022	1,772,417.72	38,590,250.85	5,478,908.32
January 2023	1,594,875.14	37,948,001.89	5,278,733.15
February 2023	1,417,432.74	37,315,492.05	5,085,737.20
March 2023	1,240,120.12	36,692,580.50	4,899,666.47
April 2023	1,062,966.07	36,079,128.41	4,720,275.85
May 2023	885,998.68	35,474,998.87	4,547,328.84
June 2023	709,245.31	34,880,056.92	4,380,597.20
July 2023	532,732.56	34,294,169.50	4,219,860.70
August 2023	356,486.36	33,717,205.41	4,064,906.83

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
September 2023	\$ 180,531.95	\$ 33,149,035.31	\$ 3,915,530.52
October 2023	4,893.86	32,589,531.69	3,771,533.93
November 2023	0.00	32,038,568.83	3,632,726.11
December 2023	0.00	31,496,022.76	3,498,922.85
January 2024	0.00	30,961,771.31	3,369,946.40
February 2024	0.00	30,435,693.98	3,245,625.24
March 2024	0.00	29,917,672.01	3,125,793.89
April 2024	0.00	29,407,588.29	3,010,292.68
May 2024	0.00	28,905,327.38	2,898,967.55
June 2024	0.00	28,410,775.46	2,791,669.86
July 2024	0.00	27,923,820.33	2,688,256.21
August 2024	0.00	27,444,351.36	2,588,588.22
September 2024	0.00	26,972,259.50	2,492,532.40
October 2024	0.00	26,507,437.22	2,399,959.96
November 2024	0.00	26,049,778.53	2,310,746.64
December 2024	0.00	25,599,178.92	2,224,772.57
January 2025	0.00	25,155,535.39	2,141,922.09
February 2025	0.00	24,718,746.37	2,062,083.62
March 2025	0.00	24,288,711.73	1,985,149.53
April 2025	0.00	23,865,332.77	1,911,015.97
May 2025	0.00	23,448,512.18	1,839,582.77
June 2025	0.00	23,038,154.02	1,770,753.29
July 2025	0.00	22,634,163.74	1,704,434.30
August 2025	0.00	22,236,448.08	1,640,535.87
September 2025	0.00	21,844,915.16	1,578,971.24
October 2025	0.00	21,459,474.35	1,519,656.74
November 2025	0.00	21,080,036.35	1,462,511.64
December 2025	0.00	20,706,513.09	1,407,458.06
January 2026	0.00	20,338,817.78	1,354,420.91
February 2026	0.00	19,976,864.84	1,303,327.71
March 2026	0.00	19,620,569.91	1,254,108.60
April 2026	0.00	19,269,849.85	1,206,696.17
May 2026	0.00	18,924,622.66	1,161,025.39
June 2026	0.00	18,584,807.55	1,117,033.55
July 2026	0.00	18,250,324.85	1,074,660.17
August 2026	0.00	17,921,096.03	1,033,846.91
September 2026	0.00	17,597,043.68	994,537.49
October 2026	0.00	17,278,091.48	956,677.67
November 2026	0.00	16,964,164.22	920,215.08
December 2026	0.00	16,655,187.73	885,099.25
January 2027	0.00	16,351,088.93	851,281.51
February 2027	0.00	16,051,795.75	818,714.90

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
March 2027	\$ 0.00	\$ 15,757,237.17	\$ 787,354.14
April 2027	0.00	15,467,343.17	757,155.56
May 2027	0.00	15,182,044.73	728,077.06
June 2027	0.00	14,901,273.82	700,078.03
July 2027	0.00	14,624,963.37	673,119.30
August 2027	0.00	14,353,047.28	647,163.11
September 2027	0.00	14,085,460.38	622,173.05
October 2027	0.00	13,822,138.45	598,114.00
November 2027	0.00	13,563,018.16	574,952.10
December 2027	0.00	13,308,037.12	552,654.71
January 2028	0.00	13,057,133.79	531,190.33
February 2028	0.00	12,810,247.55	510,528.62
March 2028	0.00	12,567,318.63	490,640.31
April 2028	0.00	12,328,288.10	471,497.17
May 2028	0.00	12,093,097.90	453,071.99
June 2028	0.00	11,861,690.79	435,338.55
July 2028	0.00	11,634,010.34	418,271.55
August 2028	0.00	11,410,000.95	401,846.60
September 2028	0.00	11,189,607.79	386,040.19
October 2028	0.00	10,972,776.85	370,829.66
November 2028	0.00	10,759,454.86	356,193.16
December 2028	0.00	10,549,589.33	342,109.62
January 2029	0.00	10,343,128.54	328,558.74
February 2029	0.00	10,140,021.47	315,520.95
March 2029	0.00	9,940,217.88	302,977.36
April 2029	0.00	9,743,668.21	290,909.79
May 2029	0.00	9,550,323.66	279,300.70
June 2029	0.00	9,360,136.07	268,133.20
July 2029	0.00	9,173,058.04	257,390.99
August 2029	0.00	8,989,042.79	247,058.37
September 2029	0.00	8,808,044.26	237,120.20
October 2029	0.00	8,630,017.03	227,561.89
November 2029	0.00	8,454,916.33	218,369.39
December 2029	0.00	8,282,698.06	209,529.13
January 2030	0.00	8,113,318.73	201,028.07
February 2030	0.00	7,946,735.49	192,853.60
March 2030	0.00	7,782,906.10	184,993.61
April 2030	0.00	7,621,788.93	177,436.40
May 2030	0.00	7,463,342.97	170,170.71
June 2030	0.00	7,307,527.78	163,185.67
July 2030	0.00	7,154,303.51	156,470.83
August 2030	0.00	7,003,630.89	150,016.11

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
September 2030	\$ 0.00	\$ 6,855,471.22	\$ 143,811.78
October 2030	0.00	6,709,786.34	137,848.50
November 2030	0.00	6,566,538.67	132,117.24
December 2030	0.00	6,425,691.16	126,609.31
January 2031	0.00	6,287,207.29	121,316.34
February 2031	0.00	6,151,051.08	116,230.26
March 2031	0.00	6,017,187.07	111,343.30
April 2031	0.00	5,885,580.31	106,647.97
May 2031	0.00	5,756,196.36	102,137.06
June 2031	0.00	5,629,001.27	97,803.61
July 2031	0.00	5,503,961.61	93,640.94
August 2031	0.00	5,381,044.40	89,642.60
September 2031	0.00	5,260,217.16	85,802.37
October 2031	0.00	5,141,447.88	82,114.26
November 2031	0.00	5,024,705.02	78,572.52
December 2031	0.00	4,909,957.48	75,171.60
January 2032	0.00	4,797,174.62	71,906.13
February 2032	0.00	4,686,326.27	68,770.98
March 2032	0.00	4,577,382.66	65,761.19
April 2032	0.00	4,470,314.49	62,871.97
May 2032	0.00	4,365,092.87	60,098.73
June 2032	0.00	4,261,689.32	57,437.03
July 2032	0.00	4,160,075.79	54,882.61
August 2032	0.00	4,060,224.64	52,431.35
September 2032	0.00	3,962,108.64	50,079.31
October 2032	0.00	3,865,700.94	47,822.68
November 2032	0.00	3,770,975.09	45,657.78
December 2032	0.00	3,677,905.03	43,581.08
January 2033	0.00	3,586,465.07	41,589.18
February 2033	0.00	3,496,629.93	39,678.81
March 2033	0.00	3,408,374.65	37,846.82
April 2033	0.00	3,321,674.67	36,090.17
May 2033	0.00	3,236,505.78	34,405.94
June 2033	0.00	3,152,844.13	32,791.32
July 2033	0.00	3,070,666.21	31,243.60
August 2033	0.00	2,989,948.87	29,760.17
September 2033	0.00	2,910,669.28	28,338.54
October 2033	0.00	2,832,804.96	26,976.28
November 2033	0.00	2,756,333.77	25,671.07
December 2033	0.00	2,681,233.86	24,420.67
January 2034	0.00	2,607,483.74	23,222.95
February 2034	0.00	2,535,062.21	22,075.81

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
March 2034	\$ 0.00	\$ 2,463,948.41	\$ 20,977.28
April 2034	0.00	2,394,121.75	19,925.43
May 2034	0.00	2,325,561.97	18,918.42
June 2034	0.00	2,258,249.11	17,954.47
July 2034	0.00	2,192,163.49	17,031.88
August 2034	0.00	2,127,285.74	16,149.00
September 2034	0.00	2,063,596.74	15,304.26
October 2034	0.00	2,001,077.70	14,496.12
November 2034	0.00	1,939,710.07	13,723.14
December 2034	0.00	1,879,475.60	12,983.90
January 2035	0.00	1,820,356.29	12,277.04
February 2035	0.00	1,762,334.42	11,601.27
March 2035	0.00	1,705,392.54	10,955.34
April 2035	0.00	1,649,513.43	10,338.04
May 2035	0.00	1,594,680.15	9,748.21
June 2035	0.00	1,540,876.00	9,184.74
July 2035	0.00	1,488,084.54	8,646.56
August 2035	0.00	1,436,289.57	8,132.64
September 2035	0.00	1,385,475.12	7,641.99
October 2035	0.00	1,335,625.47	7,173.66
November 2035	0.00	1,286,725.13	6,726.73
December 2035	0.00	1,238,758.84	6,300.32
January 2036	0.00	1,191,711.57	5,893.59
February 2036	0.00	1,145,568.50	5,505.73
March 2036	0.00	1,100,315.07	5,135.96
April 2036	0.00	1,055,936.88	4,783.52
May 2036	0.00	1,012,419.80	4,447.69
June 2036	0.00	969,749.88	4,127.78
July 2036	0.00	927,913.39	3,823.13
August 2036	0.00	886,896.79	3,533.09
September 2036	0.00	846,686.76	3,257.05
October 2036	0.00	807,270.19	2,994.41
November 2036	0.00	768,634.13	2,744.62
December 2036	0.00	730,765.85	2,507.13
January 2037	0.00	693,652.81	2,281.41
February 2037	0.00	657,282.66	2,066.96
March 2037	0.00	621,643.23	1,863.29
April 2037	0.00	586,722.53	1,669.95
May 2037	0.00	552,508.75	1,486.49
June 2037	0.00	518,990.26	1,312.47
July 2037	0.00	486,155.63	1,147.50
August 2037	0.00	453,993.56	991.17

<u>Distribution Date</u>	<u>Classes JA, JB, JC and JD (in the aggregate)</u>	<u>Classes OB, PA, PB, PC and PD (in the aggregate)</u>	<u>Classes CF, JF, PL and PZ (in the aggregate)</u>
September 2037	\$ 0.00	\$ 422,492.94	\$ 843.11
October 2037	0.00	391,642.85	702.95
November 2037	0.00	361,432.49	570.35
December 2037	0.00	331,851.26	444.98
January 2038	0.00	302,888.70	326.50
February 2038	0.00	274,534.52	214.61
March 2038	0.00	246,778.59	109.03
April 2038	0.00	219,610.92	9.45
May 2038	0.00	193,021.67	0.00
June 2038	0.00	167,001.17	0.00
July 2038	0.00	141,539.88	0.00
August 2038	0.00	116,628.40	0.00
September 2038	0.00	92,257.50	0.00
October 2038	0.00	68,418.06	0.00
November 2038	0.00	45,101.12	0.00
December 2038	0.00	22,297.84	0.00
January 2039 and thereafter	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
Initial Balance	\$219,040,000.00	\$118,557,000.00
September 2009	218,396,171.73	118,193,427.99
October 2009	217,691,410.69	117,798,360.63
November 2009	216,925,995.14	117,371,960.56
December 2009	216,100,241.13	116,914,409.94
January 2010	215,214,502.34	116,425,910.36
February 2010	214,269,169.84	115,906,682.73
March 2010	213,264,671.86	115,356,967.09
April 2010	212,201,473.54	114,777,022.52
May 2010	211,080,076.56	114,167,126.87
June 2010	209,901,018.84	113,527,576.62
July 2010	208,664,874.06	112,858,686.64
August 2010	207,372,251.34	112,160,789.91
September 2010	206,023,794.64	111,434,237.32
October 2010	204,620,182.37	110,679,397.33
November 2010	203,162,126.75	109,896,655.71
December 2010	201,650,373.29	109,086,415.19
January 2011	200,085,700.13	108,249,095.14
February 2011	198,468,917.42	107,385,131.23
March 2011	196,800,866.62	106,494,975.03
April 2011	195,082,419.78	105,579,093.61
May 2011	193,314,478.79	104,637,969.19
June 2011	191,497,974.61	103,672,098.68
July 2011	189,633,866.42	102,681,993.22
August 2011	187,723,140.83	101,668,177.78
September 2011	185,766,810.95	100,631,190.67
October 2011	183,765,915.54	99,600,937.69
November 2011	181,778,048.04	98,577,376.54
December 2011	179,803,126.51	97,560,465.18
January 2012	177,841,069.56	96,550,161.86
February 2012	175,891,796.26	95,546,425.06
March 2012	173,955,226.21	94,549,213.54
April 2012	172,031,279.52	93,558,486.29
May 2012	170,119,876.77	92,574,202.59
June 2012	168,220,939.05	91,596,321.94
July 2012	166,334,387.94	90,624,804.12
August 2012	164,460,145.52	89,659,609.15
September 2012	162,598,134.34	88,700,697.29
October 2012	160,748,277.44	87,748,029.05
November 2012	158,910,498.33	86,801,565.20
December 2012	157,084,721.01	85,861,266.75
January 2013	155,270,869.94	84,927,094.94
February 2013	153,468,870.07	83,999,011.26

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
March 2013	\$151,678,646.80	\$ 83,076,977.44
April 2013	149,900,125.99	82,160,955.45
May 2013	148,133,233.99	81,250,907.49
June 2013	146,377,897.58	80,346,796.00
July 2013	144,634,044.01	79,448,583.66
August 2013	142,901,600.99	78,556,233.38
September 2013	141,180,496.65	77,669,708.28
October 2013	139,470,659.62	76,788,971.74
November 2013	137,772,018.92	75,913,987.35
December 2013	136,084,504.05	75,044,718.94
January 2014	134,408,044.93	74,181,130.55
February 2014	132,742,571.92	73,323,186.46
March 2014	131,088,015.83	72,470,851.15
April 2014	129,444,307.88	71,624,089.35
May 2014	127,811,379.72	70,782,865.98
June 2014	126,189,163.44	69,947,146.20
July 2014	124,577,591.55	69,116,895.38
August 2014	122,976,596.98	68,292,079.12
September 2014	121,386,113.06	67,472,663.19
October 2014	119,806,073.56	66,658,613.64
November 2014	118,236,412.66	65,849,896.66
December 2014	116,677,064.93	65,046,478.71
January 2015	115,127,965.37	64,248,326.43
February 2015	113,589,049.37	63,455,406.67
March 2015	112,060,252.74	62,667,686.49
April 2015	110,541,511.67	61,885,133.15
May 2015	109,032,762.77	61,107,714.12
June 2015	107,533,943.02	60,335,397.08
July 2015	106,044,989.82	59,568,149.89
August 2015	104,565,840.93	58,805,940.63
September 2015	103,096,434.52	58,048,737.58
October 2015	101,636,709.14	57,296,509.19
November 2015	100,186,603.73	56,549,224.14
December 2015	98,746,057.60	55,806,851.28
January 2016	97,315,010.43	55,069,359.68
February 2016	95,893,402.31	54,336,718.58
March 2016	94,481,173.66	53,608,897.42
April 2016	93,078,265.30	52,885,865.83
May 2016	91,684,618.42	52,167,593.63
June 2016	90,300,174.56	51,454,050.83
July 2016	88,924,875.64	50,745,207.61
August 2016	87,558,663.94	50,041,034.37
September 2016	86,201,482.08	49,341,501.67

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
October 2016	\$ 84,853,273.06	\$ 48,646,580.25
November 2016.	83,513,980.24	47,956,241.05
December 2016.	82,183,547.31	47,270,455.17
January 2017	80,861,918.32	46,589,193.91
February 2017	79,549,037.69	45,912,428.75
March 2017	78,244,850.15	45,240,131.32
April 2017	76,949,300.80	44,572,273.45
May 2017	75,662,335.09	43,908,827.15
June 2017	74,383,898.77	43,249,764.59
July 2017.	73,122,056.17	42,595,058.12
August 2017	71,880,667.93	41,944,680.25
September 2017	70,659,411.33	41,298,603.70
October 2017	69,457,968.66	40,659,086.25
November 2017.	68,276,027.14	40,028,921.36
December 2017.	67,113,278.82	39,407,976.54
January 2018.	65,969,420.56	38,796,121.11
February 2018.	64,844,153.92	38,193,226.23
March 2018.	63,737,185.07	37,599,164.85
April 2018.	62,648,224.76	37,013,811.67
May 2018	61,576,988.23	36,437,043.16
June 2018	60,523,195.14	35,868,737.48
July 2018.	59,486,569.52	35,308,774.50
August 2018	58,466,839.67	34,757,035.78
September 2018	57,463,738.11	34,213,404.49
October 2018	56,477,001.53	33,677,765.46
November 2018.	55,506,370.72	33,150,005.11
December 2018.	54,551,590.48	32,630,011.45
January 2019.	53,612,409.60	32,117,674.03
February 2019.	52,688,580.75	31,612,883.95
March 2019	51,779,860.49	31,115,533.85
April 2019	50,886,009.13	30,625,517.84
May 2019	50,006,790.72	30,142,731.50
June 2019	49,141,973.00	29,667,071.90
July 2019.	48,291,327.31	29,198,437.50
August 2019	47,454,628.56	28,736,728.23
September 2019	46,631,655.16	28,281,845.36
October 2019	45,822,188.97	27,833,691.59
November 2019.	45,026,015.26	27,392,170.93
December 2019.	44,242,922.64	26,957,188.77
January 2020	43,472,703.02	26,528,651.79
February 2020	42,715,151.54	26,106,468.00
March 2020	41,970,066.56	25,690,546.67
April 2020	41,237,249.56	25,280,798.35

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
May 2020	\$ 40,516,505.14	\$ 24,877,134.85
June 2020	39,807,640.93	24,479,469.19
July 2020	39,110,467.57	24,087,715.62
August 2020	38,424,798.66	23,701,789.58
September 2020	37,750,450.71	23,321,607.72
October 2020	37,087,243.10	22,947,087.80
November 2020	36,434,998.01	22,578,148.79
December 2020	35,793,540.42	22,214,710.77
January 2021	35,162,698.05	21,856,694.91
February 2021	34,542,301.28	21,504,023.53
March 2021	33,932,183.19	21,156,620.02
April 2021	33,332,179.43	20,814,408.83
May 2021	32,742,128.24	20,477,315.48
June 2021	32,161,870.38	20,145,266.52
July 2021	31,591,249.12	19,818,189.56
August 2021	31,030,110.17	19,496,013.20
September 2021	30,478,301.65	19,178,667.04
October 2021	29,935,674.07	18,866,081.67
November 2021	29,402,080.27	18,558,188.66
December 2021	28,877,375.42	18,254,920.53
January 2022	28,361,416.93	17,956,210.76
February 2022	27,854,064.46	17,661,993.76
March 2022	27,355,179.87	17,372,204.84
April 2022	26,864,627.19	17,086,780.24
May 2022	26,382,272.56	16,805,657.09
June 2022	25,907,984.25	16,528,773.40
July 2022	25,441,632.58	16,256,068.06
August 2022	24,983,089.91	15,987,480.80
September 2022	24,532,230.61	15,722,952.22
October 2022	24,088,931.01	15,462,423.74
November 2022	23,653,069.39	15,205,837.60
December 2022	23,224,525.94	14,953,136.86
January 2023	22,803,182.74	14,704,265.39
February 2023	22,388,923.72	14,459,167.82
March 2023	21,981,634.63	14,217,789.60
April 2023	21,581,203.01	13,980,076.91
May 2023	21,187,518.19	13,745,976.72
June 2023	20,800,471.24	13,515,436.71
July 2023	20,419,954.92	13,288,405.34
August 2023	20,045,863.69	13,064,831.75
September 2023	19,678,093.69	12,844,665.84
October 2023	19,316,542.68	12,627,858.19
November 2023	18,961,110.03	12,414,360.08

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
December 2023	\$ 18,611,696.69	\$ 12,204,123.48
January 2024	18,268,205.19	11,997,101.04
February 2024	17,930,539.58	11,793,246.07
March 2024	17,598,605.44	11,592,512.56
April 2024	17,272,309.82	11,394,855.12
May 2024	16,951,561.25	11,200,229.02
June 2024	16,636,269.70	11,008,590.15
July 2024	16,326,346.57	10,819,895.03
August 2024	16,021,704.64	10,634,100.81
September 2024	15,722,258.08	10,451,165.21
October 2024	15,427,922.43	10,271,046.58
November 2024	15,138,614.53	10,093,703.83
December 2024	14,854,252.58	9,919,096.49
January 2025	14,574,756.02	9,747,184.62
February 2025	14,300,045.62	9,577,928.87
March 2025	14,030,043.37	9,411,290.45
April 2025	13,764,672.50	9,247,231.10
May 2025	13,503,857.45	9,085,713.13
June 2025	13,247,523.88	8,926,699.34
July 2025	12,995,598.61	8,770,153.10
August 2025	12,748,009.62	8,616,038.29
September 2025	12,504,686.04	8,464,319.28
October 2025	12,265,558.10	8,314,960.97
November 2025	12,030,557.18	8,167,928.74
December 2025	11,799,615.71	8,023,188.48
January 2026	11,572,667.20	7,880,706.54
February 2026	11,349,646.24	7,740,449.78
March 2026	11,130,488.43	7,602,385.50
April 2026	10,915,130.41	7,466,481.47
May 2026	10,703,509.81	7,332,705.94
June 2026	10,495,565.27	7,201,027.58
July 2026	10,291,236.40	7,071,415.54
August 2026	10,090,463.77	6,943,839.37
September 2026	9,893,188.89	6,818,269.08
October 2026	9,699,354.21	6,694,675.10
November 2026	9,508,903.08	6,573,028.29
December 2026	9,321,779.78	6,453,299.90
January 2027	9,137,929.45	6,335,461.62
February 2027	8,957,298.12	6,219,485.51
March 2027	8,779,832.68	6,105,344.06
April 2027	8,605,480.87	5,993,010.14
May 2027	8,434,191.24	5,882,456.99
June 2027	8,265,913.19	5,773,658.26

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
July 2027	\$ 8,100,596.91	\$ 5,666,587.96
August 2027	7,938,193.40	5,561,220.48
September 2027	7,778,654.44	5,457,530.55
October 2027	7,621,932.56	5,355,493.30
November 2027	7,467,981.07	5,255,084.19
December 2027	7,316,754.02	5,156,279.04
January 2028	7,168,206.20	5,059,054.00
February 2028	7,022,293.12	4,963,385.58
March 2028	6,878,971.00	4,869,250.62
April 2028	6,738,196.76	4,776,626.29
May 2028	6,599,928.02	4,685,490.09
June 2028	6,464,123.07	4,595,819.84
July 2028	6,330,740.86	4,507,593.66
August 2028	6,199,741.03	4,420,790.02
September 2028	6,071,083.83	4,335,387.68
October 2028	5,944,730.18	4,251,365.69
November 2028	5,820,641.60	4,168,703.41
December 2028	5,698,780.25	4,087,380.52
January 2029	5,579,108.88	4,007,376.96
February 2029	5,461,590.85	3,928,672.98
March 2029	5,346,190.12	3,851,249.08
April 2029	5,232,871.19	3,775,086.09
May 2029	5,121,599.19	3,700,165.07
June 2029	5,012,339.75	3,626,467.38
July 2029	4,905,059.10	3,553,974.64
August 2029	4,799,724.00	3,482,668.74
September 2029	4,696,301.73	3,412,531.81
October 2029	4,594,760.12	3,343,546.25
November 2029	4,495,067.50	3,275,694.73
December 2029	4,397,192.73	3,208,960.15
January 2030	4,301,105.16	3,143,325.66
February 2030	4,206,774.64	3,078,774.66
March 2030	4,114,171.51	3,015,290.77
April 2030	4,023,266.57	2,952,857.87
May 2030	3,934,031.13	2,891,460.06
June 2030	3,846,436.92	2,831,081.67
July 2030	3,760,456.16	2,771,707.27
August 2030	3,676,061.50	2,713,321.63
September 2030	3,593,226.06	2,655,909.75
October 2030	3,511,923.36	2,599,456.86
November 2030	3,432,127.38	2,543,948.39
December 2030	3,353,812.50	2,489,369.98
January 2031	3,276,953.53	2,435,707.48

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
February 2031	\$ 3,201,525.68	\$ 2,382,946.95
March 2031	3,127,504.57	2,331,074.64
April 2031	3,054,866.21	2,280,077.03
May 2031	2,983,587.01	2,229,940.74
June 2031	2,913,643.75	2,180,652.65
July 2031	2,845,013.59	2,132,199.78
August 2031	2,777,674.08	2,084,569.36
September 2031	2,711,603.11	2,037,748.81
October 2031	2,646,778.95	1,991,725.71
November 2031	2,583,180.21	1,946,487.85
December 2031	2,520,785.86	1,902,023.18
January 2032	2,459,575.20	1,858,319.82
February 2032	2,399,527.89	1,815,366.09
March 2032	2,340,623.91	1,773,150.44
April 2032	2,282,843.55	1,731,661.52
May 2032	2,226,167.45	1,690,888.14
June 2032	2,170,576.55	1,650,819.27
July 2032	2,116,052.11	1,611,444.02
August 2032	2,062,575.70	1,572,751.71
September 2032	2,010,129.17	1,534,731.75
October 2032	1,958,694.70	1,497,373.77
November 2032	1,908,254.73	1,460,667.50
December 2032	1,858,792.02	1,424,602.85
January 2033	1,810,289.59	1,389,169.87
February 2033	1,762,730.74	1,354,358.75
March 2033	1,716,099.06	1,320,159.83
April 2033	1,670,378.40	1,286,563.59
May 2033	1,625,552.87	1,253,560.65
June 2033	1,581,606.84	1,221,141.76
July 2033	1,538,524.96	1,189,297.81
August 2033	1,496,292.11	1,158,019.84
September 2033	1,454,893.44	1,127,299.00
October 2033	1,414,314.31	1,097,126.58
November 2033	1,374,540.36	1,067,493.99
December 2033	1,335,557.44	1,038,392.78
January 2034	1,297,351.66	1,009,814.60
February 2034	1,259,909.33	981,751.26
March 2034	1,223,217.01	954,194.66
April 2034	1,187,261.47	927,136.83
May 2034	1,152,029.70	900,569.92
June 2034	1,117,508.92	874,486.19
July 2034	1,083,686.54	848,878.01
August 2034	1,050,550.19	823,737.88

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
September 2034	\$ 1,018,087.70	\$ 799,058.39
October 2034	986,287.12	774,832.26
November 2034.	955,136.67	751,052.31
December 2034.	924,624.80	727,711.45
January 2035	894,740.11	704,802.72
February 2035	865,471.44	682,319.25
March 2035	836,807.77	660,254.26
April 2035	808,738.29	638,601.11
May 2035	781,252.36	617,353.21
June 2035	754,339.53	596,504.11
July 2035	727,989.51	576,047.42
August 2035	702,192.18	555,976.86
September 2035	676,937.61	536,286.27
October 2035	652,216.02	516,969.53
November 2035.	628,017.80	498,020.64
December 2035.	604,333.49	479,433.71
January 2036	581,153.81	461,202.89
February 2036	558,469.60	443,322.45
March 2036	536,271.90	425,786.74
April 2036	514,551.87	408,590.20
May 2036	493,300.83	391,727.33
June 2036	472,510.23	375,192.74
July 2036	452,171.68	358,981.09
August 2036	432,276.94	343,087.16
September 2036	412,817.88	327,505.78
October 2036	393,786.53	312,231.85
November 2036.	375,175.06	297,260.38
December 2036.	356,975.74	282,586.42
January 2037	339,181.01	268,205.12
February 2037	321,783.41	254,111.69
March 2037	304,775.61	240,301.41
April 2037	288,150.43	226,769.63
May 2037	271,900.77	213,511.80
June 2037	256,019.69	200,523.38
July 2037	240,500.34	187,799.96
August 2037	225,336.01	175,337.16
September 2037	210,520.07	163,130.67
October 2037	196,046.04	151,176.26
November 2037.	181,907.54	139,469.74
December 2037.	168,098.28	128,007.02
January 2038	154,612.09	116,784.03
February 2038	141,442.92	105,796.78
March 2038	128,584.80	95,041.36

<u>Distribution Date</u>	<u>Classes HA, HG and OH (in the aggregate)</u>	<u>Classes CA and OC (in the aggregate)</u>
April 2038	\$ 116,031.88	\$ 84,513.89
May 2038	103,778.39	74,210.55
June 2038	91,818.69	64,127.61
July 2038	80,147.20	54,261.36
August 2038	68,758.46	44,608.16
September 2038	57,647.10	35,164.44
October 2038	46,807.84	25,926.65
November 2038	36,235.49	16,891.34
December 2038	25,924.96	8,055.07
January 2039	15,871.22	0.00
February 2039	6,069.36	0.00
March 2039 and thereafter	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	Coupon of Mortgage Loans	Approximate Weighted Average Remaining Term to Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
12	Ginnie Mae	2005-084	SL	Nov. 30, 2005	38374MES4	(4)	INV	November 2035	PAC	\$21,956,677	0.72369309	\$15,889,895	100.000000000000%	6.0%	303	48	I
13	Ginnie Mae	2005-066	SP(3)	Aug. 30, 2005	38374LU82	(4)	INV	August 2035	PAC	25,240,000	0.70214850	15,768,851	88.9778129952	6.0%	301	49	I

- (1) As defined under “Class Types” in Appendix I to the Base Offering Circular.
- (2) Underlying Certificate Factors are as of August 2009.
- (3) MX Class.

(4) These Underlying Certificates bear interest during their respective interest accrual periods, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying Certificate Disclosure Documents, excerpts of which are attached as Exhibit B to this Supplement.

Exhibit B

**Cover Pages, Terms Sheets and Schedule I, if applicable,
from Underlying Certificate Disclosure Documents**

**Offering Circular Supplement
(To Base Offering Circular dated October 1, 2004)**



\$230,000,000

**Government National Mortgage Association
GINNIE MAE®**

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2005-066**

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-7 which highlights some of these risks.

The Securities

The Trust will issue the Classes of Securities listed on the inside front cover.

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 Asset

The Trust will own a Ginnie Mae Certificate.

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 August 30, 2005.

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.

Merrill Lynch & Co.

Myerberg & Company, L.P.

The date of this Offering Circular Supplement is August 23, 2005.

Ginnie Mae REMIC Trust 2005-066

The Trust will issue the classes of securities listed in the table below. If you own exchangeable securities identified in the table, you can exchange them for the corresponding MX Securities, and vice versa.

<u>Class of REMIC Securities</u>	<u>Original Principal Balance(2)</u>	<u>Interest Rate</u>	<u>Principal Type(3)</u>	<u>Interest Type(3)</u>	<u>Final Distribution Date(4)</u>	<u>CUSIP Number</u>
F	\$194,615,384	(5)	STP	FLT	August 2035	38374LV40
S	76,666,666	(5)	NTL(STP)	INV/IO	August 2035	38374LU66
SA(1)	20,218,000	(5)	PAC	INV	July 2033	38374LU41
SB(1)	5,022,000	(5)	PAC	INV	August 2035	38374LU58
SX(1)	10,144,616	(5)	SUP	INV	August 2035	38374LU74
Residual						
RR	0	0.0%	NPR	NPR	August 2035	38374LV57

- (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 a 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.

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: Merrill Lynch, Pierce, Fenner & Smith Incorporated

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: August 30, 2005

Distribution Date: The 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in September 2005.

Trust Assets:

<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
Ginnie Mae I	5.5%	30

Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Mortgage Rate</u>
\$230,000,000	355	2	6.0%

¹ As of August 1, 2005.

² Does not include the Trust Assets that will be added to pay the Trustee Fee.

The actual remaining terms to maturity and loan ages of many of the Mortgage Loans underlying the Trust Asset will differ from the weighted averages shown above, perhaps significantly. See “*The Trust Assets — The Mortgage Loans*” in this Supplement.

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 an Interest Only, Principal Only or Inverse Floating Rate Class. See “*Description of the Securities — Form of Securities*” in this Supplement.

Interest Rates: 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>
F	LIBOR + 0.25%	3.76000000%	0.25%	6.50000000%	0	0.00%
S	6.25% - LIBOR	2.74000000	0.00	6.25000000	0	6.25
SA	20.83333306% - (LIBOR × 3.3333328)	9.13333325	0.00	20.83333306	0	6.25
SB	20.83333306% - (LIBOR × 3.3333328)	9.13333325	0.00	20.83333306	0	6.25
SI	6.25% - LIBOR	2.74000000	0.00	6.25000000	0	6.25
SP	20.83333306% - (LIBOR × 3.3333328)	9.13333325	0.00	20.83333306	0	6.25
ST	20.83333306% - (LIBOR × 3.3333328)	9.13333325	0.00	20.83333306	0	6.25
SX	20.83333306% - (LIBOR × 3.3333328)	9.13333325	0.00	20.83333306	0	6.25

- (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, a percentage of the Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Principal Distribution Amount (the “Adjusted Principal Distribution Amount”) will be allocated concurrently as follows:

1. 84.6153843478% to F, until retired
2. 15.3846156522% as follows:
 - a. To SA and SB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To SX, until retired
 - c. To SA and SB, in that order, without regard to their Aggregate Scheduled Principal Balances, until retired

Scheduled Principal Balances: The Aggregate Scheduled Principal Balances for the Classes listed below are included in Schedule II to this Supplement. It was calculated using, among other things, the following Structuring Range:

<u>Class</u>	<u>Structuring Range</u>
SA and SB (in the aggregate)	100% PSA through 250% PSA

Notional Classes: The Notional Classes will not receive distributions of principal but have a Class Notional Balance for convenience in describing their entitlement 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>
S	\$ 76,666,666	39.3939393939% of F (STP Class)
SI	84,133,332	333.3333276812% of SA and SB (in the aggregate) (PAC Classes)
	<u>33,815,386</u>	333.3333276812% of SX (SUP Class)
	<u>117,948,718</u>	

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 includes the Residual Interest of the Issuing REMIC and the Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.

Schedule I

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance	Related MX Class	Maximum Original Class or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 1								
SA	\$20,218,000	SP	\$ 25,240,000	PAC	(5)	INV	38374LU82	August 2035
SB	\$ 5,022,000							
Combination 2								
SA	\$20,218,000	ST	\$ 35,384,616	STP	(5)	INV	38374LU90	August 2035
SB	\$ 5,022,000							
SX	\$10,144,616							
Combination 3								
SA	\$20,218,000	PO	\$ 35,384,616	STP	0%	PO	38374LV24	August 2035
SB	\$ 5,022,000	SI	\$117,948,718	NTL (STP)	(5)	INV/IO	38374LV32	August 2035
SX	\$10,144,616							

(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.

Offering Circular Supplement
(To Base Offering Circular dated October 1, 2004)



\$350,000,000

**Government National Mortgage Association
GINNIE MAE®**

**Guaranteed REMIC Pass-Through Securities
Ginnie Mae REMIC Trust 2005-084**

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-7 which highlights some of these risks.

The Securities

The Trust will issue the Classes of Securities listed on the inside front cover.

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 Ginnie Mae Certificates.

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 November 30, 2005.

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.

Merrill Lynch & Co.

Myerberg & Company, L.P.

The date of this Offering Circular Supplement is November 21, 2005.

Ginnie Mae REMIC Trust 2005-084

The Trust will issue the classes of securities listed in the table below.

<u>Class of REMIC Securities</u>	<u>Original Principal Balance(1)</u>	<u>Interest Rate</u>	<u>Principal Type(2)</u>	<u>Interest Type(2)</u>	<u>Final Distribution Date(3)</u>	<u>CUSIP Number</u>
Security Group 1						
F	\$169,230,769	(4)	STP	FLT	November 2035	38374M E N 5
SA	33,333,333	(4)	NTL (STP)	INV/IO	November 2035	38374M E P 0
SC	8,812,554	(4)	SUP	INV	November 2035	38374M E Q 8
SH	23,786,400	(4)	NTL (PAC)	INV/IO	November 2035	38374M E R 6
SL	21,956,677	(4)	PAC	INV	November 2035	38374M E S 4
Security Group 2						
AS	75,000,000	(4)	NTL (STP)	INV/IO	November 2035	38374M E T 2
CS	5,048,404	(4)	SUP	INV	November 2035	38374M E U 9
FA	128,571,427	(4)	STP	FLT	November 2035	38374M E V 7
PO	3,560,454	0.0 %	SUP	PO	November 2035	38374M E W 5
SB	12,819,715	(4)	PAC	INV	November 2035	38374M E X 3
Residual						
RR	0	0.0	NPR	NPR	November 2035	38374M E Y 1

- (1) 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.
- (2) 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.
- (3) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.
- (4) See “Terms Sheet — Interest Rates” in this Supplement.

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: Merrill Lynch, Pierce, Fenner & Smith Incorporated

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: November 30, 2005

Distribution Dates: For the Group 1 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in December 2005. For the Group 2 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in December 2005.

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	5.5%	30
2	Ginnie Mae II	6.0	30

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the inside front cover of 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 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$200,000,000	354	2	6.000%
Group 2 Trust Assets			
\$150,000,000	349	6	6.397%

¹ As of November 1, 2005.

² Does not include the Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 2 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 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the weighted averages shown above, perhaps significantly. See “*The Trust Assets — The Mortgage Loans*” in this Supplement.

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.

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

Interest Rates: 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:

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
AS	6.80% - LIBOR	2.71000%	0.00%	6.80000000%	0	6.80%
CS	28.989473% - (LIBOR × 4.2631577)	11.55316%	0.00%	28.98947300%	0	6.80%
F	LIBOR + 0.25%	4.22000%	0.25%	6.50000000%	0	0.00%
FA	LIBOR + 0.20%	4.29000%	0.20%	7.00000000%	0	0.00%
SA	6.25% - LIBOR	2.28000%	0.00%	6.25000000%	0	6.25%
SB	16.999999% - (LIBOR × 2.4999998)	6.77500%	0.00%	16.99999900%	0	6.80%
SC	27.60416638% - (LIBOR × 4.41666661)	10.07000%	0.00%	27.60416638%	0	6.25%
SH	6.25% - LIBOR	2.28000%	0.00%	6.25000000%	0	6.25%
SL	20.83333326% - (LIBOR × 3.33333332)	7.60000%	0.00%	20.83333326%	0	6.25%

- (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

A percentage of the Group 1 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 1 Principal Distribution Amount (the “Group 1 Adjusted Principal Distribution Amount”) will be allocated, concurrently, as follows:

1. 84.6153845000% to F, until retired
2. 15.3846155000% as follows:
 - a. To SL, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To SC, until retired
 - c. To SL, without regard to its Scheduled Principal Balances, until retired

SECURITY GROUP 2

A percentage of the Group 2 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 2 Principal Distribution Amount (the “Group 2 Adjusted Principal Distribution Amount”) will be allocated, concurrently, as follows:

1. 85.7142846667% to FA, until retired
2. 14.2857153333% as follows:
 - a. To SB, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. Concurrently, to CS and PO, pro rata, until retired
 - c. To SB, without regard to its Scheduled Principal Balances, until retired

Scheduled Principal Balances: The 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>
SB.....	100% PSA through 350% PSA
SL.....	100% PSA through 250% PSA

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 Balance indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
AS.....	\$75,000,000	58.3333340463% of FA (STP Class)
SA.....	33,333,333	19.6969695269% of F (STP Class)
SH.....	23,786,400	108.3333329538% of SL (PAC 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 includes the Residual Interest of the Issuing REMIC and the Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.



\$4,866,591,588

**Government National
Mortgage Association**

GINNIE MAE[®]

**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2009-061**

OFFERING CIRCULAR SUPPLEMENT
August 21, 2009

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