



\$1,382,381,952

Government National Mortgage Association

GINNIE MAE[®]

Guaranteed REMIC Pass-Through Securities
and MX Securities

Ginnie Mae REMIC Trust 2009-110

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 Ginnie Mae 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-9 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 November 30, 2009.

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
CA	\$ 40,000,000	4.0%	SEQ	FIX	38376ETQ8	January 2023
CY	7,733,540	4.0	SEQ	FIX	38376ETR6	November 2024
Security Group 2						
AZ	44,409,185	5.5	SUP	FIX/Z	38376ETS4	November 2039
BA(1)	130,669,028	4.0	PAC/AD	FIX	38376ETT2	August 2037
BD(1)	19,330,972	4.0	PAC/AD	FIX	38376ETU9	April 2039
FA(1)	150,000,000	(5)	PAC/AD	FLT	38376ETV7	April 2039
SA(1)	150,000,000	(5)	NTL (PAC/AD)	INV/IO	38376ETW5	April 2039
ZA(1)	3,030,302	5.5	PAC/AD	FIX/Z	38376ETX3	November 2039
Security Group 3						
FE	50,000,000	(5)	SUP	FLT	38376ETY1	November 2039
KA(1)	42,752,000	5.0	PAC I	FIX	38376ETZ8	November 2039
MA(1)	288,160,000	5.0	PAC I	FIX	38376EUA1	April 2037
NA(1)	47,543,000	5.0	PAC I	FIX	38376EUB9	September 2038
PA	20,677,000	5.0	PAC II/AD	FIX	38376EUC7	November 2039
PZ	30,000,000	5.0	SUP	FIX/Z	38376EUD5	November 2039
SE	15,000,000	(5)	SUP	INV	38376EUE3	November 2039
Security Group 4						
NF	100,000,000	(5)	PT	FLT	38376EUF0	November 2039
NO(1)	16,666,667	0.0	PT	PO	38376EUG8	November 2039
NS(1)	100,000,000	(5)	NTL (PT)	INV/IO	38376EUH6	November 2039
Security Group 5						
CF	200,000,000	(5)	PT	FLT	38376EUJ2	November 2039
CS	200,000,000	(5)	NTL (PT)	INV/IO	38376EUK9	November 2039
CZ(1)	25,449,191	4.5	SUP	FIX/Z	38376EUL7	November 2039
PC(1)	107,384,143	4.5	PAC/AD	FIX	38376EUM5	September 2039
ZC(1)	500,000	4.5	PAC/AD	FIX/Z	38376EUN3	November 2039
Security Group 6						
HF	40,000,000	(5)	PT	FLT	38376EUP8	November 2039
HO(1)	3,076,924	0.0	PT	PO	38376EUQ6	November 2039
HS(1)	40,000,000	(5)	NTL (PT)	INV/IO	38376EUR4	November 2039
Residual						
RR	0	0.0	NPR	NPR	38376EUS2	November 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”) and
- the Base Offering Circular.

The Base Offering Circular is 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.

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: Credit Suisse Securities (USA) LLC

Co-Sponsor: Finacorp Securities

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: November 30, 2009

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

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae I	4.0%	15
2	Ginnie Mae I	5.5%	30
3	Ginnie Mae II	5.0%	30
4	Ginnie Mae II	6.0%	30
5	Ginnie Mae I	6.0%	30
6	Ginnie Mae II	6.5%	30

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

Assumed Characteristics of the Mortgage Loans Underlying the 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 \$47,733,540	176	2	4.50%
Group 2 Trust Assets \$347,439,487	347	11	6.00%
Group 3 Trust Assets \$494,132,000	359	1	5.40%
Group 4 Trust Assets \$116,666,667	316	39	6.45%
Group 5 Trust Assets \$333,333,334	327	30	6.50%
Group 6 Trust Assets \$21,538,462	342	14	6.95%
21,538,462 ⁴	347	12	6.95%
<u>\$43,076,924</u>			

¹ As of November 1, 2009.

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

³ The Mortgage Loans underlying the Group 3, 4 and 6 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

⁴ Up to 50% of the Mortgage Loans underlying the Group 6 Trust Assets may consist of higher balance Mortgage Loans. See “Risk Factors” in this Supplement.

The actual remaining terms to maturity, loan ages and, in the case of the Group 3, 4 and 6 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Trust Assets 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 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>
Security Group 2						
FA	LIBOR + 0.65%	0.89350000%	0.65%	7.00000000%	0	0.00%
SA	6.35% – LIBOR	6.10650000%	0.00%	6.35000000%	0	6.35%
Security Group 3						
FE	LIBOR + 1.60%	1.84500000%	1.60%	6.50000000%	0	0.00%
SE	16.33333333% – (LIBOR x 3.33333333)	15.51666666%	0.00%	16.33333333%	0	4.90%
Security Group 4						
NF	LIBOR + 0.70%	0.94350000%	0.70%	7.00000000%	0	0.00%
NS	6.30% – LIBOR	6.05650000%	0.00%	6.30000000%	0	6.30%
SJ	12.60% – (LIBOR x 2.00)	12.11300000%	0.00%	12.60000000%	0	6.30%
SK	15.75% – (LIBOR x 2.50)	15.14125000%	0.00%	15.75000000%	0	6.30%
SL	18.90% – (LIBOR x 3.00)	18.16950000%	0.00%	18.90000000%	0	6.30%
SN	37.79999924% – (LIBOR x 5.99999988)	36.33899927%	0.00%	37.79999924%	0	6.30%
Security Group 5						
CF	LIBOR + 0.61%	0.85350000%	0.61%	7.00000000%	0	0.00%
CS	6.39% – LIBOR	6.14650000%	0.00%	6.39000000%	0	6.39%
Security Group 6						
HF	LIBOR + 0.67%	0.91160000%	0.67%	7.00000000%	0	0.00%
HS	6.33% – LIBOR	6.08840000%	0.00%	6.33000000%	0	6.33%
SH	82.28997531% – (LIBOR x 12.9999961)	79.14917625%	0.00%	82.28997531%	0	6.33%
SW	15.825% – (LIBOR x 2.50)	15.22100000%	0.00%	15.82500000%	0	6.33%

- (1) LIBOR will be established on the basis of the BBA LIBOR method, as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.
- (2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.

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

SECURITY GROUP 1

The Group 1 Principal Distribution Amount will be allocated, sequentially, to CA and CY, in that order, until retired

SECURITY GROUP 2

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

- The ZA Accrual Amount in the following order of priority:
 1. Concurrently:
 - a. 50%, sequentially, to BA and BD, in that order, until retired
 - b. 50% to FA, until retired
 2. To ZA

- The Group 2 Principal Distribution Amount and the AZ Accrual Amount in the following order of priority:
 1. To the Group 2 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently:
 - i. 50%, sequentially, to BA and BD, in that order, while outstanding
 - ii. 50% to FA, while outstanding
 - b. To ZA, while outstanding
 2. To AZ, until retired
 3. To the Group 2 PAC Classes, in the same manner and priority described in step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

A percentage of the Group 3 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 3 Principal Distribution Amount (the “Group 3 Adjusted Principal Distribution Amount”) and the PZ Accrual Amount will be allocated as follows:

- The PZ Accrual Amount to PA, until reduced to its Scheduled Principal Balance for that Distribution Date, and then to PZ
- The Group 3 Adjusted Principal Distribution Amount in the following order of priority:
 1. Sequentially, to MA, NA and KA, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Concurrently:
 - a. 43.8090545225% in the following order of priority:
 - i. To PA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. To PZ, until retired
 - iii. To PA, without regard to its Scheduled Principal Balance, until retired
 - b. 56.1909454775%, concurrently, to FE and SE, pro rata, until retired
 3. Sequentially, to MA, NA and KA, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 4

The Group 4 Principal Distribution Amount will be allocated, concurrently, to NF and NO, pro rata, until retired

SECURITY GROUP 5

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

- The ZC Accrual Amount to PC, until retired, and then to ZC

- The CZ Accrual Amount, sequentially, to PC and ZC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, and then to CZ
- The Group 5 Principal Distribution Amount, concurrently, as follows:
 1. 59.99999988% to CF, until retired
 2. 40.00000012% in the following order of priority:
 - a. Sequentially, to PC and ZC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To CZ, until retired
 - c. Sequentially, to PC and ZC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated, concurrently, to HF and HO, pro rata, until retired

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

<u>Security Group</u>	<u>Class</u>	<u>Structuring Ranges</u>
PAC Classes		
2	BA, BD, FA and ZA (in the aggregate)	285% PSA through 400% PSA
5	PC and ZC (in the aggregate)	220% PSA through 370% PSA
PAC I Classes		
3	KA, MA and NA (in the aggregate)	120% PSA through 250% PSA
PAC II Class		
3	PA.	165% PSA through 250% 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 Balance or Class Principal Balances indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
Security Group 2		
BI	\$ 35,637,007	27.2727272727% of BA (PAC/AD Class)
CI	40,909,090	27.2727272727% of BA and BD (in the aggregate) (PAC/AD Classes)
DI	5,272,083	27.2727272727% of BD (PAC/AD Class)
SA	150,000,000	100% of FA (PAC/AD Class)
Security Group 3		
IN	\$ 18,059,000	20% of KA and NA (in the aggregate) (PAC I Classes)
IP	134,281,200	40% of MA and NA (in the aggregate) (PAC I Classes)
KI	17,100,800	40% of KA (PAC I Class)
MI	115,264,000	40% of MA (PAC I Class)
NI	19,017,200	40% of NA (PAC I Class)
PI	151,382,000	40% of KA, MA and NA (in the aggregate) (PAC I Classes)
Security Group 4		
NS	\$100,000,000	100% of NF (PT Class)
Security Group 5		
CS	\$200,000,000	100% of CF (PT Class)
EI	35,794,714	33.3333333333% of PC (PAC/AD Class)
Security Group 6		
HS	\$ 40,000,000	100% of HF (PT Class)

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

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

RISK FACTORS

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

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

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

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

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

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

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

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

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

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

Up to 10% of the mortgage loans underlying the group 1, 2, 3, 4 and 5 trust assets and up to 50% of the mortgage loans underlying the group 6 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, 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 will evidence, directly or indirectly, Ginnie Mae Certificates.

The Trust MBS

The Group 1, 2 and 5 Trust Assets are either:

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

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

The Group 3, 4 and 6 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 Mortgage Loans

The Mortgage Loans underlying the 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 Trust Assets” and the general characteristics described in the Base Offering Circular. 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 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 3, 4 and 6 Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 3, 4 and 6 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of

the Mortgage Loans can have a significant effect on the weighted average lives and yields of the Securities. See “Risk Factors” and “Yield, Maturity and Prepayment Considerations” in this Supplement.

The Trustee Fee

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

GINNIE MAE GUARANTY

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

DESCRIPTION OF THE SECURITIES

General

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

Form of Securities

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

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

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

Distributions

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the close of business on the last Business Day of the calendar month immediately preceding the month in which the Distribution Date occurs. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts

maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See “Description of the Securities — Distributions” and “— Method of Distributions” in the Base Offering Circular.

Interest Distributions

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

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

Categories of Classes

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

Accrual Periods

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

<u>Class</u>	<u>Accrual Period</u>
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Group 2 and Group 5 Floating Rate and Inverse Floating Rate Classes	From the 16 th day of the month preceding the month of the related Distribution Date through the 15 th day of the month of that Distribution Date
Group 3, Group 4 and Group 6 Floating Rate and Inverse Floating Rate Classes	From the 20 th day of the month preceding the month of the related Distribution Date through the 19 th day of the month of that Distribution Date

Fixed Rate Classes

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

Floating Rate and Inverse Floating Rate Classes

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

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

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

Accrual Classes

Each of Classes AZ, CZ, PZ, ZA and ZC 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, CZ, PZ, ZA and ZC 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 each month following the issuance of the Securities will reflect its remaining Class Principal Balance (or Class Notional Balance) after giving effect to any principal distribution (or addition to principal) to be made or any reduction of Class Notional Balance on the Distribution Date occurring in that month.
- The Class Factor for each Class for the month of issuance is 1.00000000.
- The Class Factors for the MX Classes and the Classes of REMIC Securities that are exchangeable for the MX Classes will be calculated assuming that the maximum possible amount of each Class is outstanding at all times, regardless of any exchanges that may occur.
- Based on the Class Factors published in the preceding and current months (and Interest Rates), investors in any Class (other than an Accrual Class) can calculate the amount of principal and interest to be distributed to that Class and investors in an Accrual Class can calculate the total amount of principal to be distributed to (or interest to be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

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

Trading

For the sole purpose of facilitating trading and settlement, the Principal Only Classes 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 through 10 and 15, 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 through 10 and 15, the applicable 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 or notional balance 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 Administration Ginnie Mae 2009-110. 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 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. 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.

Accretion Directed Classes

Classes BA, BD, FA, PA, PC, ZA and ZC are Accretion Directed Classes. The related Accrual Amounts will be applied to making principal distributions on those Classes as described in this Supplement. Class SA is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FA.

Each of Classes BA, BD, FA, PA, PC, ZA and ZC 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. Class PA will have principal payment stability only through the prepayment rate shown in the table below and through its structuring range. Classes BA, BD, FA, PC, ZA and ZC 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 ranges.

The Accretion Directed Classes are entitled to principal payments in an amount equal to interest accrued on the related Accrual Classes. With respect to Class PA, the Weighted Average Life of such Class cannot exceed its Weighted Average Life as shown in the following table under any constant 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 Class PA shown in the table below, the Class Principal Balance of such Class would be reduced to zero before its Final Distribution Date, and the Weighted Average Life of such Class would equal its maximum Weighted Average Life shown in the table below.
- However, the Weighted Average Life of Class PA will be reduced, and may be reduced significantly, at prepayment speeds higher than the constant rate shown in the table below. See “Yield, Maturity and Prepayment Considerations— Decrement Tables” in this Supplement.

Accretion Directed Class

<u>Class</u>	<u>Maximum Weighted Average Life (in Years)</u>	<u>Final Distribution Date</u>	<u>Prepayment Rate at or below</u>
PA	5.8	November 2039	116% 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 Class PA, 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:

<u>Security Group</u>	<u>Class</u>	<u>Initial Effective Ranges</u>
PAC Classes		
2	BA, BD, FA and ZA (in the aggregate)	285% PSA through 400% PSA
5	PC and ZC (in the aggregate)	220% PSA through 370% PSA
PAC I Classes		
3	KA, MA and NA (in the aggregate)	120% PSA through 250% PSA
PAC II Class		
3	PA.	165% PSA through 250% PSA

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

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 table. 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 table, 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 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 PAC Class, 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

The tables that follow have been prepared on the basis of the following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the 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 Trust Asset is assumed to have an original and a remaining term to maturity of 180 months (in the case of Group 1) or 360 months (in the case of Groups 2 through 6) and each Mortgage Loan underlying a Group 3, 4 or 6 Trust Asset is assumed to have a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

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

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

4. A termination of the Trust does not occur.

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

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

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

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

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

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

Decrement Tables

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement, Prepayment Speed Assumption (“PSA”), is the standard prepayment assumption model of The Securities Industry and Financial Markets Association. PSA represents an assumed rate of prepayment each month relative to the then outstanding principal balance of the

Mortgage Loans to which the model is applied. See *“Yield, Maturity and Prepayment Considerations—Standard Prepayment Assumption Models”* in the Base Offering Circular.

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

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

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

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

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

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

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

Security Group 1 PSA Prepayment Assumption Rates										
Distribution Date	Class CA					Class CY				
	0%	100%	210%	350%	500%	0%	100%	210%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
November 2010	94	92	90	87	84	100	100	100	100	100
November 2011	88	82	75	67	59	100	100	100	100	100
November 2012	82	70	59	45	32	100	100	100	100	100
November 2013	76	59	44	28	14	100	100	100	100	100
November 2014	69	49	32	15	3	100	100	100	100	100
November 2015	62	39	22	6	0	100	100	100	100	72
November 2016	54	31	13	0	0	100	100	100	93	46
November 2017	46	22	6	0	0	100	100	100	65	28
November 2018	38	15	0	0	0	100	100	99	45	17
November 2019	30	8	0	0	0	100	100	73	30	10
November 2020	21	1	0	0	0	100	100	51	19	6
November 2021	11	0	0	0	0	100	73	33	11	3
November 2022	2	0	0	0	0	100	44	19	6	1
November 2023	0	0	0	0	0	55	17	7	2	0
November 2024	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	7.2	5.2	3.9	3.0	2.4	14.1	12.8	11.3	9.2	7.4

Security Group 2 PSA Prepayment Assumption Rates															
Distribution Date	Class A					Classes AB, CB, CE, CG, CH, CI, CK, CL, FA and SA					Class AZ				
	0%	285%	370%	400%	750%	0%	285%	370%	400%	750%	0%	285%	370%	400%	750%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2010	98	87	87	87	83	98	87	87	87	83	106	100	77	69	0
November 2011	95	69	69	69	47	95	69	69	69	47	112	100	50	32	0
November 2012	93	54	54	54	26	93	53	53	53	25	118	100	33	10	0
November 2013	90	41	41	41	14	90	40	40	40	13	125	100	25	1	0
November 2014	87	31	31	31	7	87	30	30	30	6	132	100	23	0	0
November 2015	84	23	23	23	4	84	22	22	22	3	139	96	21	0	0
November 2016	81	17	17	17	2	81	16	16	16	1	147	88	19	0	0
November 2017	78	13	13	13	1	77	11	11	11	0	155	79	17	0	0
November 2018	74	9	9	9	1	73	8	8	8	0	164	70	14	0	0
November 2019	71	7	7	7	0	70	5	5	5	0	173	61	12	0	0
November 2020	67	5	5	5	0	65	3	3	3	0	183	52	10	0	0
November 2021	62	4	4	4	0	61	2	2	2	0	193	44	8	0	0
November 2022	58	3	3	3	0	56	1	1	1	0	204	37	6	0	0
November 2023	53	2	2	2	0	51	0	0	0	0	216	31	5	0	0
November 2024	48	1	1	1	0	46	0	0	0	0	228	25	4	0	0
November 2025	43	1	1	1	0	41	0	0	0	0	241	21	3	0	0
November 2026	37	1	1	1	0	35	0	0	0	0	254	17	2	0	0
November 2027	31	1	1	1	0	29	0	0	0	0	269	13	2	0	0
November 2028	25	0	0	0	0	22	0	0	0	0	284	11	1	0	0
November 2029	18	0	0	0	0	15	0	0	0	0	300	8	1	0	0
November 2030	11	0	0	0	0	8	0	0	0	0	317	6	1	0	0
November 2031	3	0	0	0	0	0	0	0	0	0	334	5	1	0	0
November 2032	0	0	0	0	0	0	0	0	0	0	320	4	0	0	0
November 2033	0	0	0	0	0	0	0	0	0	0	283	3	0	0	0
November 2034	0	0	0	0	0	0	0	0	0	0	242	2	0	0	0
November 2035	0	0	0	0	0	0	0	0	0	0	200	1	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	154	1	0	0	0
November 2037	0	0	0	0	0	0	0	0	0	0	106	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	55	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	13.6	4.2	4.2	4.2	2.4	13.3	4.0	4.0	4.0	2.3	26.5	12.2	3.9	1.6	0.4

Security Group 2 PSA Prepayment Assumption Rates															
Distribution Date	Classes BA, BC, BE, BG, BH, BI, BK and BL					Classes BD, DC, DE, DG, DH, DI, DK and DL					Class ZA				
	0%	285%	370%	400%	750%	0%	285%	370%	400%	750%	0%	285%	370%	400%	750%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2010	97	85	85	85	80	100	100	100	100	100	106	106	106	106	106
November 2011	95	64	64	64	39	100	100	100	100	100	112	112	112	112	112
November 2012	92	46	46	46	13	100	100	100	100	100	118	118	118	118	118
November 2013	88	32	32	32	0	100	100	100	100	99	125	125	125	125	125
November 2014	85	20	20	20	0	100	100	100	100	48	132	132	132	132	132
November 2015	81	10	10	10	0	100	100	100	100	21	139	139	139	139	139
November 2016	78	3	3	3	0	100	100	100	100	5	147	147	147	147	147
November 2017	74	0	0	0	0	100	88	88	88	0	155	155	155	155	117
November 2018	70	0	0	0	0	100	61	61	61	0	164	164	164	164	63
November 2019	65	0	0	0	0	100	41	41	41	0	173	173	173	173	33
November 2020	60	0	0	0	0	100	26	26	26	0	183	183	183	183	18
November 2021	55	0	0	0	0	100	15	15	15	0	193	193	193	193	10
November 2022	50	0	0	0	0	100	6	6	6	0	204	204	204	204	5
November 2023	44	0	0	0	0	100	0	0	0	0	216	203	203	203	3
November 2024	38	0	0	0	0	100	0	0	0	0	228	148	148	148	1
November 2025	32	0	0	0	0	100	0	0	0	0	241	107	107	107	1
November 2026	25	0	0	0	0	100	0	0	0	0	254	77	77	77	0
November 2027	18	0	0	0	0	100	0	0	0	0	269	55	55	55	0
November 2028	11	0	0	0	0	100	0	0	0	0	284	39	39	39	0
November 2029	3	0	0	0	0	100	0	0	0	0	300	27	27	27	0
November 2030	0	0	0	0	0	60	0	0	0	0	317	19	19	19	0
November 2031	0	0	0	0	0	0	0	0	0	0	330	13	13	13	0
November 2032	0	0	0	0	0	0	0	0	0	0	9	9	9	9	0
November 2033	0	0	0	0	0	0	0	0	0	0	6	6	6	6	0
November 2034	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0
November 2035	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0
November 2036	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
November 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	12.1	3.1	3.1	3.1	1.8	21.2	9.9	9.9	9.9	5.2	22.3	16.8	16.8	16.8	9.2

Security Group 3 PSA Prepayment Assumption Rates																				
Distribution Date	Classes AN, BN, BP, CN, DN and IN					Classes AP, HP, IP, JB, JD, JE, JG, JH, JL and LP					Classes FE and SE					Classes KA, KB, KD, KE, KG, KH, KI, KJ, KL and KP				
	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2010	100	100	100	100	100	98	95	95	95	95	100	100	94	92	76	100	100	100	100	100
November 2011	100	100	100	100	100	97	87	87	87	87	100	100	78	72	20	100	100	100	100	100
November 2012	100	100	100	100	100	95	75	75	75	61	100	100	59	47	0	100	100	100	100	100
November 2013	100	100	100	100	100	93	65	65	65	38	100	100	44	29	0	100	100	100	100	100
November 2014	100	100	100	100	100	91	55	55	55	22	100	100	33	16	0	100	100	100	100	100
November 2015	100	100	100	100	89	88	45	45	45	11	100	100	26	7	0	100	100	100	100	100
November 2016	100	100	100	100	61	86	37	37	37	4	100	100	21	2	0	100	100	100	100	100
November 2017	100	100	100	100	42	83	29	29	29	0	100	100	19	0	0	100	100	100	100	89
November 2018	100	100	100	100	29	81	22	22	22	0	100	100	18	0	0	100	100	100	100	60
November 2019	100	100	100	100	20	78	16	16	16	0	100	98	17	0	0	100	100	100	100	41
November 2020	100	88	88	88	13	74	11	11	11	0	100	94	16	0	0	100	100	100	100	28
November 2021	100	73	73	73	9	71	7	7	7	0	100	90	14	0	0	100	100	100	100	19
November 2022	100	60	60	60	6	68	3	3	3	0	100	85	13	0	0	100	100	100	100	13
November 2023	100	49	49	49	4	64	0	0	0	0	100	79	12	0	0	100	100	100	100	9
November 2024	100	40	40	40	3	60	0	0	0	0	100	74	10	0	0	100	84	84	84	6
November 2025	100	32	32	32	2	55	0	0	0	0	100	68	9	0	0	100	68	68	68	4
November 2026	100	26	26	26	1	51	0	0	0	0	100	61	8	0	0	100	55	55	55	3
November 2027	100	21	21	21	1	46	0	0	0	0	100	55	7	0	0	100	44	44	44	2
November 2028	100	17	17	17	1	40	0	0	0	0	100	49	6	0	0	100	35	35	35	1
November 2029	100	13	13	13	0	35	0	0	0	0	100	44	5	0	0	100	28	28	28	1
November 2030	100	10	10	10	0	29	0	0	0	0	100	38	4	0	0	100	22	22	22	0
November 2031	100	8	8	8	0	22	0	0	0	0	100	33	3	0	0	100	17	17	17	0
November 2032	100	6	6	6	0	15	0	0	0	0	100	28	3	0	0	100	13	13	13	0
November 2033	78	5	5	5	0	8	0	0	0	0	100	23	2	0	0	100	10	10	10	0
November 2034	49	3	3	3	0	0	0	0	0	0	100	18	2	0	0	100	7	7	7	0
November 2035	18	2	2	2	0	0	0	0	0	0	100	14	1	0	0	37	5	5	5	0
November 2036	1	1	1	1	0	0	0	0	0	0	87	10	1	0	0	3	3	3	3	0
November 2037	1	1	1	1	0	0	0	0	0	0	60	6	1	0	0	2	2	2	2	0
November 2038	0	0	0	0	0	0	0	0	0	0	31	3	0	0	0	1	1	1	1	0
November 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)	25.0	15.1	15.1	15.1	8.3	15.8	6.0	6.0	6.0	3.7	28.3	19.2	5.8	3.2	1.5	25.9	18.5	18.5	18.5	10.3

Distribution Date	Security Group 3 PSA Prepayment Assumption Rates														
	Classes MA, MB, MD, ME, MG, MH, MI, MJ, MK and MP					Classes NA, NB, ND, NE, NG, NH, NI, NJ, NK and NP					Classes P, PB, PD, PE, PG, PH, PI, PJ, PK and PL				
	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2010	98	95	95	95	95	100	100	100	100	100	99	96	96	96	96
November 2011	96	84	84	84	84	100	100	100	100	100	97	88	88	88	88
November 2012	94	71	71	71	55	100	100	100	100	100	95	78	78	78	66
November 2013	92	59	59	59	28	100	100	100	100	100	94	69	69	69	45
November 2014	89	47	47	47	9	100	100	100	100	100	92	60	60	60	31
November 2015	86	36	36	36	0	100	100	100	100	80	90	52	52	52	21
November 2016	84	27	27	27	0	100	100	100	100	26	87	44	44	44	15
November 2017	81	17	17	17	0	100	100	100	100	0	85	37	37	37	10
November 2018	77	9	9	9	0	100	100	100	100	0	83	31	31	31	7
November 2019	74	2	2	2	0	100	100	100	100	0	80	26	26	26	5
November 2020	70	0	0	0	0	100	78	78	78	0	77	21	21	21	3
November 2021	66	0	0	0	0	100	48	48	48	0	74	17	17	17	2
November 2022	62	0	0	0	0	100	23	23	23	0	71	14	14	14	1
November 2023	58	0	0	0	0	100	3	3	3	0	68	12	12	12	1
November 2024	53	0	0	0	0	100	0	0	0	0	64	10	10	10	1
November 2025	48	0	0	0	0	100	0	0	0	0	60	8	8	8	0
November 2026	42	0	0	0	0	100	0	0	0	0	56	6	6	6	0
November 2027	37	0	0	0	0	100	0	0	0	0	52	5	5	5	0
November 2028	31	0	0	0	0	100	0	0	0	0	47	4	4	4	0
November 2029	24	0	0	0	0	100	0	0	0	0	42	3	3	3	0
November 2030	17	0	0	0	0	100	0	0	0	0	37	2	2	2	0
November 2031	9	0	0	0	0	100	0	0	0	0	31	2	2	2	0
November 2032	2	0	0	0	0	100	0	0	0	0	25	1	1	1	0
November 2033	0	0	0	0	0	58	0	0	0	0	19	1	1	1	0
November 2034	0	0	0	0	0	3	0	0	0	0	12	1	1	1	0
November 2035	0	0	0	0	0	0	0	0	0	0	4	1	1	1	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	14.4	5.0	5.0	5.0	3.2	24.1	12.1	12.1	12.1	6.6	16.9	7.4	7.4	7.4	4.4

Distribution Date	PSA Prepayment Assumption Rates									
	Class PA					Class PZ				
	0%	120%	220%	250%	500%	0%	120%	220%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
November 2010	94	94	92	92	92	104	104	95	91	64
November 2011	86	86	75	75	49	110	110	80	70	0
November 2012	78	78	53	53	0	115	115	63	43	0
November 2013	69	69	36	36	0	121	121	50	24	0
November 2014	60	60	22	22	0	128	128	41	12	0
November 2015	51	51	12	12	0	134	134	36	4	0
November 2016	41	41	5	5	0	141	141	33	1	0
November 2017	30	30	0	0	0	148	148	32	0	0
November 2018	19	18	0	0	0	156	156	30	0	0
November 2019	8	2	0	0	0	164	164	29	0	0
November 2020	0	0	0	0	0	169	159	27	0	0
November 2021	0	0	0	0	0	169	152	24	0	0
November 2022	0	0	0	0	0	169	144	22	0	0
November 2023	0	0	0	0	0	169	134	20	0	0
November 2024	0	0	0	0	0	169	124	18	0	0
November 2025	0	0	0	0	0	169	114	16	0	0
November 2026	0	0	0	0	0	169	104	14	0	0
November 2027	0	0	0	0	0	169	94	12	0	0
November 2028	0	0	0	0	0	169	83	10	0	0
November 2029	0	0	0	0	0	169	74	8	0	0
November 2030	0	0	0	0	0	169	64	7	0	0
November 2031	0	0	0	0	0	169	55	6	0	0
November 2032	0	0	0	0	0	169	47	5	0	0
November 2033	0	0	0	0	0	169	39	4	0	0
November 2034	0	0	0	0	0	169	31	3	0	0
November 2035	0	0	0	0	0	169	24	2	0	0
November 2036	0	0	0	0	0	147	17	1	0	0
November 2037	0	0	0	0	0	101	11	1	0	0
November 2038	0	0	0	0	0	52	5	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	5.8	5.8	3.5	3.5	1.9	28.3	19.5	7.4	3.0	1.2

Security Group 4
PSA Prepayment Assumption Rates

Classes NF, NO, NS, SJ, SK, SL and SN

Distribution Date	Classes NF, NO, NS, SJ, SK, SL and SN				
	0%	250%	515%	800%	1,050%
Initial Percent	100	100	100	100	100
November 2010	99	84	68	51	36
November 2011	98	70	46	26	13
November 2012	97	58	31	13	5
November 2013	96	49	21	7	2
November 2014	95	41	14	3	1
November 2015	93	34	10	2	0
November 2016	92	28	7	1	0
November 2017	90	23	4	0	0
November 2018	89	19	3	0	0
November 2019	87	16	2	0	0
November 2020	85	13	1	0	0
November 2021	83	10	1	0	0
November 2022	80	9	1	0	0
November 2023	78	7	0	0	0
November 2024	75	6	0	0	0
November 2025	73	4	0	0	0
November 2026	70	3	0	0	0
November 2027	66	3	0	0	0
November 2028	63	2	0	0	0
November 2029	59	2	0	0	0
November 2030	55	1	0	0	0
November 2031	50	1	0	0	0
November 2032	46	1	0	0	0
November 2033	40	0	0	0	0
November 2034	35	0	0	0	0
November 2035	29	0	0	0	0
November 2036	22	0	0	0	0
November 2037	16	0	0	0	0
November 2038	8	0	0	0	0
November 2039	0	0	0	0	0
Weighted Average Life (years)	20.2	5.3	2.6	1.5	1.0

Security Group 5
PSA Prepayment Assumption Rates

Distribution Date	Classes C, CF and CS					Class CZ					Classes EA, EB, ED, EG, EH, EL, EJ, EK, EL and PC				
	0%	220%	340%	370%	700%	0%	220%	340%	370%	700%	0%	220%	340%	370%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2010	99	86	79	77	57	105	100	63	54	0	98	82	82	82	71
November 2011	98	73	62	59	33	109	100	39	25	0	95	67	67	67	40
November 2012	96	63	48	45	19	114	100	25	9	0	92	53	53	53	23
November 2013	95	53	38	34	11	120	100	19	1	0	89	42	42	42	13
November 2014	94	45	29	26	6	125	100	17	0	0	86	32	32	32	7
November 2015	92	39	23	20	3	131	97	15	0	0	83	24	24	24	4
November 2016	90	33	18	15	2	137	92	14	0	0	79	18	18	18	2
November 2017	89	28	14	12	1	143	85	12	0	0	75	14	14	14	1
November 2018	87	23	11	9	1	150	77	10	0	0	72	10	10	10	0
November 2019	85	20	8	7	0	157	69	9	0	0	67	7	7	7	0
November 2020	83	17	6	5	0	164	61	7	0	0	63	5	5	5	0
November 2021	80	14	5	4	0	171	53	6	0	0	58	4	4	4	0
November 2022	78	12	4	3	0	179	46	5	0	0	53	3	3	3	0
November 2023	75	10	3	2	0	188	39	4	0	0	48	2	2	2	0
November 2024	73	8	2	2	0	196	33	3	0	0	43	1	1	1	0
November 2025	70	6	2	1	0	205	28	3	0	0	37	0	0	0	0
November 2026	66	5	1	1	0	215	23	2	0	0	31	0	0	0	0
November 2027	63	4	1	1	0	224	19	2	0	0	24	0	0	0	0
November 2028	59	3	1	0	0	235	16	1	0	0	17	0	0	0	0
November 2029	56	3	0	0	0	246	12	1	0	0	10	0	0	0	0
November 2030	52	2	0	0	0	257	10	1	0	0	2	0	0	0	0
November 2031	47	2	0	0	0	247	7	0	0	0	0	0	0	0	0
November 2032	43	1	0	0	0	223	5	0	0	0	0	0	0	0	0
November 2033	38	1	0	0	0	197	4	0	0	0	0	0	0	0	0
November 2034	32	0	0	0	0	169	2	0	0	0	0	0	0	0	0
November 2035	27	0	0	0	0	140	1	0	0	0	0	0	0	0	0
November 2036	21	0	0	0	0	108	0	0	0	0	0	0	0	0	0
November 2037	14	0	0	0	0	74	0	0	0	0	0	0	0	0	0
November 2038	7	0	0	0	0	38	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	19.6	6.0	4.0	3.7	1.8	26.1	13.3	3.1	1.3	0.3	12.7	4.1	4.1	4.1	2.1

Security Group 5										
PSA Prepayment Assumption Rates										
Distribution Date	Class LA					Class ZC				
	0%	220%	340%	370%	700%	0%	220%	340%	370%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100
November 2010	98	82	82	82	71	105	105	105	105	105
November 2011	95	67	67	67	40	109	109	109	109	109
November 2012	92	54	54	54	23	114	114	114	114	114
November 2013	89	42	42	42	13	120	120	120	120	120
November 2014	86	32	32	32	7	125	125	125	125	125
November 2015	83	25	25	25	4	131	131	131	131	131
November 2016	79	19	19	19	2	137	137	137	137	137
November 2017	76	14	14	14	1	143	143	143	143	143
November 2018	72	11	11	11	1	150	150	150	150	150
November 2019	68	8	8	8	0	157	157	157	157	93
November 2020	63	6	6	6	0	164	164	164	164	52
November 2021	59	5	5	5	0	171	171	171	171	29
November 2022	54	3	3	3	0	179	179	179	179	16
November 2023	49	3	3	3	0	188	188	188	188	9
November 2024	43	2	2	2	0	196	196	196	196	5
November 2025	38	1	1	1	0	205	205	205	205	3
November 2026	32	1	1	1	0	215	215	215	215	1
November 2027	25	1	1	1	0	224	158	158	158	1
November 2028	18	1	1	1	0	235	113	113	113	0
November 2029	11	0	0	0	0	246	80	80	80	0
November 2030	3	0	0	0	0	257	55	55	55	0
November 2031	0	0	0	0	0	37	37	37	37	0
November 2032	0	0	0	0	0	24	24	24	24	0
November 2033	0	0	0	0	0	15	15	15	15	0
November 2034	0	0	0	0	0	8	8	8	8	0
November 2035	0	0	0	0	0	4	4	4	4	0
November 2036	0	0	0	0	0	1	1	1	1	0
November 2037	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	12.8	4.3	4.3	4.3	2.1	21.7	19.8	19.8	19.8	10.9

Security Group 6					
PSA Prepayment Assumption Rates					
Distribution Date	Classes HF, HO, HS, SH and SW				
	0%	300%	656%	1,000%	1,350%
Initial Percent	100	100	100	100	100
November 2010	99	87	73	60	46
November 2011	98	71	45	25	10
November 2012	97	58	27	10	2
November 2013	96	47	16	4	0
November 2014	95	38	10	2	0
November 2015	94	30	6	1	0
November 2016	92	24	3	0	0
November 2017	91	20	2	0	0
November 2018	89	16	1	0	0
November 2019	88	13	1	0	0
November 2020	86	10	0	0	0
November 2021	84	8	0	0	0
November 2022	82	6	0	0	0
November 2023	79	5	0	0	0
November 2024	77	4	0	0	0
November 2025	74	3	0	0	0
November 2026	71	2	0	0	0
November 2027	68	2	0	0	0
November 2028	64	1	0	0	0
November 2029	60	1	0	0	0
November 2030	56	1	0	0	0
November 2031	52	1	0	0	0
November 2032	47	0	0	0	0
November 2033	42	0	0	0	0
November 2034	36	0	0	0	0
November 2035	30	0	0	0	0
November 2036	23	0	0	0	0
November 2037	16	0	0	0	0
November 2038	8	0	0	0	0
November 2039	0	0	0	0	0
Weighted Average					
Life (years)	20.5	5.0	2.3	1.5	1.0

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 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, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

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

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

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

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

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

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

The Mortgage Loans will not prepay at any constant rate until maturity, nor will all of the Mortgage Loans 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, because the rates on such Classes are capped at the maximum rates 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 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 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 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 2

**Sensitivity of Class BI to Prepayments
Assumed Price 12.5%***

PSA Prepayment Assumption Rates				
<u>285%</u>	<u>370%</u>	<u>400%</u>	<u>575%</u>	<u>750%</u>
15.0%	15.0%	15.0%	0.0%	(18.0)%

**Sensitivity of Class CI to Prepayments
Assumed Price 14.0%***

PSA Prepayment Assumption Rates				
<u>285%</u>	<u>370%</u>	<u>400%</u>	<u>650%</u>	<u>750%</u>
16.7%	16.7%	16.7%	0.1%	(7.8)%

**Sensitivity of Class DI to Prepayments
Assumed Price 22.0%***

PSA Prepayment Assumption Rates				
<u>285%</u>	<u>370%</u>	<u>400%</u>	<u>750%</u>	<u>926%</u>
22.6%	22.6%	22.6%	9.8%	0.1%

**Sensitivity of Class SA to Prepayments
Assumed Price 10.5%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>285%</u>	<u>370%</u>	<u>400%</u>	<u>750%</u>
0.15000%	42.0%	42.0%	42.0%	20.2%
0.24350%	40.9%	40.9%	40.9%	19.0%
3.29675%	5.4%	5.4%	5.4%	(20.7)%
6.35000% and above	**	**	**	**

SECURITY GROUP 3

**Sensitivity of Class IN to Prepayments
Assumed Price 21.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>988%</u>
23.5%	23.5%	23.5%	18.2%	0.0%

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

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

**Sensitivity of Class IP to Prepayments
Assumed Price 17.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>550%</u>
16.7%	16.7%	16.7%	3.2%	0.0%

**Sensitivity of Class KI to Prepayments
Assumed Price 24.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>1,027%</u>
20.8%	20.8%	20.8%	17.1%	0.0%

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

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>494%</u>	<u>500%</u>
15.3%	15.3%	15.3%	0.1%	(0.4)%

**Sensitivity of Class NI to Prepayments
Assumed Price 22.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>765%</u>
21.4%	21.4%	21.4%	12.9%	0.0%

**Sensitivity of Class PI to Prepayments
Assumed Price 18.0%***

PSA Prepayment Assumption Rates				
<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>	<u>640%</u>
17.3%	17.3%	17.3%	6.9%	0.0%

**Sensitivity of Class SE to Prepayments
Assumed Price 98.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>120%</u>	<u>220%</u>	<u>250%</u>	<u>500%</u>
0.1500%	16.7%	17.1%	17.3%	18.1%
0.2450%	16.4%	16.7%	16.9%	17.7%
2.5725%	8.1%	8.5%	8.8%	9.8%
4.9000% and above	0.2%	0.5%	0.9%	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.

SECURITY GROUP 4

**Sensitivity of Class NO to Prepayments
Assumed Price 82.0%**

PSA Prepayment Assumption Rates			
<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
4.1%	8.6%	15.1%	23.0%

**Sensitivity of Class NS to Prepayments
Assumed Price 8.75%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
0.15000%	58.1%	33.7%	3.8%	(26.9)%
0.24350%	56.9%	32.5%	2.8%	(27.8)%
3.27175%	17.7%	(3.3)%	(28.9)%	(55.1)%
6.30000% and above	**	**	**	**

**Sensitivity of Class SJ to Prepayments
Assumed Price 104.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
0.15000%	11.4%	10.6%	9.4%	8.1%
0.24350%	11.2%	10.4%	9.3%	7.9%
3.27175%	5.2%	4.5%	3.5%	2.3%
6.30000% and above	(0.6)%	(1.2)%	(2.1)%	(3.2)%

**Sensitivity of Class SK to Prepayments
Assumed Price 110.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
0.15000%	12.6%	10.7%	8.1%	5.0%
0.24350%	12.4%	10.5%	7.8%	4.8%
3.27175%	5.4%	3.6%	1.1%	(1.8)%
6.30000% and above	(1.6)%	(3.2)%	(5.5)%	(8.2)%

* 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 116.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
0.15000%	13.8%	10.8%	6.8%	2.2%
0.24350%	13.5%	10.6%	6.6%	1.9%
3.27175%	5.4%	2.7%	(1.0)%	(5.4)%
6.30000% and above	(2.5)%	(5.0)%	(8.5)%	(12.6)%

**Sensitivity of Class SN to Prepayments
Assumed Price 142.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>250%</u>	<u>515%</u>	<u>800%</u>	<u>1,050%</u>
0.15000%	21.5%	15.0%	6.4%	(3.4)%
0.24350%	21.1%	14.6%	6.0%	(3.8)%
3.27175%	7.7%	1.7%	(6.3)%	(15.4)%
6.30000% and above	(5.5)%	(10.8)%	(18.2)%	(26.6)%

SECURITY GROUP 5

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

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>220%</u>	<u>340%</u>	<u>370%</u>	<u>700%</u>
0.15000%	51.1%	40.8%	38.1%	6.4%
0.24350%	50.0%	39.7%	37.1%	5.5%
3.31675%	15.6%	6.6%	4.2%	(23.3)%
6.39000% and above	**	**	**	**

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

<u>PSA Prepayment Assumption Rates</u>				
<u>220%</u>	<u>340%</u>	<u>370%</u>	<u>563%</u>	<u>700%</u>
14.6%	14.6%	14.6%	0.1%	(13.1)%

* 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 6

**Sensitivity of Class HO to Prepayments
Assumed Price 86.0%**

PSA Prepayment Assumption Rates			
<u>300%</u>	<u>656%</u>	<u>1,000%</u>	<u>1,350%</u>
3.2%	6.9%	10.9%	15.5%

**Sensitivity of Class HS to Prepayments
Assumed Price 8.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>300%</u>	<u>656%</u>	<u>1,000%</u>	<u>1,350%</u>
0.1500%	68.4%	41.7%	12.4%	(22.6)%
0.2416%	67.0%	40.3%	11.1%	(24.0)%
3.2858%	21.1%	(4.3)%	(32.6)%	(67.6)%
6.3300% and above	**	**	**	**

**Sensitivity of Class SH to Prepayments
Assumed Price 160.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>300%</u>	<u>656%</u>	<u>1,000%</u>	<u>1,350%</u>
0.1500%	47.8%	38.3%	28.1%	16.1%
0.2416%	46.9%	37.4%	27.2%	15.3%
3.2858%	18.9%	10.1%	0.6%	(10.5)%
6.3300% and above	(7.4)%	(15.5)%	(24.3)%	(34.6)%

**Sensitivity of Class SW to Prepayments
Assumed Price 104.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>300%</u>	<u>656%</u>	<u>1,000%</u>	<u>1,350%</u>
0.1500%	14.5%	13.6%	12.7%	11.5%
0.2416%	14.3%	13.4%	12.4%	11.3%
3.2858%	6.8%	6.0%	5.1%	4.1%
6.3300% and above	(0.6)%	(1.3)%	(2.1)%	(2.9)%

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

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

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 Cadwalader, Wickersham & Taft 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 HO and NO 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 CS, HS, NS and SA 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, CZ, PZ, ZA and ZC 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.

In addition to 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 and Inverse Floating Rate Classes, the interest rate value described in the following paragraph, Class SE 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 is 210% PSA in the case of the Group 1 Securities, 370% PSA in the case of the Group 2 Securities, 220% PSA in the case of the Group 3 Securities, 515% PSA in the case of the Group 4 Securities, 340% PSA in the case of the Group 5 Securities and 656% PSA in the case of the Group 6 Securities (as described in “Yield, Maturity

and Prepayment Considerations” in this Supplement). In the case of the Floating Rate and Inverse Floating Rate Classes, 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.

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 from (1) November 1, 2009 on the Fixed Rate Classes, (2) November 16, 2009 on the Group 2 and Group 5 Floating Rate and Inverse Floating Rate Classes and (3) November 20, 2009 on the Group 3, Group 4 and Group 6 Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

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

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

LEGAL MATTERS

Certain legal matters will be passed upon for Ginnie Mae by Hunton & Williams LLP, for the Trust by Cadwalader, Wickersham & Taft LLP, Washington, DC, and Marcell Solomon & Associates, P.C., Bowie, Maryland, and for the Trustee by Aini & Lazar PLLC, Brooklyn, New York.

Available Combinations(1)

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)
Security Group 2								
Combination 1								
BA	\$130,669,028	A	\$303,030,302	PAC/AD	5.50%	FIX	38376EUT0	November 2039
BD	19,330,972							
FA	150,000,000							
SA	150,000,000							
ZA	3,030,302							
Combination 2(5)								
BA	\$130,669,028	BC	\$130,669,028	PAC/AD	2.50%	FIX	38376EUU7	August 2037
		BE	130,669,028	PAC/AD	2.75	FIX	38376EUV5	August 2037
		BG	130,669,028	PAC/AD	3.00	FIX	38376EUW3	August 2037
		BH	130,669,028	PAC/AD	3.25	FIX	38376EUX1	August 2037
		BI	35,637,007	NTL (PAC/AD)	5.50	FIX/IO	38376EUY9	August 2037
		BK	130,669,028	PAC/AD	3.50	FIX	38376EUZ6	August 2037
		BL	130,669,028	PAC/AD	3.75	FIX	38376EVA0	August 2037
Combination 3(5)								
BD	\$ 19,330,972	DC	\$ 19,330,972	PAC/AD	2.50%	FIX	38376EVB8	April 2039
		DE	19,330,972	PAC/AD	2.75	FIX	38376EVC6	April 2039
		DG	19,330,972	PAC/AD	3.00	FIX	38376EVD4	April 2039
		DH	19,330,972	PAC/AD	3.25	FIX	38376EVE2	April 2039
		DI	5,272,083	NTL (PAC/AD)	5.50	FIX/IO	38376EVF9	April 2039
		DK	19,330,972	PAC/AD	3.50	FIX	38376EVG7	April 2039
		DL	19,330,972	PAC/AD	3.75	FIX	38376EVH5	April 2039

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Original Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	or Class Notional Balance		Principal Balance	or Class Notional Balance(2)					
Combination 4(5)										
BA	\$130,669,028		AB	\$150,000,000		PAC/AD	4.00%	FIX	38376EVJ1	April 2039
BD	19,330,972		CB	150,000,000		PAC/AD	2.50	FIX	38376EVK8	April 2039
			CE	150,000,000		PAC/AD	2.75	FIX	38376EVL6	April 2039
			CG	150,000,000		PAC/AD	3.00	FIX	38376EVM4	April 2039
			CH	150,000,000		PAC/AD	3.25	FIX	38376EVN2	April 2039
			CI	40,909,090		NTL (PAC/AD)	5.50	FIX/IO	38376EVP7	April 2039
			CK	150,000,000		PAC/AD	3.50	FIX	38376EVQ5	April 2039
			CL	150,000,000		PAC/AD	3.75	FIX	38376EVR3	April 2039
Security Group 3										
Combination 5(5)										
MA	\$288,160,000		MB	\$288,160,000		PAC I	3.00%	FIX	38376EVS1	April 2037
			MD	288,160,000		PAC I	3.25	FIX	38376EVT9	April 2037
			ME	288,160,000		PAC I	3.50	FIX	38376EVU6	April 2037
			MG	288,160,000		PAC I	3.75	FIX	38376EVV4	April 2037
			MH	288,160,000		PAC I	4.00	FIX	38376EVW2	April 2037
			MI	115,264,000		NTL (PAC I)	5.00	FIX/IO	38376EVX0	April 2037
			MJ	288,160,000		PAC I	4.25	FIX	38376EY8	April 2037
			MK	288,160,000		PAC I	4.75	FIX	38376EVZ5	April 2037
			MP	288,160,000		PAC I	4.50	FIX	38376EWA9	April 2037

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Original Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)																																																																													
	Principal Balance	or Class Notional Balance		Principal Balance	or Class Notional Balance(2)																																																																																		
Combination 6(5)	NA	\$ 47,543,000	NB	\$ 47,543,000	PAC I	PAC I	3.00%	FIX	38376EWB7	September 2038																																																																													
											ND	47,543,000	PAC I	3.25	FIX	38376EWC5	September 2038																																																																						
																		NE	47,543,000	PAC I	3.50	FIX	38376EWD3	September 2038																																																															
																									NG	47,543,000	PAC I	3.75	FIX	38376EWE1	September 2038																																																								
																																NH	47,543,000	PAC I	4.00	FIX	38376EWF8	September 2038																																																	
																																							NI	19,017,200	NTL (PAC I)	5.00	FIX/IO	38376EWG6	September 2038																																										
																																														NJ	47,543,000	PAC I	4.25	FIX	38376EWH4	September 2038																																			
																																																					NK	47,543,000	PAC I	4.75	FIX	38376EWJ0	September 2038																												
																																																												NP	47,543,000	PAC I	4.50	FIX	38376EWK7	September 2038																					
																																																																			KB	\$ 42,752,000	PAC I	3.00%	FIX	38376EWL5	November 2039														
																																																																										KD	42,752,000	PAC I	3.25	FIX	38376EWM3	November 2039							
																																																																																	KE	42,752,000	PAC I	3.50	FIX	38376EWN1	November 2039
KH	42,752,000	PAC I	4.00	FIX	38376EWQ4	November 2039																																																																																	
							KI	17,100,800	NTL (PAC I)	5.00	FIX/IO	38376EWR2	November 2039																																																																										
														KJ	42,752,000	PAC I	4.25	FIX	38376EWS0	November 2039																																																																			
																					KL	42,752,000	PAC I	4.75	FIX	38376EWT8	November 2039																																																												
																												KP	42,752,000	PAC I	4.50	FIX	38376EWU5	November 2039																																																					

Combination 7(5)

KA

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Original Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	or Class Notional Balance		Principal Balance	or Class Notional Balance(2)					
Combination 8(5)										
MA	\$288,160,000		AP	\$335,703,000		PAC I	5.00%	FIX	38376EWV3	September 2038
NA	47,543,000		HP	335,703,000		PAC I	4.50	FIX	38376EWW1	September 2038
			IP	134,281,200		NTL (PAC I)	5.00	FIX/IO	38376EWX9	September 2038
			JB	335,703,000		PAC I	3.00	FIX	38376EWY7	September 2038
			JD	335,703,000		PAC I	3.25	FIX	38376EWZ4	September 2038
			JE	335,703,000		PAC I	3.50	FIX	38376EXA8	September 2038
			JG	335,703,000		PAC I	3.75	FIX	38376EXB6	September 2038
			JH	335,703,000		PAC I	4.00	FIX	38376EXC4	September 2038
			JL	335,703,000		PAC I	4.75	FIX	38376EXD2	September 2038
			LP	335,703,000		PAC I	4.25	FIX	38376EXE0	September 2038
Combination 9(5)										
KA	\$ 42,752,000		P	\$378,455,000		PAC I	5.00%	FIX	38376EXF7	November 2039
MA	288,160,000		PB	378,455,000		PAC I	3.00	FIX	38376EXG5	November 2039
NA	47,543,000		PD	378,455,000		PAC I	3.25	FIX	38376EXH3	November 2039
			PE	378,455,000		PAC I	3.50	FIX	38376EXJ9	November 2039
			PG	378,455,000		PAC I	3.75	FIX	38376EXK6	November 2039
			PH	378,455,000		PAC I	4.00	FIX	38376EXL4	November 2039
			PI	151,382,000		NTL (PAC I)	5.00	FIX/IO	38376EXM2	November 2039
			PJ	378,455,000		PAC I	4.25	FIX	38376EXN0	November 2039
			PK	378,455,000		PAC I	4.50	FIX	38376EXP5	November 2039
			PL	378,455,000		PAC I	4.75	FIX	38376EXQ3	November 2039

REMIC Securities			MX Securities					
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 10(5)								
KA	\$ 42,752,000	AN	\$ 90,295,000	PAC I	4.00%	FIX	38376EXR1	November 2039
NA	47,543,000	BN	90,295,000	PAC I	4.25	FIX	38376EXS9	November 2039
		BP	90,295,000	PAC I	5.00	FIX	38376EXT7	November 2039
		CN	90,295,000	PAC I	4.50	FIX	38376EXU4	November 2039
		DN	90,295,000	PAC I	4.75	FIX	38376EXV2	November 2039
		IN	18,059,000	NTL (PAC I)	5.00	FIX/IO	38376EXW0	November 2039
Security Group 4								
Combination 11								
NO	\$ 16,666,667	SN	\$ 16,666,667	PT	(6)	INV	38376EXX8	November 2039
NS	100,000,000							
Combination 12								
NO	\$ 16,666,667	SJ	\$ 16,666,667	PT	(6)	INV	38376EXY6	November 2039
NS	33,333,334							
Combination 13								
NO	\$ 16,666,667	SK	\$ 16,666,667	PT	(6)	INV	38376EXZ3	November 2039
NS	41,666,668							
Combination 14								
NO	\$ 16,666,667	SL	\$ 16,666,667	PT	(6)	INV	38376EYA7	November 2039
NS	50,000,001							

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Original Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance	or Class Notional Balance		Principal Balance	or Class Notional Balance(2)					
Security Group 5										
Combination 15(5)										
PC	\$107,384,143		EA	\$107,384,143		PAC/AD	2.50%	FIX	38376EYB5	September 2039
			EB	107,384,143		PAC/AD	2.75	FIX	38376EYC3	September 2039
			ED	107,384,143		PAC/AD	3.00	FIX	38376EYD1	September 2039
			EG	107,384,143		PAC/AD	3.25	FIX	38376EYE9	September 2039
			EH	107,384,143		PAC/AD	3.50	FIX	38376EYF6	September 2039
			EI	35,794,714		NTL (PAC/AD)	6.00	FIX/IO	38376EYG4	September 2039
			EJ	107,384,143		PAC/AD	3.75	FIX	38376EYH2	September 2039
			EK	107,384,143		PAC/AD	4.00	FIX	38376EYJ8	September 2039
			EL	107,384,143		PAC/AD	4.25	FIX	38376EYK5	September 2039
Combination 16										
CZ	\$ 25,449,191		C	\$133,333,334		PT	4.50%	FIX	38376EYL3	November 2039
PC	107,384,143									
ZC	500,000									
Combination 17										
PC	\$107,384,143		LA	\$107,884,143		PAC/AD	4.50%	FIX	38376EYM1	November 2039
ZC	500,000									

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 6								
Combination 18								
HO	\$ 3,076,924	SH	\$ 3,076,924	PT	(6)	INV	38376EYN9	November 2039
HS	40,000,000							
Combination 19								
HO	\$ 3,076,924	SW	\$ 3,076,924	PT	(6)	INV	38376EYP4	November 2039
HS	7,692,310							

(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) In the case of Combinations 2 through 10 and 15, various subcombinations are permitted. See "Description of the Securities — Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations.

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

Schedule II

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
Initial Balance	\$303,030,302.00	\$378,455,000.00	\$20,677,000.00	\$107,884,143.00
December 2009	300,409,579.51	377,702,925.76	20,519,398.10	106,077,861.19
January 2010	297,831,784.37	376,849,773.19	20,470,500.18	104,388,016.14
February 2010	295,096,145.55	375,895,810.42	20,405,341.54	102,718,921.10
March 2010	292,205,670.52	374,841,368.02	20,323,977.98	101,070,326.78
April 2010	289,163,598.24	373,686,838.98	20,226,489.08	99,441,986.85
May 2010	285,973,393.65	372,432,678.49	20,112,978.20	97,833,657.91
June 2010	282,638,741.51	371,079,403.82	19,983,572.46	96,245,099.45
July 2010	279,163,539.70	369,627,594.00	19,838,422.61	94,676,073.81
August 2010	275,551,892.01	368,077,889.50	19,677,702.95	93,126,346.17
September 2010	271,808,100.26	366,430,991.84	19,501,611.10	91,595,684.49
October 2010	267,936,656.05	364,687,663.11	19,310,367.82	90,083,859.48
November 2010	263,942,231.87	362,848,725.50	19,104,216.70	88,590,644.60
December 2010	259,829,671.81	360,915,060.65	18,883,423.89	87,115,815.97
January 2011	255,603,981.81	358,887,609.03	18,648,277.73	85,659,152.41
February 2011	251,270,319.40	356,767,369.22	18,399,088.39	84,220,435.33
March 2011	246,833,983.16	354,555,397.14	18,136,187.38	82,799,448.76
April 2011	242,300,401.71	352,252,805.24	17,859,927.07	81,395,979.31
May 2011	237,675,122.40	349,860,761.56	17,570,680.25	80,009,816.09
June 2011	232,963,799.70	347,380,488.79	17,268,839.47	78,640,750.76
July 2011	228,329,068.36	344,813,263.28	16,954,816.53	77,288,577.43
August 2011	223,769,703.29	342,160,413.96	16,629,041.77	75,953,092.67
September 2011	219,284,498.80	339,423,321.21	16,291,963.42	74,634,095.46
October 2011	214,872,268.31	336,603,415.66	15,944,046.95	73,331,387.18
November 2011	210,531,844.00	333,702,177.00	15,585,774.23	72,044,771.57
December 2011	206,262,076.55	330,721,132.69	15,217,642.82	70,774,054.71
January 2012	202,061,834.85	327,661,856.57	14,840,165.14	69,519,044.98
February 2012	197,930,005.68	324,525,967.56	14,453,867.63	68,279,553.05
March 2012	193,865,493.49	321,315,128.16	14,059,289.89	67,055,391.82
April 2012	189,867,220.06	318,031,043.01	13,656,983.81	65,846,376.46
May 2012	185,934,124.25	314,768,335.90	13,262,247.43	64,652,324.28
June 2012	182,065,161.76	311,526,872.40	12,874,988.93	63,473,054.83
July 2012	178,259,304.81	308,306,518.92	12,495,117.44	62,308,389.75
August 2012	174,515,541.94	305,107,142.70	12,122,543.01	61,158,152.84
September 2012	170,832,877.69	301,928,611.82	11,757,176.67	60,022,169.99
October 2012	167,210,332.41	298,770,795.16	11,398,930.34	58,900,269.15
November 2012	163,646,941.96	295,633,562.43	11,047,716.88	57,792,280.34
December 2012	160,141,757.49	292,516,784.15	10,703,450.06	56,698,035.59
January 2013	156,693,845.23	289,420,331.65	10,366,044.52	55,617,368.93
February 2013	153,302,286.17	286,344,077.06	10,035,415.82	54,550,116.38

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
March 2013	\$149,966,175.91	\$283,287,893.29	\$ 9,711,480.42	\$ 53,496,115.89
April 2013	146,684,624.39	280,251,654.07	9,394,155.60	52,455,207.37
May 2013	143,456,755.67	277,235,233.90	9,083,359.56	51,427,232.61
June 2013	140,281,707.72	274,238,508.06	8,779,011.33	50,412,035.30
July 2013	137,158,632.17	271,261,352.63	8,481,030.79	49,409,460.99
August 2013	134,086,694.13	268,303,644.42	8,189,338.67	48,419,357.08
September 2013	131,065,071.96	265,365,261.05	7,903,856.53	47,441,572.76
October 2013	128,092,957.06	262,446,080.88	7,624,506.74	46,475,959.06
November 2013	125,169,553.68	259,545,983.02	7,351,212.53	45,522,368.74
December 2013	122,294,078.70	256,664,847.37	7,083,897.88	44,580,656.36
January 2014	119,465,761.42	253,802,554.54	6,822,487.61	43,650,678.17
February 2014	116,683,843.42	250,958,985.90	6,566,907.33	42,732,292.18
March 2014	113,947,578.29	248,134,023.56	6,317,083.42	41,825,358.05
April 2014	111,256,231.50	245,327,550.37	6,072,943.05	40,929,737.14
May 2014	108,609,080.19	242,539,449.89	5,834,414.16	40,045,292.46
June 2014	106,005,412.99	239,769,606.42	5,601,425.45	39,171,888.65
July 2014	103,451,164.23	237,017,904.98	5,373,906.37	38,309,391.96
August 2014	100,957,457.99	234,284,231.31	5,151,787.14	37,457,670.25
September 2014	98,522,875.94	231,568,471.86	4,934,998.67	36,622,014.33
October 2014	96,146,032.69	228,870,513.79	4,723,472.67	35,804,585.13
November 2014	93,825,575.03	226,190,244.94	4,517,141.53	35,004,991.04
December 2014	91,560,181.20	223,527,553.89	4,315,938.37	34,222,848.79
January 2015	89,348,560.16	220,882,329.88	4,119,797.03	33,457,783.26
February 2015	87,189,450.86	218,254,462.85	3,928,652.05	32,709,427.31
March 2015	85,081,621.59	215,643,843.45	3,742,438.66	31,977,421.59
April 2015	83,023,869.24	213,050,362.97	3,561,092.79	31,261,414.42
May 2015	81,015,018.71	210,473,913.40	3,384,551.07	30,561,061.60
June 2015	79,053,922.22	207,914,387.41	3,212,750.78	29,876,026.24
July 2015	77,139,458.68	205,371,678.34	3,045,629.88	29,205,978.64
August 2015	75,270,533.08	202,845,680.16	2,883,127.01	28,550,596.11
September 2015	73,446,075.90	200,336,287.55	2,725,181.45	27,909,562.83
October 2015	71,665,042.50	197,843,395.81	2,571,733.13	27,282,569.72
November 2015	69,926,412.55	195,366,900.91	2,422,722.64	26,669,314.26
December 2015	68,229,189.49	192,906,699.47	2,278,091.20	26,069,500.39
January 2016	66,572,399.95	190,462,688.74	2,137,780.68	25,482,838.37
February 2016	64,955,093.22	188,034,766.62	2,001,733.54	24,909,044.60
March 2016	63,376,340.75	185,622,831.66	1,869,892.88	24,347,841.57
April 2016	61,835,235.61	183,226,783.02	1,742,202.43	23,798,957.66
May 2016	60,330,892.00	180,846,520.49	1,618,606.52	23,262,127.03
June 2016	58,862,444.76	178,481,944.50	1,499,050.05	22,737,089.54
July 2016	57,429,048.89	176,132,956.10	1,383,478.57	22,223,590.58
August 2016	56,029,879.10	173,799,456.93	1,271,838.18	21,721,380.97
September 2016	54,664,129.34	171,481,349.29	1,164,075.57	21,230,216.86

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
October 2016	\$ 53,331,012.33	\$169,178,536.04	\$ 1,060,138.02	\$ 20,749,859.60
November 2016	52,029,759.19	166,890,920.69	959,973.39	20,280,075.63
December 2016.	50,759,618.94	164,618,407.31	863,530.08	19,820,636.37
January 2017.	49,519,858.14	162,360,900.60	770,757.08	19,371,318.14
February 2017.	48,309,760.47	160,118,305.83	681,603.93	18,931,902.02
March 2017.	47,128,626.30	157,890,528.89	596,020.69	18,502,173.79
April 2017.	45,975,772.37	155,677,476.24	513,958.01	18,081,923.77
May 2017	44,850,531.34	153,479,054.91	435,367.06	17,670,946.79
June 2017	43,752,251.47	151,295,172.53	360,199.54	17,269,042.06
July 2017	42,680,296.23	149,125,737.31	288,407.68	16,876,013.08
August 2017	41,634,043.97	146,970,658.00	224,037.63	16,491,667.54
September 2017	40,612,887.56	144,829,843.96	168,117.82	16,115,817.27
October 2017	39,616,234.07	142,703,205.09	120,479.75	15,748,278.10
November 2017	38,643,504.40	140,590,651.86	80,957.58	15,388,869.82
December 2017.	37,694,133.01	138,492,095.30	49,388.07	15,037,416.05
January 2018.	36,767,567.58	136,407,446.98	25,610.56	14,693,744.21
February 2018.	35,863,268.71	134,336,619.05	9,466.90	14,357,685.41
March 2018.	34,980,709.60	132,279,524.18	801.44	14,029,074.37
April 2018.	34,119,375.80	130,236,075.60	0.00	13,707,749.35
May 2018	33,278,764.87	128,219,503.52	0.00	13,393,552.07
June 2018	32,458,386.16	126,232,443.29	0.00	13,086,327.66
July 2018	31,657,760.48	124,274,476.41	0.00	12,785,924.55
August 2018	30,876,419.86	122,345,190.23	0.00	12,492,194.42
September 2018	30,113,907.32	120,444,177.82	0.00	12,204,992.15
October 2018	29,369,776.55	118,571,037.93	0.00	11,924,175.71
November 2018	28,643,591.71	116,725,374.88	0.00	11,649,606.12
December 2018.	27,934,927.18	114,906,798.53	0.00	11,381,147.39
January 2019.	27,243,367.29	113,114,924.13	0.00	11,118,666.45
February 2019.	26,568,506.14	111,349,372.32	0.00	10,862,033.06
March 2019.	25,909,947.34	109,609,769.02	0.00	10,611,119.81
April 2019.	25,267,303.79	107,895,745.36	0.00	10,365,802.01
May 2019	24,640,197.48	106,206,937.61	0.00	10,125,957.64
June 2019	24,028,259.26	104,542,987.10	0.00	9,891,467.31
July 2019	23,431,128.64	102,903,540.18	0.00	9,662,214.20
August 2019	22,848,453.62	101,288,248.11	0.00	9,438,084.00
September 2019	22,279,890.42	99,696,767.03	0.00	9,218,964.85
October 2019	21,725,103.36	98,128,757.88	0.00	9,004,747.28
November 2019	21,183,764.64	96,583,886.30	0.00	8,795,324.22
December 2019.	20,655,554.17	95,061,822.63	0.00	8,590,590.86
January 2020.	20,140,159.35	93,562,241.80	0.00	8,390,444.66
February 2020.	19,637,274.97	92,084,823.26	0.00	8,194,785.28
March 2020.	19,146,602.96	90,629,250.96	0.00	8,003,514.56
April 2020.	18,667,852.27	89,195,213.25	0.00	7,816,536.44

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
May 2020	\$ 18,200,738.70	\$ 87,782,402.83	\$ 0.00	\$ 7,633,756.92
June 2020	17,744,984.74	86,390,516.70	0.00	7,455,084.04
July 2020	17,300,319.40	85,019,256.09	0.00	7,280,427.82
August 2020	16,866,478.07	83,668,326.41	0.00	7,109,700.20
September 2020	16,443,202.36	82,337,437.18	0.00	6,942,815.04
October 2020	16,030,239.98	81,026,301.98	0.00	6,779,688.05
November 2020	15,627,344.58	79,734,638.40	0.00	6,620,236.77
December 2020.	15,234,275.60	78,462,167.98	0.00	6,464,380.49
January 2021.	14,850,798.16	77,208,616.15	0.00	6,312,040.27
February 2021.	14,476,682.92	75,973,712.18	0.00	6,163,138.86
March 2021.	14,111,705.94	74,757,189.13	0.00	6,017,600.67
April 2021.	13,755,648.55	73,558,783.81	0.00	5,875,351.78
May 2021	13,408,297.25	72,378,236.69	0.00	5,736,319.81
June 2021	13,069,443.58	71,215,291.88	0.00	5,600,433.99
July 2021	12,738,883.99	70,069,697.09	0.00	5,467,625.07
August 2021	12,416,419.74	68,941,203.55	0.00	5,337,825.27
September 2021	12,101,856.79	67,829,565.97	0.00	5,210,968.32
October 2021	11,795,005.66	66,734,542.52	0.00	5,086,989.34
November 2021	11,495,681.36	65,655,894.72	0.00	4,965,824.88
December 2021.	11,203,703.27	64,593,387.47	0.00	4,847,412.87
January 2022.	10,918,895.05	63,546,788.95	0.00	4,731,692.55
February 2022.	10,641,084.51	62,515,870.59	0.00	4,618,604.51
March 2022.	10,370,103.54	61,500,407.03	0.00	4,508,090.61
April 2022.	10,105,788.01	60,500,176.08	0.00	4,400,093.97
May 2022	9,847,977.66	59,514,958.64	0.00	4,294,558.94
June 2022	9,596,516.04	58,544,538.72	0.00	4,191,431.10
July 2022	9,351,250.39	57,588,703.34	0.00	4,090,657.18
August 2022	9,112,031.58	56,647,242.51	0.00	3,992,185.08
September 2022	8,878,713.99	55,719,949.20	0.00	3,895,963.82
October 2022	8,651,155.48	54,806,619.29	0.00	3,801,943.55
November 2022	8,429,217.26	53,907,051.51	0.00	3,710,075.48
December 2022.	8,212,763.82	53,021,047.43	0.00	3,620,311.89
January 2023.	8,001,662.89	52,148,411.42	0.00	3,532,606.08
February 2023.	7,795,785.32	51,288,950.57	0.00	3,446,912.40
March 2023.	7,595,005.03	50,442,474.72	0.00	3,363,186.15
April 2023.	7,399,198.92	49,608,796.36	0.00	3,281,383.63
May 2023	7,208,246.83	48,787,730.63	0.00	3,201,462.09
June 2023	7,022,031.45	47,979,095.26	0.00	3,123,379.70
July 2023	6,840,438.24	47,182,710.54	0.00	3,047,095.53
August 2023	6,663,355.40	46,398,399.32	0.00	2,972,569.58
September 2023	6,490,673.78	45,625,986.92	0.00	2,899,762.67
October 2023	6,322,286.82	44,865,301.13	0.00	2,828,636.51
November 2023	6,158,090.51	44,116,172.15	0.00	2,759,153.64

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
December 2023	\$ 5,997,983.29	\$ 43,378,432.59	\$ 0.00	\$ 2,691,277.40
January 2024	5,841,866.05	42,651,917.42	0.00	2,624,971.95
February 2024	5,689,642.00	41,936,463.93	0.00	2,560,202.21
March 2024	5,541,216.68	41,231,911.69	0.00	2,496,933.89
April 2024	5,396,497.88	40,538,102.57	0.00	2,435,133.42
May 2024	5,255,395.58	39,854,880.64	0.00	2,374,768.00
June 2024	5,117,821.90	39,182,092.17	0.00	2,315,805.50
July 2024	4,983,691.07	38,519,585.62	0.00	2,258,214.54
August 2024	4,852,919.35	37,867,211.58	0.00	2,201,964.39
September 2024	4,725,425.01	37,224,822.74	0.00	2,147,025.01
October 2024	4,601,128.27	36,592,273.88	0.00	2,093,367.01
November 2024	4,479,951.24	35,969,421.83	0.00	2,040,961.65
December 2024	4,361,817.91	35,356,125.45	0.00	1,989,780.80
January 2025	4,246,654.06	34,752,245.59	0.00	1,939,796.98
February 2025	4,134,387.28	34,157,645.06	0.00	1,890,983.28
March 2025	4,024,946.86	33,572,188.61	0.00	1,843,313.40
April 2025	3,918,263.79	32,995,742.93	0.00	1,796,761.60
May 2025	3,814,270.71	32,428,176.57	0.00	1,751,302.72
June 2025	3,712,901.89	31,869,359.93	0.00	1,706,912.15
July 2025	3,614,093.14	31,319,165.28	0.00	1,663,565.80
August 2025	3,517,781.83	30,777,466.68	0.00	1,621,240.13
September 2025	3,423,906.82	30,244,139.96	0.00	1,579,912.11
October 2025	3,332,408.45	29,719,062.73	0.00	1,539,559.23
November 2025	3,243,228.48	29,202,114.34	0.00	1,500,159.45
December 2025	3,156,310.06	28,693,175.82	0.00	1,461,691.22
January 2026	3,071,597.71	28,192,129.92	0.00	1,424,133.49
February 2026	2,989,037.29	27,698,861.03	0.00	1,387,465.63
March 2026	2,908,575.94	27,213,255.19	0.00	1,351,667.51
April 2026	2,830,162.10	26,735,200.05	0.00	1,316,719.41
May 2026	2,753,745.41	26,264,584.87	0.00	1,282,602.06
June 2026	2,679,276.75	25,801,300.48	0.00	1,249,296.60
July 2026	2,606,708.16	25,345,239.23	0.00	1,216,784.61
August 2026	2,535,992.87	24,896,295.04	0.00	1,185,048.06
September 2026	2,467,085.19	24,454,363.31	0.00	1,154,069.32
October 2026	2,399,940.55	24,019,340.95	0.00	1,123,831.14
November 2026	2,334,515.47	23,591,126.31	0.00	1,094,316.67
December 2026	2,270,767.48	23,169,619.20	0.00	1,065,509.42
January 2027	2,208,655.17	22,754,720.86	0.00	1,037,393.28
February 2027	2,148,138.10	22,346,333.93	0.00	1,009,952.46
March 2027	2,089,176.84	21,944,362.44	0.00	983,171.57
April 2027	2,031,732.86	21,548,711.76	0.00	957,035.51
May 2027	1,975,768.62	21,159,288.65	0.00	931,529.56
June 2027	1,921,247.43	20,776,001.17	0.00	906,639.29

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
July 2027	\$ 1,868,133.53	\$ 20,398,758.70	\$ 0.00	\$ 882,350.61
August 2027	1,816,392.01	20,027,471.91	0.00	858,649.73
September 2027	1,765,988.78	19,662,052.75	0.00	835,523.18
October 2027	1,716,890.62	19,302,414.41	0.00	812,957.79
November 2027	1,669,065.08	18,948,471.34	0.00	790,940.66
December 2027.	1,622,480.50	18,600,139.19	0.00	769,459.19
January 2028.	1,577,106.00	18,257,334.82	0.00	748,501.07
February 2028.	1,532,911.44	17,919,976.30	0.00	728,054.26
March 2028.	1,489,867.42	17,587,982.84	0.00	708,106.97
April 2028.	1,447,945.22	17,261,274.82	0.00	688,647.69
May 2028	1,407,116.87	16,939,773.75	0.00	669,665.16
June 2028	1,367,355.03	16,623,402.27	0.00	651,148.37
July 2028	1,328,633.06	16,312,084.13	0.00	633,086.57
August 2028	1,290,924.94	16,005,744.16	0.00	615,469.23
September 2028	1,254,205.31	15,704,308.27	0.00	598,286.06
October 2028	1,218,449.39	15,407,703.43	0.00	581,527.00
November 2028	1,183,633.04	15,115,857.67	0.00	565,182.22
December 2028.	1,149,732.69	14,828,700.02	0.00	549,242.12
January 2029.	1,116,725.35	14,546,160.57	0.00	533,697.28
February 2029.	1,084,588.58	14,268,170.36	0.00	518,538.52
March 2029.	1,053,300.49	13,994,661.47	0.00	503,756.87
April 2029.	1,022,839.73	13,725,566.92	0.00	489,343.53
May 2029	993,185.48	13,460,820.72	0.00	475,289.93
June 2029	964,317.41	13,200,357.79	0.00	461,587.67
July 2029	936,215.69	12,944,114.01	0.00	448,228.56
August 2029	908,860.98	12,692,026.19	0.00	435,204.56
September 2029	882,234.42	12,444,032.02	0.00	422,507.84
October 2029	856,317.59	12,200,070.10	0.00	410,130.74
November 2029	831,092.54	11,960,079.93	0.00	398,065.76
December 2029.	806,541.76	11,724,001.84	0.00	386,305.59
January 2030.	782,648.15	11,491,777.07	0.00	374,843.07
February 2030.	759,395.06	11,263,347.65	0.00	363,671.19
March 2030.	736,766.21	11,038,656.50	0.00	352,783.13
April 2030.	714,745.75	10,817,647.31	0.00	342,172.20
May 2030	693,318.21	10,600,264.63	0.00	331,831.86
June 2030	672,468.50	10,386,453.77	0.00	321,755.73
July 2030	652,181.90	10,176,160.86	0.00	311,937.57
August 2030	632,444.05	9,969,332.78	0.00	302,371.27
September 2030	613,240.96	9,765,917.20	0.00	293,050.88
October 2030	594,558.95	9,565,862.53	0.00	283,970.56
November 2030	576,384.71	9,369,117.93	0.00	275,124.63
December 2030.	558,705.24	9,175,633.29	0.00	266,507.50
January 2031.	541,507.87	8,985,359.23	0.00	258,113.75

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
February 2031	\$ 524,780.25	\$ 8,798,247.10	\$ 0.00	\$ 249,938.06
March 2031	508,510.31	8,614,248.92	0.00	241,975.23
April 2031	492,686.30	8,433,317.42	0.00	234,220.18
May 2031	477,296.76	8,255,406.03	0.00	226,667.95
June 2031	462,330.49	8,080,468.83	0.00	219,313.69
July 2031	447,776.60	7,908,460.58	0.00	212,152.66
August 2031	433,624.45	7,739,336.68	0.00	205,180.23
September 2031	419,863.67	7,573,053.21	0.00	198,391.88
October 2031	406,484.15	7,409,566.85	0.00	191,783.18
November 2031	393,476.02	7,248,834.92	0.00	185,349.80
December 2031	380,829.66	7,090,815.38	0.00	179,087.54
January 2032	368,535.69	6,935,466.77	0.00	172,992.25
February 2032	356,584.97	6,782,748.25	0.00	167,059.92
March 2032	344,968.59	6,632,619.57	0.00	161,286.59
April 2032	333,677.84	6,485,041.07	0.00	155,668.43
May 2032	322,704.25	6,339,973.66	0.00	150,201.67
June 2032	312,039.55	6,197,378.82	0.00	144,882.63
July 2032	301,675.67	6,057,218.59	0.00	139,707.72
August 2032	291,604.77	5,919,455.57	0.00	134,673.45
September 2032	281,819.16	5,784,052.90	0.00	129,776.37
October 2032	272,311.39	5,650,974.26	0.00	125,013.15
November 2032	263,074.17	5,520,183.86	0.00	120,380.51
December 2032	254,100.40	5,391,646.42	0.00	115,875.25
January 2033	245,383.15	5,265,327.18	0.00	111,494.26
February 2033	236,915.67	5,141,191.92	0.00	107,234.48
March 2033	228,691.38	5,019,206.86	0.00	103,092.94
April 2033	220,703.87	4,899,338.77	0.00	99,066.72
May 2033	212,946.87	4,781,554.87	0.00	95,152.98
June 2033	205,414.31	4,665,822.88	0.00	91,348.95
July 2033	198,100.22	4,552,110.98	0.00	87,651.91
August 2033	190,998.82	4,440,387.82	0.00	84,059.21
September 2033	184,104.46	4,330,622.51	0.00	80,568.27
October 2033	177,411.63	4,222,784.61	0.00	77,176.55
November 2033	170,914.97	4,116,844.14	0.00	73,881.58
December 2033	164,609.26	4,012,771.54	0.00	70,680.96
January 2034	158,489.38	3,910,537.70	0.00	67,572.34
February 2034	152,550.37	3,810,113.92	0.00	64,553.40
March 2034	146,787.40	3,711,471.94	0.00	61,621.90
April 2034	141,195.73	3,614,583.91	0.00	58,775.65
May 2034	135,770.78	3,519,422.38	0.00	56,012.50
June 2034	130,508.04	3,425,960.32	0.00	53,330.37
July 2034	125,403.17	3,334,171.08	0.00	50,727.20
August 2034	120,451.90	3,244,028.42	0.00	48,201.01

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
September 2034	\$ 115,650.07	\$ 3,155,506.47	\$ 0.00	\$ 45,749.84
October 2034	110,993.65	3,068,579.76	0.00	43,371.79
November 2034	106,478.70	2,983,223.18	0.00	41,065.00
December 2034	102,101.37	2,899,411.99	0.00	38,827.67
January 2035	97,857.92	2,817,121.84	0.00	36,658.00
February 2035	93,744.71	2,736,328.71	0.00	34,554.29
March 2035	89,758.19	2,657,008.94	0.00	32,514.83
April 2035	85,894.89	2,579,139.25	0.00	30,537.98
May 2035	82,151.44	2,502,696.65	0.00	28,622.13
June 2035	78,524.56	2,427,658.55	0.00	26,765.70
July 2035	75,011.05	2,354,002.64	0.00	24,967.17
August 2035	71,607.77	2,281,706.99	0.00	23,225.03
September 2035	68,311.71	2,210,749.97	0.00	21,537.82
October 2035	65,119.89	2,141,110.26	0.00	19,904.11
November 2035	62,029.43	2,072,766.87	0.00	18,322.51
December 2035	59,037.53	2,005,699.14	0.00	16,791.67
January 2036	56,141.44	1,939,886.68	0.00	15,310.24
February 2036	53,338.50	1,875,309.43	0.00	13,876.94
March 2036	50,626.12	1,811,947.62	0.00	12,490.50
April 2036	48,001.76	1,749,781.77	0.00	11,149.69
May 2036	45,462.97	1,688,792.71	0.00	9,853.30
June 2036	43,007.34	1,628,961.52	0.00	8,600.15
July 2036	40,632.53	1,570,269.60	0.00	7,389.10
August 2036	38,336.27	1,512,698.60	0.00	6,219.02
September 2036	36,116.35	1,456,230.46	0.00	5,088.83
October 2036	33,970.60	1,400,847.38	0.00	3,997.45
November 2036	31,896.92	1,346,531.84	0.00	2,943.85
December 2036	29,893.27	1,293,266.56	0.00	1,927.01
January 2037	27,957.65	1,241,034.55	0.00	945.94
February 2037	26,088.12	1,189,819.03	0.00	0.00
March 2037	24,282.79	1,139,603.52	0.00	0.00
April 2037	22,539.83	1,090,371.75	0.00	0.00
May 2037	20,857.43	1,042,107.72	0.00	0.00
June 2037	19,233.85	994,795.65	0.00	0.00
July 2037	17,667.41	948,420.02	0.00	0.00
August 2037	16,156.43	902,965.51	0.00	0.00
September 2037	14,699.32	858,417.06	0.00	0.00
October 2037	13,294.50	814,759.82	0.00	0.00
November 2037	11,940.45	771,979.18	0.00	0.00
December 2037	10,635.69	730,060.74	0.00	0.00
January 2038	9,378.77	688,990.31	0.00	0.00
February 2038	8,168.28	648,753.93	0.00	0.00
March 2038	7,002.86	609,337.84	0.00	0.00

<u>Distribution Date</u>	<u>Classes BA, BD, FA and ZA (in the aggregate)</u>	<u>Classes KA, MA and NA (in the aggregate)</u>	<u>Class PA</u>	<u>Classes PC and ZC (in the aggregate)</u>
April 2038	\$ 5,881.17	\$ 570,728.48	\$ 0.00	\$ 0.00
May 2038	4,801.91	532,912.52	0.00	0.00
June 2038	3,763.83	495,876.82	0.00	0.00
July 2038	2,765.69	459,608.42	0.00	0.00
August 2038	1,806.30	424,094.59	0.00	0.00
September 2038	884.50	389,322.76	0.00	0.00
October 2038	0.00	355,280.58	0.00	0.00
November 2038	0.00	321,955.87	0.00	0.00
December 2038	0.00	289,336.64	0.00	0.00
January 2039	0.00	257,411.08	0.00	0.00
February 2039	0.00	226,167.56	0.00	0.00
March 2039	0.00	195,594.64	0.00	0.00
April 2039	0.00	165,681.03	0.00	0.00
May 2039	0.00	136,415.63	0.00	0.00
June 2039	0.00	107,787.51	0.00	0.00
July 2039	0.00	79,785.89	0.00	0.00
August 2039	0.00	52,400.18	0.00	0.00
September 2039	0.00	25,619.93	0.00	0.00
October 2039 and thereafter	0.00	0.00	0.00	0.00



\$1,382,381,952

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