



\$263,775,329

Government National Mortgage Association

GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-095**

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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						
F	\$36,459,750	(5)	SUP	FLT	38374YYG2	July 2040
PA(1)	60,635,000	4.5%	PAC	FIX	38374YYH0	August 2032
PB	24,133,000	4.5	PAC	FIX	38374YYJ6	February 2035
PC	19,930,000	4.5	PAC	FIX	38374YYK3	December 2036
PD	27,659,000	4.5	PAC	FIX	38374YYL1	March 2039
PE	19,030,000	4.5	PAC	FIX	38374YYM9	July 2040
SA(1)	7,986,422	(5)	SUP	INV	38374YYN7	July 2040
SB(1)	4,166,828	(5)	SUP	INV	38374YYP2	July 2040
Security Group 2						
KA(1)	6,500,000	5.0	SC/TAC/AD	FIX	38374YYR8	January 2036
LA(1)	46,869,000	5.0	SC/PAC	FIX	38374YYQ0	January 2036
Z	10,406,329	5.0	SC/SUP	FIX/Z	38374YYR6	January 2036
Residual						
R	0	0.0	NPR	NPR	38374YYT4	July 2040

- (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.
- (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) See "Terms Sheet — Interest Rates" in this Supplement.

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-6 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be July 30, 2010.

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.



Sandgrain Securities, Inc.

AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 2 securities, the disclosure document relating to the Underlying Certificate (the “Underlying Certificate Disclosure Document”).

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

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

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

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
Terms Sheet	S-3	Plan of Distribution	S-25
Risk Factors	S-6	Increase in Size	S-26
The Trust Assets	S-8	Legal Matters	S-26
Ginnie Mae Guaranty	S-9	Schedule I: Available Combinations	S-I-1
Description of the Securities	S-9	Schedule II: Scheduled Principal	
Yield, Maturity and Prepayment		Balances	S-II-1
Considerations	S-13	Exhibit A: Underlying Certificate	A-1
Certain Federal Income Tax		Exhibit B: Cover Page, Terms Sheet and	
Consequences	S-23	Schedule I from Underlying	
ERISA Matters	S-25	Certificate Disclosure Document	B-1
Legal Investment Considerations	S-25		

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: RBC Capital Markets Corporation

Co-Sponsor: Sandgrain Securities, Inc.

Trustee: U.S. Bank National Association

Tax Administrator: The Trustee

Closing Date: July 30, 2010

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in August 2010.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	4.5%	30
2	Underlying Certificate	(1)	(1)

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1 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>
\$200,000,000	359	1	4.926%

¹ As of July 1, 2010.

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

³ The Mortgage Loans underlying the Group 1 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the Certificate Rate.

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

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
F	LIBOR + 1.20%	1.54500000%	1.2%	6.00000000%	0	0.00%
S	14.40% – (LIBOR × 3.00)	13.36500000%	0.0%	14.40000000%	0	4.80%
SA	18.26086876% – (LIBOR × 4.56521719)	16.68586888%	0.0%	18.26086876%	0	4.00%
SB	42.00% – (LIBOR × 8.75)	7.00000000%	0.0%	7.00000000%	0	4.80%

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

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

SECURITY GROUP 1

A percentage of the Group 1 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 1 Principal Distribution Amount (the “Group 1 Adjusted Principal Distribution Amount”) will be allocated in the following order of priority:

1. Sequentially, to PA, PB, PC, PD and PE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently, to F, SA and SB, pro rata, until retired
3. Sequentially, to PA, PB, PC, PD and PE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

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

- The Z Accrual Amount in the following order of priority:
 1. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To Z, until retired
- The Group 2 Principal Distribution Amount in the following order of priority:
 1. To LA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To Z, until retired

4. To KA, without regard to its Scheduled Principal Balance, until retired
5. To LA, without regard to its Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges or Rate</u>
PAC Classes	
PA, PB, PC, PD and PE (in the aggregate)	115% PSA through 250% PSA
LA*	135% PSA through 247% PSA
TAC Class	
KA**	133% PSA

* The initial Effective Range is 135% PSA through 244% PSA.

** No initial Effective Rate.

Accrual Class: Interest will accrue on the 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 Class as interest. Interest so accrued on the Accrual Class on each Distribution Date will constitute the Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
BI	\$60,635,000	100% of PA (PAC Class)
KI	3,900,000	60% of KA (SC/TAC/AD Class)
LI	23,434,500	50% of LA (SC/PAC Class)

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

Regular and Residual Classes: Class R is a Residual Class and represents the Residual Interest of the Trust 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 and TAC classes, the related support classes will not receive any principal distribution on that date. If prepayments result in principal distributions on any distribution date greater than the amount needed to produce scheduled payments on the related PAC and TAC classes for that distribution date, this excess will be distributed to the related support classes.

The rate of principal payments on the underlying certificate will directly affect the rate of principal payments on and reduction in the notional balances of the group 2 securities. The underlying certificate will be sensitive to

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

Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed. This supplement contains no information as to whether the underlying certificate has performed as originally anticipated. Additional information as to the underlying certificate may be obtained by performing an analysis of current principal factors of the underlying certificate in light of applicable information contained in the underlying certificate disclosure document.

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

Subject to special pooling parameters set forth in the Ginnie Mae Mortgage-Backed Securities Guide, qualifying federally-insured or guaranteed mortgage loans that exceed certain balance thresholds established by Ginnie Mae (“higher balance mortgage loans” or “high balance mortgage loans”) may be included in Ginnie Mae guaranteed pools. There are no historical performance data regarding the prepayment rates for

higher balance mortgage loans. If the higher balance mortgage loans prepay faster or slower than expected, the weighted average lives and yields of the related securities are likely to be affected, perhaps significantly. Furthermore, higher balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively higher rates of defaults in the event of adverse economic conditions. No assurances can be given about the prepayment experience or performance of the higher balance mortgage loans.

The securities may not be a suitable investment for you. The securities, especially the group 2 securities and, in particular, the support, interest only, principal only, inverse floating rate, accrual and residual classes, are not suitable investments for all investors.

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

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

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

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

You are encouraged to consult advisors regarding the financial, legal, tax and other aspects of an

investment in the securities. You should not purchase the securities of any class unless you understand and are able to bear the prepayment, yield, liquidity and market risks associated with that class.

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

The yield and decrement tables in this supplement are based on assumed characteristics which

are likely to be different from the actual characteristics. As a result, the yields on your securities could be lower than you expected, even if the mortgage loans prepay at the constant prepayment rates set forth in the applicable table.

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

THE TRUST ASSETS

General

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

The Trust MBS (Group 1)

The Trust MBS are either:

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

Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued prior to July 1, 2003 bears interest at a Mortgage Rate 0.50% to 1.50% per annum greater than the related Certificate Rate. Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued on or after July 1, 2003 bears interest at a Mortgage Rate 0.25% to 0.75% per annum greater than the related Certificate Rate. Ginnie Mae receives a fee (the "Ginnie Mae Certificate Guaranty Fee") for its guaranty of each Ginnie Mae II MBS Certificate of 0.06% per annum of the outstanding principal balance of each related Mortgage Loan. The difference between (a) the Mortgage Rate and (b) the sum of the Certificate Rate and the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

The Underlying Certificate (Group 2)

The Group 2 Trust Assets consist of an Underlying Certificate that represents beneficial ownership interests in separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. The Underlying Certificate constitutes all or a portion of a class of a Series of certificates described in the Underlying Certificate Disclosure Document, excerpts of which are attached as Exhibit B to this Supplement. The Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under "Available Information" in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of the Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. *See "Underlying Certificates" in the Base Offering Circular.*

The Underlying Certificate provides for monthly distributions and is further described in the table contained in Exhibit A to this Supplement. The table also sets forth information regarding approximate

weighted average remaining terms to maturity, loan ages and mortgage rates of the Mortgage Loans underlying the related Ginnie Mae Certificates.

The Mortgage Loans

The Mortgage Loans underlying the Group 1 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Underlying Certificate are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A to this Supplement. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, Rural Development (formerly the Rural Housing Service) or the United States Department of Housing and Urban Development (“HUD”). See *“The Ginnie Mae Certificates — General” in the Base Offering Circular*.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and 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 Date” 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 the 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 the Accrual Class) on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See *“— Class Factors” below.*

Categories of Classes

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

Accrual Periods

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

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

Trading

For the sole purpose of facilitating trading and settlement, the Principal Only Class will be treated as a non-delay class.

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 Class

Class Z is an Accrual Class. Interest will accrue on the Accrual Class and be distributed as described under “Terms Sheet — Accrual Class” in this Supplement.

Principal Distributions

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

Categories of Classes

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

Notional Classes

The Notional Classes will not receive principal distributions. For convenience in describing interest distributions, the Notional Classes will have the original Class Notional Balances shown on 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 R Securities will represent the beneficial ownership of the Residual Interest in the Trust REMIC, as described under “Certain Federal Income Tax Consequences” in the Base Offering Circular. The Class R Securities have no Class Principal Balance and do not accrue interest. The Class R Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the Trust REMIC 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 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 the 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 the Accrual Class) can calculate the amount of principal and interest to be distributed to that Class and investors in the Accrual Class can calculate the total amount of principal to be distributed to (or interest to be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

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

Termination

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. The Trustee will terminate the Trust and retire the Securities on any Distribution Date upon the Trustee’s determination that the REMIC status of the 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 REMIC after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

Modification and Exchange

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

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

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

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner's Book-Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal and notional balances of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee in writing at its Corporate Trust Office at U.S. Bank National Association, One Federal Street, 3rd Floor, Boston, MA 012110 Attention: Ginnie Mae Program Agency Group 2010-095. The Trustee may be contacted by telephone at (617) 603-6451 and by fax at (617) 603-6644.

A fee will be payable to the Trustee in connection with each exchange equal to $\frac{1}{2}$ of 1% of the outstanding principal balance of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000). The fee must be paid concurrently with the exchange.

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

See "Description of the Securities— Modification and Exchange" in the Base Offering Circular.

YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

General

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

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

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

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

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

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

Investors in the Group 2 Securities are urged to review the discussion under “Risk Factors — *The rate of principal payments on the underlying certificate will directly affect the rate of principal payments on and reduction in the notional balances of the group 2 securities*” in this Supplement.

Accretion Directed Classes

Class KA is an Accretion Directed Class. The Accrual Amount will be applied to making principal distributions on that Class as described in this Supplement.

Class KA 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 KA will have principal payment stability only through the prepayment rate shown in the table below.

Class KA is entitled to principal payments in an amount equal to interest accrued on the Accrual Class. The Weighted Average Life of Class KA 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 KA shown in the table below, the Class Principal Balance of Class KA would be reduced to zero before its Final Distribution Date, and the Weighted Average Life of Class KA would equal its maximum Weighted Average Life shown in the table below.
- However, the Weighted Average Life of Class KA will be reduced, and may be reduced significantly, at prepayment speeds higher than the constant rates shown in the table below. See *“Yield, Maturity and Prepayment Considerations — Decrement Tables” in this Supplement*.

Accretion Directed Class

<u>Class</u>	<u>Maximum Weighted Average Life (in years)(1)</u>	<u>Final Distribution Date</u>	<u>Prepayment Rate at or below</u>
KA	5.3	January 2036	100% PSA

(1) The maximum Weighted Average Life for Class KA shown in this table is based on the Modeling Assumptions and the assumption that the related Mortgage Loans prepay at any constant rate at or below the rate shown in the table for such Class. That Weighted Average Life could extend, perhaps significantly, under certain non-constant prepayment scenarios or if the actual Mortgage Loan characteristics differ from the Modeling Assumptions.

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

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

PAC Classes	<u>Initial Effective Ranges</u>
PA, PB, PC, PD and PE (in the aggregate)	115% PSA through 250% PSA
LA	135% PSA through 244% PSA

TAC Class	<u>Initial Effective Rate</u>
KA	*

* No initial Effective Rate.

- The principal payment stability of the PAC Classes will be supported in part by the related TAC and Support Classes.
- The principal payment stability of the TAC Class will be supported by the related Support Class.

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

There is no assurance that the related Mortgage Loans will have the characteristics assumed in the Modeling Assumptions, which were used to determine the initial Effective Ranges. If the initial Effective Ranges were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges could differ from those shown in the above tables. Therefore, even if the Mortgage Loans were to

prepay at a constant rate within the initial Effective Range shown for any Class in the above tables, that Class could fail to receive Scheduled Payments.

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

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

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

Assumability

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

Final Distribution Date

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

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

Modeling Assumptions

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

1. The Mortgage Loans underlying the Group 1 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1 Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Group 1 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and 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 Securities are always received on the 20th day of the month, whether or not a Business Day, commencing in August 2010.

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

5. The Closing Date for the Securities is July 30, 2010.

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

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

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

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

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

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

Decrement Tables

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

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

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

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

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

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

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

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

Security Group 1 PSA Prepayment Assumption Rates

Distribution Date	Classes BA, BC, BD, BE, BG, BH, BI, BJ, BK, BL, BM, BN, BO, BP, BQ, BS, BT, BU and PA					Classes F, S, SA and SB					Class PB				
	0%	115%	200%	250%	400%	0%	115%	200%	250%	400%	0%	115%	200%	250%	400%
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	96	89	89	89	89	100	100	95	92	83	100	100	100	100	100
July 2012	92	70	70	70	70	100	100	82	72	42	100	100	100	100	100
July 2013	87	45	45	45	41	100	100	66	48	0	100	100	100	100	100
July 2014	82	22	22	22	0	100	100	54	29	0	100	100	100	100	82
July 2015	77	0	0	0	0	100	100	44	16	0	100	99	99	99	0
July 2016	72	0	0	0	0	100	100	38	7	0	100	48	48	48	0
July 2017	66	0	0	0	0	100	100	34	2	0	100	1	1	1	0
July 2018	60	0	0	0	0	100	100	31	0	0	100	0	0	0	0
July 2019	53	0	0	0	0	100	100	30	0	0	100	0	0	0	0
July 2020	46	0	0	0	0	100	98	28	0	0	100	0	0	0	0
July 2021	39	0	0	0	0	100	94	26	0	0	100	0	0	0	0
July 2022	31	0	0	0	0	100	90	24	0	0	100	0	0	0	0
July 2023	23	0	0	0	0	100	85	22	0	0	100	0	0	0	0
July 2024	14	0	0	0	0	100	80	20	0	0	100	0	0	0	0
July 2025	5	0	0	0	0	100	74	18	0	0	100	0	0	0	0
July 2026	0	0	0	0	0	100	68	16	0	0	86	0	0	0	0
July 2027	0	0	0	0	0	100	62	14	0	0	60	0	0	0	0
July 2028	0	0	0	0	0	100	56	12	0	0	32	0	0	0	0
July 2029	0	0	0	0	0	100	50	10	0	0	2	0	0	0	0
July 2030	0	0	0	0	0	100	44	9	0	0	0	0	0	0	0
July 2031	0	0	0	0	0	100	38	7	0	0	0	0	0	0	0
July 2032	0	0	0	0	0	100	33	6	0	0	0	0	0	0	0
July 2033	0	0	0	0	0	100	28	5	0	0	0	0	0	0	0
July 2034	0	0	0	0	0	100	23	4	0	0	0	0	0	0	0
July 2035	0	0	0	0	0	100	18	3	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	100	14	2	0	0	0	0	0	0	0
July 2037	0	0	0	0	0	80	10	2	0	0	0	0	0	0	0
July 2038	0	0	0	0	0	55	6	1	0	0	0	0	0	0	0
July 2039	0	0	0	0	0	28	3	0	0	0	0	0	0	0	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	8.9	2.8	2.8	2.8	2.5	28.2	19.2	7.6	3.2	1.8	17.3	6.0	6.0	6.0	4.3

PSA Prepayment Assumption Rates

Distribution Date	Class PC					Class PD					Class PE				
	0%	115%	200%	250%	400%	0%	115%	200%	250%	400%	0%	115%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2013	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2014	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2015	100	100	100	100	89	100	100	100	100	100	100	100	100	100	100
July 2016	100	100	100	100	6	100	100	100	100	100	100	100	100	100	100
July 2017	100	100	100	100	0	100	100	100	100	60	100	100	100	100	100
July 2018	100	48	48	48	0	100	100	100	100	27	100	100	100	100	100
July 2019	100	0	0	0	0	100	100	100	100	2	100	100	100	100	100
July 2020	100	0	0	0	0	100	71	71	71	0	100	100	100	100	76
July 2021	100	0	0	0	0	100	46	46	46	0	100	100	100	100	56
July 2022	100	0	0	0	0	100	26	26	26	0	100	100	100	100	41
July 2023	100	0	0	0	0	100	9	9	9	0	100	100	100	100	30
July 2024	100	0	0	0	0	100	0	0	0	0	100	92	92	92	22
July 2025	100	0	0	0	0	100	0	0	0	0	100	75	75	75	16
July 2026	100	0	0	0	0	100	0	0	0	0	100	61	61	61	12
July 2027	100	0	0	0	0	100	0	0	0	0	100	49	49	49	8
July 2028	100	0	0	0	0	100	0	0	0	0	100	39	39	39	6
July 2029	100	0	0	0	0	100	0	0	0	0	100	31	31	31	4
July 2030	64	0	0	0	0	100	0	0	0	0	100	25	25	25	3
July 2031	23	0	0	0	0	100	0	0	0	0	100	19	19	19	2
July 2032	0	0	0	0	0	85	0	0	0	0	100	15	15	15	1
July 2033	0	0	0	0	0	52	0	0	0	0	100	11	11	11	1
July 2034	0	0	0	0	0	17	0	0	0	0	100	8	8	8	1
July 2035	0	0	0	0	0	0	0	0	0	0	70	6	6	6	0
July 2036	0	0	0	0	0	0	0	0	0	0	13	4	4	4	0
July 2037	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0
July 2038	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0
July 2039	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
July 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	20.3	8.0	8.0	8.0	5.5	23.1	11.0	11.0	11.0	7.4	25.4	17.9	17.9	17.9	12.3

Distribution Date	Security Group 2 PSA Prepayment Assumption Rates														
	Classes KA, KB, KC, KD, KE, KG, KH and KI					Classes LA, LB, LC, LD, LE, LG, LH, LI, LK, LM, LN and LP					Class Z				
	0%	135%	200%	247%	400%	0%	135%	200%	247%	400%	0%	135%	200%	247%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2011	92	92	92	92	92	97	89	89	89	89	105	105	86	73	28
July 2012	83	83	83	83	0	94	73	73	73	70	110	110	66	34	0
July 2013	74	74	74	74	0	91	57	57	57	40	116	116	50	5	0
July 2014	65	65	65	44	0	88	44	44	44	17	122	122	40	0	0
July 2015	55	55	55	18	0	85	31	31	31	0	128	128	36	0	0
July 2016	44	44	44	3	0	81	19	19	19	0	135	135	35	0	0
July 2017	33	33	35	0	0	77	8	8	8	0	142	142	37	0	0
July 2018	21	15	20	0	0	73	0	0	0	0	149	147	39	0	0
July 2019	9	0	0	0	0	69	0	0	0	0	157	117	12	0	0
July 2020	0	0	0	0	0	65	0	0	0	0	162	80	0	0	0
July 2021	0	0	0	0	0	60	0	0	0	0	162	47	0	0	0
July 2022	0	0	0	0	0	55	0	0	0	0	162	17	0	0	0
July 2023	0	0	0	0	0	50	0	0	0	0	162	0	0	0	0
July 2024	0	0	0	0	0	44	0	0	0	0	162	0	0	0	0
July 2025	0	0	0	0	0	38	0	0	0	0	162	0	0	0	0
July 2026	0	0	0	0	0	32	0	0	0	0	162	0	0	0	0
July 2027	0	0	0	0	0	26	0	0	0	0	162	0	0	0	0
July 2028	0	0	0	0	0	19	0	0	0	0	162	0	0	0	0
July 2029	0	0	0	0	0	12	0	0	0	0	162	0	0	0	0
July 2030	0	0	0	0	0	4	0	0	0	0	162	0	0	0	0
July 2031	0	0	0	0	0	0	0	0	0	0	144	0	0	0	0
July 2032	0	0	0	0	0	0	0	0	0	0	106	0	0	0	0
July 2033	0	0	0	0	0	0	0	0	0	0	66	0	0	0	0
July 2034	0	0	0	0	0	0	0	0	0	0	23	0	0	0	0
July 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	5.3	5.1	5.2	3.6	1.5	12.1	3.7	3.7	3.7	2.7	22.6	10.2	4.6	1.6	0.7

Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Class based on the anticipated yield of that Class resulting from its purchase price, the investor’s own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 2 Securities, the investor’s own projection of principal payment rates on the Underlying Certificate under a variety of scenarios and, in the case of the Floating Rate or an Inverse Floating Rate Class, the investor’s own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

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

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

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

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

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

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

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

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

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

Payment Delay: Effect on Yields of the Fixed Rate Classes

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

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 the interest-bearing Classes) is as indicated in the related table. **The assumed purchase price is not necessarily that at which actual sales will occur.**

SECURITY GROUP 1

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

PSA Prepayment Assumption Rates				
115%	200%	250%	325%	400%
1.5%	1.5%	1.5%	0.0%	(5.1)%

**Sensitivity of Class BO to Prepayments
Assumed Price 94.421875%***

PSA Prepayment Assumption Rates			
115%	200%	250%	400%
2.1%	2.1%	2.1%	2.3%

**Sensitivity of Class S to Prepayments
Assumed Price 99.015625%***

LIBOR	PSA Prepayment Assumption Rates			
	115%	200%	250%	400%
0.1500%	14.5%	14.6%	14.8%	15.0%
0.3450%	13.9%	14.0%	14.2%	14.4%
2.5725%	6.9%	7.1%	7.3%	7.6%
4.8000% and above	0.1%	0.2%	0.6%	1.0%

**Sensitivity of Class SA to Prepayments
Assumed Price 98.5%***

LIBOR	PSA Prepayment Assumption Rates			
	115%	200%	250%	400%
0.1500%	18.5%	18.7%	18.9%	19.3%
0.3450%	17.6%	17.8%	18.0%	18.4%
2.1725%	8.7%	8.9%	9.3%	9.8%
4.0000% and above	0.1%	0.3%	0.8%	1.4%

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

**Sensitivity of Class SB to Prepayments
Assumed Price 100.0%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
4.0% and below	7.1%	7.1%	7.1%	7.1%
4.4%	3.5%	3.6%	3.6%	3.6%
4.8% and above	0.0%	0.1%	0.1%	0.2%

SECURITY GROUP 2

**Sensitivity of Class KI to Prepayments
Assumed Price 5.0%***

<u>PSA Prepayment Assumption Rates</u>				
<u>135%</u>	<u>200%</u>	<u>247%</u>	<u>400%</u>	<u>552%</u>
101.9%	101.9%	99.5%	50.5%	0.1%

**Sensitivity of Class LI to Prepayments
Assumed Price 12.25%***

<u>PSA Prepayment Assumption Rates</u>				
<u>135%</u>	<u>200%</u>	<u>247%</u>	<u>400%</u>	<u>434%</u>
18.2%	18.2%	18.2%	4.1%	0.1%

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

CERTAIN FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

The discussion contained in this Supplement and the Base Offering Circular as to certain federal tax consequences is not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. Such discussion is written to support the promotion or marketing of the transactions or matters addressed in this Supplement and the Base Offering Circular. Each taxpayer to whom such transactions or matters are being promoted, marketed or recommended should seek advice based on its particular circumstances from an independent tax advisor.

REMIC Elections

In the opinion of Cleary Gottlieb Steen & Hamilton LLP, the Trust will constitute a Single REMIC Series for federal income tax purposes.

Regular Securities

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

The Accrual Class will be issued with original issue discount (“OID”), and certain other Classes of Regular Securities may be issued with OID. See *“Certain Federal Income Tax Consequences— Tax Treatment of Regular Securities— Original Issue Discount,” “— Variable Rate Securities” and “— Interest Weighted Securities and Non-VRDI Securities” in the Base Offering Circular.*

The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities is 200% PSA (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Class F Securities, the interest rate value to be used for these determinations is the initial Interest Rate as set forth in the Terms Sheet under “Interest Rates.” No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See *“Certain Federal Income Tax Consequences” in the Base Offering Circular.*

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

Residual Securities

The Class R Securities will represent the beneficial ownership of the Residual Interest in the Trust REMIC. The Residual Securities, *i.e.*, the Class R 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 REMIC, and these requirements will continue until there are no Securities of any Class outstanding. 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. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

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

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

MX Securities

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

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

ERISA MATTERS

Ginnie Mae guarantees distributions of principal and interest with respect to the Securities. The Ginnie Mae Guaranty is supported by the full faith and credit of the United States of America. The Regular and MX Securities will qualify as “guaranteed governmental mortgage pool certificates” within the meaning of a Department of Labor regulation, the effect of which is to provide that mortgage loans and participations therein underlying a “guaranteed governmental mortgage pool certificate” will not be considered assets of an employee benefit plan subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), or subject to section 4975 of the Code (each, a “Plan”), solely by reason of the Plan’s purchase and holding of that certificate.

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

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

See “ERISA Considerations” in the Base Offering Circular.

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

LEGAL INVESTMENT CONSIDERATIONS

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

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

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

PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest, if any, from (1) July 1, 2010 on the Fixed Rate Classes and (2) July 20, 2010 on the Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual

case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that (1) the Original Class Principal Balance (or original Class Notional Balance) and (2) the Scheduled Principal Balances and Aggregate Scheduled Principal Balances of each Class receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group will increase by the same proportion. The Trust Agreement, the Final Data Statement, the Final Schedules and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

LEGAL MATTERS

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

Schedule I

Available Combinations(1)

Class	REMIC Securities		MX Securities						
	Original Class Principal Balance	Related MX Class	Maximum Original Class or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)	
Security Group 1									
Combination 1(6)									
PA	\$60,635,000	BA	\$60,635,000	PAC	2.50%	FIX	38374YYU1	August 2032	
		BC	60,635,000	PAC	2.75	FIX	38374YYV9	August 2032	
		BD	60,635,000	PAC	3.00	FIX	38374YYW7	August 2032	
		BE	60,635,000	PAC	3.25	FIX	38374YYX5	August 2032	
		BG	60,635,000	PAC	3.50	FIX	38374YYZ3	August 2032	
		BH	60,635,000	PAC	3.75	FIX	38374YYZ0	August 2032	
		BI	60,635,000	NTL (PAC)	4.50	FIX/IO	38374YZA4	August 2032	
		BJ	60,635,000	PAC	4.00	FIX	38374YZB2	August 2032	
		BK	60,635,000	PAC	4.25	FIX	38374YZC0	August 2032	
		BL	57,443,684	PAC	4.75	FIX	38374YZD8	August 2032	
		BM	54,571,500	PAC	5.00	FIX	38374YZE6	August 2032	
		BN	51,972,857	PAC	5.25	FIX	38374YZF3	August 2032	
		BO	60,635,000	PAC	0.00	PO	38374YZG1	August 2032	
		BP	49,610,454	PAC	5.50	FIX	38374YZH9	August 2032	
		BQ	47,453,478	PAC	5.75	FIX	38374YZJ5	August 2032	
		BS	45,476,250	PAC	6.00	FIX	38374YZK2	August 2032	
		BT	43,657,200	PAC	6.25	FIX	38374YZL0	August 2032	
		BU	41,978,076	PAC	6.50	FIX	38374YZM8	August 2032	
Combination 2									
SA	\$ 7,986,422	S	\$12,153,250	SUP	(5)	INV	38374YZN6	July 2040	
SB	4,166,828								

REMIC Securities

MX Securities

Class	Original Class Principal Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	MX Securities			Final Distribution Date(4)
				Principal Type(3)	Interest Rate	Interest Type(3)	
Security Group 2							
Combination 3(6)							
LA	\$46,869,000	LB	\$46,869,000	SC/PAC	2.50%	FIX	38374YZP1 January 2036
		LC	46,869,000	SC/PAC	2.75	FIX	38374YZQ9 January 2036
		LD	46,869,000	SC/PAC	3.00	FIX	38374YZR7 January 2036
		LE	46,869,000	SC/PAC	3.25	FIX	38374YZS5 January 2036
		LG	46,869,000	SC/PAC	3.50	FIX	38374YZT3 January 2036
		LH	46,869,000	SC/PAC	3.75	FIX	38374YZU0 January 2036
		LI	23,434,500	NTL (SC/PAC)	5.00	FIX/IO	38374YZV8 January 2036
		LK	46,869,000	SC/PAC	4.00	FIX	38374YZW6 January 2036
		LM	46,869,000	SC/PAC	4.25	FIX	38374YZX4 January 2036
		LN	46,869,000	SC/PAC	4.50	FIX	38374YZY2 January 2036
		LP	46,869,000	SC/PAC	4.75	FIX	38374YZZ9 January 2036
Combination 4(6)							
KA	\$ 6,500,000	KB	\$ 6,500,000	SC/TAC/AD	2.00%	FIX	38374YA29 January 2036
		KC	6,500,000	SC/TAC/AD	2.50	FIX	38374YA37 January 2036
		KD	6,500,000	SC/TAC/AD	3.00	FIX	38374YA45 January 2036
		KE	6,500,000	SC/TAC/AD	3.50	FIX	38374YA52 January 2036
		KG	6,500,000	SC/TAC/AD	4.00	FIX	38374YA60 January 2036
		KH	6,500,000	SC/TAC/AD	4.50	FIX	38374YA78 January 2036
		KI	3,900,000	NTL (SC/TAC/AD)	5.00	FIX/IO	38374YA86 January 2036

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

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

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

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

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

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

Schedule II

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
Initial Balance	\$151,387,000.00	\$6,500,000.00	\$46,869,000.00
August 2010	151,065,350.57	6,456,640.30	46,526,215.24
September 2010	150,704,486.96	6,413,099.93	46,164,120.88
October 2010	150,304,526.29	6,369,378.14	45,782,910.88
November 2010	149,865,608.90	6,325,474.18	45,382,792.55
December 2010	149,387,898.38	6,281,387.28	44,963,986.39
January 2011	148,871,581.44	6,237,116.69	44,526,725.87
February 2011	148,316,867.88	6,192,661.64	44,071,257.25
March 2011.	147,723,990.44	6,148,021.36	43,597,839.33
April 2011.	147,093,204.65	6,103,195.08	43,106,743.24
May 2011	146,424,788.72	6,058,182.02	42,598,252.19
June 2011.	145,719,043.33	6,012,981.41	42,072,661.19
July 2011	144,976,291.43	5,967,592.46	41,530,276.75
August 2011	144,196,878.00	5,922,014.39	40,971,416.65
September 2011	143,381,169.84	5,876,246.41	40,396,409.55
October 2011	142,529,555.27	5,830,287.73	39,805,594.75
November 2011	141,642,443.81	5,784,137.56	39,199,321.80
December 2011	140,720,265.94	5,737,795.10	38,577,950.16
January 2012	139,763,472.71	5,691,259.54	37,941,848.89
February 2012	138,772,535.38	5,644,530.08	37,291,396.24
March 2012.	137,747,945.08	5,597,605.92	36,645,772.99
April 2012.	136,690,212.39	5,550,486.24	36,004,944.59
May 2012	135,599,866.91	5,503,170.23	35,368,876.72
June 2012.	134,477,456.86	5,455,657.07	34,737,535.30
July 2012	133,323,548.59	5,407,945.94	34,110,886.51
August 2012	132,138,726.12	5,360,036.01	33,488,896.73
September 2012	130,923,590.67	5,311,926.45	32,871,532.62
October 2012	129,678,760.09	5,263,616.44	32,258,761.04
November 2012	128,404,868.42	5,215,105.14	31,650,549.12
December 2012	127,102,565.28	5,166,391.71	31,046,864.20
January 2013	125,808,464.54	5,117,475.30	30,447,673.84
February 2013	124,522,516.61	5,068,355.08	29,852,945.86
March 2013.	123,244,672.18	5,019,030.19	29,262,648.28
April 2013.	121,974,882.26	4,969,499.78	28,676,749.37
May 2013	120,713,098.14	4,919,762.99	28,095,217.60
June 2013.	119,459,271.41	4,869,818.96	27,518,021.68
July 2013	118,213,353.92	4,819,666.84	26,945,130.53

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
August 2013	\$116,975,297.85	\$4,769,305.74	\$26,376,513.30
September 2013	115,745,055.64	4,718,734.81	25,812,139.35
October 2013	114,522,580.01	4,667,953.17	25,251,978.26
November 2013	113,307,823.98	4,616,959.94	24,695,999.83
December 2013	112,100,740.84	4,565,754.23	24,144,174.07
January 2014	110,901,284.16	4,514,335.17	23,596,471.20
February 2014	109,709,407.80	4,462,701.87	23,052,861.64
March 2014.	108,525,065.86	4,410,853.42	22,513,316.04
April 2014.	107,348,212.76	4,358,788.94	21,977,805.24
May 2014	106,178,803.17	4,306,507.52	21,446,300.31
June 2014.	105,016,792.01	4,254,008.26	20,918,772.49
July 2014	103,862,134.52	4,201,290.26	20,395,193.25
August 2014	102,714,786.16	4,148,352.60	19,875,534.26
September 2014	101,574,702.67	4,095,194.36	19,359,767.38
October 2014	100,441,840.08	4,041,814.64	18,847,864.67
November 2014	99,316,154.64	3,988,212.49	18,339,798.39
December 2014	98,197,602.90	3,934,387.01	17,835,541.00
January 2015	97,086,141.64	3,880,337.25	17,335,065.15
February 2015	95,981,727.92	3,826,062.28	16,838,343.69
March 2015.	94,884,319.05	3,771,561.17	16,345,349.65
April 2015.	93,793,872.58	3,716,832.97	15,856,056.26
May 2015	92,710,346.34	3,661,876.74	15,370,436.95
June 2015	91,633,698.39	3,606,691.52	14,888,465.31
July 2015	90,563,887.05	3,551,276.37	14,410,115.14
August 2015	89,500,870.90	3,495,630.31	13,935,360.41
September 2015	88,444,608.74	3,439,752.40	13,464,175.29
October 2015	87,395,059.64	3,383,641.67	12,996,534.12
November 2015	86,352,182.90	3,327,297.14	12,532,411.43
December 2015	85,315,938.08	3,270,717.84	12,071,781.93
January 2016	84,286,284.97	3,213,902.79	11,614,620.49
February 2016	83,263,183.60	3,156,851.01	11,160,902.19
March 2016.	82,246,594.25	3,099,561.52	10,710,602.27
April 2016.	81,236,477.41	3,042,033.33	10,263,696.13
May 2016	80,232,793.84	2,984,265.43	9,820,159.37
June 2016	79,235,504.51	2,926,256.83	9,379,967.75
July 2016	78,244,570.64	2,868,006.53	8,943,097.20
August 2016	77,259,953.67	2,809,513.52	8,509,523.83
September 2016	76,281,615.28	2,750,776.79	8,079,223.91
October 2016	75,309,517.37	2,691,795.32	7,652,173.87
November 2016	74,343,622.08	2,632,568.09	7,228,350.34

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
December 2016	\$ 73,383,891.76	\$2,573,094.09	\$ 6,807,730.08
January 2017	72,430,289.00	2,513,372.28	6,390,290.02
February 2017	71,482,776.60	2,453,401.63	5,976,007.28
March 2017	70,541,317.59	2,393,181.10	5,564,859.11
April 2017	69,605,875.23	2,332,709.65	5,156,822.94
May 2017	68,676,412.98	2,271,986.23	4,751,876.34
June 2017	67,752,894.54	2,211,009.80	4,349,997.08
July 2017	66,835,283.81	2,149,779.31	3,951,163.03
August 2017	65,923,544.92	2,088,293.68	3,555,352.27
September 2017	65,017,642.19	2,026,551.87	3,162,543.01
October 2017	64,117,540.18	1,964,552.80	2,772,713.60
November 2017	63,223,203.66	1,902,295.40	2,385,842.58
December 2017	62,334,597.59	1,839,778.59	2,001,908.60
January 2018	61,451,687.16	1,777,001.30	1,620,890.51
February 2018	60,574,437.75	1,713,962.43	1,244,599.39
March 2018	59,702,814.98	1,650,660.90	873,705.75
April 2018	58,836,784.63	1,587,095.62	508,134.67
May 2018	57,976,312.72	1,523,265.48	147,812.23
June 2018	57,121,365.45	1,410,995.26	0.00
July 2018	56,271,909.25	983,060.32	0.00
August 2018	55,427,910.73	557,603.07	0.00
September 2018	54,589,336.70	134,602.73	0.00
October 2018	53,756,154.17	0.00	0.00
November 2018	52,928,330.36	0.00	0.00
December 2018	52,105,832.67	0.00	0.00
January 2019	51,292,512.55	0.00	0.00
February 2019	50,491,189.90	0.00	0.00
March 2019	49,701,693.40	0.00	0.00
April 2019	48,923,854.13	0.00	0.00
May 2019	48,157,505.53	0.00	0.00
June 2019	47,402,483.35	0.00	0.00
July 2019	46,658,625.68	0.00	0.00
August 2019	45,925,772.85	0.00	0.00
September 2019	45,203,767.43	0.00	0.00
October 2019	44,492,454.22	0.00	0.00
November 2019	43,791,680.15	0.00	0.00
December 2019	43,101,294.35	0.00	0.00
January 2020	42,421,148.02	0.00	0.00
February 2020	41,751,094.46	0.00	0.00
March 2020	41,090,989.05	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
April 2020	\$ 40,440,689.17	\$ 0.00	\$ 0.00
May 2020	39,800,054.21	0.00	0.00
June 2020	39,168,945.54	0.00	0.00
July 2020	38,547,226.47	0.00	0.00
August 2020	37,934,762.22	0.00	0.00
September 2020	37,331,419.93	0.00	0.00
October 2020	36,737,068.57	0.00	0.00
November 2020	36,151,578.99	0.00	0.00
December 2020	35,574,823.82	0.00	0.00
January 2021	35,006,677.50	0.00	0.00
February 2021	34,447,016.22	0.00	0.00
March 2021	33,895,717.93	0.00	0.00
April 2021	33,352,662.28	0.00	0.00
May 2021	32,817,730.62	0.00	0.00
June 2021	32,290,805.97	0.00	0.00
July 2021	31,771,772.99	0.00	0.00
August 2021	31,260,517.97	0.00	0.00
September 2021	30,756,928.79	0.00	0.00
October 2021	30,260,894.93	0.00	0.00
November 2021	29,772,307.40	0.00	0.00
December 2021	29,291,058.77	0.00	0.00
January 2022	28,817,043.10	0.00	0.00
February 2022	28,350,155.96	0.00	0.00
March 2022	27,890,294.38	0.00	0.00
April 2022	27,437,356.85	0.00	0.00
May 2022	26,991,243.30	0.00	0.00
June 2022	26,551,855.04	0.00	0.00
July 2022	26,119,094.81	0.00	0.00
August 2022	25,692,866.70	0.00	0.00
September 2022	25,273,076.16	0.00	0.00
October 2022	24,859,629.97	0.00	0.00
November 2022	24,452,436.23	0.00	0.00
December 2022	24,051,404.34	0.00	0.00
January 2023	23,656,444.97	0.00	0.00
February 2023	23,267,470.07	0.00	0.00
March 2023	22,884,392.81	0.00	0.00
April 2023	22,507,127.62	0.00	0.00
May 2023	22,135,590.10	0.00	0.00
June 2023	21,769,697.08	0.00	0.00
July 2023	21,409,366.55	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
August 2023	\$ 21,054,517.66	\$ 0.00	\$ 0.00
September 2023	20,705,070.69	0.00	0.00
October 2023	20,360,947.09	0.00	0.00
November 2023	20,022,069.38	0.00	0.00
December 2023	19,688,361.20	0.00	0.00
January 2024	19,359,747.26	0.00	0.00
February 2024	19,036,153.35	0.00	0.00
March 2024.	18,717,506.29	0.00	0.00
April 2024.	18,403,733.97	0.00	0.00
May 2024	18,094,765.27	0.00	0.00
June 2024	17,790,530.09	0.00	0.00
July 2024	17,490,959.34	0.00	0.00
August 2024	17,195,984.90	0.00	0.00
September 2024	16,905,539.60	0.00	0.00
October 2024	16,619,557.24	0.00	0.00
November 2024	16,337,972.57	0.00	0.00
December 2024	16,060,721.24	0.00	0.00
January 2025	15,787,739.84	0.00	0.00
February 2025	15,518,965.85	0.00	0.00
March 2025.	15,254,337.63	0.00	0.00
April 2025.	14,993,794.44	0.00	0.00
May 2025	14,737,276.38	0.00	0.00
June 2025	14,484,724.41	0.00	0.00
July 2025	14,236,080.34	0.00	0.00
August 2025	13,991,286.80	0.00	0.00
September 2025	13,750,287.23	0.00	0.00
October 2025	13,513,025.90	0.00	0.00
November 2025	13,279,447.83	0.00	0.00
December 2025	13,049,498.87	0.00	0.00
January 2026	12,823,125.62	0.00	0.00
February 2026	12,600,275.44	0.00	0.00
March 2026.	12,380,896.45	0.00	0.00
April 2026.	12,164,937.49	0.00	0.00
May 2026	11,952,348.16	0.00	0.00
June 2026	11,743,078.76	0.00	0.00
July 2026	11,537,080.31	0.00	0.00
August 2026	11,334,304.51	0.00	0.00
September 2026	11,134,703.76	0.00	0.00
October 2026	10,938,231.16	0.00	0.00
November 2026	10,744,840.46	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
December 2026	\$ 10,554,486.07	\$ 0.00	\$ 0.00
January 2027	10,367,123.06	0.00	0.00
February 2027	10,182,707.14	0.00	0.00
March 2027	10,001,194.65	0.00	0.00
April 2027	9,822,542.57	0.00	0.00
May 2027	9,646,708.47	0.00	0.00
June 2027	9,473,650.55	0.00	0.00
July 2027	9,303,327.61	0.00	0.00
August 2027	9,135,699.02	0.00	0.00
September 2027	8,970,724.75	0.00	0.00
October 2027	8,808,365.35	0.00	0.00
November 2027	8,648,581.90	0.00	0.00
December 2027	8,491,336.09	0.00	0.00
January 2028	8,336,590.11	0.00	0.00
February 2028	8,184,306.74	0.00	0.00
March 2028	8,034,449.25	0.00	0.00
April 2028	7,886,981.47	0.00	0.00
May 2028	7,741,867.74	0.00	0.00
June 2028	7,599,072.91	0.00	0.00
July 2028	7,458,562.33	0.00	0.00
August 2028	7,320,301.87	0.00	0.00
September 2028	7,184,257.86	0.00	0.00
October 2028	7,050,397.15	0.00	0.00
November 2028	6,918,687.03	0.00	0.00
December 2028	6,789,095.30	0.00	0.00
January 2029	6,661,590.19	0.00	0.00
February 2029	6,536,140.41	0.00	0.00
March 2029	6,412,715.11	0.00	0.00
April 2029	6,291,283.89	0.00	0.00
May 2029	6,171,816.79	0.00	0.00
June 2029	6,054,284.27	0.00	0.00
July 2029	5,938,657.24	0.00	0.00
August 2029	5,824,907.01	0.00	0.00
September 2029	5,713,005.31	0.00	0.00
October 2029	5,602,924.29	0.00	0.00
November 2029	5,494,636.48	0.00	0.00
December 2029	5,388,114.83	0.00	0.00
January 2030	5,283,332.67	0.00	0.00
February 2030	5,180,263.72	0.00	0.00
March 2030	5,078,882.07	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
April 2030	\$ 4,979,162.20	\$ 0.00	\$ 0.00
May 2030	4,881,078.96	0.00	0.00
June 2030	4,784,607.54	0.00	0.00
July 2030	4,689,723.53	0.00	0.00
August 2030	4,596,402.84	0.00	0.00
September 2030	4,504,621.75	0.00	0.00
October 2030	4,414,356.87	0.00	0.00
November 2030	4,325,585.16	0.00	0.00
December 2030	4,238,283.91	0.00	0.00
January 2031	4,152,430.74	0.00	0.00
February 2031	4,068,003.61	0.00	0.00
March 2031	3,984,980.76	0.00	0.00
April 2031	3,903,340.81	0.00	0.00
May 2031	3,823,062.62	0.00	0.00
June 2031	3,744,125.42	0.00	0.00
July 2031	3,666,508.71	0.00	0.00
August 2031	3,590,192.28	0.00	0.00
September 2031	3,515,156.25	0.00	0.00
October 2031	3,441,381.01	0.00	0.00
November 2031	3,368,847.22	0.00	0.00
December 2031	3,297,535.84	0.00	0.00
January 2032	3,227,428.12	0.00	0.00
February 2032	3,158,505.57	0.00	0.00
March 2032	3,090,749.96	0.00	0.00
April 2032	3,024,143.34	0.00	0.00
May 2032	2,958,668.03	0.00	0.00
June 2032	2,894,306.59	0.00	0.00
July 2032	2,831,041.85	0.00	0.00
August 2032	2,768,856.88	0.00	0.00
September 2032	2,707,735.01	0.00	0.00
October 2032	2,647,659.81	0.00	0.00
November 2032	2,588,615.08	0.00	0.00
December 2032	2,530,584.88	0.00	0.00
January 2033	2,473,553.48	0.00	0.00
February 2033	2,417,505.40	0.00	0.00
March 2033	2,362,425.38	0.00	0.00
April 2033	2,308,298.39	0.00	0.00
May 2033	2,255,109.60	0.00	0.00
June 2033	2,202,844.43	0.00	0.00
July 2033	2,151,488.49	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
August 2033	\$ 2,101,027.61	\$ 0.00	\$ 0.00
September 2033	2,051,447.83	0.00	0.00
October 2033	2,002,735.41	0.00	0.00
November 2033	1,954,876.77	0.00	0.00
December 2033	1,907,858.59	0.00	0.00
January 2034	1,861,667.69	0.00	0.00
February 2034	1,816,291.12	0.00	0.00
March 2034.	1,771,716.11	0.00	0.00
April 2034.	1,727,930.09	0.00	0.00
May 2034	1,684,920.65	0.00	0.00
June 2034.	1,642,675.59	0.00	0.00
July 2034	1,601,182.87	0.00	0.00
August 2034	1,560,430.65	0.00	0.00
September 2034	1,520,407.26	0.00	0.00
October 2034	1,481,101.18	0.00	0.00
November 2034	1,442,501.08	0.00	0.00
December 2034	1,404,595.82	0.00	0.00
January 2035	1,367,374.37	0.00	0.00
February 2035	1,330,825.92	0.00	0.00
March 2035.	1,294,939.79	0.00	0.00
April 2035.	1,259,705.46	0.00	0.00
May 2035	1,225,112.59	0.00	0.00
June 2035	1,191,150.95	0.00	0.00
July 2035	1,157,810.51	0.00	0.00
August 2035	1,125,081.35	0.00	0.00
September 2035	1,092,953.74	0.00	0.00
October 2035	1,061,418.05	0.00	0.00
November 2035	1,030,464.83	0.00	0.00
December 2035	1,000,084.75	0.00	0.00
January 2036	970,268.63	0.00	0.00
February 2036	941,007.42	0.00	0.00
March 2036.	912,292.21	0.00	0.00
April 2036.	884,114.22	0.00	0.00
May 2036	856,464.81	0.00	0.00
June 2036	829,335.47	0.00	0.00
July 2036	802,717.79	0.00	0.00
August 2036	776,603.52	0.00	0.00
September 2036	750,984.53	0.00	0.00
October 2036	725,852.79	0.00	0.00
November 2036	701,200.40	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
December 2036	\$ 677,019.61	\$ 0.00	\$ 0.00
January 2037	653,302.73	0.00	0.00
February 2037	630,042.23	0.00	0.00
March 2037	607,230.69	0.00	0.00
April 2037	584,860.77	0.00	0.00
May 2037	562,925.27	0.00	0.00
June 2037	541,417.10	0.00	0.00
July 2037	520,329.26	0.00	0.00
August 2037	499,654.87	0.00	0.00
September 2037	479,387.13	0.00	0.00
October 2037	459,519.39	0.00	0.00
November 2037	440,045.05	0.00	0.00
December 2037	420,957.63	0.00	0.00
January 2038	402,250.77	0.00	0.00
February 2038	383,918.17	0.00	0.00
March 2038	365,953.65	0.00	0.00
April 2038	348,351.12	0.00	0.00
May 2038	331,104.57	0.00	0.00
June 2038	314,208.09	0.00	0.00
July 2038	297,655.87	0.00	0.00
August 2038	281,442.17	0.00	0.00
September 2038	265,561.36	0.00	0.00
October 2038	250,007.87	0.00	0.00
November 2038	234,776.23	0.00	0.00
December 2038	219,861.06	0.00	0.00
January 2039	205,257.04	0.00	0.00
February 2039	190,958.95	0.00	0.00
March 2039	176,961.66	0.00	0.00
April 2039	163,260.09	0.00	0.00
May 2039	149,849.25	0.00	0.00
June 2039	136,724.23	0.00	0.00
July 2039	123,880.20	0.00	0.00
August 2039	111,312.39	0.00	0.00
September 2039	99,016.13	0.00	0.00
October 2039	86,986.78	0.00	0.00
November 2039	75,219.80	0.00	0.00
December 2039	63,710.73	0.00	0.00
January 2040	52,455.15	0.00	0.00
February 2040	41,448.73	0.00	0.00
March 2040	30,687.20	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PB, PC, PD and PE (in the aggregate)</u>	<u>Class KA</u>	<u>Class LA</u>
April 2040	\$ 20,166.34	\$ 0.00	\$ 0.00
May 2040	9,882.03	0.00	0.00
June 2040 and thereafter	0.00	0.00	0.00

Underlying Certificate

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans	Approximate Weighted Average Remaining Term to Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
2	Ginnie Mae	2009-075	HE(3)	September 30, 2009	38376CLM9	5.0%	FIX	January 2036	SEQ	\$150,000,000	0.91974805	\$63,775,329	46.226666666667%	5.365%	347	11	II

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

(2) Underlying Certificate Factor is as of July 2010.

(3) MX Class.

Exhibit B

Cover Page, Terms Sheet and Schedule I from Underlying Certificate Disclosure Document



\$1,114,244,945
Government National Mortgage Association
GINNIE MAE[®]
Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2009-075

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

See "Risk Factors" beginning on page S-10 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 September 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						
TA	\$ 21,787,000	5.0%	SC/PAC	FIX	38376CJB6	February 2038
TB	11,599,000	5.0	SC/PAC	FIX	38376CJC4	February 2038
TM	27,185,000	5.0	SC/SUP/AD	FIX	38376CJD2	February 2038
TU	2,783,000	5.0	SC/SUP/AD	FIX	38376CJE0	February 2038
TY	1,855,000	5.0	SC/SUP/AD	FIX	38376CJF7	February 2038
TZ	159,920	5.0	SC/SUP	FIX/Z	38376CJG5	February 2038
Security Group 2						
GC(1)	66,666,667	4.0	SEQ/AD	FIX	38376CJH3	July 2030
GI(1)	7,407,407	4.5	NTL (SEQ/AD)	FIX/IO	38376CJ99	July 2030
GZ(1)	20,000,000	4.5	SEQ	FIX/Z	38376CJ66	September 2039
VE(1)	13,333,333	4.0	SEQ/AD	FIX	38376CJL4	February 2021
VI(1)	1,481,481	4.5	NTL(SEQ/AD)	FIX/IO	38376CJM2	February 2021
Security Group 3						
H(1)	150,000,000	4.0	SEQ	FIX	38376CJN0	January 2036
HI(1)	30,000,000	5.0	NTL(SEQ)	FIX/IO	38376CJNK1	January 2036
HZ(1)	30,000,000	5.0	SEQ	FIX/Z	38376CJP5	September 2039
IV(1)	4,000,000	5.0	NTL(SEQ/AD)	FIX/IO	38376CJQ3	December 2019
VH(1)	20,000,000	4.0	SEQ/AD	FIX	38376CJR1	December 2019
Security Group 4						
IY(1)	293,073	5.5	NTL(PAC/AD)	FIX/IO	38376CJS9	June 2039
NI(1)	278,620,238	4.0	PAC/AD	FIX	38376CJT7	June 2039
NI(1)	61,666,991	5.5	NTL(PAC/AD)	FIX/IO	38376CJU4	June 2039
NM(1)	8,625,000	5.5	PAC/AD	FIX	38376CJV2	September 2039
NY(1)	644,762	5.5	PAC/AD	FIX	38376CJW0	June 2039
NZ	56,250,000	5.5	SUP	FIX/Z	38376CJX8	September 2039
XF	30,860,000	(5)	PAC/AD	FLT	38376CJY6	March 2039
XS	30,860,000	(5)	NTL(PAC/AD)	INV/IO	38376CJZ3	March 2039
Security Group 5						
DP(1)	13,288,000	3.5	PAC/AD	FIX	38376CKA6	October 2038
IA(1)	28,981,818	5.5	NTL(PAC/AD)	FIX/IO	38376CKB4	July 2034
IB(1)	10,202,181	5.5	NTL(PAC/AD)	FIX/IO	38376CKC2	November 2037
IC(1)	4,832,000	5.5	NTL(PAC/AD)	FIX/IO	38376CKD0	October 2038
ID(1)	3,926,727	5.5	NTL(PAC/AD)	FIX/IO	38376CKE8	August 2039
IE(1)	381,818	5.5	NTL(PAC/AD)	FIX/IO	38376CKF5	September 2039
LP(1)	14,398,000	4.0	PAC/AD	FIX	38376CKG3	August 2039
PH(1)	79,700,000	3.5	PAC/AD	FIX	38376CKH1	July 2034
PI(1)	5,657,454	5.5	NTL(PAC/AD)	FIX/IO	38376CKJ7	November 2035
PN(1)	15,558,000	3.5	PAC/AD	FIX	38376CKK4	November 2035
PX(1)	28,056,000	3.5	PAC/AD	FIX	38376CKL2	November 2037
TP(1)	1,400,000	4.0	PAC/AD	FIX	38376CKM0	September 2039
ZM	57,600,000	5.5	SUP	FIX/Z	38376CKN8	September 2039
Security Group 6						
II(1)	39,250,000	6.0	NTL(PAC/AD)	FIX/IO	38376CKP3	August 2039
IT(1)	10,416,666	6.0	NTL(PT)	FIX/IO	38376CKQ1	September 2039
J(1)	94,200,000	3.0	PAC/AD	FIX	38376CKR9	August 2039
JN(1)	800,000	5.5	PAC/AD	FIX	38376CKS7	September 2039
KZ	30,000,000	5.5	SUP	FIX/Z	38376CKT5	September 2039
Security Group 7						
CZ(1)	1,076,025	4.5	SC/SUP	FIX/Z	38376CKU2	June 2039
F(1)	24,300,000	(5)	SC/TAC/AD	FLT/DLY	38376CKV0	June 2039
FT(1)	1,215,000	(5)	SC/NTL(TAC/AD)	INV/IO/DLY	38376CKW8	June 2039
S(1)	11,394,000	(5)	SC/TAC/AD	INV/DLY	38376CKX6	June 2039
ST(1)	2,106,000	(5)	SC/TAC/AD	INV/DLY	38376CKY4	June 2039
TF(1)	1,215,000	(5)	SC/NTL(TAC/AD)	INV/IO/DLY	38376CKZ1	June 2039
Residual						
RR	0	0.0	NPR	NPR	38376CLA5	September 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 (other than Class IT) will be reduced is indicated in parentheses. In the case of Class IT, the Class Notional Balance of such Notional Class will be reduced with the outstanding Principal Balance of Trust Asset Group 6.
(4) See "Yield, Maturity and Prepayment Considerations — Final Distribution Date" in this Supplement.
(5) See "Terms Sheet — Interest Rates" in this Supplement.



UTENDAHL CAPITAL PARTNERS, L.P.

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

TERMS SHEET

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

Sponsor: RBS Securities Inc.

Co-Sponsor: Utendahl Capital Partners, L.P.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: September 30, 2009

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

Trust Assets:

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

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 2, 3, 4, 5 and 6 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 2 Trust Assets \$100,000,000	356	3	4.860%
Group 3 Trust Assets \$200,000,000	357	2	5.400%
Group 4 Trust Assets \$375,000,000	357	3	5.832%
Group 5 Trust Assets \$210,000,000	350	9	6.000%
Group 6 Trust Assets \$125,000,000	344	15	6.500%

¹ As of September 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 2, 3, 4 and 5 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

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

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

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

Increased Minimum Denomination Classes: Each Class that constitutes an 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:

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
Security Group 4						
XF...	LIBOR + 0.45%	0.696000%	0.45%	8.000000%	0	0.00%
XS...	7.55% – LIBOR	7.304000%	0.00%	7.550000%	0	7.55%
Security Group 7						
F....	LIBOR + 1.25%	1.491000%	1.25%	7.000000%	19	0.00%
FA...	LIBOR + 1.35%	1.591000%	1.35%	7.000000%	19	0.00%
FC...	LIBOR + 1.30%	1.541000%	1.30%	7.000000%	19	0.00%
FT...	115.00% – (LIBOR x 20.00)	1.000000%	0.00%	1.000000%	19	5.75%
S....	10.663507% – (LIBOR x 2.13270142)	10.149526%	0.00%	10.663507%	19	5.00%
SA...	10.17% – (LIBOR x 1.80)	9.736200%	0.00%	10.170000%	19	5.65%
SB...	6.39% – (LIBOR x 0.60)	6.245400%	3.00%	6.390000%	19	5.65%
SC...	10.26% – (LIBOR x 1.80)	9.826200%	0.00%	10.260000%	19	5.70%
SD...	10.35% – (LIBOR x 1.80)	9.916200%	0.00%	10.350000%	19	5.75%
ST...	65.192308% – (LIBOR x 11.53846154)	7.500000%	0.00%	7.500000%	19	5.65%
TF...	114.00% – (LIBOR x 20.00)	1.000000%	0.00%	1.000000%	19	5.70%

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

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

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

SECURITY GROUP 1

The Group 1 Principal Distribution Amount and the TZ Accrual Amount will be allocated as follows:

- The TZ Accrual Amount, sequentially, to TM, TU and TY, in that order, until retired, and then to TZ
- The Group 1 Principal Distribution Amount in the following order of priority:
 1. Sequentially, to TA and TB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to TM, TU, TY and TZ, in that order, until retired
 3. Sequentially, to TA and TB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount and the GZ Accrual Amount will be allocated as follows:

- The GZ Accrual Amount, sequentially, to VE and GC, in that order, until retired, and then to GZ

- The Group 2 Principal Distribution Amount, sequentially, to GC, VE and GZ, in that order, 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 HZ Accrual Amount will be allocated as follows:

- The HZ Accrual Amount to VH, until retired, and then to HZ
- The Group 3 Adjusted Principal Distribution Amount, sequentially, to H, VH and HZ, in that order, until retired

SECURITY GROUP 4

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

1. To N, NM, NY and XF, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, as follows:
 - a. Concurrently:
 - i. 89.8412698106% to N, while outstanding
 - ii. 10.1587301894%, sequentially, to XF and NY, in that order, while outstanding
 - b. To NM, while outstanding
2. To NZ, until retired
3. To N, NM, NY and XF in the same manner and order of priority described in step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 5

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

1. Sequentially, to PH, PN, PX, DP, LP and TP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To ZM, until retired
3. Sequentially, to PH, PN, PX, DP, LP and TP, in that order, without regard to their Aggregate Scheduled Principal, until retired

SECURITY GROUP 6

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

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

SECURITY GROUP 7

The Group 7 Principal Distribution Amount and the CZ Accrual Amount will be allocated in the following order of priority:

1. Concurrently, to F, S and ST, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To CZ, until retired
3. Concurrently, to F, S and ST, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired.

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

<u>Security Group</u>	<u>Class</u>	<u>Structuring Ranges or Rate</u>
PAC Classes		
1	TA and TB (in the aggregate)	126% PSA through 300% PSA
4	N, NM, NY and XF (in the aggregate)	270% PSA through 400% PSA
5	DP, LP, PH, PN, PX and TP (in the aggregate)	100% PSA through 300% PSA
6	J and JN (in the aggregate)	250% PSA through 470% PSA
TAC Classes		
7	F, S and ST (in the aggregate)	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, (i) the Class Principal Balance or Class Principal Balances indicated, (ii) the outstanding Principal Balance of the related Trust Asset Group indicated or (iii) in the case of Class IK, the Class Principal Balance indicated and the outstanding Principal Balance of the related Trust Asset Group indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
Security Group 2		
GI	\$ 7,407,407	11.111111111% of GC (SEQ/AD Class)
IO	8,888,888	11.111111111% of GC and VE (in the aggregate) (SEQ/AD Classes)
VI	1,481,481	11.111111111% of VE (SEQ/AD Class)
Security Group 3		
HI	\$30,000,000	20% of H (SEQ Class)
IH	34,000,000	20% of H and VH (in the aggregate) (SEQ Class and SEQ/AD Class)
IV	4,000,000	20% of VH (SEQ/AD Class)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
Security Group 4		
IN	\$ 293,073	45.4545454545% of NY (PAC/AD Class)
	<u>61,666,991</u>	22.1329905690% of N (PAC/AD Class)
	<u>\$61,960,064</u>	
IY	\$ 293,073	45.4545454545% of NY (PAC/AD Class)
NI	61,666,991	22.1329905690% of N (PAC/AD Class)
XS	30,860,000	100% of XF (PAC/AD Class)
Security Group 5		
AI	\$44,841,453	36.3636363636% of PH, PN and PX (in the aggregate) (PAC/AD Classes)
BI	49,673,453	36.3636363636% of DP, PH, PN and PX (in the aggregate) (PAC/AD Classes)
CI	\$49,673,453	36.3636363636% of DP, PH, PN and PX (in the aggregate) (PAC/AD Classes)
	<u>3,926,727</u>	27.2727272727% of LP (PAC/AD Class)
	<u>\$53,600,180</u>	
DI	\$49,673,453	36.3636363636% of DP, PH, PN and PX (in the aggregate) (PAC/AD Classes)
	<u>4,308,545</u>	27.2727272727% of LP and TP (in the aggregate) (PAC/AD Classes)
	<u>\$53,981,998</u>	
EL	\$ 4,308,545	27.2727272727% of LP and TP (in the aggregate) (PAC/AD Classes)
IA	28,981,818	36.3636363636% of PH (PAC/AD Class)
IB	10,202,181	36.3636363636% of PX (PAC/AD Class)
IC	4,832,000	36.3636363636% of DP (PAC/AD Class)
ID	3,926,727	27.2727272727% of LP (PAC/AD Class)
IE	381,818	27.2727272727% of TP (PAC/AD Class)
JL	\$ 4,832,000	36.3636363636% of DP (PAC/AD Class)
	<u>4,308,545</u>	27.2727272727% of LP and TP (in the aggregate) (PAC/AD Classes)
	<u>\$ 9,140,545</u>	
KI	\$15,034,181	36.3636363636% of PX and DP (in the aggregate) (PAC/AD Classes)
	<u>4,308,545</u>	27.2727272727% of LP and TP (in the aggregate) (PAC/AD Classes)
	<u>\$19,342,726</u>	
PL	\$ 5,657,454	36.3636363636% of PN (PAC/AD Class)
WL	41,181,816	27.2727272727% of DP, LP, PH, PN and PX (in the aggregate) (PAC/AD Classes)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
Security Group 6		
IJ	\$39,250,000	41.6666666667% of J (PAC/AD Class)
IK	\$39,250,000	41.6666666667% of J (PAC/AD Class)
	<u>10,416,666</u>	8.3333333333% of the Group 6 Trust Assets
	<u>\$49,666,666</u>	
IT.	\$10,416,666	8.3333333333% of the Group 6 Trust Assets
Security Group 7		
FT	\$ 1,215,000	5% of F (SC/TAC/AD Class)
TF	1,215,000	5% of F (SC/TAC/AD Class)

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

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

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 2								
Combination 1								
GC	\$ 66,666,667	G	\$ 66,666,667	SEQ/AD	4.50%	FIX	38376CLB3	July 2030
GI	7,407,407							
Combination 2								
GC	\$ 66,666,667	GA	\$ 66,666,667	SEQ/AD	4.25%	FIX	38376CLC1	July 2030
GI	3,703,703							
Combination 3								
GC	\$ 66,666,667	GE	\$ 80,000,000	SEQ/AD	4.50%	FIX	38376CLD9	July 2030
GI	7,407,407							
VE	13,333,333							
VI	1,481,481							
Combination 4								
GC	\$ 66,666,667	GH	\$ 80,000,000	SEQ/AD	4.00%	FIX	38376CLF7	July 2030
VE	13,333,333							
Combination 5								
GC	\$ 66,666,667	GJ	\$ 80,000,000	SEQ/AD	4.25%	FIX	38376CLF4	July 2030
GI	3,703,703							
VE	13,333,333							
VI	740,740							
Combination 6								
GZ	\$ 20,000,000	GL	\$ 33,333,333	SEQ	4.50%	FIX/Z	38376CLG2	September 2039
VE	13,333,333							
VI	1,481,481							

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 7								
GI	\$ 7,407,407	IO	\$ 8,888,888	NTL(SEQ/AD)	4.50%	FIX/IO	38376CLH0	July 2030
VI	1,481,481							
Combination 8								
VE	\$ 13,333,333	V	\$ 13,333,333	SEQ/AD	4.50%	FIX	38376CPH6	February 2021
VI	1,481,481							
Security Group 3								
Combination 9								
H	\$150,000,000	HB	\$150,000,000	SEQ	4.25%	FIX	38376CLJ6	January 2036
HI	7,500,000							
Combination 10								
H	\$150,000,000	HC	\$150,000,000	SEQ	4.50%	FIX	38376CLK3	January 2036
HI	15,000,000							
Combination 11								
H	\$150,000,000	HD	\$150,000,000	SEQ	4.75%	FIX	38376CLL1	January 2036
HI	22,500,000							
Combination 12								
H	\$150,000,000	HE	\$150,000,000	SEQ	5.00%	FIX	38376CLM9	January 2036
HI	30,000,000							
Combination 13								
H	\$150,000,000	HG	\$170,000,000	SEQ/AD	4.00%	FIX	38376CLN7	January 2036
VH	20,000,000							
Combination 14								
H	\$150,000,000	HK	\$170,000,000	SEQ/AD	4.25%	FIX	38376CLP2	January 2036
HI	7,500,000							
IV	1,000,000							
VH	20,000,000							

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)
Combination 15								
HZ	\$ 30,000,000	HL	\$ 50,000,000	SEQ	5.00%	FIX	38376CLQ0	September 2039
IV	4,000,000							
VH	20,000,000							
Combination 16								
H	\$150,000,000	HM	\$170,000,000	SEQ/AD	4.50%	FIX	38376CLR8	January 2036
HI	15,000,000							
IV	2,000,000							
VH	20,000,000							
Combination 17								
H	\$150,000,000	HN	\$170,000,000	SEQ/AD	4.75%	FIX	38376CLS6	January 2036
HI	22,500,000							
IV	3,000,000							
VH	20,000,000							
Combination 18								
H	\$150,000,000	HP	\$170,000,000	SEQ/AD	5.00%	FIX	38376CLT4	January 2036
HI	30,000,000							
IV	4,000,000							
VH	20,000,000							
Combination 19								
IV	\$ 2,000,000	VL	\$ 20,000,000	SEQ/AD	4.50%	FIX	38376CLU1	December 2019
VH	20,000,000							
Combination 20								
IV	\$ 4,000,000	VM	\$ 20,000,000	SEQ/AD	5.00%	FIX	38376CLV9	December 2019
VH	20,000,000							

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)
Combination 21								
HI	\$ 30,000,000	IH	\$ 34,000,000	NTL (SEQ/AD)	5.00%	FIX/IO	38376CLW7	January 2036
IV	4,000,000							
Security Group 4								
Combination 22								
NM	\$ 2,336,509	ML	\$ 2,981,271	PAC/AD	5.50%	FIX	38376CLX5	September 2039
NY	644,762							
Combination 23								
NM	\$ 8,625,000	MIN	\$ 9,269,762	PAC/AD	5.50%	FIX	38376CLY3	September 2039
NY	644,762							
Combination 24								
N	\$278,620,238	NA	\$278,620,238	PAC/AD	4.25%	FIX	38376CLZ0	June 2039
NI	12,664,556							
Combination 25								
N	\$278,620,238	NB	\$278,620,238	PAC/AD	4.50%	FIX	38376CMA4	June 2039
NI	25,329,113							
Combination 26								
N	\$278,620,238	NC	\$278,620,238	PAC/AD	4.75%	FIX	38376CMB2	June 2039
NI	37,993,669							
Combination 27								
N	\$278,620,238	ND	\$278,620,238	PAC/AD	5.00%	FIX	38376CMC0	June 2039
NI	50,658,225							
Combination 28								
N	\$226,112,301	NP	\$232,400,792	PAC/AD	5.50%	FIX	38376CMD8	September 2039
NI	61,666,991							
NM	6,288,491							

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 29								
N	\$226,112,301	NQ	\$234,737,301	PAC/AD	5.50%	FIX	38376CME6	September 2039
NI	61,666,991							
NM	8,625,000							
Combination 30								
N	\$226,112,301	NT	\$235,382,063	PAC/AD	5.50%	FIX	38376CMF3	September 2039
NI	61,666,991							
NM	8,625,000							
NY	644,762							
Combination 31								
IY	\$ 293,073	IN	\$ 61,960,064	NL (PAC/AD)	5.50%	FIX/IO	38376CMG1	June 2039
NI	61,666,991							
Security Group 5								
Combination 32								
IA	\$ 7,245,455	PJ	\$ 79,700,000	PAC/AD	4.00%	FIX	38376CMH9	July 2034
PH	79,700,000							
Combination 33								
IA	\$ 14,490,909	PK	\$ 79,700,000	PAC/AD	4.50%	FIX	38376CMJ5	July 2034
PH	79,700,000							
Combination 34								
IA	\$ 21,736,363	PL	\$ 79,700,000	PAC/AD	5.00%	FIX	38376CMK2	July 2034
PH	79,700,000							
Combination 35								
IA	\$ 28,981,818	PM	\$ 79,700,000	PAC/AD	5.50%	FIX	38376CML0	July 2034
PH	79,700,000							
Combination 36								
PI	\$ 1,414,364	PQ	\$ 15,558,000	PAC/AD	4.00%	FIX	38376CMM8	November 2035
PN	15,558,000							

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)
Combination 37								
PI	\$ 2,828,727	PT	\$ 15,558,000	PAC/AD	4.50%	FIX	38376CMN6	November 2035
PN	15,558,000							
Combination 38								
PI	\$ 4,243,090	PU	\$ 15,558,000	PAC/AD	5.00%	FIX	38376CMP1	November 2035
PN	15,558,000							
Combination 39								
PI	\$ 5,657,454	PW	\$ 15,558,000	PAC/AD	5.50%	FIX	38376CMQ9	November 2035
PN	15,558,000							
Combination 40								
IB	\$ 2,550,545	PY	\$ 28,056,000	PAC/AD	4.00%	FIX	38376CMR7	November 2037
PX	28,056,000							
Combination 41								
IB	\$ 5,101,091	AP	\$ 28,056,000	PAC/AD	4.50%	FIX	38376CMS5	November 2037
PX	28,056,000							
Combination 42								
IB	\$ 7,651,636	BP	\$ 28,056,000	PAC/AD	5.00%	FIX	38376CMT3	November 2037
PX	28,056,000							
Combination 43								
IB	\$ 10,202,181	CP	\$ 28,056,000	PAC/AD	5.50%	FIX	38376CMU0	November 2037
PX	28,056,000							
Combination 44								
DP	\$ 13,288,000	EP	\$ 13,288,000	PAC/AD	4.00%	FIX	38376CMV8	October 2038
IC	1,208,000							
Combination 45								
DP	\$ 13,288,000	GP	\$ 13,288,000	PAC/AD	4.50%	FIX	38376CMW6	October 2038
IC	2,416,000							

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)
Combination 46								
DP	\$ 13,288,000	JP	\$ 13,288,000	PAC/AD	5.00%	FIX	38376CMX4	October 2038
IC	3,624,000							
Combination 47								
DP	\$ 13,288,000	KP	\$ 13,288,000	PAC/AD	5.50%	FIX	38376CMY2	October 2038
IC	4,832,000							
Combination 48								
ID	\$ 1,308,909	MP	\$ 14,398,000	PAC/AD	4.50%	FIX	38376CMZ9	August 2039
LP	14,398,000							
Combination 49								
ID	\$ 2,617,818	P	\$ 14,398,000	PAC/AD	5.00%	FIX	38376CNA3	August 2039
LP	14,398,000							
Combination 50								
ID	\$ 3,926,727	QP	\$ 14,398,000	PAC/AD	5.50%	FIX	38376CNB1	August 2039
LP	14,398,000							
Combination 51								
IE	\$ 127,273	UP	\$ 1,400,000	PAC/AD	4.50%	FIX	38376CNC9	September 2039
TP	1,400,000							
Combination 52								
IE	\$ 254,545	VP	\$ 1,400,000	PAC/AD	5.00%	FIX	38376CND7	September 2039
TP	1,400,000							
Combination 53								
IE	\$ 381,818	WP	\$ 1,400,000	PAC/AD	5.50%	FIX	38376CNE5	September 2039
TP	1,400,000							
Combination 54								
PH	\$ 79,700,000	XP	\$ 95,258,000	PAC/AD	3.50%	FIX	38376CNF2	November 2035
PN	15,558,000							

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)
Combination 55								
IA	\$ 7,245,455	YP	\$ 95,258,000	PAC/AD	4.00%	FIX	38376CNG0	November 2035
PH	79,700,000							
PI	1,414,364							
PN	15,558,000							
Combination 56								
IA	\$ 14,490,909	KA	\$ 95,258,000	PAC/AD	4.50%	FIX	38376CNH8	November 2035
PH	79,700,000							
PI	2,828,727							
PN	15,558,000							
Combination 57								
IA	\$ 21,736,363	KB	\$ 95,258,000	PAC/AD	5.00%	FIX	38376CNJ4	November 2035
PH	79,700,000							
PI	4,243,090							
PN	15,558,000							
Combination 58								
IA	\$ 28,981,818	KC	\$ 95,258,000	PAC/AD	5.50%	FIX	38376CNL9	November 2035
PH	79,700,000							
PI	5,657,454							
PN	15,558,000							
Combination 59								
DP	\$ 13,288,000	KD	\$ 55,742,000	PAC/AD	5.00%	FIX	38376CNM7	August 2039
IB	7,651,636							
IC	3,624,000							
ID	2,617,818							
LP	14,398,000							
PX	28,056,000							

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)
Combination 60								
DP	\$ 13,288,000	KG	\$ 55,742,000	PAC/AD	5.50%	FIX	38376CNN5	August 2039
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
LP	14,398,000							
PX	28,056,000							
Combination 61								
DP	\$ 13,288,000	KJ	\$ 57,142,000	PAC/AD	5.00%	FIX	38376CNP0	September 2039
IB	7,651,636							
IC	3,624,000							
ID	2,617,818							
IE	254,545							
LP	14,398,000							
PX	28,056,000							
TP	1,400,000							
Combination 62								
DP	\$ 13,288,000	KL	\$ 57,142,000	PAC/AD	5.50%	FIX	38376CNQ8	September 2039
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
IE	381,818							
LP	14,398,000							
PX	28,056,000							
TP	1,400,000							

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)
Combination 63								
IA	\$ 7,245,455	KM	\$123,314,000	PAC/AD	4.00%	FIX	38376CNR6	November 2037
IB	2,550,545							
PH	79,700,000							
PI	1,414,364							
PN	15,558,000							
PX	28,056,000							
Combination 64								
IA	\$ 14,490,909	KN	\$123,314,000	PAC/AD	4.50%	FIX	38376CNS4	November 2037
IB	5,101,091							
PH	79,700,000							
PI	2,828,727							
PN	15,558,000							
PX	28,056,000							
Combination 65								
IA	\$ 21,736,363	KQ	\$123,314,000	PAC/AD	5.00%	FIX	38376CNT2	November 2037
IB	7,651,636							
PH	79,700,000							
PI	4,243,090							
PN	15,558,000							
PX	28,056,000							

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)
Combination 66								
IA	\$ 28,981,818	KT	\$123,314,000	PAC/AD	5.50%	FIX	38376CNU9	November 2037
IB	10,202,181							
PH	79,700,000							
PI	5,657,454							
PN	15,558,000							
PX	28,056,000							
Combination 67								
DP	\$ 13,288,000	KU	\$ 27,686,000	PAC/AD	5.00%	FIX	38376CNV7	August 2039
IC	3,624,000							
ID	2,617,818							
LP	14,398,000							
Combination 68								
DP	\$ 13,288,000	KV	\$ 27,686,000	PAC/AD	5.50%	FIX	38376CNW5	August 2039
IC	4,832,000							
ID	3,926,727							
LP	14,398,000							
Combination 69								
DP	\$ 13,288,000	KW	\$ 29,086,000	PAC/AD	5.00%	FIX	38376CNX3	September 2039
IC	3,624,000							
ID	2,617,818							
IE	254,545							
LP	14,398,000							
TP	1,400,000							

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)
Combination 70								
DP	\$ 13,288,000	KX	\$ 29,086,000	PAC/AD	5.50%	FIX	38376CNY1	September 2039
IC	4,832,000							
ID	3,926,727							
IE	381,818							
LP	14,398,000							
TP	1,400,000							
Combination 71								
ID	\$ 2,617,818	LA	\$ 15,798,000	PAC/AD	5.00%	FIX	38376CNZ8	September 2039
IE	254,545							
LP	14,398,000							
TP	1,400,000							
Combination 72								
ID	\$ 3,926,727	LB	\$ 15,798,000	PAC/AD	5.50%	FIX	38376CPA1	September 2039
IE	381,818							
LP	14,398,000							
TP	1,400,000							
Combination 73								
DP	\$ 13,288,000	LC	\$ 136,602,000	PAC/AD	4.00%	FIX	38376CPB9	October 2038
IA	7,245,455							
IB	2,550,545							
IC	1,208,000							
PH	79,700,000							
PI	1,414,364							
PN	15,558,000							
PX	28,056,000							

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)
Combination 74								
DP	\$ 13,288,000	LD	\$136,602,000	PAC/AD	4.50%	FIX	38376CPC7	October 2038
IA	14,490,909							
IB	5,101,091							
IC	2,416,000							
PH	79,700,000							
PI	2,828,727							
PN	15,558,000							
PX	28,056,000							
Combination 75								
DP	\$ 13,288,000	LE	\$136,602,000	PAC/AD	5.00%	FIX	38376CPD5	October 2038
IA	21,736,363							
IB	7,651,636							
IC	3,624,000							
PH	79,700,000							
PI	4,243,090							
PN	15,558,000							
PX	28,056,000							
Combination 76								
DP	\$ 13,288,000	LG	\$136,602,000	PAC/AD	5.50%	FIX	38376CPE3	October 2038
IA	28,981,818							
IB	10,202,181							
IC	4,832,000							
PH	79,700,000							
PI	5,657,454							
PN	15,558,000							
PX	28,056,000							

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)
Combination 77								
DP	\$ 13,288,000	LH	\$ 71,300,000	PAC/AD	5.00%	FIX	38376CPF0	August 2039
IB	7,651,636							
IC	3,624,000							
ID	2,617,818							
LP	14,398,000							
PI	4,243,090							
PN	15,558,000							
PX	28,056,000							
Combination 78								
DP	\$ 13,288,000	LJ	\$ 71,300,000	PAC/AD	5.50%	FIX	38376CPG8	August 2039
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
LP	14,398,000							
PI	5,657,454							
PN	15,558,000							
PX	28,056,000							
Combination 79								
IA	\$ 21,736,363	WI	\$ 41,181,816	NTL(PAC/AD)	5.50%	FIX/IO	38376CL98	August 2039
IB	7,651,636							
IC	3,624,000							
ID	3,926,727							
PI	4,243,090							

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 80								
DP	\$ 13,288,000	PB	\$151,000,000	PAC/AD	4.00%	FIX	38376CPIJ2	August 2039
IA	7,245,455							
IB	2,550,545							
IC	1,208,000							
LP	14,398,000							
PH	79,700,000							
PI	1,414,364							
PN	15,558,000							
PX	28,056,000							
Combination 81								
DP	\$ 13,288,000	PC	\$151,000,000	PAC/AD	4.50%	FIX	38376CPK9	August 2039
IA	14,490,909							
IB	5,101,091							
IC	2,416,000							
ID	1,308,909							
LP	14,398,000							
PH	79,700,000							
PI	2,828,727							
PN	15,558,000							
PX	28,056,000							

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)
Combination 82								
DP	\$ 13,288,000	PD	\$151,000,000	PAC/AD	5.00%	FIX	38376CPL7	August 2039
IA	21,736,363							
IB	7,651,636							
IC	3,624,000							
ID	2,617,818							
LP	14,398,000							
PH	79,700,000							
PI	4,243,090							
PN	15,558,000							
PX	28,056,000							
Combination 83								
DP	\$ 13,288,000	PE	\$151,000,000	PAC/AD	5.50%	FIX	38376CPM5	August 2039
IA	28,981,818							
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
LP	14,398,000							
PH	79,700,000							
PI	5,657,454							
PN	15,558,000							
PX	28,056,000							

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)
Combination 84								
DP	\$ 13,288,000	LM	\$152,400,000	PAC/AD	4.00%	FIX	38376CPN3	September 2039
IA	7,245,455							
IB	2,550,545							
IC	1,208,000							
LP	14,398,000							
PH	79,700,000							
PI	1,414,364							
PN	15,558,000							
PX	28,056,000							
TP	1,400,000							
Combination 85								
DP	\$ 13,288,000	PG	\$152,400,000	PAC/AD	5.50%	FIX	38376CPP8	September 2039
IA	28,981,818							
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
IE	381,818							
LP	14,398,000							
PH	79,700,000							
PI	5,657,454							
PN	15,558,000							
PX	28,056,000							
TP	1,400,000							

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)
Combination 86								
IA	\$ 28,981,818	AI	\$ 44,841,453	NTL(PAC/AD)	5.50%	FIX/IO	38376CPQ6	November 2037
IB	10,202,181							
PI	5,657,454							
Combination 87								
IA	\$ 28,981,818	BI	\$ 49,673,453	NTL(PAC/AD)	5.50%	FIX/IO	38376CPR4	October 2038
IB	10,202,181							
IC	4,832,000							
PI	5,657,454							
Combination 88								
IA	\$ 28,981,818	CI	\$ 53,600,180	NTL(PAC/AD)	5.50%	FIX/IO	38376CPS2	August 2039
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
PI	5,657,454							
Combination 89								
IA	\$ 28,981,818	DI	\$ 53,981,998	NTL(PAC/AD)	5.50%	FIX/IO	38376CPT0	September 2039
IB	10,202,181							
IC	4,832,000							
ID	3,926,727							
IE	381,818							
PI	5,657,454							
Combination 90								
ID	\$ 3,926,727	EI	\$ 4,308,545	NTL(PAC/AD)	5.50%	FIX/IO	38376CPU7	September 2039
IE	381,818							

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 91								
IC	\$ 4,832,000	JI	\$ 9,140,545	NTL(PAC/AD)	5.50%	FIX/IO	38376CPV5	September 2039
ID	3,926,727							
IE	381,818							
Combination 92								
IB	\$ 10,202,181	KI	\$ 19,342,726	NTL(PAC/AD)	5.50%	FIX/IO	38376CPW3	September 2039
IC	4,832,000							
ID	3,926,727							
IE	381,818							
Security Group 6								
Combination 93								
IJ	\$ 3,925,000	JA	\$ 94,200,000	PAC/AD	3.25%	FIX	38376CPX1	August 2039
J	94,200,000							
Combination 94								
IJ	\$ 7,850,000	JB	\$ 94,200,000	PAC/AD	3.50%	FIX	38376CPY9	August 2039
J	94,200,000							
Combination 95								
IJ	\$ 11,775,000	JC	\$ 94,200,000	PAC/AD	3.75%	FIX	38376CPZ6	August 2039
J	94,200,000							
Combination 96								
IJ	\$ 15,700,000	JD	\$ 94,200,000	PAC/AD	4.00%	FIX	38376CQA0	August 2039
J	94,200,000							
Combination 97								
IJ	\$ 19,625,000	JE	\$ 94,200,000	PAC/AD	4.25%	FIX	38376CQB8	August 2039
J	94,200,000							
Combination 98								
IJ	\$ 23,550,000	JG	\$ 94,200,000	PAC/AD	4.50%	FIX	38376CQC6	August 2039
J	94,200,000							

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)
Combination 99								
IJ	\$ 31,400,000	JH	\$ 94,200,000	PAC/AD	5.00%	FIX	38376CQD4	August 2039
J	94,200,000							
Combination 100								
IJ	\$ 39,250,000	JK	\$ 94,200,000	PAC/AD	5.50%	FIX	38376CQE2	August 2039
J	94,200,000							
Combination 101								
IJ	\$ 39,250,000	JM	\$ 95,000,000	PAC/AD	5.50%	FIX	38376CQF9	September 2039
J	94,200,000							
JN	800,000							
Combination 102								
IJ	\$ 39,250,000	IK	\$ 49,666,666	NTL(SEQ)	6.00%	FIX/IO	38376CQG7	September 2039
IT	10,416,666							
Security Group 7								
Combination 103								
CZ	\$ 1,076,025	C	\$ 38,876,025	SC/PT	4.50%	FIX	38376CQH5	June 2039
F	24,300,000							
FT	1,215,000							
S	11,394,000							
ST	2,106,000							
TF	1,215,000							
Combination 104								
F	\$ 24,300,000	FA	\$ 24,300,000	SC/TAC/AD	(5)	FLT/DLY	38376CQJ1	June 2039
FT	1,215,000							
TF	1,215,000							

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)
Combination 105								
F	\$ 24,300,000	FC	\$ 24,300,000	SC/TAC/AD	(5)	FLT/DLY	38376CQK8	June 2039
FT	1,215,000							
Combination 106								
S	\$ 11,394,000	SA	\$ 13,500,000	SC/TAC/AD	(5)	INV/DLY	38376CQL6	June 2039
ST	2,106,000							
Combination 107								
F	\$ 10,125,000	SB	\$ 23,625,000	SC/TAC/AD	(5)	INV/DLY	38376CQM4	June 2039
FT	506,250							
S	11,394,000							
ST	2,106,000							
TF	506,250							
Combination 108								
S	\$ 11,394,000	SC	\$ 13,500,000	SC/TAC/AD	(5)	INV/DLY	38376CQN2	June 2039
ST	2,106,000							
TF	1,215,000							
Combination 109								
FT	\$ 1,215,000	SD	\$ 13,500,000	SC/TAC/AD	(5)	INV/DLY	38376CQP7	June 2039
S	11,394,000							
ST	2,106,000							
TF	1,215,000							

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

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

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

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

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



\$263,775,329

**Government National
Mortgage Association**

GINNIE MAE[®]

**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-095**

OFFERING CIRCULAR SUPPLEMENT
July 22, 2010



Sandgrain Securities, Inc.