



\$2,049,425,757

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities  
and MX Securities

Ginnie Mae REMIC Trust 2010-107

**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-9 which highlights some of these risks.**

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
A(1) . . . . .	\$ 89,872,000	5.00%	SC/SEQ	FIX	38377JFC2	October 2036
AY . . . . .	3,999,853	5.00	SC/SEQ	FIX	38377JFD0	October 2036
<b>Security Group 2</b>						
FL . . . . .	22,781,904	(5)	SC/PT	FLT	38377JFE8	July 2039
IL . . . . .	1,898,492	6.00	NTL (SC/PT)	FIX/IO	38377JFF5	July 2039
<b>Security Group 3</b>						
KL(1) . . . . .	24,368,000	4.50	PAC II/AD	FIX	38377JFG3	August 2040
KZ . . . . .	1,000	4.50	PAC II/AD	FIX/Z	38377JFH1	August 2040
LA(1) . . . . .	500,000,000	4.50	PAC I/AD	FIX	38377JFJ7	October 2034
LW(1) . . . . .	76,725,000	4.50	PAC I/AD	FIX	38377JFK4	April 2036
LX . . . . .	168,061,000	4.50	PAC I/AD	FIX	38377JFL2	January 2039
LY . . . . .	108,355,000	4.50	PAC I/AD	FIX	38377JFM0	August 2040
LZ . . . . .	80,645,000	4.50	SUP	FIX/Z	38377JFN8	August 2040
ZL . . . . .	40,000,000	4.50	SUP	FIX/Z	38377JFP3	August 2040
<b>Security Group 4</b>						
JA(1) . . . . .	28,687,000	4.50	PAC II/AD	FIX	38377JFQ1	August 2040
JZ . . . . .	1,000	4.50	PAC II/AD	FIX/Z	38377JFR9	August 2040
PA(1) . . . . .	250,000,000	4.50	PAC I/AD	FIX	38377JFS7	February 2036
PW(1) . . . . .	37,016,000	4.50	PAC I/AD	FIX	38377JFT5	June 2037
PX . . . . .	53,549,000	4.50	PAC I/AD	FIX	38377JFU2	April 2039
PY . . . . .	46,891,000	4.50	PAC I/AD	FIX	38377JFV0	August 2040
ZD . . . . .	68,473,000	4.50	SUP	FIX/Z	38377JFW8	August 2040
<b>Security Group 5</b>						
MA . . . . .	26,652,000	4.00	SUP	FIX	38377JFX6	January 2040
MB . . . . .	4,391,000	4.00	SUP	FIX	38377JFY4	June 2040
MC . . . . .	2,480,667	4.00	SUP	FIX	38377JFZ1	August 2040
MD . . . . .	6,937,000	4.00	PAC II	FIX	38377JGA5	August 2040
ME . . . . .	3,010,000	4.00	SCH	FIX	38377JGB3	May 2040
MG . . . . .	3,019,000	4.00	SCH	FIX	38377JGC1	August 2040
NF . . . . .	33,333,333	(5)	PT	FLT	38377JGD9	August 2040
NS . . . . .	33,333,333	(5)	NTL (PT)	INV/IO	38377JGE7	August 2040
QA(1) . . . . .	69,222,000	4.00	PAC I	FIX	38377JGF4	September 2035
QW(1) . . . . .	15,796,000	4.00	PAC I	FIX	38377JGG2	March 2039
QX(1) . . . . .	18,481,000	4.00	PAC I	FIX	38377JGH0	September 2037
QY . . . . .	16,678,000	4.00	PAC I	FIX	38377JGJ6	August 2040
<b>Security Group 6</b>						
FG(1) . . . . .	53,434,000	(5)	PAC I/AD	FLT	38377JGK3	February 2038
GH(1) . . . . .	106,868,000	3.50	PAC I/AD	FIX	38377JGL1	February 2038
GS(1) . . . . .	53,434,000	(5)	NTL (PAC I /AD)	INV/IO	38377JGM9	February 2038
GX . . . . .	18,814,000	4.50	PAC I/AD	FIX	38377JGN7	April 2039
GY . . . . .	23,708,000	4.50	PAC I/AD	FIX	38377JGP2	August 2040
GZ . . . . .	1,000	4.50	PAC II/AD	FIX/Z	38377JGQ0	August 2040
IG(1) . . . . .	2,671,700	(5)	NTL (PAC I /AD)	INV/IO	38377JGR8	February 2038
KG . . . . .	12,938,000	4.50	PAC II/AD	FIX	38377JGS6	August 2040
ZG . . . . .	34,237,000	4.50	SUP	FIX/Z	38377JGT4	August 2040
<b>Residual</b>						
RR . . . . .	0	0.00	NPR	NPR	38377JXU2	August 2040

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

## AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 1 and 2 securities, each disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Documents”).

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

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

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

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## TERMS SHEET

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

**Sponsor:** Banc of America Securities LLC

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

**Trustee:** U.S. Bank National Association

**Tax Administrator:** The Trustee

**Closing Date:** August 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 September 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	Underlying Certificate	(1)	(1)
2	Underlying Certificates	(1)	(1)
3	Ginnie Mae II	4.5%	30
4	Ginnie Mae II	4.5	30
5	Ginnie Mae II	4.5	30
6	Ginnie Mae II	4.5	30

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

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Except in the case of certain MX Classes in Groups 3 and 4, 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 3, 4, 5 and 6 Trust Assets<sup>1</sup>:**

<u>Principal Balance<sup>2</sup></u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>3</sup></u>
<b>Group 3 Trust Assets</b>			
\$ 998,155,000	358	2	4.910%
<b>Group 4 Trust Assets</b>			
\$ 484,617,000	359	1	4.900%
<b>Group 5 Trust Assets</b>			
\$ 200,000,000	359	0	4.900%
<b>Group 6 Trust Assets</b>			
\$ 250,000,000	359	1	4.841%

<sup>1</sup> As of August 1, 2010.

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

<sup>3</sup> The Mortgage Loans underlying the Group 3, 4, 5 and 6 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 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 related Underlying Trusts.

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

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

**Increased Minimum Denomination Classes:** Each Class that constitutes a Principal Only, Interest Only or Interest Only 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>
<b>Group 2</b>						
FL . . . . .	LIBOR + 0.90%	1.16625%	0.90%	6.00%	0	0.00%
<b>Group 5</b>						
NF . . . . .	LIBOR + 0.38%	0.65600%	0.38%	7.00%	0	0.00%
NS . . . . .	6.62% – LIBOR	6.34400%	0.00%	6.62%	0	6.62%
<b>Group 6</b>						
FG . . . . .	LIBOR + 0.35%	0.62000%	0.35%	6.50%	0	0.00%
GF . . . . .	LIBOR + 0.40%	0.67000%	0.40%	6.50%	0	0.00%
GS . . . . .	6.10% – LIBOR	5.83000%	0.00%	6.10%	0	6.10%
IG . . . . .	123% – (LIBOR x 20)	1.00000%	0.00%	1.00%	0	6.15%
SG . . . . .	6.15% – LIBOR	5.88000%	0.00%	6.15%	0	6.15%

(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, the following distributions will be made to the related Securities:

### **Security Group 1**

The Group 1 Principal Distribution Amount will be allocated, sequentially, to A and AY, in that order, until retired.

### **Security Group 2**

The Group 2 Principal Distribution Amount will be allocated to FL, 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 KZ, LZ and ZL Accrual Amounts will be allocated as follows:

- The KZ Accrual Amount, sequentially, to KL and KZ, in that order, until retired.
- The Group 3 Adjusted Principal Distribution Amount and the LZ and ZL Accrual Amounts will be allocated in the following order of priority:

1. Sequentially, to LA, LW, LX and LY, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

2. Sequentially, to KL and KZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

3. Concurrently, to LZ and ZL, pro rata, until retired.

4. Sequentially, to KL and KZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

5. Sequentially, to LA, LW, LX and LY, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

### **Security Group 4**

The Group 4 Principal Distribution Amount and the JZ and ZD Accrual Amounts will be allocated as follows:

- The JZ Accrual Amount, sequentially, to JA and JZ, in that order, until retired.
- The Group 4 Principal Distribution Amount and the ZD Accrual Amount will be allocated in the following order of priority:

1. Sequentially, to PA, PW, PX and PY, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

2. Sequentially, to JA and JZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

3. To ZD, until retired.

4. Sequentially, to JA and JZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

5. Sequentially, to PA, PW, PX and PY, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

### **Security Group 5**

The Group 5 Principal Distribution Amount will be allocated, concurrently, as follows:

1. 83.3333335% as follows:

a. Sequentially, to QA, QX, QW and QY, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

b. To MD, until reduced to its Scheduled Principal Balance for that Distribution Date.

c. Sequentially, to ME and MG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

d. Sequentially, to MA, MB and MC, in that order, until retired.

e. Sequentially, to ME and MG, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

f. To MD, without regard to its Scheduled Principal Balance, until retired.

g. Sequentially, to QA, QX, QW, QY, without regard to their Aggregate Scheduled Principal Balance, until retired.

2. 16.6666665% to NF, until retired.

### **Security Group 6**

The Group 6 Principal Distribution Amount and the GZ and ZG Accrual Amounts will be allocated as follows:

- The GZ Accrual Amount, sequentially, to KG and GZ, in that order, until retired.
- The Group 6 Principal Distribution Amount and the ZG Accrual Amount will be allocated in the following order of priority:

1. To the PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:

a. Concurrently, to FG and GH, pro rata, until retired.

b. Sequentially, to GX and GY, in that order, until retired.

2. Sequentially, to KG and GZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date.

3. To ZG, until retired.

4. Sequentially, to KG and GZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

5. To the PAC I Classes, in the same manner and order of priority described in Step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired.

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

<u>Class</u>	<u>Structuring Ranges</u>
<b>PAC I Classes</b>	
FG, GH, GX and GY (in the aggregate) . . . . .	115% PSA through 250% PSA
LA, LW, LX and LY (in the aggregate) . . . . .	123% PSA through 225% PSA
PA, PW, PX and PY (in the aggregate) . . . . .	115% PSA through 260% PSA
QA, QX, QW and QY (in the aggregate) . . . . .	100% PSA through 250% PSA
<b>PAC II Classes</b>	
GZ and KG (in the aggregate) . . . . .	165% PSA through 250% PSA
JA and JZ (in the aggregate) . . . . .	170% PSA through 260% PSA
KL and KZ (in the aggregate) . . . . .	155% PSA through 225% PSA
MD . . . . .	122% PSA through 250% PSA
<b>Scheduled Classes</b>	
ME and MG (in the aggregate) . . . . .	130% PSA through 205% PSA

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

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
<b>Security Group 1</b>		
AI . . . . .	\$ 62,910,400	70% of A (SC/SEQ Class)
<b>Security Group 2</b>		
IL . . . . .	1,898,492	8.3333333333% of FL (SC/PT Class)
<b>Security Group 3</b>		
IO . . . . .	34,100,000	44.4444444444% of LW (PAC I/AD Class)
LI . . . . .	222,222,222	44.4444444444% of LA (PAC I/AD Class)
<b>Security Group 4</b>		
IP . . . . .	16,451,555	44.4444444444% of PW (PAC I/AD Class)
PI . . . . .	111,111,111	44.4444444444% of PA (PAC I/AD Class)
<b>Security Group 3&amp;4</b>		
KI . . . . .	23,580,000	44.4444444444% of JA and KL (in the aggregate) (PAC II/AD Classes)

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
<b>Security Group 5</b>		
IQ . . . . .	\$ 38,979,111	44.4444444444% of QA and QX (in the aggregate) (PAC I Classes)
NI . . . . .	45,999,555	44.4444444444% of QA, QW and QX (in the aggregate) (PAC I Classes)
NS . . . . .	33,333,333	100% of NF (PT Class)
QI . . . . .	30,765,333	44.4444444444% of QA (PAC I Class)
<b>Security Group 6</b>		
GI . . . . .	83,119,555	77.7777777778% of GH (PAC I/AD Class)
GS . . . . .	53,434,000	100% of FG (PAC I/AD Class)
IG . . . . .	2,671,700	5% of FG (PAC I/AD Class)
SG . . . . .	53,434,000	100% of FG (PAC I/AD Class)

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

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

## RISK FACTORS

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

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

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

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

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

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

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

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

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

***Support securities will be more sensitive to rates of principal payments than other securities.*** If principal prepayments result in principal distributions on any distribution date equal to or less than the amount needed to produce scheduled payments on the PAC and scheduled 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 scheduled classes for that distribution date, this excess will be distributed to the related support classes.

***The rate of principal payments on the underlying certificates will directly affect the rate of principal payments on and reductions in the notional balances of the group 1 and 2 securities.*** The underlying certificates will be sensitive in varying degrees to

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

As described in the related underlying certificate disclosure document, the underlying certificates included in trust asset group 2 are classes that provide support to other classes and they are entitled to receive principal distributions only if scheduled payments have been made on other specified classes of the related underlying series. Accordingly, these underlying certificates may receive no principal distributions for extended periods of time or may receive principal payments that vary widely from period to period.

In addition, the principal entitlement of the underlying certificate included in trust asset group 1 on any payment date is calculated on the basis of schedules; no assurance can be given that such underlying certificate will adhere to its schedules. Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed.

This supplement contains no information as to whether an underlying certificate has adhered to any applicable principal balance schedules,

whether any related supporting classes remain outstanding or whether the underlying certificates otherwise have performed as originally anticipated. Additional information as to the underlying certificates may be obtained by performing an analysis of current principal factors of the underlying certificates in light of applicable information contained in the related underlying certificate disclosure documents.

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

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

***The securities may not be a suitable investment for you.*** The securities, especially the group 1 and 2 securities and, in particular, the support, interest only, principal only, interest only inverse floating rate, accrual and residual classes, are not suitable investments for all investors.

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

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

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

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

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

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

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

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

## **THE TRUST ASSETS**

### **General**

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

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

The Group 3, 4, 5 and 6 Trust Assets are either:

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

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

## **The Underlying Certificates (Groups 1 and 2)**

The Group 1 and 2 Trust Assets are Underlying Certificates that represent beneficial ownership interests in one or more separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a separate Series of certificates described in the related Underlying Certificate Disclosure Document, excerpts of which are attached as Exhibit B to this Supplement. Each Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under “Available Information” in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of each Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. *See “Underlying Certificates” in the Base Offering Circular.*

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

## **The Mortgage Loans**

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

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and 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 the Trustee 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 related Record Date. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See “*Description of the Securities — Distributions*” and “*— Method of Distributions*” in the Base Offering Circular.

### Interest Distributions

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

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable (or accrued in the case of an Accrual Class) on any Class for any Distribution Date will consist of 30 days’ interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.

- Investors can calculate the amount of interest to be distributed (or accrued in the case of an Accrual Class) on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See “— Class Factors” below.

### *Categories of Classes*

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

### *Accrual Periods*

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

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

### *Fixed Rate Classes*

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

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

The Floating Rate and Inverse Floating Rate Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement. The Interest Rates for the Floating Rate and Inverse Floating Rate Classes will be based on LIBOR. LIBOR will be determined based on the BBA LIBOR method, as described under “Description of the Securities — Interest Rate Indices — Determination of LIBOR — BBA LIBOR” in the Base Offering Circular. In the case of the Group 2 Securities, the Trustee will use the same values of LIBOR as are used for the related Underlying Certificates.

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

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

### *Accrual Classes*

Each of Classes GZ, JZ, KZ, LZ, ZD, ZG and ZL is an Accrual Class. Interest will accrue on the Accrual Classes and be distributed as described under “Terms Sheet — Accrual Classes” in this Supplement.

## **Principal Distributions**

The Principal Distribution Amount or the Adjusted Principal Distribution Amount for each Group, as applicable, and each 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 in this Supplement to describe the principal entitlements of the Classes are explained under “Class Types” in Appendix I to the Base Offering Circular.

### *Notional Classes*

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

### **Residual Securities**

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

### **Class Factors**

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

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

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

## **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. On any Distribution Date upon the Trustee’s determination that the REMIC status of any Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year, the Trustee will terminate the Trust and retire the Securities.

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

## **Modification and Exchange**

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class or Classes shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities and, in the case of Combinations 1, 2, 3, 4, 5, 6, 7, 8, 9 and 11, other related MX Classes. This process may occur repeatedly.

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

In the case of Combinations 1, 2, 3, 4, 5, 6, 7, 8, 9 and 11, the Class A, the Class GH, the Class JA, the Class KL, the Class LA, the Class LW, the Class PA, the Class PW, the Class QA, the Class QW and the Class QX 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 02110, Attention: Ginnie Mae REMIC Program 2010-107. 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  $\frac{1}{32}$  of 1% of the outstanding principal balance (or notional balance) of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000); provided, however, that no fee will be payable in respect of an interest only security unless all securities involved in the exchange are interest only securities. If the

notional balance of the interest only securities surrendered exceeds that of the interest only securities received, the fee will be based on the latter. The fee must be paid concurrently with the exchange.

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

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

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

### **General**

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

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

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

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

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

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

Investors in the Group 1 and 2 Securities are urged to review the discussion under “Risk Factors — The rate of principal payments on the underlying certificates will directly affect the rate of principal payments on and reductions in the notional balances of the group 1 and 2 securities” in this Supplement.

### **Accretion Directed Classes**

Classes FG, GH, GX, GY, GZ, JA, JZ, KG, KL, KZ, LA, LW, LX, LY, PA, PW, PX and PY are Accretion Directed Classes. The related Accrual Amounts will be applied to making principal distributions on those Classes as described in this Supplement. Each of Classes IG and GS is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of Class FG.

Each of the Accretion Directed Classes has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Although they are entitled to receive payments from the related Accrual Amounts, they do not have principal payment stability through any prepayment rate significantly higher than 0% PSA, except within their effective ranges, if applicable.

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

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

Each PAC and Scheduled 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 and Scheduled Classes are as follows:

<u>Class</u>	<u>Initial Effective Ranges</u>
<b>PAC I Classes</b>	
FG, GH, GX and GY (in the aggregate) . . . . .	115% PSA through 250% PSA
LA, LW, LX and LY (in the aggregate) . . . . .	123% PSA through 225% PSA
PA, PW, PX and PY (in the aggregate) . . . . .	115% PSA through 260% PSA
QA, QX, QW and QY (in the aggregate) . . . . .	100% PSA through 250% PSA
<b>PAC II Classes</b>	
GZ and KG (in the aggregate) . . . . .	165% PSA through 250% PSA
JA and JZ (in the aggregate) . . . . .	170% PSA through 260% PSA
KL and KZ (in the aggregate) . . . . .	155% PSA through 225% PSA
MD . . . . .	122% PSA through 276% PSA
<b>Scheduled Classes</b>	
ME and MG (in the aggregate) . . . . .	130% PSA through 205% PSA

- The principal payment stability of the Group 3, 4 and 6 PAC I Classes will be supported by the related PAC II Classes and the related Support Classes.
- The principal payment stability of the Group 3, 4 and 6 PAC II Classes will be supported by the related Support Classes.
- The principal payment stability of the Group 5 PAC I Classes will be supported by the Group 5 PAC II Class, the Group 5 Scheduled Classes and the Group 5 Support Classes.
- The principal payment stability of the Group 5 PAC II Class will be supported by the Group 5 Scheduled Classes and the Group 5 Support Classes.
- The principal payment stability of the Group 5 Scheduled Classes will be supported by the Group 5 Support Classes.

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

There is no assurance that the related Mortgage Loans will have the characteristics assumed in the Modeling Assumptions, which were used to determine the initial Effective Ranges. If the initial Effective Ranges were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective

Ranges could differ from those shown in the above tables. Therefore, even if the Mortgage Loans were to prepay at a constant rate within the initial Effective Range shown for any Class in the above tables, that Class could fail to receive Scheduled Payments.

Moreover, the related Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC or Scheduled Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range for that Class. Further, the Effective Range for any PAC or Scheduled 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 or Scheduled Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on such related PAC or Scheduled 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 or Scheduled Class, its supporting Class or Classes may be retired earlier than that PAC or Scheduled Class, and its Weighted Average Life may be shortened, perhaps significantly.

### **Assumability**

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

### **Final Distribution Date**

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

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

### **Modeling Assumptions**

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

1. The Mortgage Loans underlying the Group 3, 4, 5 and 6 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 3, 4, 5 and 6 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 3, 4, 5 and 6 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, in each case, whether or not a Business Day, commencing in September 2010.

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

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

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

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

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

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

- For example, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 20th day 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**

Distribution Date	Security Group 1 PSA Prepayment Assumption Rates									
	Classes A, AB, AC, AD, AE, AG, AH, AI and AJ					Class AY				
	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100
August 2011 . . . . .	97	89	89	89	89	100	100	100	100	100
August 2012 . . . . .	94	76	74	74	74	100	100	100	100	100
August 2013 . . . . .	91	63	61	61	44	100	100	100	100	100
August 2014 . . . . .	87	51	48	42	21	100	100	100	100	100
August 2015 . . . . .	84	39	36	25	4	100	100	100	100	100
August 2016 . . . . .	80	28	24	11	0	100	100	100	100	0
August 2017 . . . . .	76	18	14	0	0	100	100	100	96	0
August 2018 . . . . .	72	9	4	0	0	100	100	100	0	0
August 2019 . . . . .	67	0	0	0	0	100	100	0	0	0
August 2020 . . . . .	62	0	0	0	0	100	0	0	0	0
August 2021 . . . . .	57	0	0	0	0	100	0	0	0	0
August 2022 . . . . .	52	0	0	0	0	100	0	0	0	0
August 2023 . . . . .	47	0	0	0	0	100	0	0	0	0
August 2024 . . . . .	41	0	0	0	0	100	0	0	0	0
August 2025 . . . . .	35	0	0	0	0	100	0	0	0	0
August 2026 . . . . .	28	0	0	0	0	100	0	0	0	0
August 2027 . . . . .	21	0	0	0	0	100	0	0	0	0
August 2028 . . . . .	14	0	0	0	0	100	0	0	0	0
August 2029 . . . . .	6	0	0	0	0	100	0	0	0	0
August 2030 . . . . .	0	0	0	0	0	61	0	0	0	0
August 2031 . . . . .	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years) . . . . .	11.6	4.2	4.0	3.5	2.8	20.1	9.3	8.7	7.2	5.5

Distribution Date	Security Group 2 PSA Prepayment Assumption Rates				
	Classes FL and IL				
	0%	100%	250%	400%	500%
Initial Percent . . . . .	100	100	100	100	100
August 2011 . . . . .	100	100	100	100	100
August 2012 . . . . .	100	100	100	100	100
August 2013 . . . . .	100	100	100	100	100
August 2014 . . . . .	100	100	100	100	77
August 2015 . . . . .	100	100	100	88	56
August 2016 . . . . .	100	100	100	67	40
August 2017 . . . . .	100	100	100	51	28
August 2018 . . . . .	100	100	94	38	19
August 2019 . . . . .	100	100	77	28	13
August 2020 . . . . .	100	100	64	21	9
August 2021 . . . . .	100	100	52	15	6
August 2022 . . . . .	100	100	42	11	4
August 2023 . . . . .	100	100	34	8	3
August 2024 . . . . .	100	100	28	6	2
August 2025 . . . . .	100	100	22	4	1
August 2026 . . . . .	100	88	18	3	1
August 2027 . . . . .	100	76	14	2	1
August 2028 . . . . .	100	65	11	1	0
August 2029 . . . . .	100	55	8	1	0
August 2030 . . . . .	100	45	6	1	0
August 2031 . . . . .	100	36	4	0	0
August 2032 . . . . .	100	28	3	0	0
August 2033 . . . . .	83	20	2	0	0
August 2034 . . . . .	59	13	1	0	0
August 2035 . . . . .	40	9	1	0	0
August 2036 . . . . .	25	5	0	0	0
August 2037 . . . . .	8	2	0	0	0
August 2038 . . . . .	0	0	0	0	0
Weighted Average Life (years) . . . . .	24.7	19.9	12.3	8.0	6.1

**Security Group 3  
PSA Prepayment Assumption Rates**

Distribution Date	Classes AL, BL, IO, L, LM, LN, LP, IQ, LU and LW					Class KL					Class KZ					Classes LA, LB, LC, LD, LE, IG, LH, LI, IJ and LK					
	0%	123%	175%	225%	400%	0%	123%	175%	225%	400%	0%	123%	175%	225%	400%	0%	123%	175%	225%	400%	
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	99	96	96	96	105	105	105	105	105	96	92	92	92	92	92
August 2012	100	100	100	100	100	100	99	70	70	38	109	109	109	109	109	93	78	78	78	78	78
August 2013	100	100	100	100	100	100	99	34	34	0	114	114	114	114	0	89	61	61	61	61	42
August 2014	100	100	100	100	100	100	99	11	11	0	120	120	120	120	0	85	45	45	45	45	14
August 2015	100	100	100	100	49	100	99	1	1	0	125	125	125	125	0	80	30	30	30	30	0
August 2016	100	100	100	100	0	100	98	0	0	0	131	131	13	13	0	75	16	16	16	16	0
August 2017	100	100	100	100	0	100	87	0	0	0	137	137	13	13	0	70	3	3	3	3	0
August 2018	100	48	48	48	0	100	68	0	0	0	143	143	13	13	0	65	0	0	0	0	0
August 2019	100	0	0	0	0	100	36	0	0	0	150	150	13	13	0	60	0	0	0	0	0
August 2020	100	0	0	0	0	100	0	0	0	0	157	13	13	13	0	54	0	0	0	0	0
August 2021	100	0	0	0	0	100	0	0	0	0	164	13	13	13	0	48	0	0	0	0	0
August 2022	100	0	0	0	0	100	0	0	0	0	171	13	13	13	0	41	0	0	0	0	0
August 2023	100	0	0	0	0	100	0	0	0	0	179	13	13	13	0	34	0	0	0	0	0
August 2024	100	0	0	0	0	100	0	0	0	0	188	13	13	13	0	27	0	0	0	0	0
August 2025	100	0	0	0	0	100	0	0	0	0	196	13	13	13	0	19	0	0	0	0	0
August 2026	100	0	0	0	0	100	0	0	0	0	205	13	13	13	0	11	0	0	0	0	0
August 2027	100	0	0	0	0	100	0	0	0	0	215	13	13	13	0	2	0	0	0	0	0
August 2028	54	0	0	0	0	100	0	0	0	0	224	13	13	13	0	0	0	0	0	0	0
August 2029	0	0	0	0	0	100	0	0	0	0	235	13	13	13	0	0	0	0	0	0	0
August 2030	0	0	0	0	0	100	0	0	0	0	246	13	13	13	0	0	0	0	0	0	0
August 2031	0	0	0	0	0	100	0	0	0	0	257	13	13	13	0	0	0	0	0	0	0
August 2032	0	0	0	0	0	100	0	0	0	0	269	13	13	13	0	0	0	0	0	0	0
August 2033	0	0	0	0	0	100	0	0	0	0	281	13	13	13	0	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	13	13	13	13	0	0	0	0	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	18.1	8.0	8.0	8.0	5.0	23.7	8.4	2.6	2.6	1.9	24.2	11.5	7.9	7.9	2.1	10.0	3.8	3.8	3.8	2.8	

**PSA Prepayment Assumption Rates**

Distribution Date	Class LX					Class LY					Classes LZ and ZL				
	0%	123%	175%	225%	400%	0%	123%	175%	225%	400%	0%	123%	175%	225%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	100	100	100	105	104	98	91	66
August 2012	100	100	100	100	100	100	100	100	100	100	109	109	91	69	0
August 2013	100	100	100	100	100	100	100	100	100	100	114	114	84	44	0
August 2014	100	100	100	100	100	100	100	100	100	100	120	119	78	26	0
August 2015	100	100	100	100	100	100	100	100	100	100	125	125	74	13	0
August 2016	100	100	100	100	75	100	100	100	100	100	131	130	71	5	0
August 2017	100	100	100	100	39	100	100	100	100	100	137	136	70	1	0
August 2018	100	100	100	100	12	100	100	100	100	100	143	143	69	0	0
August 2019	100	92	92	92	0	100	100	100	100	88	150	149	68	0	0
August 2020	100	67	67	67	0	100	100	100	100	65	157	154	65	0	0
August 2021	100	46	46	46	0	100	100	100	100	48	164	149	62	0	0
August 2022	100	28	28	28	0	100	100	100	100	35	171	143	58	0	0
August 2023	100	13	13	13	0	100	100	100	100	26	179	135	54	0	0
August 2024	100	0	0	0	0	100	99	99	99	19	188	126	49	0	0
August 2025	100	0	0	0	0	100	82	82	82	14	196	117	45	0	0
August 2026	100	0	0	0	0	100	68	68	68	10	205	108	40	0	0
August 2027	100	0	0	0	0	100	56	56	56	7	215	98	36	0	0
August 2028	100	0	0	0	0	100	45	45	45	5	224	89	32	0	0
August 2029	96	0	0	0	0	100	37	37	37	4	235	79	28	0	0
August 2030	65	0	0	0	0	100	29	29	29	3	246	70	24	0	0
August 2031	33	0	0	0	0	100	23	23	23	2	257	61	20	0	0
August 2032	0	0	0	0	0	99	18	18	18	1	269	52	17	0	0
August 2033	0	0	0	0	0	43	14	14	14	1	281	44	14	0	0
August 2034	0	0	0	0	0	11	11	11	11	1	290	37	11	0	0
August 2035	0	0	0	0	0	8	8	8	8	0	250	29	9	0	0
August 2036	0	0	0	0	0	6	6	6	6	0	206	22	7	0	0
August 2037	0	0	0	0	0	4	4	4	4	0	160	16	5	0	0
August 2038	0	0	0	0	0	2	2	2	2	0	110	10	3	0	0
August 2039	0	0	0	0	0	1	1	1	1	0	57	4	1	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	20.5	11.0	11.0	11.0	6.8	23.2	18.5	18.5	18.5	11.8	27.2	19.5	13.3	3.0	1.2

**Security Group 4  
PSA Prepayment Assumption Rates**

Distribution Date	Classes AP, BP, IP, P, PG, PM, PN, PQ, PU and PW					Class JA					Class JZ					Classes PA, PB, PC, PD, PE, PH, PI, PJ, PK and PL				
	0%	115%	200%	260%	400%	0%	115%	200%	260%	400%	0%	115%	200%	260%	400%	0%	115%	200%	260%	400%
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	95	95	95	105	105	105	105	105	96	93	93	93	93
August 2012	100	100	100	100	100	100	100	73	73	73	109	109	109	109	109	93	80	80	80	80
August 2013	100	100	100	100	100	100	100	42	42	0	114	114	114	114	0	88	64	64	64	57
August 2014	100	100	100	100	100	100	100	20	20	0	120	120	120	120	0	84	49	49	49	29
August 2015	100	100	100	100	100	100	100	6	6	0	125	125	125	125	0	80	34	34	34	7
August 2016	100	100	100	100	42	100	100	0	0	0	131	131	131	131	0	75	21	21	21	0
August 2017	100	100	100	100	0	100	98	0	0	0	137	137	12	12	0	70	8	8	8	0
August 2018	100	80	80	80	0	100	91	0	0	0	143	143	12	12	0	64	0	0	0	0
August 2019	100	17	17	17	0	100	73	0	0	0	150	150	12	12	0	59	0	0	0	0
August 2020	100	0	0	0	0	100	47	0	0	0	157	157	12	12	0	53	0	0	0	0
August 2021	100	0	0	0	0	100	15	0	0	0	164	164	12	12	0	47	0	0	0	0
August 2022	100	0	0	0	0	100	0	0	0	0	171	12	12	12	0	40	0	0	0	0
August 2023	100	0	0	0	0	100	0	0	0	0	179	12	12	12	0	33	0	0	0	0
August 2024	100	0	0	0	0	100	0	0	0	0	188	12	12	12	0	25	0	0	0	0
August 2025	100	0	0	0	0	100	0	0	0	0	196	12	12	12	0	18	0	0	0	0
August 2026	100	0	0	0	0	100	0	0	0	0	205	12	12	12	0	9	0	0	0	0
August 2027	100	0	0	0	0	100	0	0	0	0	215	12	12	12	0	0	0	0	0	0
August 2028	40	0	0	0	0	100	0	0	0	0	224	12	12	12	0	0	0	0	0	0
August 2029	0	0	0	0	0	100	0	0	0	0	235	12	12	12	0	0	0	0	0	0
August 2030	0	0	0	0	0	100	0	0	0	0	246	12	12	12	0	0	0	0	0	0
August 2031	0	0	0	0	0	100	0	0	0	0	257	12	12	12	0	0	0	0	0	0
August 2032	0	0	0	0	0	100	0	0	0	0	269	12	12	12	0	0	0	0	0	0
August 2033	0	0	0	0	0	7	0	0	0	0	281	12	12	12	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	12	12	12	12	0	0	0	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average																				
Life (years)	17.9	8.5	8.5	8.5	5.9	22.6	9.7	2.9	2.9	2.2	23.3	12.7	8.4	8.4	2.6	9.9	4.0	4.0	4.0	3.2

**PSA Prepayment Assumption Rates**

Distribution Date	Class PX					Class PY					Class ZD				
	0%	115%	200%	260%	400%	0%	115%	200%	260%	400%	0%	115%	200%	260%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	100	100	100	105	104	97	91	76
August 2012	100	100	100	100	100	100	100	100	100	100	109	109	90	68	20
August 2013	100	100	100	100	100	100	100	100	100	100	114	114	80	42	0
August 2014	100	100	100	100	100	100	100	100	100	100	120	119	73	22	0
August 2015	100	100	100	100	100	100	100	100	100	100	125	125	68	10	0
August 2016	100	100	100	100	100	100	100	100	100	100	131	131	65	3	0
August 2017	100	100	100	100	73	100	100	100	100	100	137	137	64	0	0
August 2018	100	100	100	100	32	100	100	100	100	100	143	143	63	0	0
August 2019	100	100	100	100	1	100	100	100	100	100	150	149	60	0	0
August 2020	100	76	76	76	0	100	100	100	100	74	157	156	57	0	0
August 2021	100	46	46	46	0	100	100	100	100	55	164	164	53	0	0
August 2022	100	22	22	22	0	100	100	100	100	40	171	162	49	0	0
August 2023	100	1	1	1	0	100	100	100	100	30	179	152	44	0	0
August 2024	100	0	0	0	0	100	82	82	82	22	188	142	40	0	0
August 2025	100	0	0	0	0	100	67	67	67	16	196	131	36	0	0
August 2026	100	0	0	0	0	100	54	54	54	11	205	120	31	0	0
August 2027	100	0	0	0	0	100	43	43	43	8	215	109	27	0	0
August 2028	100	0	0	0	0	100	34	34	34	6	224	98	24	0	0
August 2029	82	0	0	0	0	100	27	27	27	4	235	88	20	0	0
August 2030	34	0	0	0	0	100	21	21	21	3	246	77	17	0	0
August 2031	0	0	0	0	0	80	16	16	16	2	257	67	14	0	0
August 2032	0	0	0	0	0	18	13	13	13	1	269	58	12	0	0
August 2033	0	0	0	0	0	10	10	10	10	1	281	49	10	0	0
August 2034	0	0	0	0	0	7	7	7	7	1	251	40	8	0	0
August 2035	0	0	0	0	0	5	5	5	5	0	216	32	6	0	0
August 2036	0	0	0	0	0	3	3	3	3	0	178	25	4	0	0
August 2037	0	0	0	0	0	2	2	2	2	0	138	18	3	0	0
August 2038	0	0	0	0	0	1	1	1	1	0	95	11	2	0	0
August 2039	0	0	0	0	0	1	1	1	1	0	49	5	1	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	19.7	11.0	11.0	11.0	7.6	21.8	17.4	17.4	17.4	12.2	26.8	19.8	11.7	2.9	1.5

Security Groups 3 and 4 PSA Prepayment Assumption Rates								
Distribution Date	Classes KB, KC, KD, KE, KH, KI, KJ, KM, KN and KP							
	0%	115%	123%	175%	200%	225%	260%	400%
Initial Percent	100	100	100	100	100	100	100	100
August 2011	100	100	99	96	96	96	96	96
August 2012	100	100	96	72	72	72	72	57
August 2013	100	100	93	39	39	39	39	0
August 2014	100	100	90	16	16	16	11	0
August 2015	100	100	87	4	4	4	3	0
August 2016	100	100	85	0	0	0	0	0
August 2017	100	99	78	0	0	0	0	0
August 2018	100	95	64	0	0	0	0	0
August 2019	100	85	39	0	0	0	0	0
August 2020	100	56	8	0	0	0	0	0
August 2021	100	11	0	0	0	0	0	0
August 2022	100	0	0	0	0	0	0	0
August 2023	100	0	0	0	0	0	0	0
August 2024	100	0	0	0	0	0	0	0
August 2025	100	0	0	0	0	0	0	0
August 2026	100	0	0	0	0	0	0	0
August 2027	100	0	0	0	0	0	0	0
August 2028	100	0	0	0	0	0	0	0
August 2029	100	0	0	0	0	0	0	0
August 2030	100	0	0	0	0	0	0	0
August 2031	100	0	0	0	0	0	0	0
August 2032	100	0	0	0	0	0	0	0
August 2033	50	0	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0
August 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)	23.1	10.0	7.9	2.8	2.8	2.8	2.7	2.0

Security Group 5 PSA Prepayment Assumption Rates																				
Distribution Date	Classes IQ, NA, NB, NC, ND, NE, NG, OQ, QB, QS, QT, QU and QV					Class MA					Class MB					Class MC				
	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	98	95	95	95	95	100	100	93	90	70	100	100	100	100	100	100	100	100	100	100
August 2012	95	85	85	85	85	100	100	75	65	0	100	100	100	100	64	100	100	100	100	100
August 2013	93	72	72	72	61	100	100	51	32	0	100	100	100	100	0	100	100	100	100	0
August 2014	90	60	60	60	30	100	100	32	7	0	100	100	100	100	0	100	100	100	100	0
August 2015	87	48	48	48	9	100	100	19	0	0	100	100	100	35	0	100	100	100	100	0
August 2016	84	37	37	37	0	100	100	10	0	0	100	100	100	0	0	100	100	100	43	0
August 2017	80	27	27	27	0	100	100	4	0	0	100	100	100	0	0	100	100	100	0	0
August 2018	77	17	17	17	0	100	100	2	0	0	100	100	100	0	0	100	100	100	0	0
August 2019	73	8	8	8	0	100	100	1	0	0	100	100	100	0	0	100	100	100	0	0
August 2020	69	0	0	0	0	100	100	1	0	0	100	100	100	0	0	100	100	100	0	0
August 2021	65	0	0	0	0	100	100	1	0	0	100	100	100	0	0	100	100	100	0	0
August 2022	60	0	0	0	0	100	100	0	0	0	100	100	94	0	0	100	100	100	0	0
August 2023	55	0	0	0	0	100	100	0	0	0	100	100	80	0	0	100	100	100	0	0
August 2024	50	0	0	0	0	100	100	0	0	0	100	100	66	0	0	100	100	100	0	0
August 2025	45	0	0	0	0	100	100	0	0	0	100	100	52	0	0	100	100	100	0	0
August 2026	39	0	0	0	0	100	99	0	0	0	100	100	39	0	0	100	100	100	0	0
August 2027	33	0	0	0	0	100	88	0	0	0	100	100	27	0	0	100	100	100	0	0
August 2028	27	0	0	0	0	100	78	0	0	0	100	100	16	0	0	100	100	100	0	0
August 2029	20	0	0	0	0	100	67	0	0	0	100	100	5	0	0	100	100	100	0	0
August 2030	13	0	0	0	0	100	57	0	0	0	100	100	0	0	0	100	100	92	0	0
August 2031	5	0	0	0	0	100	47	0	0	0	100	100	0	0	0	100	100	77	0	0
August 2032	0	0	0	0	0	100	37	0	0	0	100	100	0	0	0	100	100	63	0	0
August 2033	0	0	0	0	0	100	28	0	0	0	100	100	0	0	0	100	100	51	0	0
August 2034	0	0	0	0	0	100	19	0	0	0	100	100	0	0	0	100	100	40	0	0
August 2035	0	0	0	0	0	100	10	0	0	0	100	100	0	0	0	100	100	31	0	0
August 2036	0	0	0	0	0	100	2	0	0	0	100	100	0	0	0	100	100	23	0	0
August 2037	0	0	0	0	0	96	0	0	0	0	100	67	0	0	0	100	100	15	0	0
August 2038	0	0	0	0	0	58	0	0	0	0	100	22	0	0	0	100	100	9	0	0
August 2039	0	0	0	0	0	17	0	0	0	0	100	0	0	0	0	100	65	4	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	13.1	5.0	5.0	5.0	3.3	28.2	20.9	3.4	2.4	1.3	29.6	27.4	15.3	4.9	2.0	29.9	29.2	23.6	6.0	2.2

**Security Group 5  
PSA Prepayment Assumption Rates**

Distribution Date	Class MD					Class ME					Class MG					Classes NF and NS				
	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	93	93	93	100	100	94	94	94	100	100	100	100	100	99	97	96	95	92
August 2012	100	100	75	75	75	100	100	79	79	79	100	100	100	100	100	97	92	87	85	74
August 2013	100	100	50	50	0	100	100	58	58	0	100	100	100	100	0	96	85	75	72	52
August 2014	100	100	28	28	0	100	100	40	40	0	100	100	100	100	0	95	79	64	60	35
August 2015	100	100	10	10	0	100	100	26	26	0	100	100	100	100	0	93	73	55	50	24
August 2016	100	100	0	0	0	100	100	5	5	0	100	100	100	100	0	91	67	46	41	17
August 2017	100	100	0	0	0	100	100	0	0	0	100	100	73	53	0	90	61	40	34	11
August 2018	100	100	0	0	0	100	100	0	0	0	100	100	49	9	0	88	56	34	29	8
August 2019	100	100	0	0	0	100	100	0	0	0	100	100	33	0	0	86	52	29	24	5
August 2020	100	91	0	0	0	100	100	0	0	0	100	100	18	0	0	84	47	24	20	4
August 2021	100	74	0	0	0	100	100	0	0	0	100	100	1	0	0	81	43	20	16	2
August 2022	100	49	0	0	0	100	100	0	0	0	100	100	0	0	0	79	39	17	13	2
August 2023	100	18	0	0	0	100	100	0	0	0	100	100	0	0	0	77	35	14	11	1
August 2024	100	0	0	0	0	100	63	0	0	0	100	100	0	0	0	74	32	12	9	1
August 2025	100	0	0	0	0	100	0	0	0	0	100	78	0	0	0	71	29	10	7	1
August 2026	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	68	26	8	6	0
August 2027	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	65	23	7	5	0
August 2028	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	61	20	6	4	0
August 2029	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	58	18	5	3	0
August 2030	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	54	16	4	2	0
August 2031	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	50	14	3	2	0
August 2032	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	46	12	2	1	0
August 2033	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	41	10	2	1	0
August 2034	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	36	8	1	1	0
August 2035	100	0	0	0	0	100	0	0	0	0	100	0	0	0	0	31	6	1	1	0
August 2036	33	0	0	0	0	100	0	0	0	0	100	0	0	0	0	26	5	1	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	20	4	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	14	2	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	7	1	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.9	11.8	3.1	3.1	2.2	26.4	14.2	3.6	3.6	2.1	26.7	15.3	8.3	7.2	2.4	19.3	11.0	7.1	6.4	3.8

**PSA Prepayment Assumption Rates**

Distribution Date	Classes NH, NI, NJ, NK, NL, NM, NO, NP, NQ, NT, NU, NV and QC					Class Q					Classes QA, QD, QE, QG, QH, QI, QJ, QK, QL, QM, QN, QO and QP				
	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	98	96	96	96	96	100	100	100	100	100	97	93	93	93	93
August 2012	96	87	87	87	87	100	100	100	100	100	94	81	81	81	81
August 2013	94	76	76	76	67	100	100	100	100	100	91	65	65	65	51
August 2014	91	66	66	66	41	100	100	100	100	100	87	49	49	49	12
August 2015	89	56	56	56	23	100	100	100	100	70	83	34	34	34	0
August 2016	86	46	46	46	11	100	100	100	100	32	79	20	20	20	0
August 2017	83	38	38	38	2	100	100	100	100	7	75	7	7	7	0
August 2018	80	30	30	30	0	100	89	89	89	0	71	0	0	0	0
August 2019	77	22	22	22	0	100	66	66	66	0	66	0	0	0	0
August 2020	74	15	15	15	0	100	46	46	46	0	61	0	0	0	0
August 2021	70	10	10	10	0	100	30	30	30	0	55	0	0	0	0
August 2022	66	5	5	5	0	100	16	16	16	0	50	0	0	0	0
August 2023	62	1	1	1	0	100	4	4	4	0	44	0	0	0	0
August 2024	58	0	0	0	0	100	0	0	0	0	37	0	0	0	0
August 2025	53	0	0	0	0	100	0	0	0	0	30	0	0	0	0
August 2026	49	0	0	0	0	100	0	0	0	0	23	0	0	0	0
August 2027	43	0	0	0	0	100	0	0	0	0	15	0	0	0	0
August 2028	38	0	0	0	0	100	0	0	0	0	7	0	0	0	0
August 2029	32	0	0	0	0	97	0	0	0	0	0	0	0	0	0
August 2030	26	0	0	0	0	78	0	0	0	0	0	0	0	0	0
August 2031	19	0	0	0	0	59	0	0	0	0	0	0	0	0	0
August 2032	12	0	0	0	0	38	0	0	0	0	0	0	0	0	0
August 2033	5	0	0	0	0	15	0	0	0	0	0	0	0	0	0
August 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	14.5	6.0	6.0	6.0	3.8	21.4	10.0	10.0	10.0	5.6	11.2	4.0	4.0	4.0	2.9

**Security Group 5  
PSA Prepayment Assumption Rates**

Distribution Date	Class QW					Class QX					Class QY				
	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%	0%	100%	215%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2011	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2012	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2013	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2014	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
August 2015	100	100	100	100	100	100	100	100	100	44	100	100	100	100	100
August 2016	100	100	100	100	70	100	100	100	100	0	100	100	100	100	100
August 2017	100	100	100	100	15	100	100	100	100	0	100	100	100	100	100
August 2018	100	100	100	100	0	100	80	80	80	0	100	100	100	100	78
August 2019	100	100	100	100	0	100	37	37	37	0	100	100	100	100	53
August 2020	100	100	100	100	0	100	0	0	0	0	100	100	100	100	36
August 2021	100	64	64	64	0	100	0	0	0	0	100	100	100	100	25
August 2022	100	34	34	34	0	100	0	0	0	0	100	100	100	100	17
August 2023	100	9	9	9	0	100	0	0	0	0	100	100	100	100	11
August 2024	100	0	0	0	0	100	0	0	0	0	100	88	88	88	8
August 2025	100	0	0	0	0	100	0	0	0	0	100	72	72	72	5
August 2026	100	0	0	0	0	100	0	0	0	0	100	58	58	58	3
August 2027	100	0	0	0	0	100	0	0	0	0	100	47	47	47	2
August 2028	100	0	0	0	0	100	0	0	0	0	100	38	38	38	1
August 2029	100	0	0	0	0	94	0	0	0	0	100	30	30	30	1
August 2030	100	0	0	0	0	60	0	0	0	0	100	24	24	24	1
August 2031	100	0	0	0	0	23	0	0	0	0	100	19	19	19	0
August 2032	81	0	0	0	0	0	0	0	0	0	100	14	14	14	0
August 2033	33	0	0	0	0	0	0	0	0	0	100	11	11	11	0
August 2034	0	0	0	0	0	0	0	0	0	0	83	8	8	8	0
August 2035	0	0	0	0	0	0	0	0	0	0	31	6	6	6	0
August 2036	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0
August 2037	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0
August 2038	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
August 2039	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	22.7	11.5	11.5	11.5	6.4	20.3	8.7	8.7	8.7	5.0	24.7	17.8	17.8	17.8	9.9

**Security Group 6  
PSA Prepayment Assumption Rates**

Distribution Date	Classes FG, GA, GB, GC, GD, GE, GF, GH, GI, GJ, GK, GL, GM, GN, GO, GP, GS, IG and SG					Class GX					Class GY				
	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
August 2011	97	94	94	94	94	100	100	100	100	100	100	100	100	100	100
August 2012	94	84	84	84	84	100	100	100	100	100	100	100	100	100	100
August 2013	91	71	71	71	64	100	100	100	100	100	100	100	100	100	100
August 2014	87	59	59	59	41	100	100	100	100	100	100	100	100	100	100
August 2015	84	47	47	47	24	100	100	100	100	100	100	100	100	100	100
August 2016	80	36	36	36	11	100	100	100	100	100	100	100	100	100	100
August 2017	76	26	26	26	1	100	100	100	100	100	100	100	100	100	100
August 2018	72	17	17	17	0	100	100	100	100	49	100	100	100	100	100
August 2019	67	10	10	10	0	100	100	100	100	3	100	100	100	100	100
August 2020	62	3	3	3	0	100	100	100	100	0	100	100	100	100	76
August 2021	57	0	0	0	0	100	84	84	84	0	100	100	100	100	56
August 2022	52	0	0	0	0	100	47	47	47	0	100	100	100	100	41
August 2023	47	0	0	0	0	100	16	16	16	0	100	100	100	100	30
August 2024	41	0	0	0	0	100	0	0	0	0	100	92	92	92	22
August 2025	34	0	0	0	0	100	0	0	0	0	100	75	75	75	16
August 2026	28	0	0	0	0	100	0	0	0	0	100	61	61	61	12
August 2027	21	0	0	0	0	100	0	0	0	0	100	49	49	49	8
August 2028	13	0	0	0	0	100	0	0	0	0	100	39	39	39	6
August 2029	5	0	0	0	0	100	0	0	0	0	100	31	31	31	4
August 2030	0	0	0	0	0	76	0	0	0	0	100	25	25	25	3
August 2031	0	0	0	0	0	1	0	0	0	0	100	19	19	19	2
August 2032	0	0	0	0	0	0	0	0	0	0	39	15	15	15	1
August 2033	0	0	0	0	0	0	0	0	0	0	11	11	11	11	1
August 2034	0	0	0	0	0	0	0	0	0	0	8	8	8	8	1
August 2035	0	0	0	0	0	0	0	0	0	0	6	6	6	6	0
August 2036	0	0	0	0	0	0	0	0	0	0	4	4	4	4	0
August 2037	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0
August 2038	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0
August 2039	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	11.6	5.0	5.0	5.0	3.7	20.4	12.0	12.0	12.0	8.0	22.2	17.9	17.9	17.9	12.3

Security Group 6 PSA Prepayment Assumption Rates															
Distribution Date	Class GZ					Class KG					Class ZG				
	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
August 2011	105	105	105	105	105	100	100	96	96	96	105	104	97	91	75
August 2012	109	109	109	109	109	100	100	74	74	74	109	109	87	69	16
August 2013	114	114	114	114	0	100	100	42	42	0	114	114	76	43	0
August 2014	120	120	120	120	0	100	100	19	19	0	120	119	68	24	0
August 2015	125	125	125	125	0	100	100	6	6	0	125	125	62	11	0
August 2016	131	131	131	131	0	100	100	0	0	0	131	131	58	4	0
August 2017	137	137	77	77	0	100	98	0	0	0	137	137	56	0	0
August 2018	143	143	77	77	0	100	90	0	0	0	143	143	55	0	0
August 2019	150	150	77	77	0	100	72	0	0	0	150	149	53	0	0
August 2020	157	157	77	77	0	100	44	0	0	0	157	156	50	0	0
August 2021	164	164	77	77	0	100	10	0	0	0	164	163	47	0	0
August 2022	171	77	77	77	0	100	0	0	0	0	171	160	43	0	0
August 2023	179	77	77	77	0	100	0	0	0	0	179	151	39	0	0
August 2024	188	77	77	77	0	100	0	0	0	0	188	141	36	0	0
August 2025	196	77	77	77	0	100	0	0	0	0	196	130	32	0	0
August 2026	205	77	77	77	0	100	0	0	0	0	205	120	28	0	0
August 2027	215	77	77	77	0	100	0	0	0	0	215	109	25	0	0
August 2028	224	77	77	77	0	100	0	0	0	0	224	98	21	0	0
August 2029	235	77	77	77	0	100	0	0	0	0	235	88	18	0	0
August 2030	246	77	77	77	0	100	0	0	0	0	246	77	16	0	0
August 2031	257	77	77	77	0	100	0	0	0	0	257	68	13	0	0
August 2032	269	77	77	77	0	100	0	0	0	0	269	58	11	0	0
August 2033	281	77	77	77	0	29	0	0	0	0	281	49	9	0	0
August 2034	77	77	77	77	0	0	0	0	0	0	258	41	7	0	0
August 2035	77	77	77	77	0	0	0	0	0	0	222	32	5	0	0
August 2036	77	77	77	77	0	0	0	0	0	0	184	25	4	0	0
August 2037	77	77	77	77	0	0	0	0	0	0	142	18	3	0	0
August 2038	77	77	77	77	0	0	0	0	0	0	98	11	2	0	0
August 2039	77	77	77	77	0	0	0	0	0	0	50	5	1	0	0
August 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.0	20.0	20.1	20.1	2.6	22.8	9.6	2.9	2.9	2.1	26.9	19.9	10.7	2.9	1.4

## Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Regular or MX Class based on the anticipated yield of that Class resulting from its purchase price, the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 1 and 2 Securities, the investor's own projection of principal payment rates on the Underlying Certificates under a variety of scenarios, and in the case of a Floating Rate or Interest Only 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 the Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.
- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular Securities or MX Securities purchased at a discount (especially the Principal Only Classes), slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

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

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

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

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

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

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

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

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

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

The effective yield on any Fixed Rate Class will be less than the yield otherwise produced by its Interest Rate and purchase price because, on each Distribution Date, 30 days' interest will be payable on (or added to the principal amount of) that Class even though interest began to accrue approximately 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 the 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 AI to Prepayments Assumed Price 17.6563%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>200%</u>	<u>294%</u>	<u>300%</u>	<u>400%</u>
6.2%	4.1%	0.0%	(0.6)%	(12.7)%

### SECURITY GROUP 2

#### Sensitivity of Class IL to Prepayments Assumed Price 41.96875%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>250%</u>	<u>400%</u>	<u>446%</u>	<u>500%</u>
13.4%	9.7%	2.8%	0.0%	(3.7)%

### SECURITY GROUP 3

#### Sensitivity of Class IO to Prepayments Assumed Price 24.0%\*

PSA Prepayment Assumption Rates				
<u>123%</u>	<u>175%</u>	<u>225%</u>	<u>366%</u>	<u>400%</u>
10.7%	10.7%	10.7%	0.1%	(2.7)%

#### Sensitivity of Class LI to Prepayments Assumed Price 13.0%\*

PSA Prepayment Assumption Rates				
<u>123%</u>	<u>175%</u>	<u>225%</u>	<u>358%</u>	<u>400%</u>
11.0%	11.0%	11.0%	0.1%	(4.0)%

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

**SECURITY GROUP 4**

**Sensitivity of Class IP to Prepayments  
Assumed Price 28.0%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>115%</u>	<u>200%</u>	<u>260%</u>	<u>374%</u>	<u>400%</u>
7.6%	7.6%	7.6%	0.1%	(1.8)%

**Sensitivity of Class PI to Prepayments  
Assumed Price 15.5%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>115%</u>	<u>200%</u>	<u>260%</u>	<u>340%</u>	<u>400%</u>
5.4%	5.4%	5.4%	0.0%	(5.0)%

**SECURITY GROUPS 3 AND 4**

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

<b>PSA Prepayment Assumption Rates</b>							
<u>115%</u>	<u>123%</u>	<u>175%</u>	<u>200%</u>	<u>225%</u>	<u>260%</u>	<u>392%</u>	<u>400%</u>
53.1%	50.0%	20.4%	20.4%	20.4%	19.7%	0.1%	(1.2)%

**SECURITY GROUP 5**

**Sensitivity of Class IQ to Prepayments  
Assumed Price 20.75%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>291%</u>	<u>500%</u>
2.1%	2.1%	2.1%	0.0%	(15.8)%

**Sensitivity of Class NI to Prepayments  
Assumed Price 17.125%\***

<b>PSA Prepayment Assumption Rates</b>				
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>487%</u>	<u>500%</u>
12.9%	12.9%	12.9%	0.0%	(0.8)%

**Sensitivity of Class NO to Prepayments  
Assumed Price 98.75%**

<b>PSA Prepayment Assumption Rates</b>			
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>
0.2%	0.2%	0.2%	0.3%

\* 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 NS to Prepayments**  
**Assumed Price 12.078125%\***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>
0.150%.....	53.5%	48.5%	47.0%	36.0%
0.276%.....	52.2%	47.2%	45.7%	34.6%
3.448%.....	21.0%	15.2%	13.5%	0.5%
6.620% and above.....	**	**	**	**

**Sensitivity of Class OQ to Prepayments**  
**Assumed Price 99.0%**

<u>PSA Prepayment Assumption Rates</u>			
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>
0.2%	0.2%	0.2%	0.3%

**Sensitivity of Class QI to Prepayments**  
**Assumed Price 13.875%\***

<u>PSA Prepayment Assumption Rates</u>				
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>432%</u>	<u>500%</u>
10.4%	10.4%	10.4%	0.0%	(4.9)%

**Sensitivity of Class QO to Prepayments**  
**Assumed Price 99.25%**

<u>PSA Prepayment Assumption Rates</u>			
<u>100%</u>	<u>215%</u>	<u>250%</u>	<u>500%</u>
0.2%	0.2%	0.2%	0.3%

**SECURITY GROUP 6**

**Sensitivity of Class GI to Prepayments**  
**Assumed Price 17.375%\***

<u>PSA Prepayment Assumption Rates</u>				
<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>368%</u>	<u>400%</u>
8.0%	8.0%	8.0%	0.0%	(2.4)%

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

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

**Sensitivity of Class GO to Prepayments**  
**Assumed Price 94.859375%**

<b>PSA Prepayment Assumption Rates</b>			
<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
1.1%	1.1%	1.1%	1.4%

**Sensitivity of Class GS to Prepayments**  
**Assumed Price 8.84375%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
0.150% . . . . .	63.7%	63.7%	63.7%	59.5%
0.270% . . . . .	61.9%	61.9%	61.9%	57.6%
3.185% . . . . .	19.0%	19.0%	19.0%	10.3%
6.100% and above . . . . .	**	**	**	**

**Sensitivity of Class IG to Prepayments**  
**Assumed Price 1.5%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
6.100% and below . . . . .	63.0%	63.0%	63.0%	58.7%
6.125% . . . . .	19.5%	19.5%	19.5%	10.9%
6.150% and above . . . . .	**	**	**	**

**Sensitivity of Class SG to Prepayments**  
**Assumed Price 8.953125%\***

<u>LIBOR</u>	<b>PSA Prepayment Assumption Rates</b>			
	<u>115%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
0.15% . . . . .	63.4%	63.4%	63.4%	59.1%
0.27% . . . . .	61.6%	61.6%	61.6%	57.2%
3.21% . . . . .	18.9%	18.9%	18.9%	10.1%
6.15% and above . . . . .	**	**	**	**

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

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

**CERTAIN FEDERAL INCOME TAX CONSEQUENCES**

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

## U.S. Treasury Circular 230 Notice

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

### REMIC Elections

In the opinion of Orrick, Herrington & Sutcliffe LLP, the Trust will constitute a Double REMIC Series for federal income tax purposes. Separate REMIC elections will be made for the Pooling REMIC and the Issuing REMIC.

### Regular Securities

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

The Notional and Accrual Classes of Regular Securities 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 for the Group 1, Group 4 and Group 6 Securities, 250% PSA for the Group 2 Securities, 175% PSA for the Group 3 Securities and 215% PSA for the Group 5 Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Floating Rate and Inverse Floating Rate Classes, the interest rate values to be used for these determinations are the initial Interest Rates as set forth in the Terms Sheet under “Interest Rates.” No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. *See “Certain Federal Income Tax Consequences” in the Base Offering Circular.*

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

### Residual Securities

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Pooling REMIC and the beneficial ownership of the Residual Interest in the Issuing REMIC. The Residual Securities, *i.e.*, the Class RR Securities, generally will be treated as “residual interests” in a REMIC for domestic building and loan associations and as “real estate assets” for REITs, as described in “Certain Federal Income Tax Consequences” in the Base Offering Circular, but will not be treated as debt for federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable income or loss of the Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust

REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Residual Securities are not entitled to any stated principal or interest payments on the Residual Securities, the Trust REMICs may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, the Holders of the Residual Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

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

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

### **MX Securities**

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

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

### **ERISA MATTERS**

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

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

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

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

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

## LEGAL INVESTMENT CONSIDERATIONS

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

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

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

## PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest, if any, from (1) August 1, 2010 on the Fixed Rate Classes and (2) August 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 Orrick, Herrington & Sutcliffe LLP, New York, New York and Marcell Solomon & Associates P.C., Bowie, Maryland, and for the Trustee by Nixon Peabody LLP, Boston, Massachusetts.

Available Combinations(1)

Class	REMIC Securities		MX Securities							
	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)		
<b>Security Group 1</b> Combination 1(6) A	\$ 89,872,000	AB	\$ 89,872,000	SC/SEQ	1.50%	FIX	38377JGU1	October 2036		
		AC	89,872,000	SC/SEQ	2.00	FIX	38377JGV9	October 2036		
		AD	89,872,000	SC/SEQ	2.50	FIX	38377JGW7	October 2036		
		AE	89,872,000	SC/SEQ	3.00	FIX	38377JGX5	October 2036		
		AG	89,872,000	SC/SEQ	3.50	FIX	38377JGY3	October 2036		
		AH	89,872,000	SC/SEQ	4.00	FIX	38377JGZ0	October 2036		
		AI	62,910,400	NTL (SC/SEQ)	5.00	FIX/IO	38377JHA4	October 2036		
		AJ	89,872,000	SC/SEQ	4.50	FIX	38377JHB2	October 2036		
		<b>Security Group 3</b> Combination 2(6) LA	\$500,000,000	LB	\$500,000,000	PAC I/AD	2.50%	FIX	38377JHC0	October 2034
				LC	500,000,000	PAC I/AD	2.75	FIX	38377JHD8	October 2034
LD	500,000,000			PAC I/AD	3.00	FIX	38377JHE6	October 2034		
LE	500,000,000			PAC I/AD	3.25	FIX	38377JHF3	October 2034		
LG	500,000,000			PAC I/AD	3.50	FIX	38377JHG1	October 2034		
LH	500,000,000			PAC I/AD	3.75	FIX	38377JHH9	October 2034		
LI	222,222,222			NTL (PAC I/AD)	4.50	FIX/IO	38377JHJ5	October 2034		
LJ	500,000,000			PAC I/AD	4.00	FIX	38377JHK2	October 2034		
LK	500,000,000	PAC I/AD	4.25	FIX	38377JHL0	October 2034				

REMIC Securities

MX Securities

Class	Original Class		Related MX Class	Maximum Principal Balance or Class		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance or Class	Notional Balance		Principal Balance or Class	Notional Balance(2)					
Combination 3(6) LW	\$ 76,725,000		AL	\$ 76,725,000		PAC I/AD	3.75%	FIX	38377JHM8	April 2036
			BL	76,725,000		PAC I/AD	4.25	FIX	38377JHN6	April 2036
			IO	34,100,000		NTL (PAC I/AD)	4.50	FIX/IO	38377JHP1	April 2036
			L	76,725,000		PAC I/AD	4.00	FIX	38377JHQ9	April 2036
			LM	76,725,000		PAC I/AD	2.50	FIX	38377JHR7	April 2036
			LN	76,725,000		PAC I/AD	2.75	FIX	38377JHS5	April 2036
			LP	76,725,000		PAC I/AD	3.00	FIX	38377JHT3	April 2036
			LQ	76,725,000		PAC I/AD	3.25	FIX	38377JHU0	April 2036
			LU	76,725,000		PAC I/AD	3.50	FIX	38377JHV8	April 2036
	<b>Security Group 4</b> Combination 4(6) PA	\$250,000,000		PB	\$250,000,000		PAC I/AD	2.75%	FIX	38377JHW6
			PC	250,000,000		PAC I/AD	3.00	FIX	38377JHX4	February 2036
			PD	250,000,000		PAC I/AD	3.25	FIX	38377JHY2	February 2036
			PE	250,000,000		PAC I/AD	3.50	FIX	38377JHZ9	February 2036
			PH	250,000,000		PAC I/AD	3.75	FIX	38377JJA2	February 2036
			PI	111,111,111		NTL (PAC I/AD)	4.50	FIX/IO	38377JJB0	February 2036
			PJ	250,000,000		PAC I/AD	4.00	FIX	38377JJC8	February 2036
			PK	250,000,000		PAC I/AD	4.25	FIX	38377JJD6	February 2036
			PL	250,000,000		PAC I/AD	2.50	FIX	38377JJE4	February 2036
Combination 5(6) PW		\$ 37,016,000		AP	\$ 37,016,000		PAC I/AD	3.75%	FIX	38377JFF1
			BP	37,016,000		PAC I/AD	4.25	FIX	38377JGG9	June 2037
			IP	16,451,555		NTL (PAC I/AD)	4.50	FIX/IO	38377JHH7	June 2037
			P	37,016,000		PAC I/AD	4.00	FIX	38377JJJ3	June 2037
			PG	37,016,000		PAC I/AD	3.50	FIX	38377JJK0	June 2037
			PM	37,016,000		PAC I/AD	2.50	FIX	38377JLL8	June 2037
			PN	37,016,000		PAC I/AD	2.75	FIX	38377JMM6	June 2037
			PQ	37,016,000		PAC I/AD	3.00	FIX	38377JNN4	June 2037
			PU	37,016,000		PAC I/AD	3.25	FIX	38377JPP9	June 2037

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)
	Principal Balance	Notional Balance		Principal Balance	Notional Balance					
<b>Security Group 3 &amp; 4</b>										
Combination 6(6)(7)										
JA	\$ 28,687,000		KB	\$ 53,055,000	PAC II/AD	4.50%	FIX	38377JJQ7	August 2040	
KL	24,368,000		KC	53,055,000	PAC II/AD	2.50	FIX	38377JJR5	August 2040	
			KD	53,055,000	PAC II/AD	2.75	FIX	38377JJS3	August 2040	
			KE	53,055,000	PAC II/AD	3.00	FIX	38377JJT1	August 2040	
			KH	53,055,000	PAC II/AD	3.25	FIX	38377JJU8	August 2040	
			KI	23,580,000	NTL (PAC II/AD)	4.50	FIX/IO	38377JJV6	August 2040	
			KJ	53,055,000	PAC II/AD	3.50	FIX	38377JJW4	August 2040	
			KM	53,055,000	PAC II/AD	3.75	FIX	38377JJX2	August 2040	
			KN	53,055,000	PAC II/AD	4.00	FIX	38377JJY0	August 2040	
			KP	53,055,000	PAC II/AD	4.25	FIX	38377JJZ7	August 2040	
<b>Security Group 5</b>										
Combination 7(6)										
QA	\$ 69,222,000		QD	\$ 69,222,000	PAC I	2.00%	FIX	38377JKA0	September 2035	
			QE	69,222,000	PAC I	2.25	FIX	38377JKB8	September 2035	
			QG	69,222,000	PAC I	2.50	FIX	38377JJC6	September 2035	
			QH	69,222,000	PAC I	2.75	FIX	38377JKD4	September 2035	
			QI	30,765,333	NTL (PAC I)	4.50	FIX/IO	38377JKE2	September 2035	
			QJ	69,222,000	PAC I	3.00	FIX	38377JKE9	September 2035	
			QK	69,222,000	PAC I	3.25	FIX	38377JKF7	September 2035	
			QL	69,222,000	PAC I	3.50	FIX	38377JKG7	September 2035	
			QM	69,222,000	PAC I	3.75	FIX	38377JKH5	September 2035	
			QN	65,150,117	PAC I	4.25	FIX	38377JKJ1	September 2035	
			QO	7,691,334	PAC I	0.00	PO	38377JKK8	September 2035	
			QP	61,530,666	PAC I	4.50	FIX	38377JKM4	September 2035	

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Related MX Class	Maximum Principal Balance or Class Notional Balance(2)		Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Principal Balance or Class Notional Balance	Principal Balance or Class Notional Balance		Principal Balance or Class Notional Balance	Principal Balance or Class Notional Balance					
Combination 8(6)										
QA	\$ 69,222,000		IQ	\$ 38,979,111	NLT (PAC I)		4.50%	FIX/IO	38377JKN2	September 2037
QX	18,481,000		NA	87,703,000	PAC I		3.00	FIX	38377JKP7	September 2037
			NB	87,703,000	PAC I		3.25	FIX	38377JKQ5	September 2037
			NC	87,703,000	PAC I		3.50	FIX	38377JKR3	September 2037
			ND	87,703,000	PAC I		3.75	FIX	38377JKS1	September 2037
			NE	82,544,000	PAC I		4.25	FIX	38377JKT9	September 2037
			NG	77,958,222	PAC I		4.50	FIX	38377JKU6	September 2037
			OQ	9,744,778	PAC I		0.00	PO	38377JKV4	September 2037
			QB	87,703,000	PAC I		4.00	FIX	38377JKW2	September 2037
			QS	87,703,000	PAC I		2.00	FIX	38377JKX0	September 2037
			QT	87,703,000	PAC I		2.25	FIX	38377JKY8	September 2037
			QU	87,703,000	PAC I		2.50	FIX	38377JKZ5	September 2037
			QV	87,703,000	PAC I		2.75	FIX	38377JLA9	September 2037
Combination 9(6)										
QA	\$ 69,222,000		NH	\$103,499,000	PAC I		2.00%	FIX	38377JLB7	March 2039
QW	15,796,000		NI	45,999,555	NLT (PAC I)		4.50	FIX/IO	38377JLC5	March 2039
QX	18,481,000		NJ	103,499,000	PAC I		2.25	FIX	38377JLD3	March 2039
			NK	103,499,000	PAC I		2.50	FIX	38377JLE1	March 2039
			NL	103,499,000	PAC I		2.75	FIX	38377JLF8	March 2039
			NM	103,499,000	PAC I		3.00	FIX	38377JLG6	March 2039
			NO	11,499,889	PAC I		0.00	PO	38377JLH4	March 2039
			NP	103,499,000	PAC I		3.25	FIX	38377JLJ0	March 2039
			NQ	103,499,000	PAC I		3.50	FIX	38377JLK7	March 2039
			NT	103,499,000	PAC I		3.75	FIX	38377JLL5	March 2039
			NU	97,410,823	PAC I		4.25	FIX	38377JLM3	March 2039
			NV	91,999,111	PAC I		4.50	FIX	38377JLN1	March 2039
			QC	103,499,000	PAC I		4.00	FIX	38377JLP6	March 2039
Combination 10										
QW	\$ 15,796,000		Q	\$ 34,277,000	PAC I		4.00%	FIX	38377JLQ4	March 2039
QX	18,481,000									

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)
			Principal Balance	Notional Balance					
<b>Security Group 6</b>									
Combination 11(6)									
GH	\$106,868,000	GA	\$106,868,000		PAC I/AD	2.00%	FIX	38377JLR2	February 2038
		GB	106,868,000		PAC I/AD	2.25	FIX	38377JLS0	February 2038
		GC	106,868,000		PAC I/AD	2.50	FIX	38377JLT8	February 2038
		GD	106,868,000		PAC I/AD	2.75	FIX	38377JLU5	February 2038
		GE	106,868,000		PAC I/AD	3.00	FIX	38377JLV3	February 2038
		GI	83,119,555		NTL (PAC I/AD)	4.50	FIX/IO	38377JLW1	February 2038
		GJ	106,868,000		PAC I/AD	3.25	FIX	38377JLX9	February 2038
		GK	106,868,000		PAC I/AD	3.50	FIX	38377JLY7	February 2038
		GL	99,743,466		PAC I/AD	3.75	FIX	38377JLZ4	February 2038
		GM	93,509,500		PAC I/AD	4.00	FIX	38377JMA8	February 2038
		GN	88,008,941		PAC I/AD	4.25	FIX	38377JMB6	February 2038
		GO	106,868,000		PAC I/AD	0.00	PO	38377JMC4	February 2038
		GP	83,119,555		PAC I/AD	4.50	FIX	38377JMD2	February 2038
Combination 12									
FG	\$ 53,434,000	GF	\$ 53,434,000		PAC I/AD	(5)	FLT	38377JME0	February 2038
IG	2,671,700								
Combination 13									
GS	\$ 53,434,000	SG	\$ 53,434,000		NTL (PAC I/AD)	(5)	INV/IO	38377JMF7	February 2038
IG	2,671,700								

(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 "Term Sheet — Interest Rates" in this Supplement.

(6) In the case of Combinations 1, 2, 3, 4, 5, 6, 7, 8, 9 and 11, various subcombinations are permitted. See "Description of the Securities — Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations.

(7) Combination 6 is derived from REMIC classes of separate Security Groups.

## Schedule II

## SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, LW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
Initial Balance . . . . .	\$24,369,000.00	\$853,141,000.00	\$28,688,000.00
September 2010 . . . . .	24,208,266.00	850,840,947.00	28,598,797.29
October 2010 . . . . .	24,208,266.00	848,570,460.80	28,598,797.29
November 2010 . . . . .	24,208,266.00	846,038,814.30	28,598,797.29
December 2010 . . . . .	24,208,266.00	843,247,170.90	28,598,797.29
January 2011 . . . . .	24,208,266.00	840,196,902.10	28,592,341.40
February 2011 . . . . .	24,208,266.00	836,889,586.90	28,543,109.70
March 2011 . . . . .	24,192,581.53	833,342,695.30	28,451,468.07
April 2011 . . . . .	24,127,602.89	829,591,827.80	28,317,846.95
May 2011 . . . . .	24,013,990.84	825,638,518.10	28,142,741.00
June 2011 . . . . .	23,852,479.94	821,484,428.10	27,926,708.55
July 2011 . . . . .	23,643,877.73	817,131,346.70	27,670,370.93
August 2011 . . . . .	23,389,063.68	812,581,188.10	27,374,411.75
September 2011 . . . . .	23,088,988.02	807,835,990.90	27,039,575.98
October 2011 . . . . .	22,744,670.50	802,897,916.20	26,666,668.97
November 2011 . . . . .	22,357,198.96	797,769,245.70	26,256,555.37
December 2011 . . . . .	21,927,727.80	792,452,380.20	25,810,157.80
January 2012 . . . . .	21,457,476.30	786,949,837.20	25,328,455.63
February 2012 . . . . .	20,947,726.85	781,264,249.30	24,812,483.40
March 2012 . . . . .	20,399,822.99	775,398,361.20	24,263,329.36
April 2012 . . . . .	19,815,167.49	769,355,028.20	23,682,133.74
May 2012 . . . . .	19,195,220.09	763,137,213.00	23,070,086.97
June 2012 . . . . .	18,541,495.32	756,747,983.50	22,428,427.84
July 2012 . . . . .	17,855,560.09	750,190,509.70	21,758,441.51
August 2012 . . . . .	17,139,031.33	743,468,061.50	21,061,457.45
September 2012 . . . . .	16,393,573.31	736,584,005.00	20,338,847.27
October 2012 . . . . .	15,620,895.10	729,541,799.90	19,592,022.52
November 2012 . . . . .	14,822,747.74	722,344,996.30	18,822,432.34
December 2012 . . . . .	14,000,921.52	714,997,231.50	18,031,561.05
January 2013 . . . . .	13,205,572.48	707,694,092.70	17,220,925.76
February 2013 . . . . .	12,436,414.42	700,435,270.00	16,432,255.42
March 2013 . . . . .	11,693,164.16	693,220,455.70	15,665,296.35
April 2013 . . . . .	10,975,541.45	686,049,343.90	14,919,797.65
May 2013 . . . . .	10,283,269.00	678,921,630.60	14,195,511.08
June 2013 . . . . .	9,616,072.42	671,837,013.50	13,492,191.13
July 2013 . . . . .	8,973,680.20	664,795,192.60	12,809,594.93
August 2013 . . . . .	8,355,823.69	657,795,869.20	12,147,482.24

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
September 2013 . . . . .	\$ 7,762,237.06	\$650,838,747.00	\$11,505,615.43
October 2013 . . . . .	7,192,657.31	643,923,531.10	10,883,759.46
November 2013 . . . . .	6,646,824.19	637,049,928.60	10,281,681.81
December 2013 . . . . .	6,124,480.21	630,217,648.40	9,699,152.54
January 2014 . . . . .	5,625,370.61	623,426,401.20	9,135,944.19
February 2014 . . . . .	5,149,243.34	616,675,899.40	8,591,831.79
March 2014 . . . . .	4,695,848.99	609,965,857.30	8,066,592.82
April 2014 . . . . .	4,264,940.85	603,295,990.90	7,560,007.18
May 2014 . . . . .	3,856,274.80	596,666,018.00	7,071,857.23
June 2014 . . . . .	3,469,609.36	590,075,657.90	6,601,927.65
July 2014 . . . . .	3,104,705.57	583,524,632.00	6,150,005.54
August 2014 . . . . .	2,761,327.08	577,012,663.10	5,715,880.30
September 2014 . . . . .	2,439,240.05	570,539,475.90	5,299,343.68
October 2014 . . . . .	2,138,213.14	564,104,796.70	4,900,189.67
November 2014 . . . . .	1,858,017.52	557,708,353.50	4,518,214.60
December 2014 . . . . .	1,598,426.79	551,349,876.00	4,153,217.00
January 2015 . . . . .	1,359,217.02	545,029,095.40	3,804,997.65
February 2015 . . . . .	1,140,166.65	538,745,744.80	3,473,359.52
March 2015 . . . . .	941,056.56	532,499,558.80	3,158,107.78
April 2015 . . . . .	761,669.99	526,290,273.70	2,859,049.75
May 2015 . . . . .	601,792.52	520,117,627.20	2,575,994.88
June 2015 . . . . .	461,212.04	513,981,358.90	2,308,754.78
July 2015 . . . . .	339,718.80	507,881,209.70	2,057,143.12
August 2015 . . . . .	237,105.28	501,816,922.40	1,820,975.65
September 2015 . . . . .	153,166.24	495,788,241.20	1,600,070.21
October 2015 . . . . .	87,698.71	489,794,911.80	1,394,246.66
November 2015 . . . . .	40,501.89	483,836,681.60	1,203,326.85
December 2015 . . . . .	11,377.23	477,913,299.50	1,027,134.66
January 2016 . . . . .	128.34	472,024,515.80	865,495.96
February 2016 . . . . .	128.34	466,176,515.10	718,238.53
March 2016 . . . . .	128.34	460,380,107.70	585,192.14
April 2016 . . . . .	128.34	454,634,858.50	466,188.45
May 2016 . . . . .	128.34	448,940,336.20	361,061.04
June 2016 . . . . .	128.34	443,296,112.80	269,645.35
July 2016 . . . . .	128.34	437,701,764.10	191,778.69
August 2016 . . . . .	128.34	432,156,869.10	127,300.26
September 2016 . . . . .	128.34	426,661,010.60	76,051.00
October 2016 . . . . .	128.34	421,213,774.60	37,873.74
November 2016 . . . . .	128.34	415,814,750.70	12,613.05
December 2016 . . . . .	128.34	410,463,531.80	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
January 2017 . . . . .	\$ 128.34	\$405,159,714.10	\$ 115.32
February 2017 . . . . .	128.34	399,902,897.30	115.32
March 2017 . . . . .	128.34	394,692,684.20	115.32
April 2017 . . . . .	128.34	389,528,681.20	115.32
May 2017 . . . . .	128.34	384,410,497.70	115.32
June 2017 . . . . .	128.34	379,337,746.20	115.32
July 2017 . . . . .	128.34	374,310,042.90	115.32
August 2017 . . . . .	128.34	369,327,006.60	115.32
September 2017 . . . . .	128.34	364,388,259.70	115.32
October 2017 . . . . .	128.34	359,493,427.50	115.32
November 2017 . . . . .	128.34	354,642,138.40	115.32
December 2017 . . . . .	128.34	349,834,024.00	115.32
January 2018 . . . . .	128.34	345,068,718.80	115.32
February 2018 . . . . .	128.34	340,345,860.40	115.32
March 2018 . . . . .	128.34	335,665,089.40	115.32
April 2018 . . . . .	128.34	331,026,049.40	115.32
May 2018 . . . . .	128.34	326,428,386.80	115.32
June 2018 . . . . .	128.34	321,871,751.20	115.32
July 2018 . . . . .	128.34	317,355,794.90	115.32
August 2018 . . . . .	128.34	312,880,173.10	115.32
September 2018 . . . . .	128.34	308,461,088.20	115.32
October 2018 . . . . .	128.34	304,100,353.20	115.32
November 2018 . . . . .	128.34	299,797,225.20	115.32
December 2018 . . . . .	128.34	295,550,970.50	115.32
January 2019 . . . . .	128.34	291,360,864.60	115.32
February 2019 . . . . .	128.34	287,226,192.10	115.32
March 2019 . . . . .	128.34	283,146,246.40	115.32
April 2019 . . . . .	128.34	279,120,329.80	115.32
May 2019 . . . . .	128.34	275,147,753.20	115.32
June 2019 . . . . .	128.34	271,227,836.30	115.32
July 2019 . . . . .	128.34	267,359,907.00	115.32
August 2019 . . . . .	128.34	263,543,301.80	115.32
September 2019 . . . . .	128.34	259,777,365.50	115.32
October 2019 . . . . .	128.34	256,061,451.00	115.32
November 2019 . . . . .	128.34	252,394,919.10	115.32
December 2019 . . . . .	128.34	248,777,139.00	115.32
January 2020 . . . . .	128.34	245,207,487.40	115.32
February 2020 . . . . .	128.34	241,685,348.90	115.32
March 2020 . . . . .	128.34	238,210,116.00	115.32
April 2020 . . . . .	128.34	234,781,188.40	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
May 2020 . . . . .	\$ 128.34	\$231,397,973.70	\$ 115.32
June 2020 . . . . .	128.34	228,059,886.60	115.32
July 2020 . . . . .	128.34	224,766,349.30	115.32
August 2020 . . . . .	128.34	221,516,791.10	115.32
September 2020 . . . . .	128.34	218,310,648.60	115.32
October 2020 . . . . .	128.34	215,147,365.30	115.32
November 2020 . . . . .	128.34	212,026,391.70	115.32
December 2020 . . . . .	128.34	208,947,185.20	115.32
January 2021 . . . . .	128.34	205,909,210.00	115.32
February 2021 . . . . .	128.34	202,911,936.90	115.32
March 2021 . . . . .	128.34	199,954,843.60	115.32
April 2021 . . . . .	128.34	197,037,414.10	115.32
May 2021 . . . . .	128.34	194,159,138.80	115.32
June 2021 . . . . .	128.34	191,319,514.70	115.32
July 2021 . . . . .	128.34	188,518,045.10	115.32
August 2021 . . . . .	128.34	185,754,239.30	115.32
September 2021 . . . . .	128.34	183,027,612.90	115.32
October 2021 . . . . .	128.34	180,337,687.70	115.32
November 2021 . . . . .	128.34	177,683,991.20	115.32
December 2021 . . . . .	128.34	175,066,057.00	115.32
January 2022 . . . . .	128.34	172,483,424.70	115.32
February 2022 . . . . .	128.34	169,935,639.30	115.32
March 2022 . . . . .	128.34	167,422,251.90	115.32
April 2022 . . . . .	128.34	164,942,819.00	115.32
May 2022 . . . . .	128.34	162,496,902.70	115.32
June 2022 . . . . .	128.34	160,084,070.60	115.32
July 2022 . . . . .	128.34	157,703,895.90	115.32
August 2022 . . . . .	128.34	155,355,956.90	115.32
September 2022 . . . . .	128.34	153,039,837.40	115.32
October 2022 . . . . .	128.34	150,755,126.30	115.32
November 2022 . . . . .	128.34	148,501,417.80	115.32
December 2022 . . . . .	128.34	146,278,311.00	115.32
January 2023 . . . . .	128.34	144,085,410.20	115.32
February 2023 . . . . .	128.34	141,922,324.70	115.32
March 2023 . . . . .	128.34	139,788,668.70	115.32
April 2023 . . . . .	128.34	137,684,061.10	115.32
May 2023 . . . . .	128.34	135,608,125.70	115.32
June 2023 . . . . .	128.34	133,560,491.20	115.32
July 2023 . . . . .	128.34	131,540,790.70	115.32
August 2023 . . . . .	128.34	129,548,662.00	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
September 2023 . . . . .	\$ 128.34	\$127,583,747.70	\$ 115.32
October 2023 . . . . .	128.34	125,645,694.50	115.32
November 2023 . . . . .	128.34	123,734,154.00	115.32
December 2023 . . . . .	128.34	121,848,781.70	115.32
January 2024 . . . . .	128.34	119,989,237.80	115.32
February 2024 . . . . .	128.34	118,155,186.80	115.32
March 2024 . . . . .	128.34	116,346,297.10	115.32
April 2024 . . . . .	128.34	114,562,241.70	115.32
May 2024 . . . . .	128.34	112,802,697.50	115.32
June 2024 . . . . .	128.34	111,067,345.30	115.32
July 2024 . . . . .	128.34	109,355,870.40	115.32
August 2024 . . . . .	128.34	107,667,961.70	115.32
September 2024 . . . . .	128.34	106,003,312.10	115.32
October 2024 . . . . .	128.34	104,361,618.50	115.32
November 2024 . . . . .	128.34	102,742,581.50	115.32
December 2024 . . . . .	128.34	101,145,905.60	115.32
January 2025 . . . . .	128.34	99,571,298.89	115.32
February 2025 . . . . .	128.34	98,018,473.27	115.32
March 2025 . . . . .	128.34	96,487,144.26	115.32
April 2025 . . . . .	128.34	94,977,030.96	115.32
May 2025 . . . . .	128.34	93,487,856.02	115.32
June 2025 . . . . .	128.34	92,019,345.63	115.32
July 2025 . . . . .	128.34	90,571,229.43	115.32
August 2025 . . . . .	128.34	89,143,240.48	115.32
September 2025 . . . . .	128.34	87,735,115.23	115.32
October 2025 . . . . .	128.34	86,346,593.47	115.32
November 2025 . . . . .	128.34	84,977,418.27	115.32
December 2025 . . . . .	128.34	83,627,335.98	115.32
January 2026 . . . . .	128.34	82,296,096.15	115.32
February 2026 . . . . .	128.34	80,983,451.53	115.32
March 2026 . . . . .	128.34	79,689,157.98	115.32
April 2026 . . . . .	128.34	78,412,974.48	115.32
May 2026 . . . . .	128.34	77,154,663.04	115.32
June 2026 . . . . .	128.34	75,913,988.73	115.32
July 2026 . . . . .	128.34	74,690,719.56	115.32
August 2026 . . . . .	128.34	73,484,626.54	115.32
September 2026 . . . . .	128.34	72,295,483.54	115.32
October 2026 . . . . .	128.34	71,123,067.33	115.32
November 2026 . . . . .	128.34	69,967,157.52	115.32
December 2026 . . . . .	128.34	68,827,536.50	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
January 2027 . . . . .	\$ 128.34	\$ 67,703,989.46	\$ 115.32
February 2027 . . . . .	128.34	66,596,304.30	115.32
March 2027 . . . . .	128.34	65,504,271.62	115.32
April 2027 . . . . .	128.34	64,427,684.69	115.32
May 2027 . . . . .	128.34	63,366,339.43	115.32
June 2027 . . . . .	128.34	62,320,034.32	115.32
July 2027 . . . . .	128.34	61,288,570.46	115.32
August 2027 . . . . .	128.34	60,271,751.43	115.32
September 2027 . . . . .	128.34	59,269,383.35	115.32
October 2027 . . . . .	128.34	58,281,274.80	115.32
November 2027 . . . . .	128.34	57,307,236.80	115.32
December 2027 . . . . .	128.34	56,347,082.79	115.32
January 2028 . . . . .	128.34	55,400,628.59	115.32
February 2028 . . . . .	128.34	54,467,692.36	115.32
March 2028 . . . . .	128.34	53,548,094.58	115.32
April 2028 . . . . .	128.34	52,641,658.04	115.32
May 2028 . . . . .	128.34	51,748,207.79	115.32
June 2028 . . . . .	128.34	50,867,571.10	115.32
July 2028 . . . . .	128.34	49,999,577.47	115.32
August 2028 . . . . .	128.34	49,144,058.57	115.32
September 2028 . . . . .	128.34	48,300,848.22	115.32
October 2028 . . . . .	128.34	47,469,782.36	115.32
November 2028 . . . . .	128.34	46,650,699.06	115.32
December 2028 . . . . .	128.34	45,843,438.42	115.32
January 2029 . . . . .	128.34	45,047,842.63	115.32
February 2029 . . . . .	128.34	44,263,755.87	115.32
March 2029 . . . . .	128.34	43,491,024.33	115.32
April 2029 . . . . .	128.34	42,729,496.18	115.32
May 2029 . . . . .	128.34	41,979,021.52	115.32
June 2029 . . . . .	128.34	41,239,452.39	115.32
July 2029 . . . . .	128.34	40,510,642.70	115.32
August 2029 . . . . .	128.34	39,792,448.27	115.32
September 2029 . . . . .	128.34	39,084,726.75	115.32
October 2029 . . . . .	128.34	38,387,337.62	115.32
November 2029 . . . . .	128.34	37,700,142.18	115.32
December 2029 . . . . .	128.34	37,023,003.48	115.32
January 2030 . . . . .	128.34	36,355,786.37	115.32
February 2030 . . . . .	128.34	35,698,357.41	115.32
March 2030 . . . . .	128.34	35,050,584.90	115.32
April 2030 . . . . .	128.34	34,412,338.80	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
May 2030 . . . . .	\$ 128.34	\$ 33,783,490.77	\$ 115.32
June 2030 . . . . .	128.34	33,163,914.13	115.32
July 2030 . . . . .	128.34	32,553,483.80	115.32
August 2030 . . . . .	128.34	31,952,076.35	115.32
September 2030 . . . . .	128.34	31,359,569.91	115.32
October 2030 . . . . .	128.34	30,775,844.19	115.32
November 2030 . . . . .	128.34	30,200,780.46	115.32
December 2030 . . . . .	128.34	29,634,261.51	115.32
January 2031 . . . . .	128.34	29,076,171.66	115.32
February 2031 . . . . .	128.34	28,526,396.71	115.32
March 2031 . . . . .	128.34	27,984,823.92	115.32
April 2031 . . . . .	128.34	27,451,342.05	115.32
May 2031 . . . . .	128.34	26,925,841.25	115.32
June 2031 . . . . .	128.34	26,408,213.13	115.32
July 2031 . . . . .	128.34	25,898,350.67	115.32
August 2031 . . . . .	128.34	25,396,148.26	115.32
September 2031 . . . . .	128.34	24,901,501.64	115.32
October 2031 . . . . .	128.34	24,414,307.91	115.32
November 2031 . . . . .	128.34	23,934,465.49	115.32
December 2031 . . . . .	128.34	23,461,874.13	115.32
January 2032 . . . . .	128.34	22,996,434.88	115.32
February 2032 . . . . .	128.34	22,538,050.06	115.32
March 2032 . . . . .	128.34	22,086,623.26	115.32
April 2032 . . . . .	128.34	21,642,059.34	115.32
May 2032 . . . . .	128.34	21,204,264.38	115.32
June 2032 . . . . .	128.34	20,773,145.67	115.32
July 2032 . . . . .	128.34	20,348,611.71	115.32
August 2032 . . . . .	128.34	19,930,572.21	115.32
September 2032 . . . . .	128.34	19,518,938.04	115.32
October 2032 . . . . .	128.34	19,113,621.21	115.32
November 2032 . . . . .	128.34	18,714,534.90	115.32
December 2032 . . . . .	128.34	18,321,593.42	115.32
January 2033 . . . . .	128.34	17,934,712.18	115.32
February 2033 . . . . .	128.34	17,553,807.70	115.32
March 2033 . . . . .	128.34	17,178,797.59	115.32
April 2033 . . . . .	128.34	16,809,600.54	115.32
May 2033 . . . . .	128.34	16,446,136.28	115.32
June 2033 . . . . .	128.34	16,088,325.61	115.32
July 2033 . . . . .	128.34	15,736,090.35	115.32
August 2033 . . . . .	128.34	15,389,353.34	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
September 2033 . . . . .	\$ 128.34	\$ 15,048,038.45	\$ 115.32
October 2033 . . . . .	128.34	14,712,070.51	115.32
November 2033 . . . . .	128.34	14,381,375.36	115.32
December 2033 . . . . .	128.34	14,055,879.79	115.32
January 2034 . . . . .	128.34	13,735,511.58	115.32
February 2034 . . . . .	128.34	13,420,199.41	115.32
March 2034 . . . . .	128.34	13,109,872.94	115.32
April 2034 . . . . .	128.34	12,804,462.72	115.32
May 2034 . . . . .	128.34	12,503,900.22	115.32
June 2034 . . . . .	128.34	12,208,117.81	115.32
July 2034 . . . . .	128.34	11,917,048.75	115.32
August 2034 . . . . .	128.34	11,630,627.17	115.32
September 2034 . . . . .	128.34	11,348,788.07	115.32
October 2034 . . . . .	128.34	11,071,467.30	115.32
November 2034 . . . . .	128.34	10,798,601.56	115.32
December 2034 . . . . .	128.34	10,530,128.36	115.32
January 2035 . . . . .	128.34	10,265,986.07	115.32
February 2035 . . . . .	128.34	10,006,113.84	115.32
March 2035 . . . . .	128.34	9,750,451.63	115.32
April 2035 . . . . .	128.34	9,498,940.20	115.32
May 2035 . . . . .	128.34	9,251,521.08	115.32
June 2035 . . . . .	128.34	9,008,136.58	115.32
July 2035 . . . . .	128.34	8,768,729.75	115.32
August 2035 . . . . .	128.34	8,533,244.42	115.32
September 2035 . . . . .	128.34	8,301,625.14	115.32
October 2035 . . . . .	128.34	8,073,817.20	115.32
November 2035 . . . . .	128.34	7,849,766.63	115.32
December 2035 . . . . .	128.34	7,629,420.15	115.32
January 2036 . . . . .	128.34	7,412,725.18	115.32
February 2036 . . . . .	128.34	7,199,629.87	115.32
March 2036 . . . . .	128.34	6,990,083.02	115.32
April 2036 . . . . .	128.34	6,784,034.13	115.32
May 2036 . . . . .	128.34	6,581,433.36	115.32
June 2036 . . . . .	128.34	6,382,231.54	115.32
July 2036 . . . . .	128.34	6,186,380.14	115.32
August 2036 . . . . .	128.34	5,993,831.29	115.32
September 2036 . . . . .	128.34	5,804,537.74	115.32
October 2036 . . . . .	128.34	5,618,452.87	115.32
November 2036 . . . . .	128.34	5,435,530.70	115.32
December 2036 . . . . .	128.34	5,255,725.83	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
January 2037 . . . . .	\$ 128.34	\$ 5,078,993.49	\$ 115.32
February 2037 . . . . .	128.34	4,905,289.49	115.32
March 2037 . . . . .	128.34	4,734,570.25	115.32
April 2037 . . . . .	128.34	4,566,792.74	115.32
May 2037 . . . . .	128.34	4,401,914.54	115.32
June 2037 . . . . .	128.34	4,239,893.76	115.32
July 2037 . . . . .	128.34	4,080,689.09	115.32
August 2037 . . . . .	128.34	3,924,259.77	115.32
September 2037 . . . . .	128.34	3,770,565.58	115.32
October 2037 . . . . .	128.34	3,619,566.85	115.32
November 2037 . . . . .	128.34	3,471,224.43	115.32
December 2037 . . . . .	128.34	3,325,499.69	115.32
January 2038 . . . . .	128.34	3,182,354.52	115.32
February 2038 . . . . .	128.34	3,041,751.34	115.32
March 2038 . . . . .	128.34	2,903,653.05	115.32
April 2038 . . . . .	128.34	2,768,023.06	115.32
May 2038 . . . . .	128.34	2,634,825.26	115.32
June 2038 . . . . .	128.34	2,504,024.04	115.32
July 2038 . . . . .	128.34	2,375,584.26	115.32
August 2038 . . . . .	128.34	2,249,471.26	115.32
September 2038 . . . . .	128.34	2,125,650.84	115.32
October 2038 . . . . .	128.34	2,004,089.25	115.32
November 2038 . . . . .	128.34	1,884,753.22	115.32
December 2038 . . . . .	128.34	1,767,609.92	115.32
January 2039 . . . . .	128.34	1,652,626.94	115.32
February 2039 . . . . .	128.34	1,539,772.34	115.32
March 2039 . . . . .	128.34	1,429,014.59	115.32
April 2039 . . . . .	128.34	1,320,322.61	115.32
May 2039 . . . . .	128.34	1,213,665.70	115.32
June 2039 . . . . .	128.34	1,109,013.62	115.32
July 2039 . . . . .	128.34	1,006,336.51	115.32
August 2039 . . . . .	128.34	905,604.92	115.32
September 2039 . . . . .	128.34	806,789.82	115.32
October 2039 . . . . .	128.34	709,862.54	115.32
November 2039 . . . . .	128.34	614,794.82	115.32
December 2039 . . . . .	128.34	521,558.79	115.32
January 2040 . . . . .	128.34	430,126.94	115.32
February 2040 . . . . .	128.34	340,472.15	115.32
March 2040 . . . . .	128.34	252,567.65	115.32
April 2040 . . . . .	128.34	166,387.07	115.32

<u>Distribution Date</u>	<u>Classes KL and KZ (in the aggregate)</u>	<u>Classes IA, IW, LX and LY (in the aggregate)</u>	<u>Classes JA and JZ (in the aggregate)</u>
May 2040 . . . . .	\$ 128.34	\$ 81,904.36	\$ 115.32
June 2040 . . . . .	0.00	0.00	115.32
July 2040 and thereafter . . . . .	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
Initial Balance . . . . .	\$387,456,000.00	\$6,937,000.00	\$6,029,000.00
September 2010 . . . . .	386,417,001.70	6,930,883.96	6,026,775.37
October 2010 . . . . .	385,406,008.60	6,918,654.14	6,022,325.92
November 2010. . . . .	384,255,838.10	6,900,319.76	6,015,654.34
December 2010. . . . .	382,966,999.20	6,875,897.02	6,006,766.15
January 2011 . . . . .	381,546,578.40	6,845,409.12	5,995,669.79
February 2011 . . . . .	380,031,646.90	6,808,886.22	5,982,376.53
March 2011 . . . . .	378,422,711.20	6,766,365.48	5,966,900.57
April 2011 . . . . .	376,720,333.20	6,717,890.98	5,949,258.92
May 2011 . . . . .	374,925,130.00	6,663,513.75	5,929,471.48
June 2011 . . . . .	373,037,773.90	6,603,291.66	5,907,560.97
July 2011. . . . .	371,058,991.20	6,537,289.41	5,883,552.92
August 2011 . . . . .	368,989,562.30	6,465,578.47	5,857,475.64
September 2011 . . . . .	366,830,321.20	6,388,236.97	5,829,360.20
October 2011 . . . . .	364,582,154.40	6,305,349.66	5,799,240.38
November 2011. . . . .	362,246,000.50	6,217,007.76	5,767,152.67
December 2011. . . . .	359,822,849.80	6,123,308.97	5,733,136.11
January 2012 . . . . .	357,313,743.00	6,024,357.21	5,697,232.39
February 2012 . . . . .	354,719,770.70	5,920,262.58	5,659,485.71
March 2012 . . . . .	352,042,072.60	5,811,141.26	5,619,942.72
April 2012 . . . . .	349,281,836.20	5,697,115.31	5,578,652.49
May 2012 . . . . .	346,440,296.30	5,578,312.53	5,535,666.41
June 2012 . . . . .	343,518,733.70	5,454,866.31	5,491,038.16
July 2012. . . . .	340,518,474.30	5,326,915.51	5,444,823.60
August 2012 . . . . .	337,440,887.70	5,194,604.20	5,397,080.67
September 2012 . . . . .	334,287,386.60	5,058,081.53	5,347,869.40
October 2012 . . . . .	331,059,425.00	4,917,501.55	5,297,251.72
November 2012. . . . .	327,758,497.30	4,773,022.98	5,245,291.43
December 2012. . . . .	324,386,137.10	4,624,809.02	5,192,054.08
January 2013 . . . . .	320,943,915.60	4,473,027.15	5,137,606.91
February 2013 . . . . .	317,520,532.70	4,317,848.88	5,082,018.71
March 2013 . . . . .	314,115,863.90	4,165,040.29	5,027,379.82
April 2013 . . . . .	310,729,785.60	4,014,579.40	4,973,680.14
May 2013 . . . . .	307,362,174.80	3,866,444.43	4,920,909.64
June 2013 . . . . .	304,012,909.00	3,720,613.80	4,869,058.35
July 2013. . . . .	300,681,866.90	3,577,066.05	4,818,116.44
August 2013 . . . . .	297,368,927.30	3,435,779.90	4,768,074.15
September 2013 . . . . .	294,073,970.10	3,296,734.27	4,718,921.81
October 2013 . . . . .	290,796,875.70	3,159,908.21	4,670,649.81
November 2013. . . . .	287,537,525.20	3,025,280.97	4,623,248.65

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
December 2013 . . . . .	\$284,295,800.40	\$2,892,831.92	\$4,576,708.94
January 2014 . . . . .	281,071,583.70	2,762,540.63	4,531,021.33
February 2014 . . . . .	277,864,758.30	2,634,386.83	4,486,176.58
March 2014 . . . . .	274,675,207.90	2,508,350.37	4,442,165.53
April 2014 . . . . .	271,502,816.90	2,384,411.32	4,398,979.10
May 2014 . . . . .	268,347,470.40	2,262,549.86	4,356,608.30
June 2014 . . . . .	265,209,054.10	2,142,746.35	4,315,044.20
July 2014 . . . . .	262,087,454.40	2,024,981.29	4,274,277.99
August 2014 . . . . .	258,982,558.20	1,909,235.36	4,234,300.91
September 2014 . . . . .	255,894,253.30	1,795,489.37	4,195,104.27
October 2014 . . . . .	252,822,427.80	1,683,724.30	4,156,679.50
November 2014 . . . . .	249,766,970.60	1,573,921.26	4,119,018.07
December 2014 . . . . .	246,727,771.30	1,466,061.53	4,082,111.54
January 2015 . . . . .	243,704,719.90	1,360,126.54	4,045,951.56
February 2015 . . . . .	240,697,707.30	1,256,097.85	4,010,529.84
March 2015 . . . . .	237,706,624.70	1,153,957.18	3,975,838.18
April 2015 . . . . .	234,731,364.20	1,053,686.39	3,941,868.42
May 2015 . . . . .	231,771,818.20	955,267.49	3,908,612.54
June 2015 . . . . .	228,827,880.00	858,682.63	3,876,062.53
July 2015 . . . . .	225,899,443.20	763,914.11	3,844,210.48
August 2015 . . . . .	222,986,402.30	670,944.36	3,813,048.57
September 2015 . . . . .	220,088,652.20	579,755.96	3,782,569.01
October 2015 . . . . .	217,206,088.40	490,331.64	3,752,764.11
November 2015 . . . . .	214,338,607.00	402,654.22	3,723,626.26
December 2015 . . . . .	211,486,104.60	316,706.72	3,695,147.89
January 2016 . . . . .	208,648,478.60	232,472.27	3,667,321.51
February 2016 . . . . .	205,825,626.80	149,934.13	3,640,139.73
March 2016 . . . . .	203,017,447.50	69,075.68	3,613,595.19
April 2016 . . . . .	200,223,839.70	0.00	3,577,561.08
May 2016 . . . . .	197,444,702.80	0.00	3,474,720.95
June 2016 . . . . .	194,679,937.10	0.00	3,374,127.13
July 2016 . . . . .	191,929,443.10	0.00	3,275,756.45
August 2016 . . . . .	189,193,121.90	0.00	3,179,585.99
September 2016 . . . . .	186,470,875.30	0.00	3,085,592.95
October 2016 . . . . .	183,762,605.60	0.00	2,993,754.78
November 2016 . . . . .	181,068,215.40	0.00	2,904,049.10
December 2016 . . . . .	178,387,608.30	0.00	2,816,453.72
January 2017 . . . . .	175,720,801.30	0.00	2,730,946.64
February 2017 . . . . .	173,080,046.40	0.00	2,647,506.04
March 2017 . . . . .	170,465,100.20	0.00	2,566,110.29

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
April 2017 . . . . .	\$167,875,721.30	\$ 0.00	\$2,486,737.94
May 2017 . . . . .	165,311,670.80	0.00	2,409,367.74
June 2017 . . . . .	162,772,711.70	0.00	2,333,978.60
July 2017 . . . . .	160,258,609.30	0.00	2,260,549.61
August 2017 . . . . .	157,769,131.00	0.00	2,189,060.04
September 2017 . . . . .	155,304,046.40	0.00	2,119,489.35
October 2017 . . . . .	152,863,127.20	0.00	2,051,817.16
November 2017 . . . . .	150,446,147.20	0.00	1,986,023.27
December 2017 . . . . .	148,052,882.10	0.00	1,922,087.65
January 2018 . . . . .	145,683,109.80	0.00	1,859,990.45
February 2018 . . . . .	143,346,025.20	0.00	1,799,711.97
March 2018 . . . . .	141,044,667.40	0.00	1,741,232.69
April 2018 . . . . .	138,778,505.70	0.00	1,684,533.28
May 2018 . . . . .	136,547,017.20	0.00	1,629,594.52
June 2018 . . . . .	134,349,686.40	0.00	1,576,397.42
July 2018 . . . . .	132,186,005.70	0.00	1,524,923.10
August 2018 . . . . .	130,055,474.60	0.00	1,475,152.88
September 2018 . . . . .	127,957,600.00	0.00	1,427,068.20
October 2018 . . . . .	125,891,896.00	0.00	1,380,650.70
November 2018 . . . . .	123,857,883.90	0.00	1,335,882.16
December 2018 . . . . .	121,855,091.80	0.00	1,292,744.53
January 2019 . . . . .	119,883,054.80	0.00	1,251,219.88
February 2019 . . . . .	117,941,314.90	0.00	1,211,290.47
March 2019 . . . . .	116,029,420.50	0.00	1,172,938.71
April 2019 . . . . .	114,146,926.80	0.00	1,136,147.14
May 2019 . . . . .	112,293,395.60	0.00	1,100,898.48
June 2019 . . . . .	110,468,394.80	0.00	1,066,271.54
July 2019 . . . . .	108,671,499.00	0.00	1,028,409.58
August 2019 . . . . .	106,902,288.70	0.00	989,251.93
September 2019 . . . . .	105,160,350.70	0.00	948,839.62
October 2019 . . . . .	103,445,277.80	0.00	907,212.86
November 2019 . . . . .	101,756,668.80	0.00	864,411.02
December 2019 . . . . .	100,094,128.20	0.00	820,472.68
January 2020 . . . . .	98,457,266.63	0.00	775,435.65
February 2020 . . . . .	96,845,700.10	0.00	729,336.92
March 2020 . . . . .	95,259,050.39	0.00	682,212.73
April 2020 . . . . .	93,696,944.80	0.00	634,098.60
May 2020 . . . . .	92,159,016.09	0.00	585,029.28
June 2020 . . . . .	90,644,902.38	0.00	535,038.82
July 2020 . . . . .	89,154,247.14	0.00	484,160.53

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
August 2020 . . . . .	\$ 87,686,699.03	\$ 0.00	\$ 432,427.06
September 2020 . . . . .	86,241,911.87	0.00	379,870.33
October 2020 . . . . .	84,819,544.56	0.00	326,521.62
November 2020. . . . .	83,419,261.00	0.00	272,411.53
December 2020. . . . .	82,040,730.04	0.00	217,570.02
January 2021 . . . . .	80,683,625.36	0.00	162,026.41
February 2021 . . . . .	79,347,625.46	0.00	105,809.37
March 2021 . . . . .	78,032,413.54	0.00	48,946.98
April 2021 . . . . .	76,737,677.45	0.00	0.00
May 2021 . . . . .	75,463,109.65	0.00	0.00
June 2021 . . . . .	74,208,407.08	0.00	0.00
July 2021. . . . .	72,973,271.17	0.00	0.00
August 2021 . . . . .	71,757,407.73	0.00	0.00
September 2021 . . . . .	70,560,526.86	0.00	0.00
October 2021 . . . . .	69,382,342.98	0.00	0.00
November 2021. . . . .	68,222,574.66	0.00	0.00
December 2021. . . . .	67,080,944.64	0.00	0.00
January 2022 . . . . .	65,957,179.73	0.00	0.00
February 2022 . . . . .	64,851,010.75	0.00	0.00
March 2022 . . . . .	63,762,172.51	0.00	0.00
April 2022 . . . . .	62,690,403.70	0.00	0.00
May 2022 . . . . .	61,635,446.85	0.00	0.00
June 2022 . . . . .	60,597,048.32	0.00	0.00
July 2022. . . . .	59,574,958.18	0.00	0.00
August 2022 . . . . .	58,568,930.18	0.00	0.00
September 2022 . . . . .	57,578,721.71	0.00	0.00
October 2022 . . . . .	56,604,093.74	0.00	0.00
November 2022. . . . .	55,644,810.75	0.00	0.00
December 2022. . . . .	54,700,640.72	0.00	0.00
January 2023 . . . . .	53,771,355.02	0.00	0.00
February 2023 . . . . .	52,856,728.42	0.00	0.00
March 2023 . . . . .	51,956,539.00	0.00	0.00
April 2023 . . . . .	51,070,568.12	0.00	0.00
May 2023 . . . . .	50,198,600.38	0.00	0.00
June 2023 . . . . .	49,340,423.54	0.00	0.00
July 2023. . . . .	48,495,828.52	0.00	0.00
August 2023 . . . . .	47,664,609.31	0.00	0.00
September 2023 . . . . .	46,846,562.96	0.00	0.00
October 2023 . . . . .	46,041,489.51	0.00	0.00
November 2023. . . . .	45,249,191.96	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
December 2023 . . . . .	\$ 44,469,476.22	\$ 0.00	\$ 0.00
January 2024 . . . . .	43,702,151.08	0.00	0.00
February 2024 . . . . .	42,947,028.17	0.00	0.00
March 2024 . . . . .	42,203,921.88	0.00	0.00
April 2024 . . . . .	41,472,649.37	0.00	0.00
May 2024 . . . . .	40,753,030.51	0.00	0.00
June 2024 . . . . .	40,044,887.81	0.00	0.00
July 2024 . . . . .	39,348,046.45	0.00	0.00
August 2024 . . . . .	38,662,334.18	0.00	0.00
September 2024 . . . . .	37,987,581.31	0.00	0.00
October 2024 . . . . .	37,323,620.65	0.00	0.00
November 2024 . . . . .	36,670,287.51	0.00	0.00
December 2024 . . . . .	36,027,419.63	0.00	0.00
January 2025 . . . . .	35,394,857.19	0.00	0.00
February 2025 . . . . .	34,772,442.69	0.00	0.00
March 2025 . . . . .	34,160,021.01	0.00	0.00
April 2025 . . . . .	33,557,439.32	0.00	0.00
May 2025 . . . . .	32,964,547.06	0.00	0.00
June 2025 . . . . .	32,381,195.92	0.00	0.00
July 2025 . . . . .	31,807,239.77	0.00	0.00
August 2025 . . . . .	31,242,534.68	0.00	0.00
September 2025 . . . . .	30,686,938.84	0.00	0.00
October 2025 . . . . .	30,140,312.56	0.00	0.00
November 2025 . . . . .	29,602,518.24	0.00	0.00
December 2025 . . . . .	29,073,420.30	0.00	0.00
January 2026 . . . . .	28,552,885.20	0.00	0.00
February 2026 . . . . .	28,040,781.39	0.00	0.00
March 2026 . . . . .	27,536,979.27	0.00	0.00
April 2026 . . . . .	27,041,351.18	0.00	0.00
May 2026 . . . . .	26,553,771.35	0.00	0.00
June 2026 . . . . .	26,074,115.91	0.00	0.00
July 2026 . . . . .	25,602,262.81	0.00	0.00
August 2026 . . . . .	25,138,091.84	0.00	0.00
September 2026 . . . . .	24,681,484.58	0.00	0.00
October 2026 . . . . .	24,232,324.37	0.00	0.00
November 2026 . . . . .	23,790,496.31	0.00	0.00
December 2026 . . . . .	23,355,887.19	0.00	0.00
January 2027 . . . . .	22,928,385.52	0.00	0.00
February 2027 . . . . .	22,507,881.46	0.00	0.00
March 2027 . . . . .	22,094,266.82	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
April 2027 . . . . .	\$ 21,687,435.02	\$ 0.00	\$ 0.00
May 2027 . . . . .	21,287,281.08	0.00	0.00
June 2027 . . . . .	20,893,701.59	0.00	0.00
July 2027 . . . . .	20,506,594.70	0.00	0.00
August 2027 . . . . .	20,125,860.06	0.00	0.00
September 2027 . . . . .	19,751,398.84	0.00	0.00
October 2027 . . . . .	19,383,113.69	0.00	0.00
November 2027 . . . . .	19,020,908.72	0.00	0.00
December 2027 . . . . .	18,664,689.48	0.00	0.00
January 2028 . . . . .	18,314,362.93	0.00	0.00
February 2028 . . . . .	17,969,837.43	0.00	0.00
March 2028 . . . . .	17,631,022.72	0.00	0.00
April 2028 . . . . .	17,297,829.87	0.00	0.00
May 2028 . . . . .	16,970,171.33	0.00	0.00
June 2028 . . . . .	16,647,960.83	0.00	0.00
July 2028 . . . . .	16,331,113.41	0.00	0.00
August 2028 . . . . .	16,019,545.38	0.00	0.00
September 2028 . . . . .	15,713,174.33	0.00	0.00
October 2028 . . . . .	15,411,919.05	0.00	0.00
November 2028 . . . . .	15,115,699.60	0.00	0.00
December 2028 . . . . .	14,824,437.21	0.00	0.00
January 2029 . . . . .	14,538,054.31	0.00	0.00
February 2029 . . . . .	14,256,474.49	0.00	0.00
March 2029 . . . . .	13,979,622.50	0.00	0.00
April 2029 . . . . .	13,707,424.22	0.00	0.00
May 2029 . . . . .	13,439,806.65	0.00	0.00
June 2029 . . . . .	13,176,697.89	0.00	0.00
July 2029 . . . . .	12,918,027.14	0.00	0.00
August 2029 . . . . .	12,663,724.63	0.00	0.00
September 2029 . . . . .	12,413,721.69	0.00	0.00
October 2029 . . . . .	12,167,950.66	0.00	0.00
November 2029 . . . . .	11,926,344.91	0.00	0.00
December 2029 . . . . .	11,688,838.81	0.00	0.00
January 2030 . . . . .	11,455,367.74	0.00	0.00
February 2030 . . . . .	11,225,868.05	0.00	0.00
March 2030 . . . . .	11,000,277.04	0.00	0.00
April 2030 . . . . .	10,778,532.97	0.00	0.00
May 2030 . . . . .	10,560,575.05	0.00	0.00
June 2030 . . . . .	10,346,343.39	0.00	0.00
July 2030 . . . . .	10,135,779.02	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
August 2030 . . . . .	\$ 9,928,823.85	\$ 0.00	\$ 0.00
September 2030 . . . . .	9,725,420.68	0.00	0.00
October 2030 . . . . .	9,525,513.20	0.00	0.00
November 2030. . . . .	9,329,045.91	0.00	0.00
December 2030. . . . .	9,135,964.20	0.00	0.00
January 2031 . . . . .	8,946,214.25	0.00	0.00
February 2031 . . . . .	8,759,743.09	0.00	0.00
March 2031 . . . . .	8,576,498.54	0.00	0.00
April 2031 . . . . .	8,396,429.20	0.00	0.00
May 2031 . . . . .	8,219,484.49	0.00	0.00
June 2031 . . . . .	8,045,614.56	0.00	0.00
July 2031. . . . .	7,874,770.35	0.00	0.00
August 2031 . . . . .	7,706,903.54	0.00	0.00
September 2031 . . . . .	7,541,966.53	0.00	0.00
October 2031 . . . . .	7,379,912.46	0.00	0.00
November 2031. . . . .	7,220,695.19	0.00	0.00
December 2031. . . . .	7,064,269.28	0.00	0.00
January 2032 . . . . .	6,910,589.97	0.00	0.00
February 2032 . . . . .	6,759,613.21	0.00	0.00
March 2032 . . . . .	6,611,295.60	0.00	0.00
April 2032 . . . . .	6,465,594.43	0.00	0.00
May 2032 . . . . .	6,322,467.60	0.00	0.00
June 2032 . . . . .	6,181,873.71	0.00	0.00
July 2032. . . . .	6,043,771.94	0.00	0.00
August 2032 . . . . .	5,908,122.14	0.00	0.00
September 2032 . . . . .	5,774,884.74	0.00	0.00
October 2032 . . . . .	5,644,020.81	0.00	0.00
November 2032. . . . .	5,515,491.99	0.00	0.00
December 2032. . . . .	5,389,260.52	0.00	0.00
January 2033 . . . . .	5,265,289.22	0.00	0.00
February 2033 . . . . .	5,143,541.48	0.00	0.00
March 2033 . . . . .	5,023,981.26	0.00	0.00
April 2033 . . . . .	4,906,573.06	0.00	0.00
May 2033 . . . . .	4,791,281.93	0.00	0.00
June 2033 . . . . .	4,678,073.46	0.00	0.00
July 2033. . . . .	4,566,913.79	0.00	0.00
August 2033 . . . . .	4,457,769.54	0.00	0.00
September 2033 . . . . .	4,350,607.88	0.00	0.00
October 2033 . . . . .	4,245,396.48	0.00	0.00
November 2033. . . . .	4,142,103.48	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
December 2033 . . . . .	\$ 4,040,697.56	\$ 0.00	\$ 0.00
January 2034 . . . . .	3,941,147.85	0.00	0.00
February 2034 . . . . .	3,843,423.95	0.00	0.00
March 2034 . . . . .	3,747,495.97	0.00	0.00
April 2034 . . . . .	3,653,334.45	0.00	0.00
May 2034 . . . . .	3,560,910.38	0.00	0.00
June 2034 . . . . .	3,470,195.23	0.00	0.00
July 2034 . . . . .	3,381,160.88	0.00	0.00
August 2034 . . . . .	3,293,779.68	0.00	0.00
September 2034 . . . . .	3,208,024.38	0.00	0.00
October 2034 . . . . .	3,123,868.16	0.00	0.00
November 2034 . . . . .	3,041,284.62	0.00	0.00
December 2034 . . . . .	2,960,247.77	0.00	0.00
January 2035 . . . . .	2,880,732.03	0.00	0.00
February 2035 . . . . .	2,802,712.21	0.00	0.00
March 2035 . . . . .	2,726,163.50	0.00	0.00
April 2035 . . . . .	2,651,061.50	0.00	0.00
May 2035 . . . . .	2,577,382.18	0.00	0.00
June 2035 . . . . .	2,505,101.89	0.00	0.00
July 2035 . . . . .	2,434,197.32	0.00	0.00
August 2035 . . . . .	2,364,645.57	0.00	0.00
September 2035 . . . . .	2,296,424.07	0.00	0.00
October 2035 . . . . .	2,229,510.59	0.00	0.00
November 2035 . . . . .	2,163,883.29	0.00	0.00
December 2035 . . . . .	2,099,520.62	0.00	0.00
January 2036 . . . . .	2,036,401.42	0.00	0.00
February 2036 . . . . .	1,974,504.81	0.00	0.00
March 2036 . . . . .	1,913,810.27	0.00	0.00
April 2036 . . . . .	1,854,297.60	0.00	0.00
May 2036 . . . . .	1,795,946.90	0.00	0.00
June 2036 . . . . .	1,738,738.60	0.00	0.00
July 2036 . . . . .	1,682,653.42	0.00	0.00
August 2036 . . . . .	1,627,672.41	0.00	0.00
September 2036 . . . . .	1,573,776.89	0.00	0.00
October 2036 . . . . .	1,520,948.48	0.00	0.00
November 2036 . . . . .	1,469,169.10	0.00	0.00
December 2036 . . . . .	1,418,420.95	0.00	0.00
January 2037 . . . . .	1,368,686.50	0.00	0.00
February 2037 . . . . .	1,319,948.52	0.00	0.00
March 2037 . . . . .	1,272,190.03	0.00	0.00

<u>Distribution Date</u>	<u>Classes PA, PW, PX and PY (in the aggregate)</u>	<u>Class MD</u>	<u>Classes ME and MG (in the aggregate)</u>
April 2037 . . . . .	\$ 1,225,394.34	\$ 0.00	\$ 0.00
May 2037 . . . . .	1,179,544.99	0.00	0.00
June 2037 . . . . .	1,134,625.80	0.00	0.00
July 2037 . . . . .	1,090,620.87	0.00	0.00
August 2037 . . . . .	1,047,514.51	0.00	0.00
September 2037 . . . . .	1,005,291.30	0.00	0.00
October 2037 . . . . .	963,936.06	0.00	0.00
November 2037 . . . . .	923,433.85	0.00	0.00
December 2037 . . . . .	883,769.99	0.00	0.00
January 2038 . . . . .	844,929.99	0.00	0.00
February 2038 . . . . .	806,899.62	0.00	0.00
March 2038 . . . . .	769,664.87	0.00	0.00
April 2038 . . . . .	733,211.96	0.00	0.00
May 2038 . . . . .	697,527.31	0.00	0.00
June 2038 . . . . .	662,597.58	0.00	0.00
July 2038 . . . . .	628,409.63	0.00	0.00
August 2038 . . . . .	594,950.53	0.00	0.00
September 2038 . . . . .	562,207.55	0.00	0.00
October 2038 . . . . .	530,168.19	0.00	0.00
November 2038 . . . . .	498,820.12	0.00	0.00
December 2038 . . . . .	468,151.23	0.00	0.00
January 2039 . . . . .	438,149.58	0.00	0.00
February 2039 . . . . .	408,803.45	0.00	0.00
March 2039 . . . . .	380,101.28	0.00	0.00
April 2039 . . . . .	352,031.72	0.00	0.00
May 2039 . . . . .	324,583.59	0.00	0.00
June 2039 . . . . .	297,745.89	0.00	0.00
July 2039 . . . . .	271,507.80	0.00	0.00
August 2039 . . . . .	245,858.67	0.00	0.00
September 2039 . . . . .	220,788.03	0.00	0.00
October 2039 . . . . .	196,285.57	0.00	0.00
November 2039 . . . . .	172,341.16	0.00	0.00
December 2039 . . . . .	148,944.82	0.00	0.00
January 2040 . . . . .	126,086.72	0.00	0.00
February 2040 . . . . .	103,757.23	0.00	0.00
March 2040 . . . . .	81,946.85	0.00	0.00
April 2040 . . . . .	60,646.22	0.00	0.00
May 2040 . . . . .	39,846.15	0.00	0.00
June 2040 . . . . .	19,537.61	0.00	0.00
July 2040 and thereafter . . . . .	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
Initial Balance . . . . .	\$120,177,000.00	\$202,824,000.00	\$12,939,000.00
September 2010 . . . . .	119,944,158.01	202,288,737.68	12,897,173.22
October 2010 . . . . .	119,682,770.89	201,770,137.08	12,897,173.22
November 2010 . . . . .	119,392,911.32	201,181,837.70	12,897,173.22
December 2010 . . . . .	119,074,666.76	200,524,097.21	12,897,173.22
January 2011 . . . . .	118,728,139.39	199,797,232.23	12,897,173.22
February 2011 . . . . .	118,353,446.13	199,016,656.68	12,882,134.85
March 2011 . . . . .	117,950,718.51	198,187,618.36	12,847,244.51
April 2011 . . . . .	117,520,102.73	197,310,409.18	12,792,702.92
May 2011 . . . . .	117,061,759.45	196,385,349.54	12,718,740.37
June 2011 . . . . .	116,575,863.81	195,412,788.16	12,625,616.42
July 2011 . . . . .	116,062,605.31	194,393,101.80	12,513,619.70
August 2011 . . . . .	115,522,187.64	193,326,695.04	12,383,067.50
September 2011 . . . . .	114,954,828.64	192,213,999.97	12,234,305.37
October 2011 . . . . .	114,360,760.11	191,055,475.89	12,067,706.70
November 2011 . . . . .	113,740,227.69	189,851,608.96	11,883,672.16
December 2011 . . . . .	113,093,490.66	188,602,911.86	11,682,629.15
January 2012 . . . . .	112,420,821.83	187,309,923.35	11,465,031.23
February 2012 . . . . .	111,722,507.31	185,973,207.88	11,231,357.40
March 2012 . . . . .	110,998,846.33	184,593,355.12	10,982,111.42
April 2012 . . . . .	110,250,151.01	183,170,979.51	10,717,821.06
May 2012 . . . . .	109,476,746.18	181,706,719.76	10,439,037.21
June 2012 . . . . .	108,678,969.14	180,201,238.29	10,146,333.17
July 2012 . . . . .	107,857,169.37	178,655,220.72	9,840,303.63
August 2012 . . . . .	107,011,708.36	177,069,375.29	9,521,563.77
September 2012 . . . . .	106,142,959.28	175,444,432.27	9,190,748.30
October 2012 . . . . .	105,251,306.75	173,781,143.31	8,848,510.45
November 2012 . . . . .	104,337,146.51	172,080,280.85	8,495,520.86
December 2012 . . . . .	103,400,885.20	170,342,637.43	8,132,466.56
January 2013 . . . . .	102,442,939.97	168,569,025.04	7,760,049.80
February 2013 . . . . .	101,463,738.26	166,805,184.13	7,397,842.81
March 2013 . . . . .	100,489,803.03	165,051,050.30	7,045,730.56
April 2013 . . . . .	99,521,106.96	163,306,559.52	6,703,599.23
May 2013 . . . . .	98,557,622.86	161,571,648.13	6,371,336.20
June 2013 . . . . .	97,599,323.66	159,846,252.81	6,048,830.06
July 2013 . . . . .	96,646,182.45	158,130,310.63	5,735,970.57
August 2013 . . . . .	95,698,172.47	156,423,758.99	5,432,648.66
September 2013 . . . . .	94,755,267.06	154,726,535.66	5,138,756.43
October 2013 . . . . .	93,817,439.74	153,038,578.75	4,854,187.12
November 2013 . . . . .	92,884,664.13	151,359,826.73	4,578,835.12

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
December 2013 . . . . .	\$ 91,956,914.01	\$149,690,218.41	\$ 4,312,595.95
January 2014 . . . . .	91,034,163.29	148,029,692.96	4,055,366.21
February 2014 . . . . .	90,116,386.00	146,378,189.87	3,807,043.67
March 2014 . . . . .	89,203,556.33	144,735,648.99	3,567,527.13
April 2014 . . . . .	88,295,648.58	143,102,010.51	3,336,716.51
May 2014 . . . . .	87,392,637.19	141,477,214.94	3,114,512.82
June 2014 . . . . .	86,494,496.74	139,861,203.15	2,900,818.08
July 2014 . . . . .	85,601,201.93	138,253,916.32	2,695,535.43
August 2014 . . . . .	84,712,727.59	136,655,295.97	2,498,569.00
September 2014 . . . . .	83,829,048.69	135,065,283.95	2,309,824.00
October 2014 . . . . .	82,950,140.31	133,483,822.44	2,129,206.62
November 2014 . . . . .	82,075,977.69	131,910,853.94	1,956,624.09
December 2014 . . . . .	81,206,536.17	130,346,321.28	1,791,984.64
January 2015 . . . . .	80,341,791.22	128,790,167.59	1,635,197.51
February 2015 . . . . .	79,481,718.45	127,242,336.34	1,486,172.90
March 2015 . . . . .	78,626,293.58	125,702,771.32	1,344,822.00
April 2015 . . . . .	77,775,492.48	124,171,416.61	1,211,056.98
May 2015 . . . . .	76,929,291.11	122,648,216.63	1,084,790.93
June 2015 . . . . .	76,087,665.58	121,133,116.10	965,937.91
July 2015 . . . . .	75,250,592.11	119,626,060.04	854,412.95
August 2015 . . . . .	74,418,047.05	118,126,993.79	750,131.96
September 2015 . . . . .	73,590,006.87	116,635,863.00	653,011.78
October 2015 . . . . .	72,766,448.15	115,152,613.60	562,970.21
November 2015 . . . . .	71,947,347.62	113,677,191.85	479,925.89
December 2015 . . . . .	71,132,682.10	112,209,544.28	403,798.41
January 2016 . . . . .	70,322,428.54	110,749,617.75	334,508.20
February 2016 . . . . .	69,516,564.00	109,297,359.40	271,976.59
March 2016 . . . . .	68,715,065.69	107,852,716.64	216,125.80
April 2016 . . . . .	67,917,910.90	106,415,637.22	166,878.87
May 2016 . . . . .	67,125,077.05	104,986,069.15	124,159.72
June 2016 . . . . .	66,336,541.68	103,563,960.73	87,893.12
July 2016 . . . . .	65,552,282.46	102,149,260.55	58,004.65
August 2016 . . . . .	64,772,277.13	100,741,917.50	34,420.74
September 2016 . . . . .	63,996,503.60	99,341,880.72	17,068.64
October 2016 . . . . .	63,224,939.86	97,949,099.67	5,876.39
November 2016 . . . . .	62,457,564.01	96,563,524.06	772.88
December 2016 . . . . .	61,694,354.29	95,186,018.76	772.88
January 2017 . . . . .	60,935,289.02	93,821,568.02	772.88
February 2017 . . . . .	60,180,346.67	92,470,053.60	772.88
March 2017 . . . . .	59,429,505.78	91,131,358.36	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
April 2017 . . . . .	\$ 58,682,745.03	\$ 89,805,366.13	\$ 772.88
May 2017 . . . . .	57,940,043.19	88,491,961.84	772.88
June 2017 . . . . .	57,201,379.16	87,191,031.38	772.88
July 2017 . . . . .	56,466,731.93	85,902,461.69	772.88
August 2017 . . . . .	55,736,080.61	84,626,140.70	772.88
September 2017 . . . . .	55,009,404.41	83,361,957.32	772.88
October 2017 . . . . .	54,286,682.66	82,109,801.47	772.88
November 2017 . . . . .	53,567,894.78	80,869,564.02	772.88
December 2017 . . . . .	52,853,020.30	79,641,136.83	772.88
January 2018 . . . . .	52,142,038.87	78,424,412.70	772.88
February 2018 . . . . .	51,434,930.22	77,219,285.40	772.88
March 2018 . . . . .	50,731,674.22	76,025,649.63	772.88
April 2018 . . . . .	50,032,250.80	74,847,101.81	772.88
May 2018 . . . . .	49,336,640.03	73,685,883.82	772.88
June 2018 . . . . .	48,644,822.06	72,541,748.57	772.88
July 2018 . . . . .	47,956,777.15	71,414,452.40	772.88
August 2018 . . . . .	47,272,485.67	70,303,755.08	772.88
September 2018 . . . . .	46,591,928.09	69,209,419.74	772.88
October 2018 . . . . .	45,915,084.96	68,131,212.80	772.88
November 2018 . . . . .	45,241,936.95	67,068,904.00	772.88
December 2018 . . . . .	44,572,464.82	66,022,266.25	772.88
January 2019 . . . . .	43,906,649.45	64,991,075.67	772.88
February 2019 . . . . .	43,244,471.79	63,975,111.52	772.88
March 2019 . . . . .	42,585,912.89	62,974,156.13	772.88
April 2019 . . . . .	41,930,953.93	61,987,994.89	772.88
May 2019 . . . . .	41,279,576.16	61,016,416.20	772.88
June 2019 . . . . .	40,632,664.95	60,059,211.43	772.88
July 2019 . . . . .	39,995,319.24	59,116,174.86	772.88
August 2019 . . . . .	39,367,402.22	58,187,103.66	772.88
September 2019 . . . . .	38,748,779.00	57,271,797.86	772.88
October 2019 . . . . .	38,139,316.56	56,370,060.28	772.88
November 2019 . . . . .	37,538,883.78	55,481,696.50	772.88
December 2019 . . . . .	36,947,351.36	54,606,514.84	772.88
January 2020 . . . . .	36,364,591.80	53,744,326.31	772.88
February 2020 . . . . .	35,790,479.41	52,894,944.56	772.88
March 2020 . . . . .	35,224,890.27	52,058,185.87	772.88
April 2020 . . . . .	34,667,702.16	51,233,869.10	772.88
May 2020 . . . . .	34,118,794.61	50,421,815.64	772.88
June 2020 . . . . .	33,578,048.83	49,621,849.41	772.88
July 2020 . . . . .	33,045,347.70	48,833,796.78	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
August 2020 . . . . .	\$ 32,520,575.73	\$ 48,057,486.58	\$ 772.88
September 2020 . . . . .	32,003,619.08	47,292,750.03	772.88
October 2020 . . . . .	31,494,365.49	46,539,420.75	772.88
November 2020 . . . . .	30,992,704.28	45,797,334.66	772.88
December 2020 . . . . .	30,498,526.32	45,066,330.01	772.88
January 2021 . . . . .	30,011,724.02	44,346,247.34	772.88
February 2021 . . . . .	29,532,191.32	43,636,929.41	772.88
March 2021 . . . . .	29,059,823.61	42,938,221.19	772.88
April 2021 . . . . .	28,594,517.79	42,249,969.85	772.88
May 2021 . . . . .	28,136,172.19	41,572,024.71	772.88
June 2021 . . . . .	27,684,686.58	40,904,237.20	772.88
July 2021 . . . . .	27,239,962.13	40,246,460.85	772.88
August 2021 . . . . .	26,801,901.42	39,598,551.25	772.88
September 2021 . . . . .	26,370,408.37	38,960,366.02	772.88
October 2021 . . . . .	25,945,388.29	38,331,764.81	772.88
November 2021 . . . . .	25,526,747.80	37,712,609.23	772.88
December 2021 . . . . .	25,114,394.84	37,102,762.83	772.88
January 2022 . . . . .	24,708,238.65	36,502,091.10	772.88
February 2022 . . . . .	24,308,189.74	35,910,461.43	772.88
March 2022 . . . . .	23,914,159.91	35,327,743.08	772.88
April 2022 . . . . .	23,526,062.16	34,753,807.15	772.88
May 2022 . . . . .	23,143,810.75	34,188,526.55	772.88
June 2022 . . . . .	22,767,321.14	33,631,776.01	772.88
July 2022 . . . . .	22,396,509.98	33,083,432.00	772.88
August 2022 . . . . .	22,031,295.10	32,543,372.75	772.88
September 2022 . . . . .	21,671,595.49	32,011,478.21	772.88
October 2022 . . . . .	21,317,331.27	31,487,630.04	772.88
November 2022 . . . . .	20,968,423.72	30,971,711.54	772.88
December 2022 . . . . .	20,624,795.19	30,463,607.68	772.88
January 2023 . . . . .	20,286,369.17	29,963,205.06	772.88
February 2023 . . . . .	19,953,070.20	29,470,391.87	772.88
March 2023 . . . . .	19,624,823.89	28,985,057.90	772.88
April 2023 . . . . .	19,301,556.92	28,507,094.48	772.88
May 2023 . . . . .	18,983,197.00	28,036,394.50	772.88
June 2023 . . . . .	18,669,672.84	27,572,852.34	772.88
July 2023 . . . . .	18,360,914.18	27,116,363.90	772.88
August 2023 . . . . .	18,056,851.76	26,666,826.54	772.88
September 2023 . . . . .	17,757,417.29	26,224,139.08	772.88
October 2023 . . . . .	17,462,543.45	25,788,201.77	772.88
November 2023 . . . . .	17,172,163.86	25,358,916.27	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
December 2023 . . . . .	\$ 16,886,213.10	\$ 24,936,185.65	\$ 772.88
January 2024 . . . . .	16,604,626.66	24,519,914.33	772.88
February 2024 . . . . .	16,327,340.96	24,110,008.12	772.88
March 2024 . . . . .	16,054,293.32	23,706,374.14	772.88
April 2024 . . . . .	15,785,421.93	23,308,920.82	772.88
May 2024 . . . . .	15,520,665.87	22,917,557.92	772.88
June 2024 . . . . .	15,259,965.09	22,532,196.47	772.88
July 2024 . . . . .	15,003,260.38	22,152,748.74	772.88
August 2024 . . . . .	14,750,493.39	21,779,128.28	772.88
September 2024 . . . . .	14,501,606.56	21,411,249.85	772.88
October 2024 . . . . .	14,256,543.19	21,049,029.43	772.88
November 2024 . . . . .	14,015,247.35	20,692,384.18	772.88
December 2024 . . . . .	13,777,663.94	20,341,232.46	772.88
January 2025 . . . . .	13,543,738.61	19,995,493.77	772.88
February 2025 . . . . .	13,313,417.81	19,655,088.77	772.88
March 2025 . . . . .	13,086,648.73	19,319,939.24	772.88
April 2025 . . . . .	12,863,379.32	18,989,968.08	772.88
May 2025 . . . . .	12,643,558.26	18,665,099.29	772.88
June 2025 . . . . .	12,427,134.99	18,345,257.93	772.88
July 2025 . . . . .	12,214,059.64	18,030,370.16	772.88
August 2025 . . . . .	12,004,283.05	17,720,363.18	772.88
September 2025 . . . . .	11,797,756.78	17,415,165.21	772.88
October 2025 . . . . .	11,594,433.08	17,114,705.52	772.88
November 2025 . . . . .	11,394,264.85	16,818,914.38	772.88
December 2025 . . . . .	11,197,205.69	16,527,723.04	772.88
January 2026 . . . . .	11,003,209.85	16,241,063.75	772.88
February 2026 . . . . .	10,812,232.24	15,958,869.72	772.88
March 2026 . . . . .	10,624,228.40	15,681,075.12	772.88
April 2026 . . . . .	10,439,154.53	15,407,615.04	772.88
May 2026 . . . . .	10,256,967.42	15,138,425.52	772.88
June 2026 . . . . .	10,077,624.50	14,873,443.51	772.88
July 2026 . . . . .	9,901,083.81	14,612,606.84	772.88
August 2026 . . . . .	9,727,303.97	14,355,854.27	772.88
September 2026 . . . . .	9,556,244.22	14,103,125.39	772.88
October 2026 . . . . .	9,387,864.34	13,854,360.68	772.88
November 2026 . . . . .	9,222,124.74	13,609,501.47	772.88
December 2026 . . . . .	9,058,986.35	13,368,489.94	772.88
January 2027 . . . . .	8,898,410.68	13,131,269.06	772.88
February 2027 . . . . .	8,740,359.78	12,897,782.67	772.88
March 2027 . . . . .	8,584,796.26	12,667,975.36	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
April 2027 . . . . .	\$ 8,431,683.26	\$ 12,441,792.56	\$ 772.88
May 2027 . . . . .	8,280,984.42	12,219,180.45	772.88
June 2027 . . . . .	8,132,663.95	12,000,086.01	772.88
July 2027 . . . . .	7,986,686.53	11,784,456.95	772.88
August 2027 . . . . .	7,843,017.37	11,572,241.75	772.88
September 2027 . . . . .	7,701,622.18	11,363,389.64	772.88
October 2027 . . . . .	7,562,467.14	11,157,850.55	772.88
November 2027 . . . . .	7,425,518.93	10,955,575.14	772.88
December 2027 . . . . .	7,290,744.72	10,756,514.80	772.88
January 2028 . . . . .	7,158,112.13	10,560,621.58	772.88
February 2028 . . . . .	7,027,589.25	10,367,848.26	772.88
March 2028 . . . . .	6,899,144.65	10,178,148.27	772.88
April 2028 . . . . .	6,772,747.31	9,991,475.72	772.88
May 2028 . . . . .	6,648,366.70	9,807,785.38	772.88
June 2028 . . . . .	6,525,972.70	9,627,032.68	772.88
July 2028 . . . . .	6,405,535.64	9,449,173.67	772.88
August 2028 . . . . .	6,287,026.26	9,274,165.05	772.88
September 2028 . . . . .	6,170,415.73	9,101,964.14	772.88
October 2028 . . . . .	6,055,675.64	8,932,528.88	772.88
November 2028 . . . . .	5,942,777.98	8,765,817.81	772.88
December 2028 . . . . .	5,831,695.16	8,601,790.06	772.88
January 2029 . . . . .	5,722,399.97	8,440,405.38	772.88
February 2029 . . . . .	5,614,865.60	8,281,624.06	772.88
March 2029 . . . . .	5,509,065.62	8,125,406.99	772.88
April 2029 . . . . .	5,404,973.99	7,971,715.62	772.88
May 2029 . . . . .	5,302,565.04	7,820,511.96	772.88
June 2029 . . . . .	5,201,813.47	7,671,758.56	772.88
July 2029 . . . . .	5,102,694.36	7,525,418.52	772.88
August 2029 . . . . .	5,005,183.13	7,381,455.46	772.88
September 2029 . . . . .	4,909,255.57	7,239,833.55	772.88
October 2029 . . . . .	4,814,887.81	7,100,517.45	772.88
November 2029 . . . . .	4,722,056.32	6,963,472.36	772.88
December 2029 . . . . .	4,630,737.94	6,828,663.96	772.88
January 2030 . . . . .	4,540,909.80	6,696,058.45	772.88
February 2030 . . . . .	4,452,549.41	6,565,622.50	772.88
March 2030 . . . . .	4,365,634.56	6,437,323.27	772.88
April 2030 . . . . .	4,280,143.40	6,311,128.41	772.88
May 2030 . . . . .	4,196,054.37	6,187,006.01	772.88
June 2030 . . . . .	4,113,346.24	6,064,924.65	772.88
July 2030 . . . . .	4,031,998.08	5,944,853.35	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
August 2030 . . . . .	\$ 3,951,989.26	\$ 5,826,761.59	\$ 772.88
September 2030 . . . . .	3,873,299.46	5,710,619.30	772.88
October 2030 . . . . .	3,795,908.64	5,596,396.82	772.88
November 2030 . . . . .	3,719,797.07	5,484,064.95	772.88
December 2030 . . . . .	3,644,945.29	5,373,594.91	772.88
January 2031 . . . . .	3,571,334.13	5,264,958.31	772.88
February 2031 . . . . .	3,498,944.71	5,158,127.22	772.88
March 2031 . . . . .	3,427,758.40	5,053,074.08	772.88
April 2031 . . . . .	3,357,756.86	4,949,771.74	772.88
May 2031 . . . . .	3,288,922.01	4,848,193.46	772.88
June 2031 . . . . .	3,221,236.03	4,748,312.88	772.88
July 2031 . . . . .	3,154,681.38	4,650,104.02	772.88
August 2031 . . . . .	3,089,240.75	4,553,541.29	772.88
September 2031 . . . . .	3,024,897.10	4,458,599.46	772.88
October 2031 . . . . .	2,961,633.62	4,365,253.68	772.88
November 2031 . . . . .	2,899,433.76	4,273,479.46	772.88
December 2031 . . . . .	2,838,281.22	4,183,252.67	772.88
January 2032 . . . . .	2,778,159.92	4,094,549.52	772.88
February 2032 . . . . .	2,719,054.02	4,007,346.59	772.88
March 2032 . . . . .	2,660,947.91	3,921,620.78	772.88
April 2032 . . . . .	2,603,826.22	3,837,349.36	772.88
May 2032 . . . . .	2,547,673.79	3,754,509.89	772.88
June 2032 . . . . .	2,492,475.69	3,673,080.29	772.88
July 2032 . . . . .	2,438,217.22	3,593,038.80	772.88
August 2032 . . . . .	2,384,883.86	3,514,363.97	772.88
September 2032 . . . . .	2,332,461.34	3,437,034.67	772.88
October 2032 . . . . .	2,280,935.59	3,361,030.08	772.88
November 2032 . . . . .	2,230,292.73	3,286,329.69	772.88
December 2032 . . . . .	2,180,519.10	3,212,913.27	772.88
January 2033 . . . . .	2,131,601.23	3,140,760.93	772.88
February 2033 . . . . .	2,083,525.86	3,069,853.02	772.88
March 2033 . . . . .	2,036,279.92	3,000,170.23	772.88
April 2033 . . . . .	1,989,850.53	2,931,693.50	772.88
May 2033 . . . . .	1,944,224.99	2,864,404.05	772.88
June 2033 . . . . .	1,899,390.81	2,798,283.41	772.88
July 2033 . . . . .	1,855,335.67	2,733,313.34	772.88
August 2033 . . . . .	1,812,047.42	2,669,475.90	772.88
September 2033 . . . . .	1,769,514.11	2,606,753.41	772.88
October 2033 . . . . .	1,727,723.96	2,545,128.43	772.88
November 2033 . . . . .	1,686,665.36	2,484,583.80	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
December 2033 . . . . .	\$ 1,646,326.87	\$ 2,425,102.60	\$ 772.88
January 2034 . . . . .	1,606,697.23	2,366,668.18	772.88
February 2034 . . . . .	1,567,765.33	2,309,264.11	772.88
March 2034 . . . . .	1,529,520.23	2,252,874.23	772.88
April 2034 . . . . .	1,491,951.16	2,197,482.58	772.88
May 2034 . . . . .	1,455,047.51	2,143,073.49	772.88
June 2034 . . . . .	1,418,798.81	2,089,631.48	772.88
July 2034 . . . . .	1,383,194.75	2,037,141.31	772.88
August 2034 . . . . .	1,348,225.20	1,985,587.97	772.88
September 2034 . . . . .	1,313,880.14	1,934,956.68	772.88
October 2034 . . . . .	1,280,149.73	1,885,232.86	772.88
November 2034 . . . . .	1,247,024.25	1,836,402.18	772.88
December 2034 . . . . .	1,214,494.15	1,788,450.48	772.88
January 2035 . . . . .	1,182,550.00	1,741,363.84	772.88
February 2035 . . . . .	1,151,182.53	1,695,128.53	772.88
March 2035 . . . . .	1,120,382.59	1,649,731.05	772.88
April 2035 . . . . .	1,090,141.18	1,605,158.08	772.88
May 2035 . . . . .	1,060,449.42	1,561,396.50	772.88
June 2035 . . . . .	1,031,298.57	1,518,433.39	772.88
July 2035 . . . . .	1,002,680.02	1,476,256.02	772.88
August 2035 . . . . .	974,585.30	1,434,851.85	772.88
September 2035 . . . . .	947,006.05	1,394,208.54	772.88
October 2035 . . . . .	919,934.03	1,354,313.91	772.88
November 2035 . . . . .	893,361.14	1,315,155.98	772.88
December 2035 . . . . .	867,279.40	1,276,722.96	772.88
January 2036 . . . . .	841,680.93	1,239,003.20	772.88
February 2036 . . . . .	816,558.00	1,201,985.26	772.88
March 2036 . . . . .	791,902.95	1,165,657.85	772.88
April 2036 . . . . .	767,708.29	1,130,009.86	772.88
May 2036 . . . . .	743,966.59	1,095,030.34	772.88
June 2036 . . . . .	720,670.58	1,060,708.52	772.88
July 2036 . . . . .	697,813.05	1,027,033.77	772.88
August 2036 . . . . .	675,386.93	993,995.63	772.88
September 2036 . . . . .	653,385.26	961,583.79	772.88
October 2036 . . . . .	631,801.16	929,788.12	772.88
November 2036 . . . . .	610,627.88	898,598.62	772.88
December 2036 . . . . .	589,858.74	868,005.44	772.88
January 2037 . . . . .	569,487.19	837,998.88	772.88
February 2037 . . . . .	549,506.78	808,569.40	772.88
March 2037 . . . . .	529,911.12	779,707.59	772.88

<u>Distribution Date</u>	<u>Classes QA, QW, QX and QY (in the aggregate)</u>	<u>Classes FG, GH, GX and GY (in the aggregate)</u>	<u>Classes GZ and KG (in the aggregate)</u>
April 2037 . . . . .	\$ 510,693.96	\$ 751,404.18	\$ 772.88
May 2037 . . . . .	491,849.11	723,650.06	772.88
June 2037 . . . . .	473,370.51	696,436.24	772.88
July 2037 . . . . .	455,252.15	669,753.86	772.88
August 2037 . . . . .	437,488.15	643,594.22	772.88
September 2037 . . . . .	420,072.69	617,948.73	772.88
October 2037 . . . . .	403,000.05	592,808.93	772.88
November 2037 . . . . .	386,264.59	568,166.51	772.88
December 2037 . . . . .	369,860.77	544,013.26	772.88
January 2038 . . . . .	353,783.13	520,341.11	772.88
February 2038 . . . . .	338,026.27	497,142.11	772.88
March 2038 . . . . .	322,584.91	474,408.42	772.88
April 2038 . . . . .	307,453.81	452,132.34	772.88
May 2038 . . . . .	292,627.85	430,306.28	772.88
June 2038 . . . . .	278,101.95	408,922.75	772.88
July 2038 . . . . .	263,871.14	387,974.39	772.88
August 2038 . . . . .	249,930.50	367,453.96	772.88
September 2038 . . . . .	236,275.20	347,354.30	772.88
October 2038 . . . . .	222,900.49	327,668.40	772.88
November 2038 . . . . .	209,801.66	308,389.32	772.88
December 2038 . . . . .	196,974.12	289,510.24	772.88
January 2039 . . . . .	184,413.30	271,024.46	772.88
February 2039 . . . . .	172,114.75	252,925.37	772.88
March 2039 . . . . .	160,074.04	235,206.45	772.88
April 2039 . . . . .	148,286.85	217,861.29	772.88
May 2039 . . . . .	136,748.89	200,883.59	772.88
June 2039 . . . . .	125,455.96	184,267.14	772.88
July 2039 . . . . .	114,403.92	168,005.80	772.88
August 2039 . . . . .	103,588.69	152,093.57	772.88
September 2039 . . . . .	93,006.26	136,524.51	772.88
October 2039 . . . . .	82,652.66	121,292.78	772.88
November 2039 . . . . .	72,524.00	106,392.63	772.88
December 2039 . . . . .	62,616.46	91,818.40	772.88
January 2040 . . . . .	52,926.26	77,564.52	772.88
February 2040 . . . . .	43,449.68	63,625.50	772.88
March 2040 . . . . .	34,183.06	49,995.93	772.88
April 2040 . . . . .	25,122.80	36,670.52	772.88
May 2040 . . . . .	16,265.37	23,644.00	772.88
June 2040 . . . . .	7,607.25	10,911.24	772.88
July 2040 and thereafter . . . . .	0.00	0.00	0.00

Underlying Certificates

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans	Approximate Weighted Remaining Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
1	Ginnie Mae	2009-053	PG	July 30, 2009	38374VXG9	5.0%	FIX	October 2036	PAC I	\$100,000,000	0.93871853	\$93,871,853	100%	5.346%	345	14	II
2	Ginnie Mae	2009-056	MF	July 30, 2009	38374VLG2	(3)	FLT	July 2039	SUP	7,000,000	0.95583215	6,690,825	100	6.398	310	44	II
2	Ginnie Mae	2009-056	NF	July 30, 2009	38374VLJ6	(3)	FLT	July 2039	SUP	10,000,000	0.95583215	9,558,321	100	6.398	310	44	II
2	Ginnie Mae	2009-056	OF	July 30, 2009	38374VLN7	(3)	FLT	July 2039	SUP	6,834,629	0.95583215	6,532,758	100	6.398	310	44	II

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

(2) Underlying Certificate Factors are as of August 1, 2010.

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

**Cover Pages and Terms Sheets  
from Underlying Certificate Disclosure Documents**



\$1,231,260,421

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2009-053

**The Securities**

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

**The Ginnie Mae Guaranty**

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

**The Trust and its Assets**

The Trust will own Ginnie Mae Certificates.

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

**See "Risk Factors" beginning on page S-9 which highlights some of these risks.**

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

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
AB(1)	\$153,333,334	4.5%	PAC/AD	FIX	38374VVM8	October 2038
BZ	74,461,766	6.0	SUP	FIX/Z	38374VVN6	July 2039
FB	30,000,000	(5)	PAC/AD	FLT	38374VVP1	October 2038
FC	200,000,000	(5)	PAC/AD	FLT	38374VVQ9	October 2038
IC(1)	3,000,000	(5)	NTL (PAC/AD)	INV/IO	38374VVR7	October 2038
SC(1)	230,000,000	(5)	NTL (PAC/AD)	INV/IO	38374VVS5	October 2038
ZB	4,852,321	6.0	PAC/AD	FIX/Z	38374VVT3	July 2039
<b>Security Group 2</b>						
FA	100,000,000	(5)	PT	FLT	38374VVU0	July 2039
LA	21,260,000	5.0	SUP	FIX	38374VVV8	February 2039
LB	2,436,000	5.0	SUP	FIX	38374VWW6	May 2039
LC	1,493,000	5.0	SUP	FIX	38374VWX4	July 2039
LD	10,154,000	5.0	PAC II	FIX	38374VWY2	July 2039
PB(1)	59,491,000	5.0	PAC I	FIX	38374VWZ9	July 2039
PC(1)	5,166,000	5.0	PAC II	FIX	38374VWA3	July 2039
SA	100,000,000	(5)	NTL (PT)	INV/IO	38374VWB1	July 2039
<b>Security Group 3</b>						
AP	200,000,000	5.0	PAC I	FIX	38374VWC9	November 2036
CA	14,409,000	5.0	SUP	FIX	38374VWD7	April 2039
CB	2,934,000	5.0	SUP	FIX	38374VWE5	July 2039
CD	9,474,000	5.0	PAC II	FIX	38374VWF2	July 2039
CE	499,000	5.0	PAC II	FIX	38374VWG0	July 2039
CG	6,000,000	5.5	SUP	FIX	38374VWH8	April 2039
CH	6,000,000	4.5	SUP	FIX	38374VWJ4	April 2039
CP(1)	39,271,000	5.0	PAC I	FIX	38374VWK1	June 2038
DA	8,415,000	5.0	PAC II	FIX	38374VWL9	July 2039
DB	12,391,000	5.0	SUP	FIX	38374VWM7	March 2039
DC	3,537,000	5.0	SUP	FIX	38374VWN5	July 2039
DE	15,000,000	4.5	SUP	FIX	38374VWP0	March 2039
DI	1,500,000	5.0	NTL (SUP)	FIX/IO	38374VWQ8	March 2039
DP(1)	31,249,000	5.0	PAC I	FIX	38374VWR6	July 2039
WA	12,784,000	5.0	SUP	FIX	38374VWS4	January 2039
WB	1,605,000	5.0	SUP	FIX	38374VWT2	April 2039
WC	2,335,000	5.0	SUP	FIX	38374VWU9	July 2039
WD	4,619,000	5.0	PAC II	FIX	38374VWV7	July 2039
WE	3,500,000	4.5	SUP	FIX	38374VWW5	January 2039
WG	3,500,000	5.5	SUP	FIX	38374VWX3	January 2039
<b>Security Group 4</b>						
GA	20,000,000	5.0	SUP	FIX	38374VWY1	April 2039
GB	4,038,000	5.0	SUP	FIX	38374VWZ8	July 2039
GD	13,040,000	5.0	PAC II	FIX	38374VXA2	July 2039
GE	686,000	5.0	PAC II	FIX	38374VXB0	July 2039
GH	8,171,000	4.5	SUP	FIX	38374VXC8	April 2039
GK	8,171,000	5.5	SUP	FIX	38374VXD6	April 2039
JP(1)	21,537,000	5.0	PAC I	FIX	38374VXE4	June 2038
KP(1)	15,448,000	5.0	PAC I	FIX	38374VXF1	July 2039
PG	100,000,000	5.0	PAC I	FIX	38374VXG9	October 2036
<b>Residual</b>						
RR	0	0.0	NPR	NPR	38374VXH7	July 2039

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

CREDIT SUISSE

FINACORP SECURITIES

The date of this Offering Circular Supplement is July 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:** Credit Suisse Securities (USA) LLC

**Co-Sponsor:** Finacorp Securities

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

**Tax Administrator:** The Trustee

**Closing Date:** July 30, 2009

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

**Trust Assets:**

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

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

**Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets<sup>1</sup>:**

<u>Principal Balance<sup>2</sup></u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>3</sup></u>
<b>Group 1 Trust Assets</b>			
\$462,647,421	350	8	6.5%
<b>Group 2 Trust Assets</b>			
\$200,000,000	343	16	6.4%
<b>Group 3 Trust Assets</b>			
\$377,522,000	358	2	5.4%
<b>Group 4 Trust Assets</b>			
\$191,091,000	359	1	5.4%

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

<sup>2</sup> Does not include the Group 4 Trust Assets that will be added to pay the Trustee Fee.

<sup>3</sup> The Mortgage Loans underlying the Group 2, 3 and 4 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 and 4 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Trust Assets will differ from the weighted averages shown above, perhaps significantly. See “*The Trust Assets — The Mortgage Loans*” in this Supplement.

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

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

**Increased Minimum Denomination Classes:** Each Class that constitutes 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:

<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>
<b>Security Group 1</b>						
FB .....	LIBOR + 0.60%	1.018%	0.60%	7.00%	0	0.00%
FC .....	LIBOR + 0.65%	1.068%	0.65%	7.00%	0	0.00%
IC.....	64.00% – (LIBOR × 10.00)	0.500%	0.00%	0.50%	0	6.40%
SB .....	6.40% – LIBOR	5.982%	0.00%	6.40%	0	6.40%
SC .....	6.35% – LIBOR	5.932%	0.00%	6.35%	0	6.35%
<b>Security Group 2</b>						
FA .....	LIBOR + 0.95%	1.271%	0.95%	7.00%	0	0.00%
SA .....	6.05% – LIBOR	5.729%	0.00%	6.05%	0	6.05%

(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 BZ and ZB Accrual Amounts will be allocated as follows:

- The ZB Accrual Amount, concurrently, to AB, FB and FC, pro rata, until retired, and then to ZB
- The Group 1 Principal Distribution Amount and the BZ Accrual Amount in the following order of priority:
  1. To the Group 1 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
    - a. Concurrently, to AB, FB and FC, pro rata, while outstanding
    - b. To ZB, while outstanding
  2. To BZ, until retired
  3. To the Group 1 PAC Classes, in the same order and priority described in step 1. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

#### **SECURITY GROUP 2**

The Group 2 Principal Distribution Amount will be allocated, concurrently, as follows:

1. 50% in the following order of priority:
  - a. To PB and PC, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, as follows:
    - i. To PB, until reduced to its Scheduled Principal Balance for that Distribution Date
    - ii. To PC, while outstanding
    - iii. To PB, without regard to its Scheduled Principal Balance, while outstanding
  - b. To LD, until reduced to its Scheduled Principal Balance for that Distribution Date
  - c. Sequentially, to LA, LB and LC, in that order, until retired
  - d. To LD, without regard to its Scheduled Principal Balance, until retired
  - e. To PB and PC, in the same order and priority described in step 1.a above, but without regard to their Aggregate Scheduled Principal Balance, until retired
2. 50% to FA, until retired

#### **SECURITY GROUP 3**

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

1. Sequentially, to AP, CP and DP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently, as follows:
  - a. 26.4882899385% in the following order of priority:
    - i. To WD, until reduced to its Scheduled Principal Balance for that Distribution Date
    - ii. Concurrently, to WA, WE and WG, pro rata, until retired

- iii. Sequentially, to WB and WC, in that order, until retired
- iv. To WD, without regard to its Scheduled Principal Balance, until retired
- b. 36.7432384441% in the following order of priority:
  - i. Sequentially, to CD and CE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
  - ii. Concurrently, to CA, CG and CH, pro rata, until retired
  - iii. To CB, until retired
  - iv. Sequentially, to CD and CE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
- c. 36.7684716174% in the following order of priority:
  - i. To DA, until reduced to its Scheduled Principal Balance for that Distribution Date
  - ii. Concurrently, to DB and DE, pro rata, until retired
  - iii. To DC, until retired
  - iv. To DA, without regard to its Scheduled Principal Balance, until retired
- 3. Sequentially, to AP, CP and DP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

#### **SECURITY GROUP 4**

A percentage of the Group 4 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 4 Principal Distribution Amount (the "Group 4 Adjusted Principal Distribution Amount") will be allocated in the following order of priority:

- 1. Sequentially, to PG, JP and KP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
- 2. Sequentially, to GD and GE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
- 3. Concurrently, to GA, GH and GK, pro rata, until retired
- 4. To GB, until retired
- 5. Sequentially, to GD and GE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
- 6. Sequentially, to PG, JP and KP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

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

<u>Class</u>	<u>Structuring Ranges</u>
<b>PAC Classes</b>	
AB, FB, FC and ZB (in the aggregate) . . . . .	260% PSA – 400% PSA
<b>PAC I Classes</b>	
AP, CP and DP (in the aggregate). . . . .	100% PSA – 250% PSA
JP, KP and PG (in the aggregate) . . . . .	100% PSA – 250% PSA
PB . . . . .	100% PSA – 350% PSA
<b>PAC I and PAC II Classes</b>	
PB and PC (in the aggregate) . . . . .	100% PSA – 300% PSA
<b>PAC II Classes</b>	
CD and CE (in the aggregate). . . . .	130% PSA – 250% PSA
DA . . . . .	125% PSA – 250% PSA
GD and GE (in the aggregate) . . . . .	130% PSA – 250% PSA
LD . . . . .	175% PSA – 400% PSA
WD . . . . .	120% PSA – 250% PSA

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

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
<b>Security Group 1</b>		
AI . . . . .	\$ 38,333,333	25% of AB (PAC/AD Class)
IC . . . . .	3,000,000	10% of FB (PAC/AD Class)
SB . . . . .	30,000,000	100% of FB (PAC/AD Class)
SC . . . . .	230,000,000	100% of FB and FC (in the aggregate) (PAC/AD Classes)
<b>Security Group 2</b>		
BI . . . . .	\$ 19,830,333	33.3333333333% of PB (PAC I Class)
PI . . . . .	21,552,333	33.3333333333% of PB and PC (in the aggregate) (PAC I and PAC II Classes)
SA . . . . .	100,000,000	100% of FA (PT Class)
<b>Security Group 3</b>		
DI . . . . .	\$ 1,500,000	10% of DE (SUP 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.



**\$440,875,000**

**Government National Mortgage Association**

**GINNIE MAE®**

**Guaranteed REMIC Pass-Through Securities  
Ginnie Mae REMIC Trust 2009-056**

**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 concurrently issued certificates.

Class of REMIC Securities	Original Principal Balance(1)	Interest Rate	Principal Type(2)	Interest Type(2)	CUSIP Number	Final Distribution Date(3)
<b>Security Group 1</b>						
MF . . . . .	\$ 7,000,000	(4)	SUP	FLT	38374VLG2	July 2039
NA . . . . .	129,000,000	4.00%	PAC/AD	FIX	38374VLH0	July 2039
NF . . . . .	10,000,000	(4)	SUP	FLT	38374VLJ6	July 2039
NI . . . . .	129,000,000	2.00	NTL (PAC/AD)	FIX/IO	38374VLK3	July 2039
NO . . . . .	1,986,220	0.00	SUP	PO	38374VLL1	July 2039
NS . . . . .	23,834,629	(4)	NTL (SUP)	INV/IO	38374VLM9	July 2039
OF . . . . .	6,834,629	(4)	SUP	FLT	38374VLN7	July 2039
ZN . . . . .	54,151	6.00	PAC	FIX/Z	38374VLP2	July 2039
<b>Security Group 2</b>						
CA . . . . .	106,081,064	5.00	PAC I	FIX	38374VLV9	November 2036
CB . . . . .	37,289,898	5.00	PAC I	FIX	38374VLW7	July 2039
MA . . . . .	12,109,543	5.00	PAC II	FIX	38374VLQ0	July 2039
MB . . . . .	23,702,381	5.00	SUP	FIX	38374VLS6	March 2039
MC . . . . .	5,817,114	5.00	SUP	FIX	38374VLR8	July 2039
MD . . . . .	15,000,000	4.50	SUP	FIX	38374VLT4	March 2039
MI . . . . .	1,500,000	5.00	NTL (SUP)	FIX/IO	38374VLU1	March 2039
<b>Security Group 3</b>						
FN . . . . .	79,325,000	(4)	SC/TAC/AD	FLT	38374VLX5	July 2039
NZ . . . . .	6,675,000	7.00	SC/SUP	FIX/Z	38374VLY3	July 2039
SN . . . . .	79,325,000	(4)	SC/NTL (TAC/AD)	INV/IO	38374VLZ0	July 2039
<b>Residuals</b>						
RR1 . . . . .	0	0.00	NPR	NPR	38374VMA4	July 2039
RR2 . . . . .	0	0.00	NPR	NPR	38374VMB2	July 2039

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

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

**See "Risk Factors" beginning on page S-7 which highlights some of these risks.**

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

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

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

**Jefferies & Company**

**Loop Capital Markets, LLC**

**The date of this Offering Circular Supplement is July 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:** Jefferies & Company, Inc.

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

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

**Tax Administrator:** The Trustee

**Closing Date:** July 30, 2009

**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 2009.

**Trust Assets:**

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

(1) Certain information regarding the Underlying Certificates is set forth in Exhibit A and in this Supplement. This Supplement is the disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Document”).

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

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

<u>Principal Balance<sup>2</sup></u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>3</sup></u>
<b>Group 1 Trust Assets<sup>4</sup></b>			
\$154,875,000	329	29	6.397%
<b>Group 2 Trust Assets</b>			
\$200,000,000	357	2	5.400%

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

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

<sup>3</sup> The Mortgage Loans underlying the Group 1 and 2 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

<sup>4</sup> Group 3 Trust Assets are backed indirectly by the Group 1 Trust Assets.

The actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 1 and 2 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.

**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.

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>
FN	LIBOR + 0.78%	1.08%	0.78%	7.00%	0	0.00%
MF	LIBOR + 1.40%	1.70%	1.40%	6.50%	0	0.00%
NF	LIBOR + 1.40%	1.70%	1.40%	6.50%	0	0.00%
NS	5.10% – LIBOR	4.80%	0.00%	5.10%	0	5.10%
OF	LIBOR + 1.40%	1.70%	1.40%	6.50%	0	0.00%
SN	6.22% – LIBOR	5.92%	0.00%	6.22%	0	6.22%

(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, the following distributions will be made to the related Securities:

#### **SECURITY GROUP 1**

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

- The ZN Accrual Amount, sequentially, to NA and ZN, in that order, until retired
- The Group 1 Principal Distribution Amount in the following order of priority:
  1. Sequentially, to NA and ZN, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
  2. Concurrently, to MF, NO, NF and OF, pro rata, until retired
  3. Sequentially, to NA and ZN, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 2**

A percentage of the Group 2 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 2 Principal Distribution Amount (the “Group 2 Adjusted Principal Distribution Amount”) will be allocated in the following order of priority:

1. Sequentially, to CA and CB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To MA, until reduced to its Scheduled Principal Balance for that Distribution Date
3. Concurrently, to MB and MD, pro rata, until retired
4. To MC, until retired
5. To MA, without regard to its Scheduled Principal Balance, until retired
6. Sequentially, to CA and CB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

**SECURITY GROUP 3**

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

1. To FN, until reduced to its Scheduled Principal Balance for that Distribution Date
2. To NZ, until retired
3. To FN, 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>
<b>PAC Classes</b>	
NA and ZN (in the aggregate) . . . . .	600% PSA through 850% PSA
<b>PAC I Classes</b>	
CA and CB (in the aggregate) . . . . .	100% PSA through 250% PSA
<b>PAC II Class</b>	
MA . . . . .	125% PSA through 250% PSA
<b>TAC Class</b>	
FN . . . . .	501% PSA

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

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
MI .....	\$ 1,500,000	10% of MD (SUP Class)
NI .....	129,000,000	100% of NA (PAC/AD Class)
NS .....	23,834,629	100% of MF, NF and OF (SUP Classes) (in the aggregate)
SN .....	79,325,000	100% of FN (SC/TAC/AD Class)

**Tax Status:** Double REMIC Series as to the Group 1 and 2 Trust Assets and Double REMIC Series as to the Group 3 Trust Assets. Separate REMIC elections will be made as to the Issuing REMIC and the Pooling REMIC with respect to the Group 1 and 2 Trust Assets and the Group 3 Trust Assets (the “Group 1 and 2 Pooling REMIC,” the “Group 1 and 2 Issuing REMIC,” the “Group 3 Pooling REMIC,” and the “Group 3 Issuing REMIC,” respectively). See “*Certain Federal Income Tax Consequences*” in this Supplement and in the Base Offering Circular.

**Regular and Residual Classes:** Class RR1 is a Residual Class and represents the Residual Interest of the Group 1 and 2 Issuing REMIC and the Group 1 and 2 Pooling REMIC; Class RR2 is a Residual Class and represents the Residual Interest of the Group 3 Issuing REMIC and the Group 3 Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.



**\$2,049,425,757**

**Government National  
Mortgage Association**

**GINNIE MAE<sup>®</sup>**

**Guaranteed REMIC  
Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2010-107**

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***OFFERING CIRCULAR SUPPLEMENT***  
**August 23, 2010**

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**BOFA MERRILL LYNCH  
LOOP CAPITAL MARKETS LLC**