



\$1,680,729,461

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-162

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be December 29, 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)
Security Group 1						
DS(1)	\$134,923,125	(5)	NTL (PAC/AD)	INV/IO	38377RNK7	May 2039
FD(1)	134,923,125	(5)	PAC/AD	FLT	38377RNL5	May 2039
PB(1)	23,420,000	3.00%	PAC I/AD	FIX	38377RNM3	May 2039
PE	200,000,000	3.00	PAC/AD	FIX	38377RNN1	May 2039
PK(1)	1,451,875	3.00	PAC II/AD	FIX	38377RNP6	May 2039
PV(1)	16,386,000	4.50	AD/PAC	FIX	38377RNQ4	January 2022
SC(1)	134,923,125	(5)	NTL (PAC/AD)	INV/IO	38377RNR2	May 2039
VP(1)	12,068,000	4.50	PAC/AD	FIX	38377RNS0	September 2027
ZC	55,000,000	4.50	TAC	FIX/Z	38377RNT8	December 2040
ZD	5,633,385	4.50	SUP	FIX/Z	38377RNU5	December 2040
ZK(1)	25,531,000	4.50	PAC/AD	FIX/Z	38377RVN3	December 2040
Security Group 2						
EI	18,750,000	4.00	NTL (PT)	FIX/IO	38377RNW1	December 2025
EJ	50,000,000	2.50	PT	FIX	38377RNX9	December 2025
Security Group 3						
DC	50,000,000	2.50	PT	FIX	38377RNY7	December 2025
DI	18,750,000	4.00	NTL (PT)	FIX/IO	38377RNZ4	December 2025
Security Group 4						
KA(1)	26,539,000	4.50	TAC/AD	FIX	38377RPA7	December 2040
QJ(1)	106,259,000	4.50	PAC	FIX	38377RPB5	June 2032
QK(1)	110,696,000	4.50	PAC	FIX	38377RPC3	June 2039
VK(1)	9,128,000	4.50	AD/PAC	FIX	38377RPD1	January 2022
VL(1)	6,686,000	4.50	PAC/AD	FIX	38377RPE9	September 2027
ZG	40,000,000	4.50	TAC/AD	FIX/Z	38377RPF6	December 2040
ZH	1,238,333	4.50	SUP	FIX/Z	38377RPG4	December 2040
ZL(1)	14,183,000	4.50	PAC	FIX/Z	38377RPH2	December 2040
Security Group 5						
CA	38,100	4.50	SC/SUP	FIX	38377RPJ8	June 2040
QD(1)	14,649,000	4.50	SC/PAC/AD	FIX	38377RPK5	June 2040
QZ(1)	22,826,000	4.50	SC/PAC	FIX/Z	38377RPL3	June 2040
Security Group 6						
NI	2,136,363	5.50	NTL (SC/PAC/AD)	FIX/IO	38377RPM1	July 2039
NK	5,000,000	1.65	SC/PAC/AD	FIX	38377RPN9	July 2039
Z	2,017,326	4.00	SC/SUP	FIX/Z	38377RPP4	July 2039
Security Group 7						
MA	50,212,000	2.50	PAC/AD	FIX	38377RPQ2	October 2039
MB	11,637,000	4.50	PAC/AD	FIX	38377RPR0	December 2040
MF	50,212,000	(5)	PAC/AD	FLT	38377RPS8	October 2039
MS	50,212,000	(5)	NTL (PAC/AD)	INV/IO	38377RPT6	October 2039
MZ	1,000	4.50	PAC/AD	FIX/Z	38377RPU3	December 2040
ZM	24,938,000	4.50	SUP	FIX/Z	38377RPV1	December 2040

(Cover continued on next page)

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 8						
BD	\$ 40,000,000	3.00%	SEQ	FIX	38377RPW9	June 2034
EF(1)	16,000,000	(5)	SEQ	FLT	38377RPX7	June 2034
ES(1)	16,000,000	(5)	NTL (SEQ)	INV/IO	38377RPY5	June 2034
VE(1)	11,724,987	4.00	SEQ/AD	FIX	38377RPZ2	November 2023
ZE(1)	17,441,249	4.00	SEQ	FIX/Z	38377RQA6	December 2040
Security Group 9						
FE	120,000,000	(5)	PAC/AD	FLT	38377RQB4	December 2040
MD	200,000,000	3.00	PAC/AD	FIX	38377RQC2	December 2040
SE	120,000,000	(5)	NTL (PAC/AD)	INV/IO	38377RQD0	December 2040
VM(1)	9,692,000	4.50	AD/PAC	FIX	38377RQE8	January 2022
VN(1)	7,138,000	4.50	PAC/AD	FIX	38377RQF5	September 2027
ZA(1)	45,560,000	4.50	TAC/AD	FIX/Z	38377RQG3	December 2040
ZB(1)	2,398,081	4.50	SUP	FIX/Z	38377RQH1	December 2040
ZN(1)	15,102,000	4.50	PAC	FIX/Z	38377RQJ7	December 2040
Security Group 10						
A	100,000,000	4.00	SEQ	FIX	38377RQK4	October 2037
AV(1)	7,204,000	4.00	AD/SEQ	FIX	38377RQL2	February 2022
AZ(1)	12,873,000	4.00	SEQ	FIX/Z	38377RQM0	December 2040
BV(1)	4,923,000	4.00	SEQ/AD	FIX	38377RQN8	August 2027
Residual						
RR	0	0.00	NPR	NPR	38377RQP3	December 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 5 and 6 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: Nomura Securities International, Inc.

Co-Sponsor: Loop Capital Markets LLC

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: December 29, 2010

Distribution Dates: For the Group 2, 3, 4, 6 and 8 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in January 2011. For the Group 1, 5, 7, 9 and 10 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in January 2011.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	4.5%	30
2	Ginnie Mae I	4.0	15
3	Ginnie Mae I	4.0	15
4	Ginnie Mae I	4.5	30
5	Underlying Certificates	(1)	(1)
6	Underlying Certificate	(1)	(1)
7	Ginnie Mae II	4.5	30
8	Ginnie Mae I	4.0	30
9	Ginnie Mae II	4.5	30
10	Ginnie Mae II	4.0	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. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$474,413,385	356	3	4.83%
Group 2 Trust Assets			
\$ 50,000,000	177	3	4.50%
Group 3 Trust Assets			
\$ 50,000,000	168	10	4.50%
Group 4 Trust Assets			
\$314,729,333	349	10	5.00%
Group 7 Trust Assets			
\$137,000,000	356	3	4.83%
Group 8 Trust Assets			
\$ 85,166,236	357	3	4.50%
Group 9 Trust Assets			
\$399,890,081	346	13	4.90%
Group 10 Trust Assets			
\$125,000,000	358	2	4.50%

¹ As of December 1, 2010.

² Does not include the Group 10 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 7, 9 and 10 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1, 7, 9 and 10 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans”* in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
DS.....	6.60% – LIBOR	0.050%	0.00%	0.05%	0	6.60%
EF.....	LIBOR + 0.45%	0.714%	0.45%	6.50%	0	0.00%
ES.....	6.05% – LIBOR	5.786%	0.00%	6.05%	0	6.05%
FC.....	LIBOR + 0.45%	0.740%	0.45%	7.00%	0	0.00%
FD.....	LIBOR + 0.40%	0.690%	0.40%	7.00%	0	0.00%
FE.....	LIBOR + 0.45%	0.708%	0.45%	7.00%	0	0.00%
MF.....	LIBOR + 0.45%	0.714%	0.45%	6.50%	0	0.00%
MS.....	6.05% – LIBOR	5.786%	0.00%	6.05%	0	6.05%
SC.....	6.55% – LIBOR	6.260%	0.00%	6.55%	0	6.55%
SD.....	6.60% – LIBOR	6.310%	0.00%	6.60%	0	6.60%
SE.....	6.55% – LIBOR	6.292%	0.00%	6.55%	0	6.55%

- (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 ZC, ZD and ZK Accrual Amounts will be allocated as follows:

- The ZK Accrual Amount, sequentially, to PV, VP and ZK, in that order, until retired
- The Group 1 Principal Distribution Amount and the ZC and ZD Accrual Amounts 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, as follows:
 - (i) 93.0872093831% concurrently, to FD and PE, pro rata, until retired
 - (ii) 6.9127906169% in the following order of priority:
 - A. To PB, until reduced to its Scheduled Principal Balance for that Distribution Date

B. To PK, until retired

C. To PB, without regard to its Scheduled Principal Balance, until retired

b. Sequentially, to PV, VP and ZK, in that order, until retired

2. To ZC, until reduced to its Scheduled Principal Balance for that Distribution Date

3. To ZD, until retired

4. To ZC, without regard to its Scheduled Principal Balance, until retired

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

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated to EJ, until retired

SECURITY GROUP 3

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

SECURITY GROUP 4

The Group 4 Principal Distribution Amount and the ZG, ZH and ZL Accrual Amounts will be allocated as follows:

- The ZL Accrual Amount, sequentially, to VK, VL and ZL, in that order, until retired
- The ZG and ZH Accrual Amounts in the following order of priority:
 1. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To ZG, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZH, until retired
 4. To ZG, without regard to its Scheduled Principal Balance, until retired
- The Group 4 Principal Distribution Amount in the following order of priority:
 1. Sequentially, to QJ, QK, VK, VL and ZL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZG, until reduced to its Scheduled Principal Balance for that Distribution Date
 4. To ZH, until retired
 5. To ZG, without regard to its Scheduled Principal Balance, until retired
 6. To KA, without regard to its Scheduled Principal Balance, until retired
 7. Sequentially, to QJ, QK, VK, VL and ZL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 5

The Group 5 Principal Distribution Amount and the QZ Accrual Amount will be allocated as follows:

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

SECURITY GROUP 6

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

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

SECURITY GROUP 7

The Group 7 Principal Distribution Amount and the MZ and ZM Accrual Amounts will be allocated as follows:

- The MZ Accrual Amount in the following order of priority:
 1. Concurrently, to MA and MF, pro rata, until retired
 2. Sequentially, to MB and MZ, in that order, until retired
- The Group 7 Principal Distribution Amount and ZM Accrual Amount in the following order of priority:
 1. To the Group 7 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, to MA and MF, pro rata, until retired
 - b. Sequentially, to MB and MZ, in that order, until retired
 2. To ZM, until retired
 3. To the Group 7 PAC Classes, in the same manner and priority described in step 1 above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 8

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

- The ZE Accrual Amount, sequentially, to VE and ZE, in that order, until retired

- The Group 8 Principal Distribution Amount in the following order of priority:
 1. Concurrently, to BD and EF, pro rata, until retired
 2. Sequentially, to VE and ZE, in that order, until retired

SECURITY GROUP 9

The Group 9 Principal Distribution Amount and the ZA, ZB and ZN Accrual Amounts will be allocated as follows:

- The ZA and ZB Accrual Amounts in the following order of priority:
 1. Concurrently, to MD and FE, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZA, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZB, until retired
 4. To ZA, without regard to its Scheduled Principal Balance, until retired
- The ZN Accrual Amount, sequentially, to VM, VN and ZN, in that order, until retired
- The Group 9 Principal Distribution Amount in the following order of priority:
 1. Concurrently, to MD and FE, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to VM, VN and ZN, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 3. To ZA, until reduced to its Scheduled Principal Balance for that Distribution Date
 4. To ZB, until retired
 5. To ZA, without regard to its Scheduled Principal Balance, until retired
 6. Concurrently, to MD and FE, pro rata, without regard to their Aggregate Scheduled Principal Balance, until retired
 7. Sequentially, to VM, VN and ZN, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 10

A percentage of the Group 10 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 10 Principal Distribution Amount (the “Group 10 Adjusted Principal Distribution Amount”) and the AZ Accrual Amount will be allocated as follows:

- The AZ Accrual Amount, sequentially, to AV, BV and AZ, in that order, until retired
- The Group 10 Adjusted Principal Distribution Amount, sequentially, to A, AV, BV and AZ, in that order, 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 Rates:

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PAC, PAC I and PAC II Classes	
FD, PB, PE, PK, PV, VP and ZK (in the aggregate)	170% PSA through 250% PSA
PAC Classes	
FE and MD (in the aggregate)	175% PSA through 250% PSA
MA, MB, MF and MZ (in the aggregate)	175% PSA through 300% PSA
NK	200% PSA through 440% PSA
QD and QZ (in the aggregate)	125% PSA through 245% PSA
QJ, QK, VK, VL and ZL (in the aggregate)	128% PSA through 250% PSA
VM, VN and ZN (in the aggregate)	175% PSA through 250% PSA
PAC I Class	
PB	125% PSA through 250% PSA
TAC Classes	
KA	150% PSA
ZA	250% PSA
ZC*	274% PSA
<u>ZG</u>	<u>291% PSA</u>

* No initial Effective Rate.

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>
DI.	\$ 18,750,000	37.5% of DC (PT Class)
DS	134,923,125	100% of FD (PAC/AD Class)
EI	18,750,000	37.5% of EJ (PT Class)
ES.	16,000,000	100% of EF (SEQ Class)
GI.	110,696,000	100% of QK (PAC Class)
IP	\$ 5,204,444	22.222222222% of PB (PAC I/AD Class)
	<u>322,639</u>	22.222222222% of PK (PAC II/AD Class)
	<u>\$ 5,527,083</u>	

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
JJ	\$106,259,000	100% of QJ (PAC Class)
KI	14,743,888	55.555555556% of KA (TAC/AD Class)
MS	50,212,000	100% of MF (PAC/AD Class)
NI	2,136,363	42.7272727273% of NK (SC/PAC/AD Class)
PI	5,204,444	22.2222222222% of PB (PAC I/AD Class)
SC	134,923,125	100% of FD (PAC/AD Class)
SD	134,923,125	100% of FD (PAC/AD Class)
SE	120,000,000	100% of FE (PAC/AD Class)
WI	\$106,259,000	100% of QJ (PAC Class)
	<u>92,089,000</u>	83.1909012069% of QK (PAC Class)
	<u>\$198,348,000</u>	

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

Regular and Residual Classes: Class RR is a Residual Class and 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.

In addition to voluntary prepayments, mortgage loans can be prepaid as a result of governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted mortgage loans. Although under certain circumstances Ginnie Mae issuers have the option to repurchase defaulted mortgage loans from the related pool underlying a Ginnie Mae MBS certificate, they are not obligated to do so. Defaulted mortgage loans that remain in pools backing Ginnie Mae MBS certificates may be subject to governmental mortgage insurance claim payments, loss mitigation arrangements or foreclosure, which could have the same effect as voluntary prepayments on the cash flow available to pay the securities. No assurances can be given as to the timing or frequency of any governmental mortgage insurance claim payments, issuer repurchases, loss mitigation arrangements or foreclosure proceedings with respect to defaulted mortgage loans and the resulting effect on the timing or rate of principal payments on your securities.

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

- you bought your securities at a premium (interest only securities, for example) and

principal payments are faster than you expected, or

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

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

Under certain circumstances, a Ginnie Mae issuer has the right to repurchase a defaulted mortgage loan from the related pool of mortgage loans underlying a particular Ginnie Mae MBS certificate, the effect of which would be comparable to a prepayment of such mortgage loan.

At its option and without Ginnie Mae's prior consent, a Ginnie Mae issuer may repurchase any mortgage loan at an amount equal to par less any amounts previously advanced by such issuer in connection with its responsibilities as servicer of such mortgage loan to the extent that (i) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or before December 1, 2002, such mortgage loan has been delinquent for four consecutive months, and at least one delinquent payment remains uncured or (ii) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or after January 1, 2003, no payment has been made on such mortgage loan for three consecutive months. Any such repurchase will result in prepayment of the principal balance or reduction in the notional balance of the securities ultimately backed by such mortgage loan. No assurances can be given as to the timing or frequency of any such repurchases.

The level of LIBOR will affect the yields on floating rate and inverse floating rate securities.

If LIBOR performs differently from what you expect, the yield on your securities may be lower than you expect. Lower levels of LIBOR will generally reduce the yield on floating rate

securities; higher levels of LIBOR will generally reduce the yield on inverse floating rate securities. You should bear in mind that the timing of changes in the level of LIBOR may affect your yield: generally, the earlier a change, the greater the effect on your yield. It is doubtful that LIBOR will remain constant.

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

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

The rate of principal payments on the underlying certificates will directly affect the rate of principal payments on and reduction in the notional balance of the group 5 and 6 securities. The underlying certificates will be sensitive in varying degrees to

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

As described in the related underlying certificate disclosure documents, certain of the underlying certificates included in trust asset group 5 are not entitled to distributions of principal until certain classes of the related underlying series have been retired and, accordingly, distributions of principal of the related mortgage loans for extended periods may be applied to the distribution of principal of those classes of certificates having priority over the underlying certificates.

In addition, the principal entitlements of the underlying certificates on any payment date are calculated, directly or indirectly, on the basis of schedules; no assurance can be given that the underlying certificates will adhere to their schedules. Further, prepayments on the related mortgage loans may have occurred at rates faster or slower than those initially assumed.

The trust assets underlying certain of the underlying certificates included in trust asset group 5 are also previously issued certificates that represent beneficial ownership interests in separate trusts. The distribution priorities of the previously issued certificates backing these underlying certificates will directly affect the timing and rate of principal payments on the group 5 securities. You should read the related underlying certificate disclosure documents, including the risk factors contained therein, to understand the distribution priorities and related risks of the previously issued certificates backing these underlying certificates.

This supplement contains no information as to whether the underlying certificates have adhered to any applicable principal balance schedules, whether any related supporting classes remain outstanding or whether the underlying certificates otherwise have performed as originally anticipated. Additional information as to the underlying certificates may be obtained by performing an analysis of current principal factors of the underlying certificates in light of applicable information contained in the related underlying certificate disclosure documents.

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

Subject to special pooling parameters set forth in the Ginnie Mae Mortgage-Backed Securities

Guide, qualifying federally-insured or guaranteed mortgage loans that exceed certain balance thresholds established by Ginnie Mae (“higher balance mortgage loans” 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 5 and 6 securities and, in particular, the support, interest only, principal only, inverse floating rate, accrual and residual classes, are not suitable investments for all investors.

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

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

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

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

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

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

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

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

THE TRUST ASSETS

General

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

The Trust MBS (Groups 1, 2, 3, 4, 7, 8, 9 and 10)

The Group 2, 3, 4 and 8 Trust Assets are either:

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

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

The Group 1, 7, 9 and 10 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 rate of 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 5 and 6)

The Group 5 and 6 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 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the

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

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and, in the case of the Group 1, 7, 9 and 10 Trust Assets, Mortgage Rates of the Mortgage Loans. However, the actual remaining terms to maturity, loan ages and, in the case of the Group 1, 7, 9 and 10 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of the Mortgage Loans can have a significant effect on the Weighted Average Lives and yields of the Securities. See *“Risk Factors” and “Yield, Maturity and Prepayment Considerations” in this Supplement*.

The Trustee Fee

On each Distribution Date, the Trustee will retain a fixed percentage of all principal and interest distributions received on specified Trust Assets in payment of 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 Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the 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
Group 1, 7 and 9 Floating Rate and Inverse Floating Rate Classes	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date
Group 8 Floating Rate and Inverse Floating Rate Classes	From the 16th day of the month preceding the month of the related Distribution Date through the 15th day of the month of that Distribution Date

Fixed Rate Classes

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

Floating Rate and Inverse Floating Rate Classes

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

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

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

Accrual Classes

Each of Classes AZ, MZ, QZ, Z, ZA, ZB, ZC, ZD, ZE, ZG, ZH, ZK, ZL, ZM and ZN 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 applicable Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities (and any addition to the Class Principal Balance of an Accrual Class) or any reduction of Class Notional Balance on that Distribution Date (each, a “Class Factor”).

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

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

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 4, 5, 6, 7, 8 and 9, 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 4, 5, 6, 7, 8 and 9, the related REMIC Securities may be exchanged for proportionate interests in various subcombinations of MX Classes. Similarly, all or a portion of these MX Classes may be exchanged for proportionate interests in the related REMIC Securities or in other subcombinations of the MX Classes. Each subcombination may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered. *See the example under “Description of the Securities — Modification and Exchange” in the Base Offering Circular.*

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner’s Book-Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal and notional balances of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee by email to GNMAExchange@wellsfargo.com or in writing at its Corporate Trust Office at Wells Fargo Bank, N.A., 45 Broadway, 12th Floor, New York, NY 10006, Attention: Trust Administrator Ginnie Mae 2010-162. The Trustee may be contacted by telephone at (212) 515-5262 and by fax at (212) 509-1042.

A fee will be payable to the Trustee in connection with each exchange equal to $\frac{1}{32}$ of 1% of the outstanding principal balance (or notional balance) of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000) provided, that no fee will be payable in respect of an interest only security unless all securities involved in the exchange are interest only securities. 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 5 and 6 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 reduction in the notional balance of the group 5 and 6 securities*" in this Supplement.

Accretion Directed Classes

Classes AV, BV, FD, FE, KA, MA, MB, MD, MF, MZ, NK, PB, PE, PK, PV, QD, VE, VK, VL, VM, VN, VP, ZA, ZG and ZK 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 DS, MS, NI, SC and SE is a Notional Class whose Class Notional Balance is determined by reference to the Class Principal Balance of the related Accretion Directed Class shown under "Terms Sheet — Notional Classes" in this Supplement.

Each of the Accretion Directed Classes (other than Classes AV, PV, VK and VM) has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Classes AV, BV, KA, PV, QD, VE, VK, VL, VM, VN and VP will have principal payment stability only through the prepayment rate shown in the table below and within their Effective Ranges, if applicable. The remaining Accretion Directed Classes are not listed in the table below because, although they are entitled to receive payments from the related Accrual Amounts, they do not have principal payment stability through any prepayment rate significantly higher than 0% PSA, except within their Effective Ranges.

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

- Moreover, based on the Modeling Assumptions, if the related Mortgage Loans prepay at any constant rate at or below the rate for an Accretion Directed Class shown in the table below, the Class Principal Balances of Classes AV, BV, PV, VE, VK, VL, VM, VN and VP would be reduced to zero on, but not before, their Final Distribution Dates, or in the case of Classes KA and QD, before their Final Distribution Dates, and the Weighted Average Life of each of these Classes would equal its maximum Weighted Average Life shown in the table below.

- However, the Weighted Average Lives of Classes AV, BV, KA, PV, QD, VE, VK, VL, VM, VN and VP, will be reduced, and may be reduced significantly, at prepayment speeds higher than the constant rates shown in the table below. See “Yield, Maturity and Prepayment Considerations — Decrement Tables” in this Supplement.

Accretion Directed Classes

<u>Class</u>	<u>Maximum Weighted Average Life (in years)(1)</u>	<u>Final Distribution Date</u>	<u>Prepayment Rate at or below</u>
AV	6.0	February 2022	210% PSA
BV	14.0	August 2027	115% PSA
KA	6.0	December 2040	119% PSA
PV	6.0	January 2022	292% PSA
QD	6.0	June 2040	66% PSA
VE	7.0	November 2023	101% PSA
VK	6.0	January 2022	303% PSA
VL	14.0	September 2027	67% PSA
VM	6.0	January 2022	320% PSA
VN	14.0	September 2027	57% PSA
VP	14.0	September 2027	48% PSA

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

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

Securities that Receive Principal on the Basis of Schedules

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

Each PAC and TAC Class (other than Class ZC) exhibits an Effective Range of constant prepayment rates at which such Class will receive Scheduled Payments. That range may differ from the Structuring

Range or Rate used to create the related principal balance schedule. Based on the Modeling Assumptions, the *initial* Effective Ranges for the PAC and TAC Classes are as follows:

PAC, PAC I and PAC II Classes	<u>Initial Effective Ranges</u>
FD, PB, PE, PK, PV, VP and ZK (in the aggregate)	170% PSA through 250% PSA
PAC Classes	
FE and MD (in the aggregate)	175% PSA through 250% PSA
MA, MB, MF and MZ (in the aggregate)	175% PSA through 300% PSA
NK	200% PSA through 440% PSA
QD and QZ (in the aggregate)	125% PSA through 245% PSA
QJ, QK, VK, VL and ZL (in the aggregate)	128% PSA through 250% PSA
VM, VN and ZN (in the aggregate)	101% PSA through 250% PSA
PAC I Class	
PB	125% PSA through 250% PSA
TAC Classes	
KA	150% PSA through 221% PSA
ZA	250% PSA through 254% PSA
ZC	*
ZG	291% PSA through 295% PSA

* No initial Effective Rate.

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

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

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

Moreover, the related Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC or TAC 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 TAC

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 TAC Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on such related PAC or TAC 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 TAC Class, its supporting Class or Classes may be retired earlier than that PAC or TAC Class, and its Weighted Average Life may be shortened, perhaps significantly.

Assumability

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

Final Distribution Date

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

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

Modeling Assumptions

Unless otherwise indicated, the tables that follow have been prepared on the basis of the characteristics of the Underlying Certificates, the characteristics of the Mortgage Loans underlying the Underlying Certificates based on information as of the first Business Day of December 2010, the priorities of distributions on the Underlying Certificates and the following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Group 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 3, 4, 7, 8, 9 and 10 Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each Mortgage Loan underlying a Group 1, 4, 7, 8, 9 or 10 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months, each Mortgage Loan underlying a Group 2 or 3 Trust Asset is assumed to have an original and remaining term to maturity of 180 months and each Mortgage Loan underlying a Group 1, 7, 9 and 10 Trust Asset is assumed to have a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

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

3. Distributions on the Group 2, 3, 4, 6 and 8 Securities are always received on the 16th day of the month, and distributions on the Group 1, 5, 7, 9 and 10 Securities are always received on the 20th day of the month, in each case, whether or not a Business Day, commencing in January 2011.

4. A termination of the Trust or the Underlying Trusts does not occur.
5. The Closing Date for the Securities is December 29, 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 16th or 20th day of the month, as applicable, and the Trustee may cause a termination of the Trust as described under “Description of the Securities — Termination” in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, if applicable, which may not reflect actual receipts on the Trust Assets.

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

Decrement Tables

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

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

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

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

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

The information shown for each Notional Class is for illustrative purposes only, as a Notional Class is not entitled to distributions of principal and has no Weighted Average Life. The Weighted Average Life

shown for each Notional Class has been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal.

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

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

Security Group 1 PSA Prepayment Assumption Rates															
Distribution Date	Classes DS, FC, FD, IP, PE, PL, PM, PN, PT, PW, SC and SD					Classes PB, PC, PD, PG, PI and PJ					Class PH				
	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	94	94	94	94	97	94	94	94	94	100	100	100	100	100
December 2012	95	83	83	83	83	95	84	84	84	84	100	100	100	100	100
December 2013	92	69	69	69	58	92	71	71	71	62	100	100	100	100	100
December 2014	90	57	57	57	39	89	60	60	60	42	100	100	100	100	100
December 2015	87	46	46	46	26	86	49	49	49	27	100	100	100	100	100
December 2016	83	37	37	37	15	82	39	39	39	16	100	100	100	100	100
December 2017	80	28	28	28	7	79	30	30	30	8	100	100	100	100	100
December 2018	77	21	21	21	2	75	22	22	22	2	100	100	100	100	100
December 2019	73	15	15	15	0	71	16	16	16	0	100	100	100	100	82
December 2020	69	10	10	10	0	67	10	10	10	0	100	100	100	100	60
December 2021	65	5	5	5	0	63	6	6	6	0	100	100	100	100	44
December 2022	60	2	2	2	0	58	2	2	2	0	100	100	100	100	33
December 2023	56	0	0	0	0	53	0	0	0	0	100	91	91	91	24
December 2024	51	0	0	0	0	48	0	0	0	0	100	74	74	74	17
December 2025	46	0	0	0	0	42	0	0	0	0	100	60	60	60	13
December 2026	40	0	0	0	0	36	0	0	0	0	100	49	49	49	9
December 2027	34	0	0	0	0	30	0	0	0	0	100	39	39	39	7
December 2028	28	0	0	0	0	24	0	0	0	0	100	31	31	31	5
December 2029	22	0	0	0	0	17	0	0	0	0	100	25	25	25	3
December 2030	15	0	0	0	0	10	0	0	0	0	100	20	20	20	2
December 2031	8	0	0	0	0	2	0	0	0	0	100	15	15	15	2
December 2032	0	0	0	0	0	0	0	0	0	0	99	12	12	12	1
December 2033	0	0	0	0	0	0	0	0	0	0	45	9	9	9	1
December 2034	0	0	0	0	0	0	0	0	0	0	7	7	7	7	1
December 2035	0	0	0	0	0	0	0	0	0	0	5	5	5	5	0
December 2036	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0
December 2037	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0
December 2038	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years).	13.2	5.2	5.2	5.2	3.7	12.7	5.3	5.3	5.3	3.8	23.1	17.0	17.0	17.0	11.6

PSA Prepayment Assumption Rates															
Distribution Date	Class PK					Class PV					Class VP				
	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	93	93	93	93	93	93	93	93	93	100	100	100	100	100
December 2012	100	67	67	67	67	85	85	85	85	85	100	100	100	100	100
December 2013	100	35	35	35	0	78	78	78	78	78	100	100	100	100	100
December 2014	100	14	14	14	0	69	69	69	69	69	100	100	100	100	100
December 2015	100	3	3	3	0	61	61	61	61	61	100	100	100	100	100
December 2016	100	0	0	0	0	52	52	52	52	52	100	100	100	100	100
December 2017	100	0	0	0	0	42	42	42	42	42	100	100	100	100	100
December 2018	100	0	0	0	0	33	33	33	33	33	100	100	100	100	100
December 2019	100	0	0	0	0	22	22	22	22	0	100	100	100	100	49
December 2020	100	0	0	0	0	12	12	12	12	0	100	100	100	100	0
December 2021	100	0	0	0	0	0	0	0	0	0	100	100	100	100	0
December 2022	100	0	0	0	0	0	0	0	0	0	85	85	85	85	0
December 2023	100	0	0	0	0	0	0	0	0	0	68	27	27	27	0
December 2024	100	0	0	0	0	0	0	0	0	0	51	0	0	0	0
December 2025	100	0	0	0	0	0	0	0	0	0	32	0	0	0	0
December 2026	100	0	0	0	0	0	0	0	0	0	13	0	0	0	0
December 2027	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2028	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2029	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2031	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years).	21.6	2.6	2.6	2.6	1.9	6.0	6.0	6.0	6.0	5.6	14.0	12.6	12.6	12.6	9.0

**Security Group 1
PSA Prepayment Assumption Rates**

Distribution Date	Class ZC					Class ZD					Class ZK				
	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%	0%	170%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	105	100	100	98	73	105	104	57	0	0	105	105	105	105	105
December 2012	109	100	96	71	0	109	104	0	0	0	109	109	109	109	109
December 2013	114	100	85	43	0	114	104	0	0	0	114	114	114	114	114
December 2014	120	100	77	23	0	120	104	0	0	0	120	120	120	120	120
December 2015	125	100	71	10	0	125	104	0	0	0	125	125	125	125	125
December 2016	131	100	67	3	0	131	104	0	0	0	131	131	131	131	131
December 2017	137	100	66	0	0	137	104	0	0	0	137	137	137	137	137
December 2018	143	100	64	0	0	143	100	0	0	0	143	143	143	143	143
December 2019	150	97	62	0	0	150	98	0	0	0	150	150	150	150	150
December 2020	157	92	59	0	0	157	102	0	0	0	157	157	157	157	128
December 2021	164	86	55	0	0	164	107	0	0	0	164	164	164	164	94
December 2022	171	79	50	0	0	171	112	0	0	0	171	171	171	171	69
December 2023	179	71	46	0	0	179	117	0	0	0	179	179	179	179	51
December 2024	188	63	41	0	0	188	122	0	0	0	188	157	157	157	37
December 2025	196	55	37	0	0	196	128	0	0	0	196	127	127	127	27
December 2026	205	47	33	0	0	205	134	0	0	0	205	103	103	103	19
December 2027	215	40	29	0	0	215	140	0	0	0	211	83	83	83	14
December 2028	224	32	25	0	0	224	146	0	0	0	211	66	66	66	10
December 2029	235	26	21	0	0	235	153	0	0	0	211	53	53	53	7
December 2030	246	19	18	0	0	246	160	0	0	0	211	42	42	42	5
December 2031	257	13	15	0	0	257	167	0	0	0	211	32	32	32	3
December 2032	269	7	12	0	0	269	175	0	0	0	210	25	25	25	2
December 2033	281	2	10	0	0	281	183	0	0	0	95	19	19	19	2
December 2034	275	0	8	0	0	294	160	0	0	0	14	14	14	14	1
December 2035	231	0	6	0	0	307	123	0	0	0	10	10	10	10	1
December 2036	184	0	4	0	0	321	91	0	0	0	7	7	7	7	0
December 2037	134	0	3	0	0	336	62	0	0	0	4	4	4	4	0
December 2038	80	0	2	0	0	352	36	0	0	0	2	2	2	2	0
December 2039	22	0	1	0	0	368	14	0	0	0	1	1	1	1	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	26.7	15.7	12.1	3.0	1.3	29.7	25.6	1.0	0.6	0.3	23.1	17.6	17.6	17.6	12.6

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes EI and EJ				
	0%	100%	222%	350%	500%
Initial Percent	100	100	100	100	100
December 2011	95	93	91	89	86
December 2012	90	84	78	71	64
December 2013	85	75	64	53	42
December 2014	80	66	52	39	28
December 2015	74	57	41	29	18
December 2016	68	49	33	21	11
December 2017	62	42	26	15	7
December 2018	55	35	20	10	5
December 2019	48	29	15	7	3
December 2020	41	23	11	5	2
December 2021	34	17	8	3	1
December 2022	26	12	5	2	0
December 2023	18	7	3	1	0
December 2024	9	3	1	0	0
December 2025	0	0	0	0	0
Weighted Average					
Life (years)	8.3	6.4	5.0	3.9	3.2

Security Group 3 PSA Prepayment Assumption Rates					
Distribution Date	Classes DC and DI				
	0%	100%	222%	350%	500%
Initial Percent	100	100	100	100	100
December 2011	95	92	88	84	79
December 2012	90	82	73	64	54
December 2013	85	72	59	47	35
December 2014	80	63	47	34	23
December 2015	74	54	38	25	15
December 2016	68	46	30	18	9
December 2017	62	39	23	13	6
December 2018	55	32	17	9	4
December 2019	48	26	13	6	2
December 2020	41	20	9	4	1
December 2021	34	14	6	2	1
December 2022	26	9	4	1	0
December 2023	18	4	2	1	0
December 2024	9	0	0	0	0
December 2025	0	0	0	0	0
Weighted Average Life (years)	8.3	6.0	4.6	3.6	2.8

Security Group 4 PSA Prepayment Assumption Rates																				
Distribution Date	Classes GA, GB, GC, GD, GE, GH, GI, GJ, GK, GL, GM, GO, GP, GQ, GT, GW and QK					Classes JA, JB, JC, JD, JE, JG, JH, JI, JK, JL, JM, JO, JP, JQ, JI, JW and QJ					Classes KA, KB, KC, KD, KE, KG, KH, KI, KJ, KL, KM and KN					Classes PQ, WA, WB, WC, WD, WE, WG, WH, WI, WJ, WK, WL, WM, WN, WO, WP and WQ				
	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	96	83	83	83	83	93	93	84	84	84	98	91	91	91	91
December 2012	100	100	100	100	100	91	59	59	59	59	85	85	64	64	9	95	78	78	78	78
December 2013	100	100	100	100	100	86	35	35	35	12	78	78	46	46	0	93	65	65	65	53
December 2014	100	100	100	100	76	81	13	13	13	0	69	69	29	29	0	90	54	54	54	35
December 2015	100	93	93	93	50	76	0	0	0	0	61	61	14	14	0	87	43	43	43	23
December 2016	100	76	76	76	30	70	0	0	0	0	52	52	0	1	0	84	35	35	35	14
December 2017	100	60	60	60	15	64	0	0	0	0	43	43	0	0	0	81	28	28	28	7
December 2018	100	45	45	45	4	58	0	0	0	0	33	32	0	0	0	78	21	21	21	2
December 2019	100	32	32	32	0	52	0	0	0	0	23	17	0	0	0	74	15	15	15	0
December 2020	100	22	22	22	0	45	0	0	0	0	12	0	0	0	0	70	10	10	10	0
December 2021	100	13	13	13	0	38	0	0	0	0	1	0	0	0	0	67	6	6	6	0
December 2022	100	6	6	6	0	30	0	0	0	0	0	0	0	0	0	62	3	3	3	0
December 2023	100	0	0	0	0	22	0	0	0	0	0	0	0	0	0	58	0	0	0	0
December 2024	100	0	0	0	0	14	0	0	0	0	0	0	0	0	0	54	0	0	0	0
December 2025	100	0	0	0	0	5	0	0	0	0	0	0	0	0	0	49	0	0	0	0
December 2026	96	0	0	0	0	0	0	0	0	0	0	0	0	0	0	44	0	0	0	0
December 2027	86	0	0	0	0	0	0	0	0	0	0	0	0	0	0	40	0	0	0	0
December 2028	77	0	0	0	0	0	0	0	0	0	0	0	0	0	0	36	0	0	0	0
December 2029	66	0	0	0	0	0	0	0	0	0	0	0	0	0	0	31	0	0	0	0
December 2030	56	0	0	0	0	0	0	0	0	0	0	0	0	0	0	26	0	0	0	0
December 2031	44	0	0	0	0	0	0	0	0	0	0	0	0	0	0	21	0	0	0	0
December 2032	32	0	0	0	0	0	0	0	0	0	0	0	0	0	0	15	0	0	0	0
December 2033	20	0	0	0	0	0	0	0	0	0	0	0	0	0	0	9	0	0	0	0
December 2034	6	0	0	0	0	0	0	0	0	0	0	0	0	0	0	3	0	0	0	0
December 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)	20.3	8.0	8.0	8.0	5.3	8.8	2.4	2.4	2.4	2.0	6.0	5.8	2.9	2.9	1.5	14.1	5.0	5.0	5.0	3.5

**Security Group 4
PSA Prepayment Assumption Rates**

Distribution Date	Class QL					Class VK					Class VL				
	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	93	93	93	93	93	100	100	100	100	100
December 2012	100	100	100	100	100	85	85	85	85	85	100	100	100	100	100
December 2013	100	100	100	100	100	78	78	78	78	78	100	100	100	100	100
December 2014	100	100	100	100	100	69	69	69	69	69	100	100	100	100	100
December 2015	100	100	100	100	100	61	61	61	61	61	100	100	100	100	100
December 2016	100	100	100	100	100	52	52	52	52	52	100	100	100	100	100
December 2017	100	100	100	100	100	43	43	43	43	43	100	100	100	100	100
December 2018	100	100	100	100	100	33	33	33	33	33	100	100	100	100	100
December 2019	100	100	100	100	86	23	23	23	23	0	100	100	100	100	67
December 2020	100	100	100	100	63	12	12	12	12	0	100	100	100	100	0
December 2021	100	100	100	100	47	1	1	1	1	0	100	100	100	100	0
December 2022	100	100	100	100	34	0	0	0	0	0	85	85	85	85	0
December 2023	100	100	100	100	25	0	0	0	0	0	68	68	68	68	0
December 2024	100	81	81	81	18	0	0	0	0	0	51	0	0	0	0
December 2025	100	66	66	66	13	0	0	0	0	0	33	0	0	0	0
December 2026	100	53	53	53	10	0	0	0	0	0	13	0	0	0	0
December 2027	100	43	43	43	7	0	0	0	0	0	0	0	0	0	0
December 2028	100	34	34	34	5	0	0	0	0	0	0	0	0	0	0
December 2029	100	27	27	27	3	0	0	0	0	0	0	0	0	0	0
December 2030	100	21	21	21	2	0	0	0	0	0	0	0	0	0	0
December 2031	100	16	16	16	2	0	0	0	0	0	0	0	0	0	0
December 2032	100	12	12	12	1	0	0	0	0	0	0	0	0	0	0
December 2033	100	9	9	9	1	0	0	0	0	0	0	0	0	0	0
December 2034	100	7	7	7	0	0	0	0	0	0	0	0	0	0	0
December 2035	73	5	5	5	0	0	0	0	0	0	0	0	0	0	0
December 2036	19	3	3	3	0	0	0	0	0	0	0	0	0	0	0
December 2037	2	2	2	2	0	0	0	0	0	0	0	0	0	0	0
December 2038	1	1	1	1	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	25.5	17.3	17.3	17.3	11.7	6.0	6.0	6.0	6.0	5.7	14.0	12.9	12.9	12.9	9.1

PSA Prepayment Assumption Rates

Distribution Date	Class ZG					Class ZH					Class ZL				
	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%	0%	128%	200%	250%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	105	105	92	79	44	105	105	105	105	0	105	105	105	105	105
December 2012	109	109	78	48	0	109	109	109	109	0	109	109	109	109	109
December 2013	114	114	68	24	0	114	114	114	114	0	114	114	114	114	114
December 2014	120	120	62	9	0	120	120	120	120	0	120	120	120	120	120
December 2015	125	125	60	2	0	125	125	125	125	0	125	125	125	125	125
December 2016	131	131	61	1	0	131	131	131	131	0	131	131	131	131	131
December 2017	137	137	56	0	0	137	137	137	19	0	137	137	137	137	137
December 2018	143	143	54	0	0	143	143	143	0	0	143	143	143	143	143
December 2019	150	150	51	0	0	150	150	150	0	0	150	150	150	150	150
December 2020	157	156	48	0	0	157	157	157	0	0	157	157	157	157	134
December 2021	164	148	44	0	0	164	164	164	0	0	164	164	164	164	98
December 2022	164	139	39	0	0	171	171	171	0	0	171	171	171	171	72
December 2023	164	129	35	0	0	179	179	179	0	0	179	179	179	179	53
December 2024	164	118	30	0	0	188	188	188	0	0	188	172	172	172	38
December 2025	163	108	26	0	0	196	196	196	0	0	196	140	140	140	28
December 2026	163	97	22	0	0	205	205	205	0	0	205	113	113	113	20
December 2027	163	86	18	0	0	215	215	215	0	0	211	91	91	91	14
December 2028	162	76	14	0	0	224	224	224	0	0	211	72	72	72	10
December 2029	162	65	11	0	0	235	235	235	0	0	211	57	57	57	7
December 2030	162	56	8	0	0	246	246	246	0	0	211	45	45	45	5
December 2031	161	46	5	0	0	257	257	257	0	0	211	35	35	35	4
December 2032	161	37	2	0	0	269	269	269	0	0	211	26	26	26	2
December 2033	161	29	0	0	0	281	281	266	0	0	211	20	20	20	2
December 2034	160	21	0	0	0	294	294	206	0	0	211	14	14	14	1
December 2035	160	14	0	0	0	307	307	154	0	0	153	10	10	10	1
December 2036	159	7	0	0	0	321	321	107	0	0	39	7	7	7	0
December 2037	129	0	0	0	0	336	336	67	0	0	4	4	4	4	0
December 2038	85	0	0	0	0	352	175	32	0	0	2	2	2	2	0
December 2039	38	0	0	0	0	368	13	2	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	27.8	18.0	9.3	2.1	0.9	29.9	28.1	25.5	6.6	0.1	25.5	17.9	17.9	17.9	12.7

**Security Group 5
PSA Prepayment Assumption Rates**

Distribution Date	Class CA					Class QA					Class QD					Class QZ				
	0%	125%	200%	245%	400%	0%	125%	200%	245%	400%	0%	125%	200%	245%	400%	0%	125%	200%	245%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	100	100	100	100	100	93	93	93	93	93	105	105	105	105	105
December 2012	100	100	100	100	100	100	100	100	100	100	85	85	85	85	85	109	109	109	109	109
December 2013	100	100	100	100	100	100	100	100	100	100	78	78	78	78	78	114	114	114	114	114
December 2014	100	100	100	100	100	100	100	100	100	100	69	69	69	69	69	120	120	120	120	120
December 2015	100	100	100	100	100	100	100	100	100	100	61	61	61	61	61	125	125	125	125	125
December 2016	100	100	100	100	0	100	100	100	100	91	52	52	52	52	28	131	131	131	131	131
December 2017	100	100	100	100	0	100	100	100	100	77	42	42	42	42	0	137	137	137	137	126
December 2018	100	95	95	95	0	100	97	97	97	47	33	25	25	25	0	143	143	143	143	77
December 2019	100	95	95	95	0	100	91	91	91	24	22	0	0	0	0	150	150	150	150	40
December 2020	100	95	95	95	0	100	86	86	86	5	12	0	0	0	0	157	142	142	142	8
December 2021	100	75	75	90	0	100	74	74	74	0	0	0	0	0	0	164	121	121	121	0
December 2022	100	3	3	73	0	100	54	54	54	0	0	0	0	0	0	164	89	89	89	0
December 2023	100	3	3	59	0	100	37	37	37	0	0	0	0	0	0	164	60	60	60	0
December 2024	100	3	3	42	0	100	22	22	22	0	0	0	0	0	0	164	36	36	36	0
December 2025	100	3	3	3	0	100	8	8	8	0	0	0	0	0	0	164	13	13	13	0
December 2026	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0	164	0	0	0	0
December 2027	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0	164	0	0	0	0
December 2028	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0	164	0	0	0	0
December 2029	100	0	0	0	0	100	0	0	0	0	0	0	0	0	0	164	0	0	0	0
December 2030	100	0	0	0	0	96	0	0	0	0	0	0	0	0	0	158	0	0	0	0
December 2031	100	0	0	0	0	91	0	0	0	0	0	0	0	0	0	149	0	0	0	0
December 2032	100	0	0	0	0	69	0	0	0	0	0	0	0	0	0	113	0	0	0	0
December 2033	100	0	0	0	0	28	0	0	0	0	0	0	0	0	0	46	0	0	0	0
December 2034	100	0	0	0	0	13	0	0	0	0	0	0	0	0	0	21	0	0	0	0
December 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)	24.4	11.5	11.5	13.0	5.1	22.5	12.2	12.2	12.2	7.9	6.0	5.6	5.6	5.6	4.6	22.5	12.6	12.6	12.6	8.4

**Security Group 6
PSA Prepayment Assumption Rates**

Distribution Date	Classes NI and NK					Class Z				
	0%	200%	250%	440%	500%	0%	200%	250%	440%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2011	96	82	82	82	82	104	100	90	53	41
December 2012	92	65	65	65	65	108	100	83	23	6
December 2013	88	51	51	51	46	113	100	78	7	0
December 2014	84	38	38	38	32	117	100	75	1	0
December 2015	79	28	28	28	21	122	100	73	0	0
December 2016	74	20	20	20	14	127	96	68	0	0
December 2017	69	14	14	14	10	132	89	62	0	0
December 2018	64	10	10	10	6	138	82	56	0	0
December 2019	58	7	7	7	4	143	74	49	0	0
December 2020	52	4	4	4	2	149	65	42	0	0
December 2021	46	3	3	3	1	155	57	36	0	0
December 2022	39	2	2	2	0	161	50	31	0	0
December 2023	32	1	1	1	0	168	43	26	0	0
December 2024	25	0	0	0	0	175	37	21	0	0
December 2025	17	0	0	0	0	182	30	17	0	0
December 2026	9	0	0	0	0	189	25	13	0	0
December 2027	0	0	0	0	0	197	20	9	0	0
December 2028	0	0	0	0	0	184	15	6	0	0
December 2029	0	0	0	0	0	168	11	4	0	0
December 2030	0	0	0	0	0	152	8	2	0	0
December 2031	0	0	0	0	0	135	5	0	0	0
December 2032	0	0	0	0	0	116	3	0	0	0
December 2033	0	0	0	0	0	97	0	0	0	0
December 2034	0	0	0	0	0	76	0	0	0	0
December 2035	0	0	0	0	0	54	0	0	0	0
December 2036	0	0	0	0	0	31	0	0	0	0
December 2037	0	0	0	0	0	7	0	0	0	0
December 2038	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	9.8	3.7	3.7	3.7	3.3	22.7	12.6	8.9	1.3	0.9

Security Group 7 PSA Prepayment Assumption Rates																				
Distribution Date	Classes MA, MF and MS					Class MB					Class MZ					Class ZM				
	0%	175%	225%	300%	500%	0%	175%	225%	300%	500%	0%	175%	225%	300%	500%	0%	175%	225%	300%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	97	93	93	93	93	100	100	100	100	100	105	105	105	105	105	105	100	95	87	67
December 2012	94	82	82	82	82	100	100	100	100	100	109	109	109	109	109	109	100	85	62	2
December 2013	91	67	67	67	53	100	100	100	100	100	114	114	114	114	114	114	100	73	34	0
December 2014	88	55	55	55	33	100	100	100	100	100	120	120	120	120	120	120	100	65	16	0
December 2015	84	43	43	43	19	100	100	100	100	100	125	125	125	125	125	125	100	60	6	0
December 2016	81	34	34	34	9	100	100	100	100	100	131	131	131	131	131	131	100	56	1	0
December 2017	77	25	25	25	3	100	100	100	100	100	137	137	137	137	137	137	100	55	0	0
December 2018	73	17	17	17	0	100	100	100	100	84	143	143	143	143	143	143	98	53	0	0
December 2019	68	12	12	12	0	100	100	100	100	57	150	150	150	150	150	150	94	49	0	0
December 2020	64	7	7	7	0	100	100	100	100	39	157	157	157	157	157	157	89	46	0	0
December 2021	59	3	3	3	0	100	100	100	100	26	164	164	164	164	164	164	82	41	0	0
December 2022	54	0	0	0	0	100	100	100	100	18	171	171	171	171	171	171	75	37	0	0
December 2023	48	0	0	0	0	100	79	79	79	12	179	179	179	179	179	179	68	33	0	0
December 2024	43	0	0	0	0	100	62	62	62	8	188	188	188	188	188	188	61	29	0	0
December 2025	37	0	0	0	0	100	49	49	49	5	196	196	196	196	196	196	55	25	0	0
December 2026	30	0	0	0	0	100	38	38	38	4	205	205	205	205	205	205	48	22	0	0
December 2027	24	0	0	0	0	100	30	30	30	2	215	215	215	215	215	215	42	19	0	0
December 2028	16	0	0	0	0	100	23	23	23	2	224	224	224	224	224	224	36	16	0	0
December 2029	9	0	0	0	0	100	18	18	18	1	235	235	235	235	235	235	31	13	0	0
December 2030	1	0	0	0	0	100	13	13	13	1	246	246	246	246	246	246	26	11	0	0
December 2031	0	0	0	0	0	38	10	10	10	0	257	257	257	257	257	257	22	9	0	0
December 2032	0	0	0	0	0	7	7	7	7	0	269	269	269	269	269	269	18	7	0	0
December 2033	0	0	0	0	0	5	5	5	5	0	281	281	281	281	281	281	15	6	0	0
December 2034	0	0	0	0	0	4	4	4	4	0	294	294	294	294	294	294	12	4	0	0
December 2035	0	0	0	0	0	3	3	3	3	0	307	307	307	307	307	307	9	3	0	0
December 2036	0	0	0	0	0	2	2	2	2	0	321	321	321	321	321	321	6	2	0	0
December 2037	0	0	0	0	0	1	1	1	1	0	336	336	336	336	207	108	4	2	0	0
December 2038	0	0	0	0	0	1	1	1	1	0	352	352	352	352	93	74	3	1	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	368	368	368	368	27	38	1	0	0	0
December 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)	11.9	4.9	4.9	4.9	3.4	21.1	15.9	15.9	15.9	10.1	29.6	29.6	29.6	29.6	27.5	26.1	16.5	9.7	2.6	1.2

Security Group 8 PSA Prepayment Assumption Rates																				
Distribution Date	Classes BD, BG, EF and ES					Class BE					Class VE					Class ZE				
	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%	0%	100%	200%	300%	400%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	95	92	89	86	100	100	100	100	100	94	94	94	94	94	104	104	104	104	104
December 2012	95	86	77	69	60	100	100	100	100	100	88	88	88	88	88	108	108	108	108	108
December 2013	92	75	60	45	32	100	100	100	100	100	81	81	81	81	81	113	113	113	113	113
December 2014	89	65	44	26	11	100	100	100	100	100	74	74	74	74	74	117	117	117	117	117
December 2015	87	56	31	11	0	100	100	100	100	89	67	67	67	67	41	122	122	122	122	122
December 2016	83	47	19	0	0	100	100	100	97	66	60	60	60	51	0	127	127	127	127	111
December 2017	80	39	9	0	0	100	100	100	77	49	52	52	52	0	0	132	132	132	129	82
December 2018	77	31	0	0	0	100	100	100	62	36	44	44	44	0	0	138	138	138	103	61
December 2019	73	24	0	0	0	100	100	86	49	27	36	36	2	0	0	143	143	143	82	45
December 2020	70	17	0	0	0	100	100	74	39	20	27	27	0	0	0	149	149	123	65	33
December 2021	66	11	0	0	0	100	100	63	31	15	18	18	0	0	0	155	155	105	52	24
December 2022	62	5	0	0	0	100	100	53	25	11	9	9	0	0	0	161	161	89	41	18
December 2023	58	0	0	0	0	100	100	45	19	8	0	0	0	0	0	167	167	76	32	13
December 2024	53	0	0	0	0	100	90	38	15	6	0	0	0	0	0	167	150	64	26	10
December 2025	49	0	0	0	0	100	81	32	12	4	0	0	0	0	0	167	135	54	20	7
December 2026	44	0	0	0	0	100	72	27	9	3	0	0	0	0	0	167	121	45	16	5
December 2027	39	0	0	0	0	100	64	22	7	2	0	0	0	0	0	167	107	37	12	4
December 2028	34	0	0	0	0	100	57	18	6	2	0	0	0	0	0	167	95	31	9	3
December 2029	28	0	0	0	0	100	50	15	4	1	0	0	0	0	0	167	83	25	7	2
December 2030	22	0	0	0	0	100	43	12	3	1	0	0	0	0	0	167	72	21	5	1
December 2031	16	0	0	0	0	100	37	10	2	1	0	0	0	0	0	167	62	17	4	1
December 2032	10	0	0	0	0	100	32	8	2	0	0	0	0	0	0	167	53	13	3	1
December 2033	3	0	0	0	0	100	27	6	1	0	0	0	0	0	0	167	44	10	2	0
December 2034	0	0	0	0	0	93	22	5	1	0	0	0	0	0	0	156	36	8	2	0
December 2035	0	0	0	0	0	79	17	4	1	0	0	0	0	0	0	133	29	6	1	0
December 2036	0	0	0	0	0	65	13	3	0	0	0	0	0	0	0	108	22	4	1	0
December 2037	0	0	0	0	0	50	9	2	0	0	0	0	0	0	0	83	15	3	0	0
December 2038	0	0	0	0	0	34	6	1	0	0	0	0	0	0	0	57	9	2	0	0
December 2039	0	0	0	0	0	17	2	0	0	0	0	0	0	0	0	29	4	1	0	0
December 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)	13.8	6.0	3.8	2.9	2.4	26.9	19.7	13.7	10.1	7.9	7.0	7.0	6.1	5.1	4.3	26.9	19.7	14.6	11.2	8.9

**Security Group 9
PSA Prepayment Assumption Rates**

Distribution Date	Classes FE, MD and SE					Class MH					Class VM					Class VN				
	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	90	90	90	89	100	100	100	100	100	93	93	93	93	93	100	100	100	100	100
December 2012	95	76	76	76	59	100	100	100	100	100	85	85	85	85	85	100	100	100	100	100
December 2013	93	64	64	64	37	100	100	100	100	100	78	78	78	78	78	100	100	100	100	100
December 2014	90	53	53	53	22	100	100	100	100	100	69	69	69	69	69	100	100	100	100	100
December 2015	88	43	43	43	12	100	100	100	100	100	61	61	61	61	61	100	100	100	100	100
December 2016	85	35	35	35	5	100	100	100	100	100	52	52	52	52	52	100	100	100	100	100
December 2017	82	27	27	27	0	100	100	100	100	100	42	42	42	42	42	100	100	100	100	100
December 2018	78	21	21	21	0	100	100	100	100	71	33	33	33	33	0	100	100	100	100	14
December 2019	75	15	15	15	0	100	100	100	100	48	22	22	22	22	0	100	100	100	100	0
December 2020	71	11	11	11	0	100	100	100	100	33	12	12	12	12	0	100	100	100	100	0
December 2021	67	7	7	7	0	100	100	100	100	22	0	0	0	0	0	100	100	100	100	0
December 2022	63	4	4	4	0	100	100	100	100	15	0	0	0	0	0	85	85	85	85	0
December 2023	59	2	2	2	0	100	100	100	100	10	0	0	0	0	0	68	68	68	68	0
December 2024	54	0	0	0	0	100	94	94	94	7	0	0	0	0	0	51	22	22	22	0
December 2025	49	0	0	0	0	100	76	76	76	4	0	0	0	0	0	32	0	0	0	0
December 2026	44	0	0	0	0	100	61	61	61	3	0	0	0	0	0	13	0	0	0	0
December 2027	39	0	0	0	0	100	49	49	49	2	0	0	0	0	0	0	0	0	0	0
December 2028	33	0	0	0	0	100	39	39	39	1	0	0	0	0	0	0	0	0	0	0
December 2029	27	0	0	0	0	100	31	31	31	1	0	0	0	0	0	0	0	0	0	0
December 2030	21	0	0	0	0	100	24	24	24	1	0	0	0	0	0	0	0	0	0	0
December 2031	14	0	0	0	0	100	19	19	19	0	0	0	0	0	0	0	0	0	0	0
December 2032	7	0	0	0	0	100	14	14	14	0	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	94	10	10	10	0	0	0	0	0	0	0	0	0	0	0
December 2034	0	0	0	0	0	33	8	8	8	0	0	0	0	0	0	0	0	0	0	0
December 2035	0	0	0	0	0	5	5	5	5	0	0	0	0	0	0	0	0	0	0	0
December 2036	0	0	0	0	0	3	3	3	3	0	0	0	0	0	0	0	0	0	0	0
December 2037	0	0	0	0	0	2	2	2	2	0	0	0	0	0	0	0	0	0	0	0
December 2038	0	0	0	0	0	1	1	1	1	0	0	0	0	0	0	0	0	0	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 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)	13.8	5.0	5.0	5.0	2.8	23.8	17.9	17.9	17.9	9.7	6.0	6.0	6.0	6.0	5.2	14.0	13.3	13.3	13.3	7.8

PSA Prepayment Assumption Rates

Distribution Date	Class ZA					Class ZB					Class ZN					Class ZQ				
	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%	0%	175%	210%	250%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	105	100	88	75	0	105	105	105	100	0	105	105	105	105	105	105	100	89	76	0
December 2012	109	100	74	45	0	109	109	109	100	0	109	109	109	109	109	109	100	75	47	0
December 2013	114	100	62	22	0	114	114	114	100	0	114	114	114	114	114	114	100	65	26	0
December 2014	120	99	55	8	0	120	120	120	100	0	120	120	120	120	120	120	100	58	13	0
December 2015	125	99	50	0	0	125	125	125	88	0	125	125	125	125	125	125	100	53	4	0
December 2016	131	99	47	0	0	131	131	131	12	0	131	131	131	131	131	131	100	51	1	0
December 2017	137	98	45	0	0	137	137	137	0	0	137	137	137	137	137	137	100	50	0	0
December 2018	143	96	43	0	0	143	143	143	0	0	143	143	143	143	143	143	98	48	0	0
December 2019	150	91	40	0	0	150	150	150	0	0	150	150	150	150	102	150	94	46	0	0
December 2020	157	86	37	0	0	157	157	157	0	0	157	157	157	157	69	157	89	43	0	0
December 2021	164	79	33	0	0	164	164	164	0	0	164	164	164	164	47	164	83	39	0	0
December 2022	171	72	29	0	0	171	171	171	0	0	171	171	171	171	32	171	77	36	0	0
December 2023	179	64	24	0	0	179	179	179	0	0	179	179	179	179	21	179	70	32	0	0
December 2024	188	57	20	0	0	188	188	188	0	0	188	188	188	188	14	188	63	29	0	0
December 2025	196	49	16	0	0	196	196	196	0	0	196	160	160	160	10	196	57	25	0	0
December 2026	205	42	12	0	0	205	205	205	0	0	205	129	129	129	6	205	50	22	0	0
December 2027	215	35	9	0	0	215	215	215	0	0	211	104	104	104	4	215	44	19	0	0
December 2028	224	29	5	0	0	224	224	224	0	0	211	82	82	82	3	224	38	16	0	0
December 2029	235	22	2	0	0	235	235	235	0	0	211	65	65	65	2	235	33	14	0	0
December 2030	246	16	0	0	0	246	246	232	0	0	211	51	51	51	1	246	28	12	0	0
December 2031	257	11	0	0	0	257	257	191	0	0	211	39	39	39	1	257	23	10	0	0
December 2032	269	6	0	0	0	269	269	154	0	0	211	30	30	30	0	269	19	8	0	0
December 2033	280	1	0	0	0	281	281	122	0	0	198	22	22	22	0	280	15	6	0	0
December 2034	279	0	0	0	0	294	238	93	0	0	69	16	16	16	0	280	12	5	0	0
December 2035	252	0	0	0	0	307	177	68	0	0	11	11	11	11	0	255	9	3	0	0
December 2036	205	0	0	0	0	321	122	46	0	0	7	7	7	7	0	211	6	2	0	0
December 2037	154	0	0	0	0	336	74	28	0	0	4	4	4	4	0	163	4	1	0	0
December 2038	100	0	0	0	0	352	31	11	0	0	2	2	2	2	0	112	2	1	0	0
December 2039	42	0	0	0	0	368	0	0	0	0	0	0	0	0	0	58	0	0	0	0
December 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)	27.2	15.0	7.4	2.0	0.6	29.9	25.8	23.4	5.5	0.1	23.8	18.3	18.3	18.3	10.7	27.4	16.6	9.1	2.2	0.5

**Security Group 10
PSA Prepayment Assumption Rates**

Distribution Date	Class A					Class AV					Class AZ				
	0%	100%	202%	350%	500%	0%	100%	202%	350%	500%	0%	100%	202%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2011	98	96	94	91	87	93	93	93	93	93	104	104	104	104	104
December 2012	97	89	82	72	63	85	85	85	85	85	108	108	108	108	108
December 2013	95	80	68	51	36	77	77	77	77	77	113	113	113	113	113
December 2014	93	72	55	34	17	69	69	69	69	69	117	117	117	117	117
December 2015	91	64	44	20	4	61	61	61	61	61	122	122	122	122	122
December 2016	88	57	34	10	0	52	52	52	52	0	127	127	127	127	127
December 2017	86	50	26	2	0	42	42	42	42	0	132	132	132	132	104
December 2018	84	44	18	0	0	33	33	33	0	0	138	138	138	138	71
December 2019	81	38	12	0	0	23	23	23	0	0	143	143	143	124	48
December 2020	78	32	7	0	0	12	12	12	0	0	149	149	149	95	33
December 2021	75	27	2	0	0	1	1	1	0	0	155	155	155	73	22
December 2022	72	22	0	0	0	0	0	0	0	0	161	161	161	55	15
December 2023	69	18	0	0	0	0	0	0	0	0	168	168	150	42	10
December 2024	65	14	0	0	0	0	0	0	0	0	175	175	126	32	7
December 2025	62	10	0	0	0	0	0	0	0	0	182	182	106	24	5
December 2026	58	6	0	0	0	0	0	0	0	0	189	189	89	18	3
December 2027	54	3	0	0	0	0	0	0	0	0	194	194	74	14	2
December 2028	50	0	0	0	0	0	0	0	0	0	194	190	61	10	1
December 2029	45	0	0	0	0	0	0	0	0	0	194	167	50	7	1
December 2030	40	0	0	0	0	0	0	0	0	0	194	146	41	5	1
December 2031	35	0	0	0	0	0	0	0	0	0	194	125	33	4	0
December 2032	30	0	0	0	0	0	0	0	0	0	194	107	26	3	0
December 2033	24	0	0	0	0	0	0	0	0	0	194	89	20	2	0
December 2034	18	0	0	0	0	0	0	0	0	0	194	73	16	1	0
December 2035	12	0	0	0	0	0	0	0	0	0	194	58	12	1	0
December 2036	6	0	0	0	0	0	0	0	0	0	194	44	8	1	0
December 2037	0	0	0	0	0	0	0	0	0	0	183	32	6	0	0
December 2038	0	0	0	0	0	0	0	0	0	0	125	20	3	0	0
December 2039	0	0	0	0	0	0	0	0	0	0	64	9	1	0	0
December 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	16.6	7.7	4.9	3.3	2.6	6.0	6.0	6.0	5.3	4.4	28.5	23.0	17.5	12.2	9.0

PSA Prepayment Assumption Rates

Distribution Date	Class B					Class BV				
	0%	100%	202%	350%	500%	0%	100%	202%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2011	100	100	100	100	100	100	100	100	100	100
December 2012	100	100	100	100	100	100	100	100	100	100
December 2013	100	100	100	100	100	100	100	100	100	100
December 2014	100	100	100	100	100	100	100	100	100	100
December 2015	100	100	100	100	100	100	100	100	100	100
December 2016	100	100	100	100	78	100	100	100	100	65
December 2017	100	100	100	100	53	100	100	100	100	0
December 2018	100	100	100	83	36	100	100	100	63	0
December 2019	100	100	100	64	25	100	100	100	0	0
December 2020	100	100	100	49	17	100	100	100	0	0
December 2021	100	100	100	37	11	100	100	100	0	0
December 2022	100	100	91	29	8	86	86	40	0	0
December 2023	100	100	77	22	5	68	68	0	0	0
December 2024	100	100	65	16	3	50	50	0	0	0
December 2025	100	100	55	12	2	32	32	0	0	0
December 2026	100	100	46	9	2	12	12	0	0	0
December 2027	100	100	38	7	1	0	0	0	0	0
December 2028	100	98	31	5	1	0	0	0	0	0
December 2029	100	86	26	4	0	0	0	0	0	0
December 2030	100	75	21	3	0	0	0	0	0	0
December 2031	100	65	17	2	0	0	0	0	0	0
December 2032	100	55	13	1	0	0	0	0	0	0
December 2033	100	46	11	1	0	0	0	0	0	0
December 2034	100	38	8	1	0	0	0	0	0	0
December 2035	100	30	6	0	0	0	0	0	0	0
December 2036	100	23	4	0	0	0	0	0	0	0
December 2037	94	16	3	0	0	0	0	0	0	0
December 2038	64	10	2	0	0	0	0	0	0	0
December 2039	33	4	1	0	0	0	0	0	0	0
December 2040	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	28.5	23.0	16.7	11.0	8.0	14.0	14.0	11.9	8.1	6.1

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 5 and 6 Securities, the investor's own projection of principal payment rates on the Underlying Certificates under a variety of scenarios and, in the case of a Floating Rate or an Inverse Floating Rate Class, the investor's own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

- In the case of Regular Securities or MX Securities purchased at a premium (especially 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 Class DS may not benefit from particularly low levels of LIBOR because the rate on such Classes is capped at a maximum rate described under "Terms Sheet — Interest Rates."

Payment Delay: Effect on Yields of the Fixed Rate Classes

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

Yield Tables

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

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

The yields were calculated by

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

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

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

SECURITY GROUP 1

**Sensitivity of Class DS to Prepayments
Assumed Price 0.15625%***

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>170%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
6.550% and below	17.2%	17.2%	17.2%	7.9%
6.575%	(4.7)%	(4.7)%	(4.7)%	(17.7)%
6.600% and above	**	**	**	**

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

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

**Sensitivity of Class IP to Prepayments
Assumed Price 19.0%***

PSA Prepayment Assumption Rates				
<u>170%</u>	<u>200%</u>	<u>250%</u>	<u>333%</u>	<u>400%</u>
5.7%	5.7%	5.7%	0.0%	(5.3)%

**Sensitivity of Class PI to Prepayments
Assumed Price 18.15625%***

PSA Prepayment Assumption Rates				
<u>170%</u>	<u>200%</u>	<u>250%</u>	<u>369%</u>	<u>400%</u>
8.1%	8.1%	8.1%	0.0%	(2.4)%

**Sensitivity of Class SC to Prepayments
Assumed Price 15.875%***

LIBOR	PSA Prepayment Assumption Rates			
	<u>170%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
0.15%	27.9%	27.9%	27.9%	20.0%
0.29%	26.8%	26.8%	26.8%	18.7%
3.42%	0.9%	0.9%	0.9%	(11.0)%
6.55% and above	**	**	**	**

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

LIBOR	PSA Prepayment Assumption Rates			
	<u>170%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
0.150%	27.9%	27.9%	27.9%	20.0%
0.290%	26.8%	26.8%	26.8%	18.8%
3.445%	0.9%	0.9%	0.9%	(11.0)%
6.600% and above	**	**	**	**

SECURITY GROUP 2

**Sensitivity of Class EI to Prepayments
Assumed Price 14.875%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>222%</u>	<u>350%</u>	<u>380%</u>	<u>500%</u>
14.5%	8.3%	1.6%	0.0%	(6.5)%

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

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

SECURITY GROUP 3

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

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>222%</u>	<u>350%</u>	<u>353%</u>	<u>500%</u>
15.0%	8.0%	0.2%	0.1%	(9.2)%

SECURITY GROUP 4

**Sensitivity of Class GI to Prepayments
Assumed Price 26.0%***

PSA Prepayment Assumption Rates				
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>359%</u>	<u>400%</u>
8.0%	8.0%	8.0%	0.0%	(3.4)%

**Sensitivity of Class GO to Prepayments
Assumed Price 77.75%**

PSA Prepayment Assumption Rates			
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
3.2%	3.2%	3.2%	4.9%

**Sensitivity of Class JI to Prepayments
Assumed Price 9.25%***

PSA Prepayment Assumption Rates				
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>373%</u>	<u>400%</u>
8.8%	8.8%	8.8%	0.1%	(3.3)%

**Sensitivity of Class JO to Prepayments
Assumed Price 98.234375%**

PSA Prepayment Assumption Rates				
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>	
0.7%	0.7%	0.7%	0.9%	

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

**Sensitivity of Class KI to Prepayments
Assumed Price 11.5%***

PSA Prepayment Assumption Rates				
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>271%</u>	<u>400%</u>
29.1%	5.4%	5.4%	0.2%	(46.8)%

**Sensitivity of Class WI to Prepayments
Assumed Price 28.0%***

PSA Prepayment Assumption Rates				
<u>88%</u>	<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
0.1%	(5.8)%	(5.8)%	(5.8)%	(20.0)%

**Sensitivity of Class WO to Prepayments
Assumed Price 77.75%**

PSA Prepayment Assumption Rates			
<u>128%</u>	<u>200%</u>	<u>250%</u>	<u>400%</u>
5.4%	5.4%	5.4%	7.6%

SECURITY GROUP 6

**Sensitivity of Class NI to Prepayments
Assumed Price 14.5%***

PSA Prepayment Assumption Rates				
<u>200%</u>	<u>250%</u>	<u>440%</u>	<u>500%</u>	<u>616%</u>
12.6%	12.6%	12.6%	9.1%	0.1%

SECURITY GROUP 7

**Sensitivity of Class MS to Prepayments
Assumed Price 15.0%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>175%</u>	<u>225%</u>	<u>300%</u>	<u>500%</u>
0.150%.....	25.4%	25.4%	25.4%	15.2%
0.264%.....	24.4%	24.4%	24.4%	14.1%
3.157%.....	(1.4)%	(1.4)%	(1.4)%	(16.3)%
6.050% and above.....	**	**	**	**

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

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

SECURITY GROUP 8

Sensitivity of Class ES to Prepayments Assumed Price 12.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>200%</u>	<u>300%</u>	<u>400%</u>
0.150%	42.4%	32.5%	21.8%	11.1%
0.264%	41.3%	31.3%	20.5%	9.6%
3.157%	10.8%	(2.6)%	(16.4)%	(29.5)%
6.050% and above	**	**	**	**

SECURITY GROUP 9

Sensitivity of Class SE to Prepayments Assumed Price 15.25%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>175%</u>	<u>210%</u>	<u>250%</u>	<u>500%</u>
0.150%	27.3%	27.3%	27.3%	8.0%
0.258%	26.5%	26.5%	26.5%	7.0%
3.404%	1.1%	1.1%	1.1%	(23.5)%
6.550% and above	**	**	**	**

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

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

CERTAIN FEDERAL INCOME TAX CONSEQUENCES

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

U.S. Treasury Circular 230 Notice

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

REMIC Elections

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

Regular Securities

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

The 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 (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement) is as follows:

<u>Group</u>	<u>PSA</u>
1, 4, 5 and 8	200% PSA
2 and 3	222% PSA
6	250% PSA
7	225% PSA
9	210% PSA
10	202% PSA

In the case of the 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 the Regular and MX Classes 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) December 1, 2010 on the Fixed Rate Classes, (2) December 16, 2010 on the Group 8 Floating Rate and Inverse Floating Rate Classes and (3) December 20, 2010 on the Group 1, 7 and 9 Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

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

LEGAL MATTERS

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

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1								
PV	\$ 16,386,000	PH	\$ 53,985,000	PAC/AD	4.50%	FIX	38377RQQ1	December 2040
VP	12,068,000							
ZK	25,531,000							
Combination 2								
DS	\$134,923,125	FC	\$134,923,125	PAC/AD	(5)	FLT	38377RQR9	May 2039
FD	134,923,125							
Combination 3								
DS	\$134,923,125	SD	\$134,923,125	NTL (PAC/AD)	(5)	INV/IO	38377RQS7	May 2039
SC	134,923,125							
Combination 4(6)								
PB	\$ 23,420,000	PC	\$ 23,420,000	PAC I/AD	2.00%	FIX	38377RQT5	May 2039
		PD	23,420,000	PAC I/AD	2.25	FIX	38377RQU2	May 2039
		PG	23,420,000	PAC I/AD	2.50	FIX	38377RQV0	May 2039
		PI	5,204,444	NTL (PAC I/AD)	4.50	FIX/IO	38377RQW8	May 2039
		PJ	23,420,000	PAC I/AD	2.75	FIX	38377RQX6	May 2039
Combination 5(6)								
PB	\$ 23,420,000	IP	\$ 5,527,083	NTL (PAC/AD)	4.50%	FIX/IO	38377RQY4	May 2039
PK	1,451,875	PL	24,871,875	PAC/AD	3.00	FIX	38377RQZ1	May 2039
		PM	24,871,875	PAC/AD	2.00	FIX	38377RRA5	May 2039
		PN	24,871,875	PAC/AD	2.25	FIX	38377RRB3	May 2039
		PT	24,871,875	PAC/AD	2.50	FIX	38377RRC1	May 2039
		PW	24,871,875	PAC/AD	2.75	FIX	38377RRD9	May 2039

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	Notional Balance		Principal Balance	Notional Balance						
Security Group 4 Combination 6(6) KA	\$ 26,539,000		KB	\$ 26,539,000		TAC/AD	2.00%	FIX	38377RRF7	December 2040	
			KC	26,539,000		TAC/AD	2.25	FIX	38377RRF4	December 2040	
			KD	26,539,000		TAC/AD	2.50	FIX	38377RRG2	December 2040	
			KE	26,539,000		TAC/AD	2.75	FIX	38377RRH0	December 2040	
			KG	26,539,000		TAC/AD	3.00	FIX	38377RRJ6	December 2040	
			KH	26,539,000		TAC/AD	3.25	FIX	38377RRK3	December 2040	
			KI	14,743,888		NTL (TAC/AD)	4.50	FIX/IO	38377RRL1	December 2040	
			KJ	26,539,000		TAC/AD	3.50	FIX	38377RRM9	December 2040	
			KL	26,539,000		TAC/AD	3.75	FIX	38377RRN7	December 2040	
			KM	26,539,000		TAC/AD	4.00	FIX	38377RRP2	December 2040	
			KN	26,539,000		TAC/AD	4.25	FIX	38377RRQ0	December 2040	
	Combination 7(6) QJ	\$106,259,000		JA	\$106,259,000		PAC	2.00%	FIX	38377RRR8	June 2032
				JB	106,259,000		PAC	2.25	FIX	38377RRS6	June 2032
				JC	106,259,000		PAC	2.50	FIX	38377RRT4	June 2032
				JD	106,259,000		PAC	2.75	FIX	38377RRU1	June 2032
			JE	106,259,000		PAC	3.00	FIX	38377RRV9	June 2032	
			JG	106,259,000		PAC	3.25	FIX	38377RRW7	June 2032	
			JH	106,259,000		PAC	3.50	FIX	38377RRX5	June 2032	
			JI	106,259,000		NTL (PAC)	4.50	FIX/IO	38377RRY3	June 2032	
			JK	106,259,000		PAC	3.75	FIX	38377RRZ0	June 2032	
			JL	106,259,000		PAC	4.00	FIX	38377RSA4	June 2032	
			JM	106,259,000		PAC	4.25	FIX	38377RSB2	June 2032	
			JO	106,259,000		PAC	0.00	PO	38377RSC0	June 2032	
		JP	86,939,181		PAC	5.50	FIX	38377RSD8	June 2032		
		JQ	79,694,250		PAC	6.00	FIX	38377RSE6	June 2032		
		JT	73,563,923		PAC	6.50	FIX	38377RSF3	June 2032		
		JW	68,309,357		PAC	7.00	FIX	38377RSG1	June 2032		

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance		Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
	Original Class Principal Balance	or Class Notional Balance						
Combination 8(6) QK		\$110,696,000						
	GA		\$110,696,000	PAC	2.00%	FIX	38377RSH9	June 2039
	GB		110,696,000	PAC	2.25	FIX	38377RSJ5	June 2039
	GC		110,696,000	PAC	2.50	FIX	38377RSK2	June 2039
	GD		110,696,000	PAC	2.75	FIX	38377RSL0	June 2039
	GE		110,696,000	PAC	3.00	FIX	38377RSM8	June 2039
	GH		110,696,000	PAC	3.25	FIX	38377RSN6	June 2039
	GI		110,696,000	NTL (PAC)	4.50	FIX/IO	38377RSP1	June 2039
	GJ		110,696,000	PAC	3.50	FIX	38377RSQ9	June 2039
	GK		110,696,000	PAC	3.75	FIX	38377RSR7	June 2039
	GL		110,696,000	PAC	4.00	FIX	38377RSS5	June 2039
	GM		110,696,000	PAC	4.25	FIX	38377RST3	June 2039
	GO		110,696,000	PAC	0.00	PO	38377RSU0	June 2039
	GP		90,569,454	PAC	5.50	FIX	38377RSV8	June 2039
	GQ		83,022,000	PAC	6.00	FIX	38377RSW6	June 2039
	GT		76,635,692	PAC	6.50	FIX	38377RSX4	June 2039
GW		71,161,714	PAC	7.00	FIX	38377RSY2	June 2039	

REMIC Securities			MX Securities					
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 9(6)								
QJ	\$106,259,000	PQ	\$198,348,000	PAC	4.50%	FIX	38377RSZ9	June 2039
QK	92,089,000	WA	198,348,000	PAC	2.00	FIX	38377RTA3	June 2039
		WB	198,348,000	PAC	2.25	FIX	38377RTB1	June 2039
		WC	198,348,000	PAC	2.50	FIX	38377RTC9	June 2039
		WD	198,348,000	PAC	2.75	FIX	38377RTD7	June 2039
		WE	198,348,000	PAC	3.00	FIX	38377RTE5	June 2039
		WG	198,348,000	PAC	3.25	FIX	38377RTF2	June 2039
		WH	198,348,000	PAC	3.50	FIX	38377RTG0	June 2039
		WI	198,348,000	NTL (PAC)	4.50	FIX/IO	38377RTH8	June 2039
		WJ	198,348,000	PAC	3.75	FIX	38377RTJ4	June 2039
		WK	198,348,000	PAC	4.00	FIX	38377RTK1	June 2039
		WL	198,348,000	PAC	4.25	FIX	38377RTL9	June 2039
		WM	162,284,727	PAC	5.50	FIX	38377RTM7	June 2039
		WN	148,761,000	PAC	6.00	FIX	38377RTN5	June 2039
		WO	198,348,000	PAC	0.00	PO	38377RTP0	June 2039
		WP	137,317,846	PAC	6.50	FIX	38377RTQ8	June 2039
		WQ	127,509,428	PAC	7.00	FIX	38377RTR6	June 2039
Combination 10		QL	\$ 29,997,000	PAC	4.50%	FIX	38377RTS4	December 2040
VK	\$ 9,128,000							
VL	6,686,000							
ZL	14,183,000							
Security Group 5								
Combination 11		QA	\$ 37,475,000	SC/PAC	4.50%	FIX	38377RTT2	June 2040
QD	\$ 14,649,000							
QZ	22,826,000							
Security Group 8								
Combination 12		BE	\$ 29,166,236	SEQ	4.00%	FIX	38377RTU9	December 2040
VE	\$ 11,724,987							
ZE	17,441,249							

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)
	Notional Balance		Principal Balance					
Combination 13								
EF	\$ 16,000,000	BG	\$ 16,000,000	SEQ	6.50%	FIX	38377RTV7	June 2034
ES	16,000,000							
Security Group 9								
Combination 14								
ZA	\$ 45,560,000	ZQ	\$ 47,958,081	SUP	4.50%	FIX/Z	38377RTW5	December 2040
ZB	2,398,081							
Combination 15								
VM	\$ 9,692,000	MH	\$ 31,932,000	PAC	4.50%	FIX	38377RTX3	December 2040
VN	7,138,000							
ZN	15,102,000							
Security Group 10								
Combination 16								
AV	\$ 7,204,000	B	\$ 25,000,000	SEQ	4.00%	FIX	38377RTY1	December 2040
AZ	12,873,000							
BV	4,923,000							

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

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

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

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

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

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

Schedule II

SCHEDULED PRINCIPAL BALANCES

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
Initial Balance	\$413,780,000.00	\$23,420,000.00	\$55,000,000.00	\$26,539,000.00
January 2011	412,411,559.05	23,335,336.06	55,000,000.00	26,253,915.87
February 2011	411,134,235.75	23,247,037.38	55,000,000.00	25,957,104.77
March 2011	409,721,285.17	23,149,363.06	55,000,000.00	25,648,742.98
April 2011	408,173,455.19	23,043,752.83	55,000,000.00	25,329,022.85
May 2011	406,491,612.35	22,931,232.52	55,000,000.00	24,998,152.50
June 2011	404,676,741.21	22,811,845.56	55,000,000.00	24,656,355.54
July 2011	402,729,943.71	22,685,639.81	55,000,000.00	24,303,870.79
August 2011	400,652,438.20	22,552,667.51	55,000,000.00	23,940,951.91
September 2011	398,445,558.39	22,412,985.24	55,000,000.00	23,567,867.06
October 2011	396,110,752.08	22,266,653.90	55,000,000.00	23,184,898.45
November 2011	393,649,579.79	22,113,738.65	55,000,000.00	22,792,341.97
December 2011	391,063,713.10	21,954,308.87	55,000,000.00	22,390,506.73
January 2012	388,354,932.95	21,788,438.08	55,000,000.00	21,979,714.55
February 2012	385,525,127.69	21,616,203.91	55,000,000.00	21,560,299.51
March 2012	382,576,291.00	21,437,688.00	55,000,000.00	21,132,607.39
April 2012	379,510,519.66	21,252,975.97	55,000,000.00	20,696,995.13
May 2012	376,330,011.13	21,062,157.33	55,000,000.00	20,253,830.28
June 2012	373,037,061.00	20,865,325.39	55,000,000.00	19,803,490.41
July 2012	369,634,060.30	20,662,577.19	55,000,000.00	19,346,362.47
August 2012	366,123,492.63	20,454,013.42	55,000,000.00	18,882,842.20
September 2012	362,507,931.20	20,239,738.32	55,000,000.00	18,424,184.40
October 2012	358,790,035.66	20,019,859.59	55,000,000.00	17,970,321.84
November 2012	354,972,548.90	19,794,488.26	55,000,000.00	17,521,187.88
December 2012	351,058,293.63	19,563,738.67	55,000,000.00	17,076,716.55
January 2013	347,050,168.91	19,327,728.28	55,000,000.00	16,636,842.47
February 2013	342,951,146.50	19,086,577.60	55,000,000.00	16,201,500.95
March 2013	338,764,267.19	18,840,410.08	55,000,000.00	15,770,627.87
April 2013	334,617,633.72	18,595,763.01	55,000,000.00	15,344,159.72
May 2013	330,510,872.70	18,352,625.62	55,000,000.00	14,922,033.63
June 2013	326,443,614.13	18,110,987.23	55,000,000.00	14,504,187.31
July 2013	322,415,491.36	17,870,837.20	55,000,000.00	14,090,559.07
August 2013	318,426,141.11	17,632,164.96	55,000,000.00	13,681,087.80
September 2013	314,475,203.39	17,394,960.02	55,000,000.00	13,275,713.00
October 2013	310,562,321.52	17,159,211.95	55,000,000.00	12,874,374.74
November 2013	306,687,142.04	16,924,910.37	55,000,000.00	12,477,013.64
December 2013	302,849,314.73	16,692,044.98	55,000,000.00	12,083,570.92

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
January 2014	\$299,048,492.56	\$16,460,605.56	\$55,000,000.00	\$11,693,988.34
February 2014	295,284,331.67	16,230,581.93	55,000,000.00	11,308,208.24
March 2014	291,556,491.33	16,001,963.98	55,000,000.00	10,926,173.49
April 2014	287,864,633.91	15,774,741.66	55,000,000.00	10,547,827.50
May 2014	284,208,424.88	15,548,905.00	55,000,000.00	10,173,114.27
June 2014	280,587,532.75	15,324,444.08	55,000,000.00	9,801,978.28
July 2014	277,001,629.05	15,101,349.04	55,000,000.00	9,434,364.58
August 2014	273,450,388.31	14,879,610.08	55,000,000.00	9,070,218.71
September 2014	269,933,488.05	14,659,217.47	55,000,000.00	8,709,486.78
October 2014	266,450,608.69	14,440,161.54	55,000,000.00	8,352,115.36
November 2014	263,001,433.61	14,222,432.68	55,000,000.00	7,998,051.58
December 2014	259,585,649.06	14,006,021.33	55,000,000.00	7,647,243.05
January 2015	256,202,944.15	13,790,918.01	55,000,000.00	7,299,637.89
February 2015	252,853,010.84	13,577,113.28	55,000,000.00	6,955,184.71
March 2015	249,535,543.90	13,364,597.77	55,000,000.00	6,613,832.62
April 2015	246,250,240.87	13,153,362.16	55,000,000.00	6,275,531.21
May 2015	242,996,802.08	12,943,397.20	55,000,000.00	5,940,230.56
June 2015	239,774,930.59	12,734,693.68	55,000,000.00	5,607,881.21
July 2015	236,584,332.15	12,527,242.47	55,000,000.00	5,278,434.21
August 2015	233,424,715.21	12,321,034.49	55,000,000.00	4,951,841.03
September 2015	230,295,790.91	12,116,060.70	55,000,000.00	4,628,053.66
October 2015	227,197,272.98	11,912,312.13	55,000,000.00	4,307,024.49
November 2015	224,128,877.81	11,709,779.87	55,000,000.00	3,988,706.41
December 2015	221,090,324.36	11,508,455.06	55,000,000.00	3,673,052.74
January 2016	218,081,334.17	11,308,328.89	55,000,000.00	3,360,017.26
February 2016	215,101,631.29	11,109,392.61	55,000,000.00	3,049,554.17
March 2016	212,150,942.35	10,911,637.53	55,000,000.00	2,741,618.12
April 2016	209,228,996.44	10,715,055.01	55,000,000.00	2,436,164.21
May 2016	206,335,525.13	10,519,636.45	55,000,000.00	2,133,147.95
June 2016	203,470,262.45	10,325,373.33	55,000,000.00	1,832,525.26
July 2016	200,632,944.87	10,132,257.16	55,000,000.00	1,534,252.53
August 2016	197,823,311.26	9,940,279.52	55,000,000.00	1,238,286.51
September 2016	195,041,102.88	9,749,432.02	55,000,000.00	944,584.41
October 2016	192,286,063.36	9,559,706.34	55,000,000.00	653,103.81
November 2016	189,557,938.68	9,371,116.80	55,000,000.00	363,802.73
December 2016	186,856,477.12	9,184,370.42	55,000,000.00	76,639.56
January 2017	184,181,429.30	8,999,449.96	55,000,000.00	0.00
February 2017	181,532,548.10	8,816,338.35	55,000,000.00	0.00
March 2017	178,909,588.65	8,635,018.66	55,000,000.00	0.00
April 2017	176,312,308.35	8,455,474.11	55,000,000.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
May 2017	\$173,740,466.81	\$ 8,277,688.09	\$55,000,000.00	\$ 0.00
June 2017	171,193,825.83	8,101,644.13	55,000,000.00	0.00
July 2017	168,672,149.41	7,927,325.92	55,000,000.00	0.00
August 2017	166,175,203.68	7,754,717.29	55,000,000.00	0.00
September 2017	163,702,756.95	7,583,802.22	55,000,000.00	0.00
October 2017	161,254,579.63	7,414,564.85	55,000,000.00	0.00
November 2017	158,830,444.24	7,246,989.45	55,000,000.00	0.00
December 2017	156,430,125.37	7,081,060.43	55,000,000.00	0.00
January 2018	154,053,399.70	6,916,762.36	55,000,000.00	0.00
February 2018	151,700,045.93	6,754,079.94	55,000,000.00	0.00
March 2018	149,369,844.82	6,592,998.02	55,000,000.00	0.00
April 2018	147,062,579.10	6,433,501.57	55,000,000.00	0.00
May 2018	144,782,426.00	6,275,879.36	55,000,000.00	0.00
June 2018	142,535,807.45	6,120,575.32	55,000,000.00	0.00
July 2018	140,322,245.22	5,967,556.40	55,000,000.00	0.00
August 2018	138,141,267.76	5,816,789.99	55,000,000.00	0.00
September 2018	135,992,410.11	5,668,243.96	54,988,232.71	0.00
October 2018	133,875,213.83	5,521,886.62	54,963,481.10	0.00
November 2018	131,789,226.89	5,377,686.71	54,926,044.21	0.00
December 2018	129,734,003.60	5,235,613.43	54,876,216.00	0.00
January 2019	127,709,104.48	5,095,636.39	54,814,285.41	0.00
February 2019	125,714,096.25	4,957,725.65	54,740,536.38	0.00
March 2019	123,748,551.66	4,821,851.67	54,655,248.04	0.00
April 2019	121,812,049.46	4,687,985.32	54,558,694.68	0.00
May 2019	119,904,174.31	4,556,097.91	54,451,145.86	0.00
June 2019	118,024,516.68	4,426,161.11	54,332,866.51	0.00
July 2019	116,172,672.80	4,298,147.02	54,204,116.95	0.00
August 2019	114,348,244.52	4,172,028.12	54,065,153.03	0.00
September 2019	112,550,839.32	4,047,777.26	53,916,226.09	0.00
October 2019	110,780,070.16	3,925,367.69	53,757,583.16	0.00
November 2019	109,035,555.43	3,804,773.04	53,589,466.91	0.00
December 2019	107,316,918.88	3,685,967.30	53,412,115.81	0.00
January 2020	105,623,789.55	3,568,924.81	53,225,764.12	0.00
February 2020	103,955,801.65	3,453,620.30	53,030,642.03	0.00
March 2020	102,312,594.58	3,340,028.84	52,826,975.61	0.00
April 2020	100,693,812.75	3,228,125.84	52,614,987.02	0.00
May 2020	99,099,105.60	3,117,887.07	52,394,894.45	0.00
June 2020	97,528,127.49	3,009,288.65	52,166,912.23	0.00
July 2020	95,980,537.61	2,902,307.00	51,931,250.92	0.00
August 2020	94,455,999.97	2,796,918.90	51,688,117.28	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
September 2020	\$ 92,954,183.28	\$ 2,693,101.46	\$51,437,714.43	\$ 0.00
October 2020	91,474,760.94	2,590,832.09	51,180,241.83	0.00
November 2020	90,017,410.89	2,490,088.53	50,915,895.39	0.00
December 2020	88,581,815.66	2,390,848.84	50,644,867.47	0.00
January 2021	87,167,662.19	2,293,091.37	50,367,347.01	0.00
February 2021	85,774,641.86	2,196,794.79	50,083,519.50	0.00
March 2021	84,402,450.39	2,101,938.07	49,793,567.10	0.00
April 2021	83,050,787.76	2,008,500.46	49,497,668.66	0.00
May 2021	81,719,358.21	1,916,461.53	49,195,999.76	0.00
June 2021	80,407,870.10	1,825,801.10	48,888,732.83	0.00
July 2021	79,116,035.94	1,736,499.31	48,576,037.08	0.00
August 2021	77,843,572.26	1,648,536.56	48,258,078.66	0.00
September 2021	76,590,199.60	1,561,893.53	47,935,020.68	0.00
October 2021	75,355,642.44	1,476,551.18	47,607,023.20	0.00
November 2021	74,139,629.12	1,392,490.72	47,274,243.38	0.00
December 2021	72,941,891.85	1,309,693.65	46,936,835.40	0.00
January 2022	71,762,166.58	1,228,141.72	46,594,950.63	0.00
February 2022	70,600,193.00	1,147,816.92	46,248,737.62	0.00
March 2022	69,455,714.47	1,068,701.51	45,898,342.10	0.00
April 2022	68,328,477.98	990,778.01	45,543,907.11	0.00
May 2022	67,218,234.07	914,029.18	45,185,572.99	0.00
June 2022	66,124,736.83	838,438.00	44,823,477.43	0.00
July 2022	65,047,743.81	763,987.73	44,457,755.51	0.00
August 2022	63,987,015.96	690,661.83	44,088,539.78	0.00
September 2022	62,942,317.64	618,444.03	43,715,960.23	0.00
October 2022	61,913,416.54	547,318.25	43,340,144.39	0.00
November 2022	60,900,083.61	477,268.66	42,961,217.34	0.00
December 2022	59,902,093.05	408,279.67	42,579,301.78	0.00
January 2023	58,919,222.25	340,335.87	42,194,518.01	0.00
February 2023	57,951,251.76	273,422.09	41,806,984.02	0.00
March 2023	56,997,965.22	207,523.39	41,416,815.53	0.00
April 2023	56,059,149.34	142,625.01	41,024,125.97	0.00
May 2023	55,134,593.84	78,712.43	40,629,026.59	0.00
June 2023	54,224,091.42	15,771.30	40,231,626.44	0.00
July 2023	53,327,437.72	0.00	39,832,032.44	0.00
August 2023	52,444,431.28	0.00	39,430,349.36	0.00
September 2023	51,574,873.47	0.00	39,026,679.96	0.00
October 2023	50,718,568.50	0.00	38,621,124.89	0.00
November 2023	49,875,323.35	0.00	38,213,782.82	0.00
December 2023	49,044,947.71	0.00	37,804,750.48	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
January 2024	\$ 48,227,254.01	\$ 0.00	\$37,394,122.58	\$ 0.00
February 2024	47,422,057.32	0.00	36,981,991.95	0.00
March 2024	46,629,175.32	0.00	36,568,449.57	0.00
April 2024	45,848,428.29	0.00	36,153,584.54	0.00
May 2024	45,079,639.08	0.00	35,737,484.11	0.00
June 2024	44,322,633.03	0.00	35,320,233.79	0.00
July 2024	43,577,237.95	0.00	34,901,917.30	0.00
August 2024	42,843,284.13	0.00	34,482,616.64	0.00
September 2024	42,120,604.26	0.00	34,062,412.08	0.00
October 2024	41,409,033.38	0.00	33,641,382.25	0.00
November 2024	40,708,408.92	0.00	33,219,604.09	0.00
December 2024	40,018,570.58	0.00	32,797,152.96	0.00
January 2025	39,339,360.37	0.00	32,374,102.60	0.00
February 2025	38,670,622.53	0.00	31,950,525.18	0.00
March 2025	38,012,203.53	0.00	31,526,491.33	0.00
April 2025	37,363,952.01	0.00	31,102,070.18	0.00
May 2025	36,725,718.77	0.00	30,677,329.34	0.00
June 2025	36,097,356.75	0.00	30,252,334.98	0.00
July 2025	35,478,720.97	0.00	29,827,151.80	0.00
August 2025	34,869,668.51	0.00	29,401,843.11	0.00
September 2025	34,270,058.50	0.00	28,976,470.81	0.00
October 2025	33,679,752.08	0.00	28,551,095.41	0.00
November 2025	33,098,612.35	0.00	28,125,776.13	0.00
December 2025	32,526,504.39	0.00	27,700,570.80	0.00
January 2026	31,963,295.19	0.00	27,275,535.97	0.00
February 2026	31,408,853.64	0.00	26,850,726.92	0.00
March 2026	30,863,050.50	0.00	26,426,197.67	0.00
April 2026	30,325,758.37	0.00	26,002,000.99	0.00
May 2026	29,796,851.70	0.00	25,578,188.43	0.00
June 2026	29,276,206.69	0.00	25,154,810.36	0.00
July 2026	28,763,701.34	0.00	24,731,915.96	0.00
August 2026	28,259,215.39	0.00	24,309,553.26	0.00
September 2026	27,762,630.29	0.00	23,887,769.14	0.00
October 2026	27,273,829.19	0.00	23,466,609.40	0.00
November 2026	26,792,696.91	0.00	23,046,118.71	0.00
December 2026	26,319,119.94	0.00	22,626,340.64	0.00
January 2027	25,852,986.35	0.00	22,207,317.77	0.00
February 2027	25,394,185.86	0.00	21,789,091.58	0.00
March 2027	24,942,609.75	0.00	21,371,702.53	0.00
April 2027	24,498,150.84	0.00	20,955,190.12	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
May 2027	\$ 24,060,703.53	\$ 0.00	\$20,539,592.78	\$ 0.00
June 2027	23,630,163.69	0.00	20,124,948.06	0.00
July 2027	23,206,428.71	0.00	19,711,292.50	0.00
August 2027	22,789,397.44	0.00	19,298,661.71	0.00
September 2027	22,378,970.19	0.00	18,887,090.38	0.00
October 2027	21,975,048.69	0.00	18,476,612.31	0.00
November 2027	21,577,536.10	0.00	18,067,260.40	0.00
December 2027	21,186,336.96	0.00	17,659,066.65	0.00
January 2028	20,801,357.17	0.00	17,252,062.26	0.00
February 2028	20,422,504.01	0.00	16,846,277.53	0.00
March 2028	20,049,686.06	0.00	16,441,741.97	0.00
April 2028	19,682,813.25	0.00	16,038,484.25	0.00
May 2028	19,321,796.78	0.00	15,636,532.27	0.00
June 2028	18,966,549.13	0.00	15,235,913.13	0.00
July 2028	18,616,984.07	0.00	14,836,653.13	0.00
August 2028	18,273,016.56	0.00	14,438,777.88	0.00
September 2028	17,934,562.84	0.00	14,042,312.19	0.00
October 2028	17,601,540.31	0.00	13,647,280.17	0.00
November 2028	17,273,867.60	0.00	13,253,705.19	0.00
December 2028	16,951,464.49	0.00	12,861,609.94	0.00
January 2029	16,634,251.91	0.00	12,471,016.41	0.00
February 2029	16,322,151.97	0.00	12,081,945.90	0.00
March 2029	16,015,087.85	0.00	11,694,419.09	0.00
April 2029	15,712,983.89	0.00	11,308,455.94	0.00
May 2029	15,415,765.50	0.00	10,924,075.80	0.00
June 2029	15,123,359.16	0.00	10,541,297.41	0.00
July 2029	14,835,692.42	0.00	10,160,138.87	0.00
August 2029	14,552,693.88	0.00	9,780,617.68	0.00
September 2029	14,274,293.19	0.00	9,402,750.73	0.00
October 2029	14,000,420.98	0.00	9,026,554.35	0.00
November 2029	13,731,008.92	0.00	8,652,044.28	0.00
December 2029	13,465,989.64	0.00	8,279,235.71	0.00
January 2030	13,205,296.78	0.00	7,908,143.26	0.00
February 2030	12,948,864.90	0.00	7,538,781.03	0.00
March 2030	12,696,629.55	0.00	7,171,162.58	0.00
April 2030	12,448,527.19	0.00	6,805,300.93	0.00
May 2030	12,204,495.20	0.00	6,441,208.62	0.00
June 2030	11,964,471.88	0.00	6,078,897.69	0.00
July 2030	11,728,396.44	0.00	5,718,379.63	0.00
August 2030	11,496,208.93	0.00	5,359,665.53	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
September 2030	\$ 11,267,850.31	\$ 0.00	\$ 5,002,765.96	\$ 0.00
October 2030	11,043,262.39	0.00	4,647,691.01	0.00
November 2030	10,822,387.80	0.00	4,294,450.38	0.00
December 2030	10,605,170.05	0.00	3,943,053.24	0.00
January 2031	10,391,553.44	0.00	3,593,508.39	0.00
February 2031	10,181,483.08	0.00	3,245,824.17	0.00
March 2031	9,974,904.90	0.00	2,900,008.51	0.00
April 2031	9,771,765.60	0.00	2,556,068.92	0.00
May 2031	9,572,012.66	0.00	2,214,012.51	0.00
June 2031	9,375,594.33	0.00	1,873,846.01	0.00
July 2031	9,182,459.62	0.00	1,535,575.72	0.00
August 2031	8,992,558.27	0.00	1,199,207.62	0.00
September 2031	8,805,840.77	0.00	864,747.25	0.00
October 2031	8,622,258.31	0.00	532,199.85	0.00
November 2031	8,441,762.82	0.00	201,570.25	0.00
December 2031	8,264,306.92	0.00	0.00	0.00
January 2032	8,089,843.92	0.00	0.00	0.00
February 2032	7,918,327.82	0.00	0.00	0.00
March 2032	7,749,713.28	0.00	0.00	0.00
April 2032	7,583,955.65	0.00	0.00	0.00
May 2032	7,421,010.90	0.00	0.00	0.00
June 2032	7,260,835.67	0.00	0.00	0.00
July 2032	7,103,387.22	0.00	0.00	0.00
August 2032	6,948,623.46	0.00	0.00	0.00
September 2032	6,796,502.90	0.00	0.00	0.00
October 2032	6,646,984.66	0.00	0.00	0.00
November 2032	6,500,028.45	0.00	0.00	0.00
December 2032	6,355,594.60	0.00	0.00	0.00
January 2033	6,213,644.00	0.00	0.00	0.00
February 2033	6,074,138.13	0.00	0.00	0.00
March 2033	5,937,039.02	0.00	0.00	0.00
April 2033	5,802,309.27	0.00	0.00	0.00
May 2033	5,669,912.03	0.00	0.00	0.00
June 2033	5,539,810.99	0.00	0.00	0.00
July 2033	5,411,970.38	0.00	0.00	0.00
August 2033	5,286,354.96	0.00	0.00	0.00
September 2033	5,162,929.99	0.00	0.00	0.00
October 2033	5,041,661.27	0.00	0.00	0.00
November 2033	4,922,515.09	0.00	0.00	0.00
December 2033	4,805,458.23	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
January 2034	\$ 4,690,457.98	\$ 0.00	\$ 0.00	\$ 0.00
February 2034	4,577,482.11	0.00	0.00	0.00
March 2034	4,466,498.85	0.00	0.00	0.00
April 2034	4,357,476.92	0.00	0.00	0.00
May 2034	4,250,385.49	0.00	0.00	0.00
June 2034	4,145,194.20	0.00	0.00	0.00
July 2034	4,041,873.13	0.00	0.00	0.00
August 2034	3,940,392.80	0.00	0.00	0.00
September 2034	3,840,724.18	0.00	0.00	0.00
October 2034	3,742,838.66	0.00	0.00	0.00
November 2034	3,646,708.06	0.00	0.00	0.00
December 2034	3,552,304.63	0.00	0.00	0.00
January 2035	3,459,601.01	0.00	0.00	0.00
February 2035	3,368,570.25	0.00	0.00	0.00
March 2035	3,279,185.83	0.00	0.00	0.00
April 2035	3,191,421.59	0.00	0.00	0.00
May 2035	3,105,251.78	0.00	0.00	0.00
June 2035	3,020,651.03	0.00	0.00	0.00
July 2035	2,937,594.34	0.00	0.00	0.00
August 2035	2,856,057.10	0.00	0.00	0.00
September 2035	2,776,015.05	0.00	0.00	0.00
October 2035	2,697,444.30	0.00	0.00	0.00
November 2035	2,620,321.31	0.00	0.00	0.00
December 2035	2,544,622.92	0.00	0.00	0.00
January 2036	2,470,326.27	0.00	0.00	0.00
February 2036	2,397,408.89	0.00	0.00	0.00
March 2036	2,325,848.62	0.00	0.00	0.00
April 2036	2,255,623.62	0.00	0.00	0.00
May 2036	2,186,712.42	0.00	0.00	0.00
June 2036	2,119,093.83	0.00	0.00	0.00
July 2036	2,052,747.01	0.00	0.00	0.00
August 2036	1,987,651.40	0.00	0.00	0.00
September 2036	1,923,786.78	0.00	0.00	0.00
October 2036	1,861,133.22	0.00	0.00	0.00
November 2036	1,799,671.09	0.00	0.00	0.00
December 2036	1,739,381.06	0.00	0.00	0.00
January 2037	1,680,244.09	0.00	0.00	0.00
February 2037	1,622,241.42	0.00	0.00	0.00
March 2037	1,565,354.59	0.00	0.00	0.00
April 2037	1,509,565.39	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes FD, PB, PE, PK, PV, VP and ZK (in the aggregate)</u>	<u>Class PB</u>	<u>Class ZC</u>	<u>Class KA</u>
May 2037	\$ 1,454,855.92	\$ 0.00	\$ 0.00	\$ 0.00
June 2037	1,401,208.53	0.00	0.00	0.00
July 2037	1,348,605.84	0.00	0.00	0.00
August 2037	1,297,030.73	0.00	0.00	0.00
September 2037	1,246,466.35	0.00	0.00	0.00
October 2037	1,196,896.09	0.00	0.00	0.00
November 2037	1,148,303.61	0.00	0.00	0.00
December 2037	1,100,672.81	0.00	0.00	0.00
January 2038	1,053,987.82	0.00	0.00	0.00
February 2038	1,008,233.03	0.00	0.00	0.00
March 2038	963,393.07	0.00	0.00	0.00
April 2038	919,452.79	0.00	0.00	0.00
May 2038	876,397.28	0.00	0.00	0.00
June 2038	834,211.84	0.00	0.00	0.00
July 2038	792,882.03	0.00	0.00	0.00
August 2038	752,393.59	0.00	0.00	0.00
September 2038	712,732.50	0.00	0.00	0.00
October 2038	673,884.96	0.00	0.00	0.00
November 2038	635,837.35	0.00	0.00	0.00
December 2038	598,576.31	0.00	0.00	0.00
January 2039	562,088.62	0.00	0.00	0.00
February 2039	526,361.33	0.00	0.00	0.00
March 2039	491,381.63	0.00	0.00	0.00
April 2039	457,136.95	0.00	0.00	0.00
May 2039	423,614.88	0.00	0.00	0.00
June 2039	390,803.22	0.00	0.00	0.00
July 2039	358,689.96	0.00	0.00	0.00
August 2039	327,263.27	0.00	0.00	0.00
September 2039	296,511.49	0.00	0.00	0.00
October 2039	266,423.16	0.00	0.00	0.00
November 2039	236,986.98	0.00	0.00	0.00
December 2039	208,191.83	0.00	0.00	0.00
January 2040	180,026.77	0.00	0.00	0.00
February 2040	152,481.02	0.00	0.00	0.00
March 2040	125,543.97	0.00	0.00	0.00
April 2040	99,205.18	0.00	0.00	0.00
May 2040	73,454.35	0.00	0.00	0.00
June 2040	48,281.37	0.00	0.00	0.00
July 2040	23,676.27	0.00	0.00	0.00
August 2040 and thereafter	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
Initial Balance	\$246,952,000.00	\$40,000,000.00	\$37,475,000.00	\$5,000,000.00
January 2011	245,803,405.11	39,304,145.13	37,475,000.00	4,917,646.57
February 2011	244,588,161.86	38,537,570.71	37,475,000.00	4,841,939.56
March 2011	243,306,883.11	37,701,946.58	37,475,000.00	4,766,185.29
April 2011	241,960,225.49	36,799,106.90	37,475,000.00	4,690,399.92
May 2011	240,548,888.89	35,831,046.65	37,475,000.00	4,614,621.78
June 2011	239,073,615.87	34,799,917.52	37,475,000.00	4,538,969.91
July 2011	237,535,191.08	33,708,023.29	37,475,000.00	4,463,595.28
August 2011	235,934,440.56	32,557,814.80	37,475,000.00	4,388,621.93
September 2011	234,272,231.03	31,351,884.42	37,475,000.00	4,314,051.48
October 2011	232,549,469.17	30,092,960.07	37,475,000.00	4,239,888.50
November 2011	230,767,100.78	28,783,898.75	37,475,000.00	4,166,144.76
December 2011	228,926,109.95	27,427,679.71	37,475,000.00	4,092,837.79
January 2012	227,027,518.16	26,027,397.24	37,475,000.00	4,020,004.87
February 2012	225,072,383.35	24,586,252.96	37,475,000.00	3,947,704.44
March 2012	223,061,798.97	23,107,547.87	37,475,000.00	3,876,212.08
April 2012	220,996,892.93	21,594,674.02	37,475,000.00	3,805,518.97
May 2012	218,878,826.55	20,051,105.87	37,475,000.00	3,735,616.39
June 2012	216,708,793.51	18,480,391.33	37,475,000.00	3,666,495.70
July 2012	214,488,018.68	16,886,142.65	37,475,000.00	3,598,148.37
August 2012	212,217,756.99	15,272,026.96	37,475,000.00	3,530,565.94
September 2012	209,963,554.39	13,710,090.64	37,475,000.00	3,463,740.06
October 2012	207,725,301.80	12,199,301.80	37,475,000.00	3,397,662.46
November 2012	205,502,890.90	10,738,646.95	37,475,000.00	3,332,324.97
December 2012	203,296,214.08	9,327,130.63	37,475,000.00	3,267,719.49
January 2013	201,105,164.47	7,963,775.16	37,475,000.00	3,203,838.02
February 2013	198,929,635.88	6,647,620.27	37,475,000.00	3,140,672.64
March 2013	196,769,522.86	5,377,722.88	37,475,000.00	3,078,215.53
April 2013	194,624,720.66	4,153,156.79	37,475,000.00	3,016,458.93
May 2013	192,495,125.23	2,973,012.34	37,475,000.00	2,955,395.18
June 2013	190,380,633.21	1,836,396.23	37,475,000.00	2,895,016.70
July 2013	188,281,141.94	742,431.14	37,475,000.00	2,835,315.98
August 2013	186,196,549.45	0.00	37,475,000.00	2,776,285.62
September 2013	184,126,754.44	0.00	37,475,000.00	2,717,918.26
October 2013	182,071,656.29	0.00	37,475,000.00	2,660,206.65
November 2013	180,031,155.08	0.00	37,475,000.00	2,603,143.61
December 2013	178,005,151.52	0.00	37,475,000.00	2,546,722.03
January 2014	175,993,547.02	0.00	37,475,000.00	2,490,934.88
February 2014	173,996,243.62	0.00	37,475,000.00	2,435,775.21
March 2014	172,013,144.03	0.00	37,475,000.00	2,381,236.14

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
April 2014	\$170,044,151.63	\$ 0.00	\$37,475,000.00	\$2,327,310.87
May 2014	168,089,170.41	0.00	37,475,000.00	2,273,992.67
June 2014	166,148,105.03	0.00	37,475,000.00	2,221,274.87
July 2014	164,220,860.78	0.00	37,475,000.00	2,169,150.90
August 2014	162,307,343.59	0.00	37,475,000.00	2,117,614.23
September 2014	160,407,460.00	0.00	37,475,000.00	2,066,658.42
October 2014	158,521,117.22	0.00	37,475,000.00	2,016,277.10
November 2014	156,648,223.03	0.00	37,475,000.00	1,966,463.95
December 2014	154,788,685.85	0.00	37,475,000.00	1,917,212.74
January 2015	152,942,414.73	0.00	37,475,000.00	1,868,517.30
February 2015	151,109,319.31	0.00	37,475,000.00	1,820,371.52
March 2015	149,289,309.83	0.00	37,475,000.00	1,772,769.36
April 2015	147,482,297.15	0.00	37,475,000.00	1,725,704.84
May 2015	145,688,192.72	0.00	37,475,000.00	1,679,172.07
June 2015	143,906,908.58	0.00	37,475,000.00	1,633,165.18
July 2015	142,138,357.36	0.00	37,475,000.00	1,588,139.26
August 2015	140,382,452.28	0.00	37,475,000.00	1,544,299.93
September 2015	138,639,107.13	0.00	37,475,000.00	1,501,616.09
October 2015	136,908,236.30	0.00	37,475,000.00	1,460,057.46
November 2015	135,189,754.73	0.00	37,475,000.00	1,419,594.55
December 2015	133,483,577.95	0.00	37,475,000.00	1,380,198.63
January 2016	131,789,622.03	0.00	37,475,000.00	1,341,841.72
February 2016	130,107,803.64	0.00	37,475,000.00	1,304,496.55
March 2016	128,438,039.98	0.00	37,475,000.00	1,268,136.60
April 2016	126,780,248.81	0.00	37,475,000.00	1,232,735.99
May 2016	125,134,348.45	0.00	37,475,000.00	1,198,269.55
June 2016	123,500,257.76	0.00	37,475,000.00	1,164,712.74
July 2016	121,877,896.14	0.00	37,475,000.00	1,132,041.67
August 2016	120,267,183.55	0.00	37,475,000.00	1,100,233.07
September 2016	118,668,040.46	0.00	37,475,000.00	1,069,264.28
October 2016	117,080,387.90	0.00	37,475,000.00	1,039,113.22
November 2016	115,504,147.41	0.00	37,475,000.00	1,009,758.38
December 2016	113,939,241.06	0.00	37,475,000.00	981,178.82
January 2017	112,385,591.45	0.00	37,475,000.00	953,354.15
February 2017	110,843,121.70	0.00	37,475,000.00	926,264.51
March 2017	109,311,755.43	0.00	37,475,000.00	899,890.53
April 2017	107,791,416.79	0.00	37,475,000.00	874,213.39
May 2017	106,282,030.42	0.00	37,475,000.00	849,214.71
June 2017	104,783,521.49	0.00	37,475,000.00	824,876.64
July 2017	103,295,815.66	0.00	37,475,000.00	801,181.74

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
August 2017	\$101,818,839.08	\$ 0.00	\$37,475,000.00	\$ 778,113.08
September 2017	100,352,518.40	0.00	37,475,000.00	755,654.14
October 2017	98,896,780.78	0.00	37,475,000.00	733,788.83
November 2017	97,451,553.84	0.00	37,475,000.00	712,501.48
December 2017	96,016,765.70	0.00	37,475,000.00	691,776.85
January 2018	94,592,344.98	0.00	37,475,000.00	671,600.06
February 2018	93,178,220.74	0.00	37,475,000.00	651,956.67
March 2018	91,774,322.56	0.00	37,475,000.00	632,832.56
April 2018	90,380,580.44	0.00	37,475,000.00	614,214.01
May 2018	88,996,924.91	0.00	37,475,000.00	596,087.66
June 2018	87,623,286.92	0.00	37,475,000.00	578,440.49
July 2018	86,259,597.90	0.00	37,410,788.14	561,259.83
August 2018	84,914,882.42	0.00	37,202,240.34	544,533.32
September 2018	83,589,978.03	0.00	36,995,169.06	528,248.94
October 2018	82,284,602.14	0.00	36,789,564.43	512,394.98
November 2018	80,998,476.11	0.00	36,585,905.20	496,960.03
December 2018	79,731,325.23	0.00	36,385,250.11	481,933.00
January 2019	78,482,878.58	0.00	36,187,556.26	467,303.07
February 2019	77,252,869.07	0.00	35,992,781.34	453,059.70
March 2019	76,041,033.34	0.00	35,800,883.64	439,192.63
April 2019	74,847,111.71	0.00	35,611,822.03	425,691.88
May 2019	73,670,848.13	0.00	35,425,555.97	412,547.72
June 2019	72,511,990.14	0.00	35,242,045.47	399,750.68
July 2019	71,370,288.84	0.00	35,061,251.11	387,291.53
August 2019	70,245,498.77	0.00	34,883,134.01	375,161.29
September 2019	69,137,377.94	0.00	34,707,655.85	363,351.21
October 2019	68,045,687.75	0.00	34,534,778.85	351,852.77
November 2019	66,970,192.93	0.00	34,364,465.74	340,657.67
December 2019	65,910,661.52	0.00	34,196,679.80	329,757.85
January 2020	64,866,864.80	0.00	34,031,384.79	319,145.42
February 2020	63,838,577.27	0.00	33,868,545.01	308,812.73
March 2020	62,825,576.59	0.00	33,708,125.25	298,752.33
April 2020	61,827,643.53	0.00	33,550,090.79	288,956.94
May 2020	60,844,561.94	0.00	33,394,407.39	279,419.49
June 2020	59,876,118.72	0.00	33,241,041.32	270,133.10
July 2020	58,922,103.73	0.00	33,089,959.30	261,091.06
August 2020	57,982,309.81	0.00	32,941,128.52	252,286.83
September 2020	57,056,532.69	0.00	32,794,516.63	243,714.06
October 2020	56,144,570.97	0.00	32,650,091.74	235,366.56
November 2020	55,246,226.09	0.00	32,507,822.41	227,238.29

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
December 2020	\$ 54,361,302.28	\$ 0.00	\$32,367,677.64	\$ 219,323.38
January 2021	53,489,606.50	0.00	32,229,626.86	211,616.12
February 2021	52,630,948.45	0.00	32,093,639.94	204,110.95
March 2021	51,785,140.50	0.00	31,959,687.16	196,802.43
April 2021	50,951,997.63	0.00	31,827,739.23	189,685.29
May 2021	50,131,337.46	0.00	31,428,935.98	182,754.39
June 2021	49,322,980.16	0.00	31,023,807.28	176,004.73
July 2021	48,526,748.43	0.00	30,624,776.68	169,431.43
August 2021	47,742,467.46	0.00	30,231,756.05	163,029.76
September 2021	46,969,964.92	0.00	29,668,584.98	156,795.09
October 2021	46,209,070.88	0.00	28,984,670.76	150,722.92
November 2021	45,459,617.81	0.00	28,311,093.19	144,808.88
December 2021	44,721,440.57	0.00	27,647,702.48	139,048.70
January 2022	43,994,376.30	0.00	26,994,351.01	133,438.23
February 2022	43,278,264.48	0.00	26,350,893.19	127,973.43
March 2022	42,572,946.80	0.00	25,717,185.52	122,650.36
April 2022	41,878,267.24	0.00	25,093,086.51	117,465.19
May 2022	41,194,071.94	0.00	24,478,456.68	112,414.19
June 2022	40,520,209.22	0.00	23,873,158.54	107,493.73
July 2022	39,856,529.54	0.00	23,277,056.50	102,700.27
August 2022	39,202,885.49	0.00	22,690,016.95	98,030.37
September 2022	38,559,131.70	0.00	22,111,908.10	93,480.67
October 2022	37,925,124.89	0.00	21,500,875.69	89,047.92
November 2022	37,300,723.77	0.00	20,890,488.45	84,728.93
December 2022	36,685,789.09	0.00	20,289,405.26	80,520.61
January 2023	36,080,183.52	0.00	19,697,490.61	76,419.96
February 2023	35,483,771.70	0.00	19,114,610.98	72,424.03
March 2023	34,896,420.17	0.00	18,540,634.71	68,529.97
April 2023	34,317,997.36	0.00	17,975,432.03	64,735.01
May 2023	33,748,373.57	0.00	17,418,874.96	61,036.44
June 2023	33,187,420.91	0.00	16,870,837.40	57,431.62
July 2023	32,635,013.33	0.00	16,331,195.00	53,917.98
August 2023	32,091,026.54	0.00	15,799,825.17	50,493.05
September 2023	31,555,338.03	0.00	15,276,607.08	47,154.37
October 2023	31,027,826.99	0.00	14,761,421.62	43,899.59
November 2023	30,508,374.36	0.00	14,254,151.35	40,726.40
December 2023	29,996,862.75	0.00	13,754,680.50	37,632.57
January 2024	29,493,176.42	0.00	13,262,894.95	34,615.90
February 2024	28,997,201.28	0.00	12,778,682.23	31,674.27
March 2024	28,508,824.88	0.00	12,301,931.42	28,805.62

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
April 2024	\$ 28,027,936.33	\$ 0.00	\$11,832,533.21	\$ 26,007.92
May 2024	27,554,426.32	0.00	11,370,379.83	23,279.23
June 2024	27,088,187.11	0.00	10,915,365.06	20,617.63
July 2024	26,629,112.47	0.00	10,467,384.15	18,021.25
August 2024	26,177,097.68	0.00	10,026,333.91	15,488.31
September 2024	25,732,039.52	0.00	9,592,112.56	13,017.02
October 2024	25,293,836.21	0.00	9,164,619.80	10,605.69
November 2024	24,862,387.44	0.00	8,743,756.75	8,252.64
December 2024	24,437,594.32	0.00	8,329,425.91	5,956.24
January 2025	24,019,359.36	0.00	7,921,531.23	3,714.92
February 2025	23,607,586.45	0.00	7,463,316.28	1,527.14
March 2025	23,202,180.85	0.00	6,956,762.91	0.00
April 2025	22,803,049.19	0.00	6,458,100.82	0.00
May 2025	22,410,099.40	0.00	5,967,213.70	0.00
June 2025	22,023,240.72	0.00	5,505,204.70	0.00
July 2025	21,642,383.70	0.00	5,121,725.13	0.00
August 2025	21,267,440.15	0.00	4,658,638.30	0.00
September 2025	20,898,323.15	0.00	4,202,754.54	0.00
October 2025	20,534,947.01	0.00	3,753,967.78	0.00
November 2025	20,177,227.24	0.00	3,312,173.46	0.00
December 2025	19,825,080.60	0.00	2,877,268.50	0.00
January 2026	19,478,424.99	0.00	2,449,151.30	0.00
February 2026	19,137,179.51	0.00	2,027,721.70	0.00
March 2026	18,801,264.41	0.00	1,612,880.99	0.00
April 2026	18,470,601.07	0.00	1,204,531.87	0.00
May 2026	18,145,111.99	0.00	842,800.32	0.00
June 2026	17,824,720.80	0.00	525,210.70	0.00
July 2026	17,509,352.18	0.00	212,592.15	0.00
August 2026	17,198,931.93	0.00	0.00	0.00
September 2026	16,893,386.87	0.00	0.00	0.00
October 2026	16,592,644.90	0.00	0.00	0.00
November 2026	16,296,634.93	0.00	0.00	0.00
December 2026	16,005,286.90	0.00	0.00	0.00
January 2027	15,718,531.74	0.00	0.00	0.00
February 2027	15,436,301.37	0.00	0.00	0.00
March 2027	15,158,528.70	0.00	0.00	0.00
April 2027	14,885,147.58	0.00	0.00	0.00
May 2027	14,616,092.82	0.00	0.00	0.00
June 2027	14,351,300.15	0.00	0.00	0.00
July 2027	14,090,706.25	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
August 2027	\$ 13,834,248.68	\$ 0.00	\$ 0.00	\$ 0.00
September 2027	13,581,865.91	0.00	0.00	0.00
October 2027	13,333,497.29	0.00	0.00	0.00
November 2027	13,089,083.03	0.00	0.00	0.00
December 2027	12,848,564.21	0.00	0.00	0.00
January 2028	12,611,882.76	0.00	0.00	0.00
February 2028	12,378,981.42	0.00	0.00	0.00
March 2028	12,149,803.79	0.00	0.00	0.00
April 2028	11,924,294.25	0.00	0.00	0.00
May 2028	11,702,397.99	0.00	0.00	0.00
June 2028	11,484,061.00	0.00	0.00	0.00
July 2028	11,269,230.02	0.00	0.00	0.00
August 2028	11,057,852.58	0.00	0.00	0.00
September 2028	10,849,876.96	0.00	0.00	0.00
October 2028	10,645,252.18	0.00	0.00	0.00
November 2028	10,443,928.00	0.00	0.00	0.00
December 2028	10,245,854.90	0.00	0.00	0.00
January 2029	10,050,984.07	0.00	0.00	0.00
February 2029	9,859,267.42	0.00	0.00	0.00
March 2029	9,670,657.53	0.00	0.00	0.00
April 2029	9,485,107.69	0.00	0.00	0.00
May 2029	9,302,571.85	0.00	0.00	0.00
June 2029	9,123,004.62	0.00	0.00	0.00
July 2029	8,946,361.28	0.00	0.00	0.00
August 2029	8,772,597.75	0.00	0.00	0.00
September 2029	8,601,670.57	0.00	0.00	0.00
October 2029	8,433,536.95	0.00	0.00	0.00
November 2029	8,268,154.68	0.00	0.00	0.00
December 2029	8,105,482.18	0.00	0.00	0.00
January 2030	7,945,478.46	0.00	0.00	0.00
February 2030	7,788,103.14	0.00	0.00	0.00
March 2030	7,633,316.41	0.00	0.00	0.00
April 2030	7,481,079.04	0.00	0.00	0.00
May 2030	7,331,352.39	0.00	0.00	0.00
June 2030	7,184,098.34	0.00	0.00	0.00
July 2030	7,039,279.36	0.00	0.00	0.00
August 2030	6,896,858.44	0.00	0.00	0.00
September 2030	6,756,799.13	0.00	0.00	0.00
October 2030	6,619,065.49	0.00	0.00	0.00
November 2030	6,483,622.12	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
December 2030	\$ 6,350,434.11	\$ 0.00	\$ 0.00	\$ 0.00
January 2031	6,219,467.08	0.00	0.00	0.00
February 2031	6,090,687.14	0.00	0.00	0.00
March 2031	5,964,060.90	0.00	0.00	0.00
April 2031	5,839,555.45	0.00	0.00	0.00
May 2031	5,717,138.37	0.00	0.00	0.00
June 2031	5,596,777.69	0.00	0.00	0.00
July 2031	5,478,441.93	0.00	0.00	0.00
August 2031	5,362,100.06	0.00	0.00	0.00
September 2031	5,247,721.50	0.00	0.00	0.00
October 2031	5,135,276.12	0.00	0.00	0.00
November 2031	5,024,734.23	0.00	0.00	0.00
December 2031	4,916,066.57	0.00	0.00	0.00
January 2032	4,809,244.31	0.00	0.00	0.00
February 2032	4,704,239.05	0.00	0.00	0.00
March 2032	4,601,022.80	0.00	0.00	0.00
April 2032	4,499,567.96	0.00	0.00	0.00
May 2032	4,399,847.36	0.00	0.00	0.00
June 2032	4,301,834.23	0.00	0.00	0.00
July 2032	4,205,502.17	0.00	0.00	0.00
August 2032	4,110,825.19	0.00	0.00	0.00
September 2032	4,017,777.65	0.00	0.00	0.00
October 2032	3,926,334.33	0.00	0.00	0.00
November 2032	3,836,470.35	0.00	0.00	0.00
December 2032	3,748,161.19	0.00	0.00	0.00
January 2033	3,661,382.72	0.00	0.00	0.00
February 2033	3,576,111.13	0.00	0.00	0.00
March 2033	3,492,323.00	0.00	0.00	0.00
April 2033	3,409,995.21	0.00	0.00	0.00
May 2033	3,329,105.01	0.00	0.00	0.00
June 2033	3,249,629.99	0.00	0.00	0.00
July 2033	3,171,548.04	0.00	0.00	0.00
August 2033	3,094,837.41	0.00	0.00	0.00
September 2033	3,019,476.64	0.00	0.00	0.00
October 2033	2,945,444.61	0.00	0.00	0.00
November 2033	2,872,720.51	0.00	0.00	0.00
December 2033	2,801,283.81	0.00	0.00	0.00
January 2034	2,731,114.33	0.00	0.00	0.00
February 2034	2,662,192.14	0.00	0.00	0.00
March 2034	2,594,497.64	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
April 2034	\$ 2,528,011.51	\$ 0.00	\$ 0.00	\$ 0.00
May 2034	2,462,714.71	0.00	0.00	0.00
June 2034	2,398,588.48	0.00	0.00	0.00
July 2034	2,335,614.35	0.00	0.00	0.00
August 2034	2,273,774.11	0.00	0.00	0.00
September 2034	2,213,049.84	0.00	0.00	0.00
October 2034	2,153,423.87	0.00	0.00	0.00
November 2034	2,094,878.80	0.00	0.00	0.00
December 2034	2,037,397.48	0.00	0.00	0.00
January 2035	1,980,963.01	0.00	0.00	0.00
February 2035	1,925,558.78	0.00	0.00	0.00
March 2035	1,871,168.37	0.00	0.00	0.00
April 2035	1,817,775.65	0.00	0.00	0.00
May 2035	1,765,364.71	0.00	0.00	0.00
June 2035	1,713,919.88	0.00	0.00	0.00
July 2035	1,663,425.73	0.00	0.00	0.00
August 2035	1,613,867.05	0.00	0.00	0.00
September 2035	1,565,228.86	0.00	0.00	0.00
October 2035	1,517,496.42	0.00	0.00	0.00
November 2035	1,470,655.18	0.00	0.00	0.00
December 2035	1,424,690.83	0.00	0.00	0.00
January 2036	1,379,589.28	0.00	0.00	0.00
February 2036	1,335,336.63	0.00	0.00	0.00
March 2036	1,291,919.20	0.00	0.00	0.00
April 2036	1,249,323.50	0.00	0.00	0.00
May 2036	1,207,536.28	0.00	0.00	0.00
June 2036	1,166,544.45	0.00	0.00	0.00
July 2036	1,126,335.14	0.00	0.00	0.00
August 2036	1,086,895.65	0.00	0.00	0.00
September 2036	1,048,213.50	0.00	0.00	0.00
October 2036	1,010,276.38	0.00	0.00	0.00
November 2036	973,072.17	0.00	0.00	0.00
December 2036	936,588.93	0.00	0.00	0.00
January 2037	900,814.90	0.00	0.00	0.00
February 2037	865,738.50	0.00	0.00	0.00
March 2037	831,348.32	0.00	0.00	0.00
April 2037	797,633.14	0.00	0.00	0.00
May 2037	764,581.88	0.00	0.00	0.00
June 2037	732,183.65	0.00	0.00	0.00
July 2037	700,427.73	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes QJ, QK, VK, VL and ZL (in the aggregate)</u>	<u>Class ZG</u>	<u>Classes QD and QZ (in the aggregate)</u>	<u>Class NK</u>
August 2037	\$ 669,303.53	\$ 0.00	\$ 0.00	\$ 0.00
September 2037	638,800.65	0.00	0.00	0.00
October 2037	608,908.85	0.00	0.00	0.00
November 2037	579,618.02	0.00	0.00	0.00
December 2037	550,918.23	0.00	0.00	0.00
January 2038	522,799.67	0.00	0.00	0.00
February 2038	495,252.72	0.00	0.00	0.00
March 2038	468,267.87	0.00	0.00	0.00
April 2038	441,835.78	0.00	0.00	0.00
May 2038	415,947.23	0.00	0.00	0.00
June 2038	390,593.16	0.00	0.00	0.00
July 2038	365,764.64	0.00	0.00	0.00
August 2038	341,452.88	0.00	0.00	0.00
September 2038	317,649.22	0.00	0.00	0.00
October 2038	294,345.12	0.00	0.00	0.00
November 2038	271,532.20	0.00	0.00	0.00
December 2038	249,202.19	0.00	0.00	0.00
January 2039	227,346.95	0.00	0.00	0.00
February 2039	205,958.46	0.00	0.00	0.00
March 2039	185,028.83	0.00	0.00	0.00
April 2039	164,550.28	0.00	0.00	0.00
May 2039	144,515.18	0.00	0.00	0.00
June 2039	124,915.98	0.00	0.00	0.00
July 2039	105,745.26	0.00	0.00	0.00
August 2039	86,995.72	0.00	0.00	0.00
September 2039	68,660.17	0.00	0.00	0.00
October 2039	50,731.54	0.00	0.00	0.00
November 2039	33,202.84	0.00	0.00	0.00
December 2039	16,067.21	0.00	0.00	0.00
January 2040 and thereafter . . .	0.00	0.00	0.00	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
Initial Balance	\$112,062,000.00	\$320,000,000.00	\$31,932,000.00	\$45,560,000.00
January 2011	111,634,350.53	317,624,162.55	31,932,000.00	45,000,501.81
February 2011	111,259,721.92	315,315,892.40	31,932,000.00	44,215,190.59
March 2011	110,844,786.81	312,896,983.62	31,932,000.00	43,385,347.64
April 2011	110,389,769.62	310,369,168.67	31,932,000.00	42,512,516.97
May 2011	109,894,931.03	307,734,277.66	31,932,000.00	41,598,340.87
June 2011	109,360,567.88	304,994,236.18	31,932,000.00	40,644,556.42
July 2011	108,787,012.85	302,151,063.10	31,932,000.00	39,652,991.68
August 2011	108,174,634.28	299,206,868.14	31,932,000.00	38,625,561.58
September 2011	107,523,835.76	296,163,849.27	31,932,000.00	37,564,263.69
October 2011	106,835,055.77	293,024,290.10	31,932,000.00	36,471,173.47
November 2011	106,108,767.25	289,790,556.98	31,932,000.00	35,348,439.59
December 2011	105,345,477.12	286,465,096.11	31,932,000.00	34,198,278.77
January 2012	104,545,725.66	283,050,430.41	31,932,000.00	33,022,970.53
February 2012	103,710,086.01	279,549,156.33	31,932,000.00	31,824,851.78
March 2012	102,839,163.44	275,963,940.58	31,932,000.00	30,606,311.02
April 2012	101,933,594.71	272,297,516.66	31,932,000.00	29,369,782.69
May 2012	100,994,047.26	268,552,681.37	31,932,000.00	28,117,741.05
June 2012	100,021,218.47	264,844,895.55	31,932,000.00	26,900,363.24
July 2012	99,015,834.78	261,173,804.95	31,932,000.00	25,716,996.47
August 2012	97,978,650.82	257,539,058.60	31,932,000.00	24,566,998.59
September 2012	96,910,448.45	253,940,308.87	31,932,000.00	23,449,737.90
October 2012	95,812,035.81	250,377,211.37	31,932,000.00	22,364,593.00
November 2012	94,684,246.29	246,849,424.95	31,932,000.00	21,310,952.64
December 2012	93,527,937.47	243,356,611.68	31,932,000.00	20,288,215.55
January 2013	92,343,990.05	239,898,436.79	31,932,000.00	19,295,790.30
February 2013	91,133,306.68	236,474,568.68	31,932,000.00	18,333,095.14
March 2013	89,896,810.83	233,084,678.84	31,932,000.00	17,399,557.88
April 2013	88,672,566.58	229,728,441.86	31,932,000.00	16,494,615.73
May 2013	87,460,456.62	226,405,535.41	31,932,000.00	15,617,715.12
June 2013	86,260,364.78	223,115,640.15	31,932,000.00	14,768,311.65
July 2013	85,072,175.96	219,858,439.79	31,932,000.00	13,945,869.83
August 2013	83,895,776.14	216,633,620.97	31,932,000.00	13,149,863.08
September 2013	82,731,052.39	213,440,873.32	31,932,000.00	12,379,773.45
October 2013	81,577,892.82	210,279,889.36	31,932,000.00	11,635,091.62
November 2013	80,436,186.62	207,150,364.52	31,932,000.00	10,915,316.69
December 2013	79,305,824.00	204,051,997.08	31,932,000.00	10,219,956.06
January 2014	78,186,696.21	200,984,488.17	31,932,000.00	9,548,525.35
February 2014	77,078,695.53	197,947,541.74	31,932,000.00	8,900,548.19
March 2014	75,981,715.25	194,940,864.51	31,932,000.00	8,275,556.20

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
April 2014	\$ 74,895,649.65	\$191,964,165.97	\$31,932,000.00	\$ 7,673,088.77
May 2014	73,820,394.02	189,017,158.35	31,932,000.00	7,092,693.02
June 2014	72,755,844.65	186,099,556.57	31,932,000.00	6,533,923.65
July 2014	71,701,898.78	183,211,078.26	31,932,000.00	5,996,342.77
August 2014	70,658,454.62	180,351,443.70	31,932,000.00	5,479,519.89
September 2014	69,625,411.36	177,520,375.78	31,932,000.00	4,983,031.76
October 2014	68,602,669.11	174,717,600.04	31,932,000.00	4,506,462.21
November 2014	67,590,128.96	171,942,844.59	31,932,000.00	4,049,402.10
December 2014	66,587,692.89	169,195,840.08	31,932,000.00	3,611,449.23
January 2015	65,595,263.83	166,476,319.73	31,932,000.00	3,192,208.14
February 2015	64,612,745.61	163,784,019.25	31,932,000.00	2,791,290.13
March 2015	63,640,042.98	161,118,676.86	31,932,000.00	2,408,313.02
April 2015	62,677,061.58	158,480,033.23	31,932,000.00	2,042,901.19
May 2015	61,723,707.93	155,867,831.49	31,932,000.00	1,694,685.36
June 2015	60,779,889.46	153,281,817.17	31,932,000.00	1,363,302.56
July 2015	59,845,514.43	150,721,738.22	31,932,000.00	1,048,396.02
August 2015	58,920,492.01	148,187,344.97	31,932,000.00	749,615.04
September 2015	58,004,732.20	145,678,390.07	31,932,000.00	466,614.96
October 2015	57,098,145.84	143,194,628.54	31,932,000.00	199,057.01
November 2015	56,200,644.64	140,735,817.69	31,932,000.00	0.00
December 2015	55,312,141.11	138,301,717.13	31,932,000.00	0.00
January 2016	54,432,548.63	135,892,088.73	31,932,000.00	0.00
February 2016	53,561,781.34	133,506,696.62	31,932,000.00	0.00
March 2016	52,699,754.24	131,145,307.13	31,932,000.00	0.00
April 2016	51,846,383.10	128,807,688.81	31,932,000.00	0.00
May 2016	51,001,584.51	126,493,612.40	31,932,000.00	0.00
June 2016	50,165,275.82	124,202,850.81	31,932,000.00	0.00
July 2016	49,337,375.17	121,935,179.06	31,932,000.00	0.00
August 2016	48,517,801.49	119,690,374.33	31,932,000.00	0.00
September 2016	47,706,474.46	117,468,215.89	31,932,000.00	0.00
October 2016	46,903,314.52	115,268,485.09	31,932,000.00	0.00
November 2016	46,108,242.85	113,090,965.35	31,932,000.00	0.00
December 2016	45,321,181.40	110,935,442.13	31,932,000.00	0.00
January 2017	44,542,052.84	108,801,702.92	31,932,000.00	0.00
February 2017	43,770,780.56	106,689,537.23	31,932,000.00	0.00
March 2017	43,007,288.71	104,598,736.53	31,932,000.00	0.00
April 2017	42,251,502.11	102,529,094.30	31,932,000.00	0.00
May 2017	41,503,346.34	100,480,405.93	31,932,000.00	0.00
June 2017	40,762,747.63	98,452,468.76	31,932,000.00	0.00
July 2017	40,029,632.95	96,445,082.07	31,932,000.00	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
August 2017	\$ 39,303,929.95	\$ 94,458,047.00	\$31,932,000.00	\$ 0.00
September 2017	38,585,566.94	92,497,582.80	31,932,000.00	0.00
October 2017	37,877,000.38	90,565,943.21	31,932,000.00	0.00
November 2017	37,180,997.24	88,662,717.37	31,932,000.00	0.00
December 2017	36,497,339.76	86,787,500.16	31,932,000.00	0.00
January 2018	35,825,813.87	84,939,892.14	31,932,000.00	0.00
February 2018	35,166,209.16	83,119,499.45	31,932,000.00	0.00
March 2018	34,518,318.83	81,325,933.73	31,932,000.00	0.00
April 2018	33,881,939.58	79,558,812.06	31,932,000.00	0.00
May 2018	33,256,871.62	77,817,756.89	31,932,000.00	0.00
June 2018	32,642,918.55	76,102,395.94	31,932,000.00	0.00
July 2018	32,039,887.33	74,412,362.15	31,932,000.00	0.00
August 2018	31,447,588.23	72,747,293.59	31,932,000.00	0.00
September 2018	30,865,834.75	71,106,833.41	31,932,000.00	0.00
October 2018	30,294,443.59	69,490,629.76	31,932,000.00	0.00
November 2018	29,733,234.57	67,898,335.70	31,932,000.00	0.00
December 2018	29,182,030.62	66,329,609.17	31,932,000.00	0.00
January 2019	28,640,657.67	64,784,112.90	31,932,000.00	0.00
February 2019	28,108,944.64	63,261,514.35	31,932,000.00	0.00
March 2019	27,586,723.39	61,761,485.63	31,932,000.00	0.00
April 2019	27,073,828.65	60,283,703.46	31,932,000.00	0.00
May 2019	26,570,097.97	58,827,849.08	31,932,000.00	0.00
June 2019	26,075,371.69	57,393,608.24	31,932,000.00	0.00
July 2019	25,589,492.89	55,980,671.04	31,932,000.00	0.00
August 2019	25,112,307.33	54,588,731.98	31,932,000.00	0.00
September 2019	24,643,663.42	53,217,489.82	31,932,000.00	0.00
October 2019	24,183,412.18	51,866,647.56	31,932,000.00	0.00
November 2019	23,731,407.15	50,535,912.36	31,932,000.00	0.00
December 2019	23,287,504.41	49,224,995.52	31,932,000.00	0.00
January 2020	22,851,562.50	47,933,612.36	31,932,000.00	0.00
February 2020	22,423,442.39	46,661,482.21	31,932,000.00	0.00
March 2020	22,003,007.43	45,408,328.37	31,932,000.00	0.00
April 2020	21,590,123.32	44,173,878.00	31,932,000.00	0.00
May 2020	21,184,658.07	42,957,862.10	31,932,000.00	0.00
June 2020	20,786,481.93	41,760,015.46	31,932,000.00	0.00
July 2020	20,395,467.42	40,580,076.60	31,932,000.00	0.00
August 2020	20,011,489.22	39,417,787.71	31,932,000.00	0.00
September 2020	19,634,424.16	38,272,894.63	31,932,000.00	0.00
October 2020	19,264,151.22	37,145,146.74	31,932,000.00	0.00
November 2020	18,900,551.41	36,034,296.97	31,932,000.00	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
December 2020	\$ 18,543,507.84	\$ 34,940,101.74	\$31,932,000.00	\$ 0.00
January 2021	18,192,905.59	33,862,320.88	31,932,000.00	0.00
February 2021	17,848,631.73	32,800,717.60	31,932,000.00	0.00
March 2021	17,510,575.28	31,755,058.47	31,932,000.00	0.00
April 2021	17,178,627.15	30,725,113.32	31,932,000.00	0.00
May 2021	16,852,680.15	29,710,655.24	31,932,000.00	0.00
June 2021	16,532,628.93	28,711,460.53	31,932,000.00	0.00
July 2021	16,218,369.94	27,727,308.61	31,932,000.00	0.00
August 2021	15,909,801.43	26,757,982.05	31,932,000.00	0.00
September 2021	15,606,823.40	25,803,266.46	31,932,000.00	0.00
October 2021	15,309,337.55	24,862,950.49	31,932,000.00	0.00
November 2021	15,017,247.32	23,936,825.75	31,932,000.00	0.00
December 2021	14,730,457.77	23,024,686.83	31,932,000.00	0.00
January 2022	14,448,875.62	22,126,331.18	31,932,000.00	0.00
February 2022	14,172,409.19	21,241,559.14	31,932,000.00	0.00
March 2022	13,900,968.40	20,370,173.85	31,932,000.00	0.00
April 2022	13,634,464.69	19,511,981.24	31,932,000.00	0.00
May 2022	13,372,811.07	18,666,789.98	31,932,000.00	0.00
June 2022	13,115,922.02	17,834,411.46	31,932,000.00	0.00
July 2022	12,863,713.50	17,014,659.72	31,932,000.00	0.00
August 2022	12,616,102.95	16,207,351.42	31,932,000.00	0.00
September 2022	12,373,009.20	15,412,305.83	31,932,000.00	0.00
October 2022	12,134,352.50	14,629,344.78	31,932,000.00	0.00
November 2022	11,900,054.48	13,858,292.61	31,932,000.00	0.00
December 2022	11,670,038.12	13,098,976.15	31,932,000.00	0.00
January 2023	11,444,227.74	12,351,224.69	31,932,000.00	0.00
February 2023	11,222,548.96	11,614,869.91	31,932,000.00	0.00
March 2023	11,004,928.69	10,889,745.92	31,932,000.00	0.00
April 2023	10,791,295.10	10,175,689.13	31,932,000.00	0.00
May 2023	10,581,577.62	9,472,538.31	31,932,000.00	0.00
June 2023	10,375,706.88	8,780,134.50	31,932,000.00	0.00
July 2023	10,173,614.73	8,098,320.97	31,932,000.00	0.00
August 2023	9,975,234.19	7,426,943.25	31,932,000.00	0.00
September 2023	9,780,499.44	6,765,849.05	31,932,000.00	0.00
October 2023	9,589,345.82	6,114,888.23	31,932,000.00	0.00
November 2023	9,401,709.76	5,473,912.79	31,932,000.00	0.00
December 2023	9,217,528.82	4,842,776.82	31,932,000.00	0.00
January 2024	9,036,741.63	4,221,336.51	31,932,000.00	0.00
February 2024	8,859,287.89	3,609,450.05	31,932,000.00	0.00
March 2024	8,685,108.33	3,006,977.68	31,932,000.00	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
April 2024	\$ 8,514,144.74	\$ 2,413,781.61	\$31,932,000.00	\$ 0.00
May 2024	8,346,339.90	1,829,726.02	31,932,000.00	0.00
June 2024	8,181,637.58	1,254,677.01	31,932,000.00	0.00
July 2024	8,019,982.54	688,502.58	31,932,000.00	0.00
August 2024	7,861,320.50	131,072.63	31,932,000.00	0.00
September 2024	7,705,598.12	0.00	31,515,148.73	0.00
October 2024	7,552,762.99	0.00	30,974,824.75	0.00
November 2024	7,402,763.59	0.00	30,442,865.91	0.00
December 2024	7,255,549.34	0.00	29,919,149.35	0.00
January 2025	7,111,070.51	0.00	29,403,553.94	0.00
February 2025	6,969,278.23	0.00	28,895,960.30	0.00
March 2025	6,830,124.50	0.00	28,396,250.75	0.00
April 2025	6,693,562.16	0.00	27,904,309.29	0.00
May 2025	6,559,544.85	0.00	27,420,021.55	0.00
June 2025	6,428,027.04	0.00	26,943,274.82	0.00
July 2025	6,298,963.97	0.00	26,473,957.98	0.00
August 2025	6,172,311.69	0.00	26,011,961.50	0.00
September 2025	6,048,026.99	0.00	25,557,177.43	0.00
October 2025	5,926,067.43	0.00	25,109,499.33	0.00
November 2025	5,806,391.31	0.00	24,668,822.31	0.00
December 2025	5,688,957.65	0.00	24,235,042.97	0.00
January 2026	5,573,726.20	0.00	23,808,059.37	0.00
February 2026	5,460,657.39	0.00	23,387,771.06	0.00
March 2026	5,349,712.37	0.00	22,974,078.99	0.00
April 2026	5,240,852.96	0.00	22,566,885.55	0.00
May 2026	5,134,041.63	0.00	22,166,094.54	0.00
June 2026	5,029,241.52	0.00	21,771,611.10	0.00
July 2026	4,926,416.43	0.00	21,383,341.75	0.00
August 2026	4,825,530.77	0.00	21,001,194.35	0.00
September 2026	4,726,549.58	0.00	20,625,078.08	0.00
October 2026	4,629,438.52	0.00	20,254,903.41	0.00
November 2026	4,534,163.86	0.00	19,890,582.11	0.00
December 2026	4,440,692.42	0.00	19,532,027.20	0.00
January 2027	4,348,991.66	0.00	19,179,152.96	0.00
February 2027	4,259,029.57	0.00	18,831,874.88	0.00
March 2027	4,170,774.71	0.00	18,490,109.70	0.00
April 2027	4,084,196.19	0.00	18,153,775.31	0.00
May 2027	3,999,263.69	0.00	17,822,790.82	0.00
June 2027	3,915,947.38	0.00	17,497,076.47	0.00
July 2027	3,834,217.99	0.00	17,176,553.66	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
August 2027	\$ 3,754,046.74	\$ 0.00	\$16,861,144.94	\$ 0.00
September 2027	3,675,405.36	0.00	16,550,773.93	0.00
October 2027	3,598,266.10	0.00	16,245,365.38	0.00
November 2027	3,522,601.68	0.00	15,944,845.12	0.00
December 2027	3,448,385.28	0.00	15,649,140.05	0.00
January 2028	3,375,590.60	0.00	15,358,178.10	0.00
February 2028	3,304,191.77	0.00	15,071,888.26	0.00
March 2028	3,234,163.37	0.00	14,790,200.54	0.00
April 2028	3,165,480.46	0.00	14,513,045.95	0.00
May 2028	3,098,118.52	0.00	14,240,356.50	0.00
June 2028	3,032,053.45	0.00	13,972,065.19	0.00
July 2028	2,967,261.61	0.00	13,708,105.97	0.00
August 2028	2,903,719.74	0.00	13,448,413.76	0.00
September 2028	2,841,405.01	0.00	13,192,924.40	0.00
October 2028	2,780,295.00	0.00	12,941,574.67	0.00
November 2028	2,720,367.68	0.00	12,694,302.27	0.00
December 2028	2,661,601.39	0.00	12,451,045.78	0.00
January 2029	2,603,974.89	0.00	12,211,744.69	0.00
February 2029	2,547,467.29	0.00	11,976,339.35	0.00
March 2029	2,492,058.08	0.00	11,744,770.97	0.00
April 2029	2,437,727.10	0.00	11,516,981.63	0.00
May 2029	2,384,454.56	0.00	11,292,914.24	0.00
June 2029	2,332,221.02	0.00	11,072,512.52	0.00
July 2029	2,281,007.39	0.00	10,855,721.02	0.00
August 2029	2,230,794.90	0.00	10,642,485.11	0.00
September 2029	2,181,565.14	0.00	10,432,750.93	0.00
October 2029	2,133,299.99	0.00	10,226,465.40	0.00
November 2029	2,085,981.68	0.00	10,023,576.22	0.00
December 2029	2,039,592.76	0.00	9,824,031.85	0.00
January 2030	1,994,116.07	0.00	9,627,781.50	0.00
February 2030	1,949,534.77	0.00	9,434,775.10	0.00
March 2030	1,905,832.31	0.00	9,244,963.32	0.00
April 2030	1,862,992.43	0.00	9,058,297.56	0.00
May 2030	1,820,999.19	0.00	8,874,729.91	0.00
June 2030	1,779,836.89	0.00	8,694,213.16	0.00
July 2030	1,739,490.15	0.00	8,516,700.79	0.00
August 2030	1,699,943.83	0.00	8,342,146.96	0.00
September 2030	1,661,183.09	0.00	8,170,506.49	0.00
October 2030	1,623,193.33	0.00	8,001,734.87	0.00
November 2030	1,585,960.23	0.00	7,835,788.22	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
December 2030	\$ 1,549,469.71	\$ 0.00	\$ 7,672,623.31	\$ 0.00
January 2031	1,513,707.96	0.00	7,512,197.56	0.00
February 2031	1,478,661.40	0.00	7,354,468.98	0.00
March 2031	1,444,316.70	0.00	7,199,396.22	0.00
April 2031	1,410,660.77	0.00	7,046,938.50	0.00
May 2031	1,377,680.74	0.00	6,897,055.68	0.00
June 2031	1,345,364.00	0.00	6,749,708.17	0.00
July 2031	1,313,698.14	0.00	6,604,856.97	0.00
August 2031	1,282,670.98	0.00	6,462,463.67	0.00
September 2031	1,252,270.56	0.00	6,322,490.40	0.00
October 2031	1,222,485.13	0.00	6,184,899.85	0.00
November 2031	1,193,303.17	0.00	6,049,655.25	0.00
December 2031	1,164,713.34	0.00	5,916,720.39	0.00
January 2032	1,136,704.51	0.00	5,786,059.57	0.00
February 2032	1,109,265.77	0.00	5,657,637.63	0.00
March 2032	1,082,386.39	0.00	5,531,419.90	0.00
April 2032	1,056,055.83	0.00	5,407,372.26	0.00
May 2032	1,030,263.74	0.00	5,285,461.05	0.00
June 2032	1,004,999.98	0.00	5,165,653.13	0.00
July 2032	980,254.55	0.00	5,047,915.84	0.00
August 2032	956,017.68	0.00	4,932,217.00	0.00
September 2032	932,279.73	0.00	4,818,524.90	0.00
October 2032	909,031.27	0.00	4,706,808.32	0.00
November 2032	886,263.02	0.00	4,597,036.46	0.00
December 2032	863,965.87	0.00	4,489,179.00	0.00
January 2033	842,130.89	0.00	4,383,206.07	0.00
February 2033	820,749.28	0.00	4,279,088.23	0.00
March 2033	799,812.43	0.00	4,176,796.47	0.00
April 2033	779,311.88	0.00	4,076,302.23	0.00
May 2033	759,239.31	0.00	3,977,577.34	0.00
June 2033	739,586.56	0.00	3,880,594.08	0.00
July 2033	720,345.62	0.00	3,785,325.12	0.00
August 2033	701,508.62	0.00	3,691,743.53	0.00
September 2033	683,067.84	0.00	3,599,822.80	0.00
October 2033	665,015.69	0.00	3,509,536.80	0.00
November 2033	647,344.72	0.00	3,420,859.77	0.00
December 2033	630,047.63	0.00	3,333,766.37	0.00
January 2034	613,117.24	0.00	3,248,231.60	0.00
February 2034	596,546.49	0.00	3,164,230.85	0.00
March 2034	580,328.48	0.00	3,081,739.88	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
April 2034	\$ 564,456.40	\$ 0.00	\$ 3,000,734.79	\$ 0.00
May 2034	548,923.60	0.00	2,921,192.05	0.00
June 2034	533,723.51	0.00	2,843,088.47	0.00
July 2034	518,849.72	0.00	2,766,401.23	0.00
August 2034	504,295.92	0.00	2,691,107.82	0.00
September 2034	490,055.91	0.00	2,617,186.07	0.00
October 2034	476,123.61	0.00	2,544,614.16	0.00
November 2034	462,493.06	0.00	2,473,370.58	0.00
December 2034	449,158.38	0.00	2,403,434.14	0.00
January 2035	436,113.83	0.00	2,334,783.96	0.00
February 2035	423,353.76	0.00	2,267,399.50	0.00
March 2035	410,872.63	0.00	2,201,260.50	0.00
April 2035	398,665.00	0.00	2,136,347.01	0.00
May 2035	386,725.52	0.00	2,072,639.38	0.00
June 2035	375,048.95	0.00	2,010,118.26	0.00
July 2035	363,630.14	0.00	1,948,764.58	0.00
August 2035	352,464.05	0.00	1,888,559.55	0.00
September 2035	341,545.71	0.00	1,829,484.69	0.00
October 2035	330,870.25	0.00	1,771,521.77	0.00
November 2035	320,432.91	0.00	1,714,652.84	0.00
December 2035	310,228.98	0.00	1,658,860.22	0.00
January 2036	300,253.87	0.00	1,604,126.51	0.00
February 2036	290,503.05	0.00	1,550,434.54	0.00
March 2036	280,972.10	0.00	1,497,767.44	0.00
April 2036	271,656.66	0.00	1,446,108.56	0.00
May 2036	262,552.47	0.00	1,395,441.51	0.00
June 2036	253,655.32	0.00	1,345,750.16	0.00
July 2036	244,961.10	0.00	1,297,018.60	0.00
August 2036	236,465.79	0.00	1,249,231.19	0.00
September 2036	228,165.41	0.00	1,202,372.49	0.00
October 2036	220,056.07	0.00	1,156,427.33	0.00
November 2036	212,133.96	0.00	1,111,380.74	0.00
December 2036	204,395.34	0.00	1,067,218.00	0.00
January 2037	196,836.52	0.00	1,023,924.60	0.00
February 2037	189,453.90	0.00	981,486.24	0.00
March 2037	182,243.95	0.00	939,888.86	0.00
April 2037	175,203.18	0.00	899,118.60	0.00
May 2037	168,328.19	0.00	859,161.81	0.00
June 2037	161,615.63	0.00	820,005.05	0.00
July 2037	155,062.23	0.00	781,635.09	0.00

<u>Distribution Date</u>	<u>Classes MA, MB, MF and MZ (in the aggregate)</u>	<u>Classes FE and MD (in the aggregate)</u>	<u>Classes VM, VN and ZN (in the aggregate)</u>	<u>Class ZA</u>
August 2037	\$ 148,664.75	\$ 0.00	\$ 744,038.89	\$ 0.00
September 2037	142,420.05	0.00	707,203.61	0.00
October 2037	136,325.01	0.00	671,116.61	0.00
November 2037	130,376.60	0.00	635,765.45	0.00
December 2037	124,571.83	0.00	601,137.87	0.00
January 2038	118,907.78	0.00	567,221.80	0.00
February 2038	113,381.56	0.00	534,005.34	0.00
March 2038	107,990.36	0.00	501,476.80	0.00
April 2038	102,731.41	0.00	469,624.65	0.00
May 2038	97,602.00	0.00	438,437.54	0.00
June 2038	92,599.46	0.00	407,904.29	0.00
July 2038	87,721.18	0.00	378,013.91	0.00
August 2038	82,964.60	0.00	348,755.55	0.00
September 2038	78,327.21	0.00	320,118.55	0.00
October 2038	73,806.53	0.00	292,092.40	0.00
November 2038	69,400.14	0.00	264,666.76	0.00
December 2038	65,105.68	0.00	237,831.44	0.00
January 2039	60,920.80	0.00	211,576.42	0.00
February 2039	56,843.24	0.00	185,891.82	0.00
March 2039	52,870.74	0.00	160,767.93	0.00
April 2039	49,001.11	0.00	136,195.17	0.00
May 2039	45,232.20	0.00	112,164.13	0.00
June 2039	41,561.87	0.00	88,665.51	0.00
July 2039	37,988.07	0.00	65,690.20	0.00
August 2039	34,508.76	0.00	43,229.19	0.00
September 2039	31,121.94	0.00	21,273.64	0.00
October 2039	27,825.65	0.00	0.00	0.00
November 2039	24,617.97	0.00	0.00	0.00
December 2039	21,497.03	0.00	0.00	0.00
January 2040	18,460.96	0.00	0.00	0.00
February 2040	15,507.97	0.00	0.00	0.00
March 2040	12,636.27	0.00	0.00	0.00
April 2040	9,844.12	0.00	0.00	0.00
May 2040	7,129.82	0.00	0.00	0.00
June 2040	4,491.68	0.00	0.00	0.00
July 2040	1,928.07	0.00	0.00	0.00
August 2040 and thereafter . .	0.00	0.00	0.00	0.00

Underlying Certificates

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans(3)	Approximate Weighted Average Remaining Maturity of Mortgage Loans (in months)(3)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)(3)	Ginnie Mac I or II
5	Ginnie Mae	2010-099	XC	August 30, 2010	38377DD89	4.5%	FIX	November 2039	PAC 1	\$ 4,584,000	1.00000000	\$ 4,584,000	100.000000000000%	4.881%	352	7	II
5	Ginnie Mae	2010-043	PN	April 30, 2010	38376YSM4	4.5	FIX	August 2039	PAC 1	16,402,000	1.00000000	7,177,373	43.7591330326%	4.881	340	18	II
5	Ginnie Mae	2010-099	XB	August 30, 2010	3837DDA1	4.5	FIX	August 2039	PAC 1	64,085,000	1.00000000	10,248,213	15.9915939767%	4.881	352	7	II
5	Ginnie Mae	2010-055	QJ	May 28, 2010	38377FSK8	4.5	FIX	June 2039	PAC 1	9,954,000	1.00000000	3,540,514	35.5687562789%	4.929	341	17	II
5	Ginnie Mae	2010-084	QA(4)	July 30, 2010	38374YJW4	4.5	FIX	June 2040	SC/PAC	11,963,000	1.00000000	11,963,000	100.000000000000%	(4)	(4)	(4)	II
6	Ginnie Mae	2009-064	EQ	August 28, 2009	38373AZ82	4.0	FIX	July 2039	PAC/AD	100,000,000	0.68551825	7,017,326	10.2365270000%	6.000	330	28	I

- (1) As defined under “Class Types” in Appendix I to the Base Offering Circular.
- (2) Underlying Certificate Factors are as of December 2010.
- (3) Based on information as of the first Business Day of December 2010.

(4) Ginnie Mae 2010-084 Class QA is backed by previously issued certificates, Class WP from Ginnie Mae REMIC Trust 2009-118, Class PC from Ginnie Mae REMIC Trust 2009-123, Class QK from Ginnie Mae REMIC Trust 2010-055, Class LC from Ginnie Mae MX Trust 2010-059 and Class AP from Ginnie Mae REMIC Trust 2010-069. Copies of the Cover Pages, Terms Sheets, and Schedule I, if applicable from Ginnie Mae REMIC Trusts 2009-118, 2009-123, 2010-055, 2010-059 and 2010-069 are included in Exhibit B. The previously issued certificates are backed by certain mortgage loans whose approximate weighted average characteristics are as follows:

Series	Class	Approximate Weighted Average Coupon of Mortgage Loans(3)	Approximate Weighted Average Remaining Maturity of Mortgage Loans (in months)(3)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)(3)
2009-118	WP	4.923%	345	14
2009-123	PC	4.956	343	15
2010-055	QK	4.929	341	17
2010-059	LC(5)	4.912	342	17
2010-069	AP	4.898	341	17

(5) MX Class.

Exhibit B

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



\$1,472,043,278

Government National Mortgage Association

GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2009-064**

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.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
MA	\$100,000,000	4.0%	SEQ	FIX	38373AZ33	June 2034
MU(1)	11,857,711	4.0	SEQ/AD	FIX	38373AZ41	October 2020
MV(1)	11,024,448	4.0	SEQ/AD	FIX	38373AZ58	December 2027
MZ(1)	21,210,061	4.0	SEQ	FIX/Z	38373AZ66	August 2039
Security Group 2						
DQ	100,000,000	4.0	PAC/AD	FIX	38373AZ74	July 2039
EQ	100,000,000	4.0	PAC/AD	FIX	38373AZ82	July 2039
FN	300,000,000	(5)	PAC/AD	FLT	38373AZ90	July 2039
GQ	100,000,000	4.0	PAC/AD	FIX	38373A2A3	July 2039
QZ(1)	1,547,000	5.5	PAC/AD	FIX/Z	38373A2B1	August 2039
SN	300,000,000	(5)	NTL (PAC/AD)	INV/IO	38373A2C9	July 2039
ZQ(1)	89,702,548	5.5	SUP	FIX/Z	38373A2D7	August 2039
Security Group 3						
YZ(1)	20,598,510	5.5	SC/SEQ	FIX/Z	38373A2E5	July 2034
ZY(1)	20,598,510	5.5	SC/SEQ	FIX/Z	38373A2F2	July 2034
Security Group 4						
WZ(1)	18,067,993	5.5	SC/SEQ	FIX/Z	38373A2G0	August 2034
ZW(1)	18,067,994	5.5	SC/SEQ	FIX/Z	38373A2H8	August 2034
Security Group 5						
VZ(1)	6,625,607	6.0	SC/SEQ	FIX/Z	38373A2J4	April 2034
ZV(1)	6,625,608	6.0	SC/SEQ	FIX/Z	38373A2K1	April 2034
Security Group 6						
HA	21,878,000	5.0	SUP	FIX	38373A2L9	November 2038
HB	4,294,000	5.0	SUP	FIX	38373A2M7	April 2039
HC	4,231,700	5.0	SUP	FIX	38373A2N5	August 2039
HD	4,670,000	5.0	PAC II	FIX	38373A2P0	August 2039
UL	12,036,300	5.0	PAC I	FIX	38373A2Q8	August 2039
UP(1)	102,890,000	5.0	PAC I	FIX	38373A2R6	July 2038
Security Group 7						
NZ(1)	22,579,220	5.0	SC/SEQ	FIX/Z	38373A2S4	July 2039
ZN(1)	33,868,000	5.0	SC/SEQ	FIX/Z	38373A2T2	July 2039
Security Group 8						
CP(1)	18,295,000	4.0	PAC/AD	FIX	38373A2U9	August 2039
FY	200,000,000	(5)	PAC/AD	FLT	38373A2V7	August 2039
KZ(1)	350,000	6.0	PAC/AD	FIX/Z	38373A2W5	August 2039
PA(1)	81,705,000	4.0	PAC/AD	FIX	38373A2X3	August 2039
SY	200,000,000	(5)	NTL (PAC/AD)	INV/IO	38373A2Y1	August 2039
ZK(1)	39,320,068	6.0	SUP	FIX/Z	38373A2Z8	August 2039
Residual						
RR	0	0.0	NPR	NPR	38373A3A2	August 2039

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

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 28, 2009.

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

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

JPMorgan

Loop Capital Markets LLC

The date of this Offering Circular Supplement is August 21, 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: J.P. Morgan Securities Inc.

Co-Sponsor: Loop Capital Markets LLC

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: August 28, 2009

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

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	4.0%	30
2	Ginnie Mae I	5.5%	30
3	Underlying Certificates	(1)	(1)
4	Underlying Certificates	(1)	(1)
5	Underlying Certificate	(1)	(1)
6	Ginnie Mae II	5.0%	30
7	Underlying Certificate	(1)	(1)
8	Ginnie Mae II	6.0%	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. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 6 and 8 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$144,092,220	357	2	4.423%
Group 2 Trust Assets			
\$691,249,548	347	11	6.000%
Group 6 Trust Assets			
\$150,000,000	357	2	5.346%
Group 8 Trust Assets			
\$339,670,068	348	10	6.483%

¹ As of August 1, 2009.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 6 and 8 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1, 6 and 8 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 6 and 8 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *"The Trust Assets — The Mortgage Loans"* in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FN	LIBOR + 0.90%	1.1850%	0.9%	7.0%	0	0.0%
FY	LIBOR + 0.90%	1.1945%	0.9%	7.0%	0	0.0%
SN	6.10% – LIBOR	5.8150%	0.0%	6.1%	0	6.1%
SY	6.10% – LIBOR	5.8055%	0.0%	6.1%	0	6.1%

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

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

SECURITY GROUP 1

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

- The MZ Accrual Amount, sequentially, to MU, MV and MZ, in that order, until retired
- The Group 1 Adjusted Principal Distribution Amount, sequentially, to MA, MU, MV and MZ, in that order, until retired

SECURITY GROUP 2

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

- The QZ Accrual Amount in the following order of priority:
 1. Concurrently, to DQ, EQ, FN and GQ, pro rata, until retired
 2. To QZ, until retired
- The Group 2 Principal Distribution Amount and the ZQ Accrual Amount will be allocated in the following order of priority:
 1. To the Group 2 PAC Classes, until reduced to their Aggregate Scheduled Principal Distribution Amount for that Distribution Date, in the following order of priority:
 - a. Concurrently, to DQ, EQ, FN and GQ, pro rata, until retired
 - b. To QZ, until retired
 2. To ZQ, until retired
 3. To the Group 2 PAC Classes in the same manner and priority described in step 1., but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated, sequentially, to ZY and YZ, in that order, until retired

SECURITY GROUP 4

The Group 4 Principal Distribution Amount will be allocated, sequentially, to ZW and WZ, in that order, until retired

SECURITY GROUP 5

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

SECURITY GROUP 6

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

1. Sequentially, to UP and UL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To HD, until reduced to its Scheduled Principal Balance for that Distribution Date
3. Sequentially, to HA, HB and HC, in that order, until retired
4. To HD, without regard to its Scheduled Principal Balance, until retired
5. Sequentially, to UP and UL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 7

The Group 7 Principal Distribution Amount will be allocated, sequentially, to ZN and NZ, in that order, until retired

SECURITY GROUP 8

The Group 8 Principal Distribution Amount and the KZ and ZK Accrual Amounts will be allocated as follows:

- The KZ Accrual Amount will be allocated in the following order of priority:
 1. Concurrently, as follows:
 - (a) 33.3333333333% in the following order of priority:
 1. To PA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To CP, until retired
 3. To PA, without regard to its Scheduled Principal Balance, until retired
 - (b) 66.6666666667%, to FY, until retired
 2. To KZ, until retired

- The Group 8 Principal Distribution Amount and the ZK Accrual Amount will be allocated in the following order of priority:
 1. To CP, FY, KZ and PA until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - (a) Concurrently, as follows:
 - (i) 33.3333333333% in the following order of priority:
 1. To PA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To CP, until retired
 3. To PA, without regard to its Scheduled Principal Balance, until retired
 - (ii) 66.6666666667%, to FY, until retired
 - (b) To KZ, until retired
 2. To ZK, until retired
 3. To CP, FY, KZ and PA, in the same order and priority described in step 1, 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>
PAC Classes	
DQ, EQ, FN, GQ and QZ (in the aggregate)	360% PSA through 500% PSA
CP, FY, KZ and PA (in the aggregate)	295% PSA through 400% PSA
PA	160% PSA through 400% PSA
PAC I Classes	
UL and UP (in the aggregate)	120% PSA through 250% PSA
PAC II Class	
HD	134% PSA through 250% PSA

Accrual Classes: Interest will accrue on each Accrual Class identified on the front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes as interest. Interest so accrued on each Accrual Class on each Distribution Date will constitute an Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and, with respect to KZ, MZ, QZ, ZK and ZQ, will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.” Principal will be distributed to each of Classes NZ, VZ, WZ, YZ, ZN, ZV, ZW and ZY when received as principal from the related Underlying Certificates, as set forth in this Terms Sheet under “Allocation of Principal.” The Underlying Certificates are also Accrual Classes. Interest will accrue on each Underlying Certificate at the rate set forth in the Terms Sheet of the related Underlying Certificate Disclosure Document set forth in Exhibit B to this Supplement. However, no interest will be distributed to the Underlying Certificates as interest but will constitute an Accrual Amount with respect to the related Underlying Trust, which will be added to the Class Principal Balance of each Underlying Certificate on each Distribution Date and will be distributable as principal as set forth in the Terms Sheet of the related Underlying Certificate Disclosure Document set forth in Exhibit B to this Supplement. The Underlying Certificates will not receive

principal distributions until the Class Principal Balance of their related Accretion Directed Class or Classes is reduced to zero. With respect to the Group 3 and Group 4 Underlying Certificates, because it is unlikely that each of the related Accretion Directed Classes will be reduced to zero on the same Distribution Date, principal distributions are likely to commence at different times on each of the Underlying Certificates in each of Group 3 and Group 4.

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>
IT	\$ 16,666,666	16.6666666667% of CP and PA (in the aggregate) (PAC/AD Classes)
PI	13,617,500	16.6666666667% of PA (PAC/AD Class)
SN	300,000,000	100% of FN (PAC/AD Class)
SY	200,000,000	100% of FY (PAC/AD Class)
UI	51,445,000	50% of UP (PAC I Class)

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

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



\$1,667,582,969

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2009-118

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-10 which highlights some of these risks.

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

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
AK(1)	\$377,759,033	3.0%	PAC I	FIX	38376PKM1	May 2035
AT(1)	76,357,565	3.0	PAC I	FIX	38376PKN9	October 2038
IK(1)	151,103,613	5.0	NTL (PAC I)	FIX/IO	38376PKP4	May 2035
IT(1)	30,543,026	5.0	NTL (PAC I)	FIX/IO	38376PKQ2	October 2038
KA	120,000	5.0	SCH/AD	FIX	38376PKR0	March 2039
KB	117,720	5.0	SCH/AD	FIX	38376PKS8	December 2039
KZ	65,605,000	5.0	SUP	FIX/Z	38376PKT6	December 2039
LE	6,846,993	5.0	PAC II	FIX	38376PKU3	December 2039
LM	9,386,303	5.0	PAC II	FIX	38376PKV1	December 2039
LQ	37,150	5.0	PAC II	FIX	38376PKW9	December 2039
MI(1)	38,276,442	5.0	NTL (PAC I)	FIX/IO	38376PKX7	May 2037
WA	13,500,000	4.5	SUP	FIX	38376PKY5	September 2039
WB	1,692,000	5.0	SUP	FIX	38376PKZ2	November 2039
WC	762,000	5.0	SUP	FIX	38376PLA6	December 2039
WD	2,282,000	5.0	PAC II	FIX	38376PLB4	December 2039
WE	702,000	5.0	SUP	FIX	38376PLC2	September 2039
WG	4,500,000	6.5	SUP	FIX	38376PLD0	September 2039
XA(1)	42,937,672	5.0	SCH/TAC/AD	FIX	38376PLE8	December 2039
XJ(1)	95,691,105	3.0	PAC I	FIX	38376PLF5	May 2037
XU(1)	22,946,359	5.0	AD/PAC I	FIX	38376PLG3	December 2020
XV(1)	18,139,365	5.0	PAC I/AD	FIX	38376PLH1	September 2026
XZ(1)	31,533,506	5.0	PAC I	FIX/Z	38376PLJ7	December 2039
YF(1)	11,320,588	(5)	SCH/AD	FLT	38376PLK4	December 2039
YH(1)	29,110,084	4.5	SCH/AD	FIX	38376PLL2	December 2039
YS(1)	11,320,588	(5)	NTL (SCH/AD)	INV/IO	38376PLM0	December 2039
YT(1)	1,617,227	(5)	SCH/AD	INV	38376PLN8	December 2039
ZX(1)	5,000	5.0	SCH/AD	FIX/Z	38376PLP3	December 2039
Security Group 2						
NA(1)	57,776,163	4.5	SEQ	FIX	38376PLQ1	April 2036
NJ	25,000,000	4.5	SCH	FIX	38376PLR9	September 2036
NK	900,000	4.5	SUP	FIX	38376PLS7	September 2036
NL	25,000,000	4.5	SEQ	FIX	38376PLT5	December 2039
Security Group 3						
PA(1)	94,458,528	4.5	PAC I	FIX	38376PLU2	September 2032
PB(1)	19,776,877	4.5	PAC I	FIX	38376PLV0	February 2034
PC(1)	43,806,034	4.5	PAC I	FIX	38376PLW8	October 2036
TA	31,711,000	4.5	SUP	FIX	38376PLX6	September 2038
TB	6,855,000	4.5	SUP	FIX	38376PLY4	January 2039
TC	8,829,000	4.5	SUP	FIX	38376PLZ1	June 2039
TD	11,223,000	4.5	SUP	FIX	38376PMA5	December 2039
TE	9,117,000	4.5	PAC II	FIX	38376PMB3	December 2039
TG	8,250,000	4.5	SUP	FIX	38376PMC1	February 2038
TH	2,750,000	4.5	SUP	FIX	38376PMD9	September 2038
UP(1)	29,225,378	4.5	PAC I	FIX	38376PME7	May 2038
WP	33,998,183	4.5	PAC I	FIX	38376PMF4	December 2039
Security Group 4						
AU(1)	29,406,930	4.5	SEQ	FIX	38376PMG2	September 2034
VU(1)	4,877,133	4.5	SEQ/AD	FIX	38376PMH0	January 2021
ZU(1)	7,578,437	4.5	SEQ	FIX/Z	38376PMJ6	December 2039
Security Group 5						
AF	125,000,000	(5)	PT	FLT	38376PMK3	December 2039
AS	125,000,000	(5)	NTL (PT)	INV/IO	38376PML1	December 2039
GA(1)	21,635,000	5.0	PAC II/AD	FIX	38376PMN9	December 2039
GZ	33,562,933	5.0	SUP	FIX/Z	38376PMN7	December 2039
IO	23,557,692	6.5	NTL (PT)	FIX/IO	38376PMQ2	December 2039
PY(1)	88,461,540	5.0	PAC I/AD	FIX	38376PMR0	December 2039
PZ	90,527	5.0	PAC I	FIX/Z	38376PMR8	December 2039
Security Group 6						
UH	75,000,000	4.5	SEQ	FIX	38376PMS6	July 2035
UV(1)	8,947,697	4.5	SEQ/AD	FIX	38376PMT4	January 2021
UW(1)	6,583,157	4.5	SEQ/AD	FIX	38376PMU1	September 2026
UZ(1)	13,934,135	4.5	SEQ	FIX/Z	38376PMV9	December 2039
Security Group 7						
YU	24,300,000	5.0	SEQ	FIX	38376PMW7	November 2036
YW(1)	2,073,045	5.0	AD/SEQ	FIX	38376PMX5	December 2020
YX(1)	1,638,767	5.0	SEQ/AD	FIX	38376PMY3	September 2026
YZ(1)	2,848,835	5.0	SEQ	FIX/Z	38376PMZ0	December 2039
Residual						
RR	0	0.0	NPR	NPR	38376PNA4	December 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.

NOMURA

Sandgrain Securities Inc.

The date of this Offering Circular Supplement is December 21, 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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: December 30, 2009

Distribution Dates: For the Group 4 and 5 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in January 2010. For the Group 1, 2, 3, 6 and 7 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in January 2010.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	5.0%	30
2	Ginnie Mae II	4.5%	30
3	Ginnie Mae II	4.5%	30
4	Ginnie Mae I	4.5%	30
5	Ginnie Mae I	6.5%	30
6	Ginnie Mae II	4.5%	30
7	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 Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$812,968,670	359	1	5.45%
Group 2 Trust Assets			
\$108,676,163	357	3	4.95%
Group 3 Trust Assets			
\$300,000,000	359	1	4.95%
Group 4 Trust Assets			
\$41,862,500	350	8	5.00%
Group 5 Trust Assets			
\$268,750,000	337	21	7.00%
Group 6 Trust Assets			
\$104,464,989	357	3	4.95%
Group 7 Trust Assets			
\$30,860,647	358	2	5.45%

¹ As of December 1, 2009.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 2, 3, 6 and 7 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1, 2, 3, 6 and 7 Trust Assets, Mortgage Rates, of many of the Mortgage Loans underlying the Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
AF	LIBOR + 0.6%	0.835%	0.6%	7.0%	0	0.0%
AS	6.4% – LIBOR	6.165%	0.0%	6.4%	0	6.4%
YF	LIBOR + 1.0%	1.230%	1.0%	7.0%	0	0.0%
YS	5.0% – LIBOR	4.770%	0.0%	5.0%	0	5.0%
YT	41.99999683% – (LIBOR x 6.99999938)	7.000%	0.0%	7.0%	0	6.0%

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

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

SECURITY GROUP 1

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

- The XZ Accrual Amount, sequentially, to XU, XV and XZ, in that order, until retired.
- The ZX Accrual Amount in the following order of priority:
 1. Concurrently, to YF, YH and YT, pro rata, until retired; and
 2. To ZX, until retired.
- The KZ Accrual Amount in the following order of priority:
 1. To KA, KB, XA, YF, YH, YT and ZX, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
 - a. 99.7210785325% in the following order of priority:
 - i. To XA, until reduced to its Scheduled Principal Balance for that Distribution Date;
 - ii. Concurrently, to YF, YH and YT, pro rata, until retired;
 - iii. To ZX, until retired; and
 - iv. To XA, without regard to its Scheduled Principal Balance, until retired; and
 - b. 0.2789214675% sequentially, to KA and KB, in that order, until retired; and
 2. To KZ, until retired.
- The Group 1 Adjusted Principal Distribution Amount in the following order of priority:
 1. Sequentially, to AK, XJ, AT, XU, XV and XZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date;

2. Concurrently, as follows:

a. 87.6992829135% in the following order of priority:

i. To LE, LM and LQ, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:

(a) 42.0823928244% to LE, until retired; and

(b) 57.9176071756% sequentially, to LM and LQ, in that order, until retired;

ii. To KA, KB, XA, YF, YH, YT and ZX, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:

(a) 99.7210785325% in the following order of priority:

(i) To XA, until reduced to its Scheduled Principal Balance for that Distribution Date;

(ii) Concurrently, to YF, YH and YT, pro rata, until retired;

(iii) To ZX, until retired; and

(iv) To XA, without regard to its Scheduled Principal Balance, until retired; and

(b) 0.2789214675% sequentially, to KA and KB, in that order, until retired;

iii. To KZ, until retired;

iv. To KA, KB, XA, YF, YH, YT and ZX, in the same manner and priority described in step 2.a.ii. above, but without regard to their Aggregate Scheduled Principal Balance, until retired; and

v. To LE, LM and LQ, in the same manner and priority described in step 2.a.i. above, but without regard to their Aggregate Scheduled Principal Balance, until retired; and

b. 12.3007170865% 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; and

iv. To WD, without regard to its Scheduled Principal Balance, until retired; and

3. Sequentially, to AK, XJ, AT, XU, XV and XZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated in the following order of priority:

1. Concurrently, until Classes NJ and NK are retired, as follows:

a. 30.3592637881% in the following order of priority:

i. To NJ, until reduced to its Scheduled Principal Balance for that Distribution Date;

ii. To NK, until retired; and

iii. To NJ, without regard to its Scheduled Principal Balance, until retired; and

b. 69.6407362119% sequentially, to NA, until retired, and then to NL; and

2. To NL, until retired.

SECURITY GROUP 3

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

1. Sequentially, to PA, PB, PC, UP and WP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date;
2. To TE, until reduced to its Scheduled Principal Balance for that Distribution Date;
3. Concurrently, as follows:
 - a. 74.2455105242% to TA, until retired; and
 - b. 25.7544894758% sequentially, to TG and TH, in that order, until retired;
4. Sequentially, to TB, TC and TD, in that order, until retired;
5. To TE, without regard to its Scheduled Principal Balance, until retired; and
6. Sequentially, to PA, PB, PC, UP and WP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired.

SECURITY GROUP 4

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

- The ZU Accrual Amount, sequentially, to VU and ZU, in that order, until retired; and
- The Group 4 Principal Distribution Amount, sequentially, to AU, VU and ZU, in that order, until retired.

SECURITY GROUP 5

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

- The GZ Accrual Amount in the following order of priority:
 1. To GA, until reduced to its Scheduled Principal Balance for that Distribution Date; and
 2. To GZ, until retired.
- The PZ Accrual Amount, sequentially, to PY and PZ, in that order, until retired.
- The Group 5 Principal Distribution Amount, concurrently, as follows:
 1. 53.488372093% in the following order of priority:
 - a. Sequentially, to PY and PZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date;
 - b. To GA, until reduced to its Scheduled Principal Balance for that Distribution Date;
 - c. To GZ, until retired;
 - d. To GA, without regard to its Scheduled Principal Balance, until retired; and
 - e. Sequentially, to PY and PZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired; and
 2. 46.511627907% to AF, until retired.

SECURITY GROUP 6

The Group 6 Principal Distribution Amount and the UZ Accrual Amount will be allocated as follows:

- The UZ Accrual Amount, sequentially, to UV, UW and UZ, in that order, until retired.
- The Group 6 Principal Distribution Amount, sequentially, to UH, UV, UW and UZ, in that order, until retired.

SECURITY GROUP 7

The Group 7 Principal Distribution Amount and the YZ Accrual Amount will be allocated as follows:

- The YZ Accrual Amount, sequentially, to YW, YX and YZ, in that order, until retired.
- The Group 7 Principal Distribution Amount, sequentially, to YU, YW, YX and YZ, in that order, 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>
Security Group 1	
PAC I Classes	
AK, AT, XJ, XU, XV and XZ (in the aggregate)	120% PSA through 250% PSA
PAC II Classes	
LE, LM and LQ (in the aggregate)	130% PSA through 250% PSA
WD	130% PSA through 250% PSA
Scheduled Classes	
KA, KB, XA, YF, YH, YT and ZX (in the aggregate)	191% PSA through 250% PSA
TAC Class	
XA	140% PSA
Security Group 2	
Scheduled Class	
NJ	109% PSA through 120% PSA
Security Group 3	
PAC I Classes	
PA, PB, PC, UP and WP (in the aggregate)	107% PSA through 250% PSA
PAC II Class	
TE	120% PSA through 250% PSA
Security Group 5	
PAC I Classes	
PY and PZ (in the aggregate)	173% PSA through 500% PSA
PAC II Class	
GA	275% PSA through 500% 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:

Class	Original Class Notional Balance	Represents Approximately
AI	\$ 6,656,923	30.7692307692% of GA (PAC II/AD Class)
AS	125,000,000	100% of AF (PT Class)
CI	17,175,068	40% of XA (SCH/TAC/AD Class)
HI	\$ 38,078,468	33.3333333333% of PA and PB (in the aggregate) (PAC I Classes)
	<u>4,555,827</u>	10.3999995374% of PC (PAC I Class)
	<u>\$ 42,634,295</u>	
IC	219,923,081	40% of AK, AT and XJ (in the aggregate) (PAC I Classes)
IH	6,592,292	33.3333333333% of PB (PAC I Class)
IJ	31,486,176	33.3333333333% of PA (PAC I Class)
IK	151,103,613	40% of AK (PAC I Class)
IO	23,557,692	18.8461536% of AF (PT Class)
IP	27,218,935	30.7692307692% of PY (PAC I/AD Class)
IT	30,543,026	40% of AT (PAC I Class)
IU	9,802,310	33.3333333333% of AU (SEQ Class)
IV	62,422,272	33.3333333333% of PA, PB, PC and UP (in the aggregate) (PAC I Classes)
IY	189,380,055	40% of AK and XJ (in the aggregate) (PAC I Classes)
MI	38,276,442	40% of XJ (PAC I Class)
NI	25,678,294	44.4444444444% of NA (SEQ Class)
YI	\$ 52,680,479	33.3333333333% of PA, PB and PC (in the aggregate) (PAC I Classes)
	<u>2,094,485</u>	7.1666663587% of UP (PAC I Class)
	<u>\$ 54,774,964</u>	
YS	11,320,588	100% of YF (SCH/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.



\$696,029,945
Government National Mortgage Association
GINNIE MAE®
Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2009-123

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, (2) certain previously issued certificates and (3) certain stripped mortgage-backed securities.

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 December 30, 2009.

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
NB	\$12,356,000	4.50%	PAC 1	FIX	38376JW42	December 2039
NE(1)	112,000,000	3.00	PAC 1	FIX	38376JW59	December 2038
NF(1)	40,000,000	(5)	PT	FLT	38376JW67	December 2039
NI(1)	33,600,000	5.00	NTL (PAC 1)	FIX/IO	38376JW75	December 2038
NS(1)	40,000,000	(5)	NTL (PT)	INV/IO	38376JW83	December 2039
QA	5,730,000	4.50	PAC 11	FIX	38376JW91	December 2039
UF(1)	8,592,750	(5)	SUP	FLT/DLY	38376JX25	December 2039
US(1)	4,773,750	(5)	SUP	INV/DLY	38376JX33	December 2039
VB	1,500	4.50	SUP	FIX	38376JX41	December 2039
VF(1)	10,636,715	(5)	SUP	FLT/DLY	38376JX58	December 2039
VS(1)	5,909,285	(5)	SUP	INV/DLY	38376JX66	December 2039
Security Group 2						
MA	25,000,000	4.50	SEQ/AD	FIX	38376JX74	November 2033
MI(1)	2,222,222	4.50	NTL (SEQ/AD)	FIX/IO	38376JX82	November 2033
MJ	25,000,000	4.25	SEQ/AD	FIX	38376JX90	November 2033
ML	25,000,000	4.35	SEQ/AD	FIX	38376JY24	November 2033
MZ	10,714,287	4.50	SEQ	FIX/Z	38376JY32	December 2039
Security Group 3						
GA	2,000,000	4.75	SC/SEQ	FIX	38376JY40	January 2038
GB	1,500,000	4.75	SC/SEQ	FIX	38376JY57	January 2038
GC	2,000,000	4.75	SC/SEQ	FIX	38376JY65	January 2038
GD	635,000	4.75	SC/SEQ	FIX	38376JY73	January 2038
Security Group 4						
LA	930,651	4.50	SEQ/AD	FIX	38376JY81	January 2012
LB(1)	19,795,617	4.50	SEQ/AD	FIX	38376JY99	April 2033
LC(1)	10,204,383	4.50	SEQ/AD	FIX	38376JZ23	April 2033
LZ	5,035,222	4.50	SEQ	FIX/Z	38376JZ31	December 2039
Security Group 5						
FM	13,356,088	(5)	SC/PT	FLT	38376JZ49	July 2034
Security Group 6						
PB(1)	2,556,346	4.50	PAC	FIX	38376JZ56	November 2037
PC(1)	17,306,833	4.50	PAC	FIX	38376JZ64	December 2039
PI(1)	23,922,162	4.50	NTL (PAC)	FIX/IO	38376JZ72	July 2037
PI(1)	70,326,488	3.00	PAC 1	FIX	38376JZ80	July 2037
WD	3,000,000	4.50	SUP	FIX	38376JZ98	August 2039
WF	930,000	(5)	SUP	FLT/DLY	38376J2A1	August 2039
WG	5,100,000	4.50	SUP	FIX	38376J2B9	February 2038
WH	900,000	4.50	SUP	FIX	38376J2C7	June 2038
WJ	4,000,000	4.50	SUP	FIX	38376J2D5	December 2038
WK	1,000,000	4.50	SUP	FIX	38376J2E3	August 2039
WS	1,550,000	(5)	SUP	INV/DLY	38376J2F0	August 2039
WX	11,725,961	4.50	SUP	FIX	38376J2G8	August 2039
WY	3,133,996	4.50	SUP	FIX	38376J2H6	December 2039
Security Group 7						
AB	75,000,000	4.50	SEQ	FIX	38376J2J2	October 2035
AC(1)	11,399,000	4.50	SEQ/AD	FIX	38376J2K9	December 2021
AZ(1)	16,000,000	4.50	SEQ	FIX/Z	38376J2L7	December 2039
Security Group 8						
JA(1)	19,229,561	5.00	PAC 1	FIX	38376J2M5	December 2038
JB(1)	5,247,054	5.00	PAC 1	FIX	38376J2N3	December 2039
JC(1)	197,392	5.00	PAC 1	FIX	38376J2P8	January 2039
JJ	4,900,000	5.00	NTL (PAC 1)	FIX/IO	38376J2Q6	January 2039
JL	35,000,000	4.30	PAC 1	FIX	38376J2R4	January 2039
JW	6,470,759	5.00	PAC II/AD	FIX	38376J2S2	December 2039
JZ	10,000,000	5.00	SUP	FIX/Z	38376J2T0	December 2039
Security Group 9						
HA(1)	33,760,734	4.50	SEQ/AD	FIX	38376J2U7	April 2033
HB(1)	1,062,886	4.50	SEQ/AD	FIX	38376J2V5	September 2033
HZ	5,176,380	4.50	SEQ	FIX/Z	38376J2W3	December 2039
Security Group 10						
WQ	14,785,307	5.00	SC/PT	FIX	38376J2X1	September 2039
Security Group 11						
EI(1)	8,604,389	4.50	NTL (SC/PT)	FIX/IO	38376J2Y9	May 2034
Residual						
RR	0	0.0	NPR	NPR	38376J2Z6	December 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. The Class Notional Balance of Class EI will be reduced with the outstanding notional balance of the related Trust Asset Group.
- (4) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.
- (5) See “Terms Sheet — Interest Rates” in this Supplement.

Citi

Aladdin Capital LLC

The date of this Offering Circular Supplement is December 21, 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: Citigroup Global Markets, Inc.

Co-Sponsor: Aladdin Capital LLC

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: December 30, 2009

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

Trust Assets:

<u>Trust Asset Group or Subgroup⁽³⁾</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	5.0%	30
2	Ginnie Mae II	4.5%	30
3	Underlying Certificate	(1)	(1)
4	Ginnie Mae II	4.5%	30
5A	Underlying Certificate	(1)	(1)
5B	Underlying SMBS Securities	(2)	(2)
6	Ginnie Mae II	4.5%	30
7	Ginnie Mae II	4.5%	30
8	Ginnie Mae II	5.0%	30
9	Ginnie Mae II	4.5%	30
10	Underlying Certificates	(1)	(1)
11	Underlying Certificates	(1)	(1)

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

⁽²⁾ Certain information regarding the Underlying SMBS Securities is set forth in Exhibits C and D to this Supplement.

⁽³⁾ The Group 5 Trust Assets consist of subgroups, Subgroup 5A and Subgroup 5B (each, a “Subgroup”).

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 MX Class DI, payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 4, 6, 7, 8 and 9 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets \$200,000,000	357	3	5.35%
Group 2 Trust Assets \$ 85,714,287	353	5	5.00%
Group 4 Trust Assets \$ 35,965,873	356	3	4.91%
Group 6 Trust Assets \$121,529,624	355	4	4.91%
Group 7 Trust Assets \$102,399,000	355	4	4.87%
Group 8 Trust Assets \$ 76,144,766	358	2	5.46%
Group 9 Trust Assets \$ 40,000,000	356	3	5.00%

¹ As of December 1, 2009.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 2, 4, 6, 7, 8 and 9 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 1, 2, 4, 6, 7, 8 and 9 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans”* in this Supplement. See Exhibits A and C to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

Increased Minimum Denomination Classes: Each Class that constitutes 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>
FM	LIBOR + 0.80%	1.034060%	0.80%	6.50%	0	0.00%
NF	LIBOR + 0.55%	0.784690%	0.55%	7.00%	0	0.00%
NS	6.45% – LIBOR	6.215310%	0.00%	6.45%	0	6.45%
UF	LIBOR + 1.30%	1.534690%	1.30%	7.00%	19	0.00%
US	10.26% – (LIBOR x 1.80)	9.837558%	0.00%	10.26%	19	5.70%
VF	LIBOR + 1.30%	1.534690%	1.30%	7.00%	19	0.00%
VS	10.26% – (LIBOR x 1.80)	9.837558%	0.00%	10.26%	19	5.70%
WF	LIBOR + 1.30%	1.534000%	1.30%	7.00%	19	0.00%
WS	6.42% – (LIBOR x 0.60)	6.279600%	3.00%	6.42%	19	5.70%

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

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

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

SECURITY GROUP 1

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

1. 20% to NF, until retired
2. 80% in the following order of priority:
 - a. Sequentially, to NE and NB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. Concurrently, as follows:
 - i. 37.5015781721% concurrently, to UF and US, pro rata, until retired
 - ii. 62.4984218279% in the following order of priority:
 - (A) To QA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - (B) Concurrently, to VF and VS, pro rata, until retired
 - (C) To QA, without regard to its Scheduled Principal Balance, until retired
 - c. To VB, until retired
 - d. Sequentially, to NE and NB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount and the MZ Accrual Amount will be allocated in the following order of priority:

1. Concurrently, to MA, MJ and ML, pro rata, until retired
2. To MZ, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated sequentially, to GA, GB, GC and GD, in that order, until retired

SECURITY GROUP 4

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

1. Concurrently, as follows:
 - a. 32.9911678872% to LC, until retired
 - b. 67.0088321128% sequentially, to LA and LB, in that order, until retired
2. To LZ, until retired

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to FM, until retired

SECURITY GROUP 6

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

1. Sequentially, to PJ, PB and PC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently, as follows:
 - a. 50.3651019017% concurrently, to WF, WS and WX, pro rata, until retired
 - b. 31.9081487775% sequentially, to WG, WH and WD, in that order, until retired
 - c. 17.7267493208% sequentially, to WJ and WK, in that order, until retired
3. To WY, until retired
4. Sequentially, to PJ, PB and PC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 7

The Group 7 Principal Distribution Amount and the AZ Accrual Amount will be allocated as follows:

- The AZ Accrual Amount, sequentially, to AC and AZ, in that order, until retired
- The Group 7 Principal Distribution Amount, sequentially, to AB, AC and AZ, in that order, until retired

SECURITY GROUP 8

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

- The JZ Accrual Amount in the following order of priority:
 1. To JW, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To JZ, until retired
- The Group 8 Principal Distribution Amount in the following order of priority:
 1. To the Group 8 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, as follows:
 - i. 64.3063740864% to JL, until retired
 - ii. 35.6936259136% sequentially, to JA and JC, in that order, until retired
 - b. To JB, until retired
 2. To JW, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To JZ, until retired
 4. To JW, without regard to its Scheduled Principal Balance, until retired
 5. To the Group 8 PAC I 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 9

The Group 9 Principal Distribution Amount and the HZ Accrual Amount will be allocated sequentially, to HA, HB and HZ, in that order, until retired

SECURITY GROUP 10

The Group 10 Principal Distribution Amount will be allocated to WQ, 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>
PAC Classes	
PB, PC and PJ (in the aggregate)	109% PSA through 250% PSA
PAC I Classes	
JA, JB, JC and JL (in the aggregate)	128% PSA through 250% PSA
NB and NE (in the aggregate)	125% PSA through 250% PSA
PAC II Classes	
JW	169% PSA through 250% PSA
QA*	160% PSA through 225% PSA

* The initial Effective Range is 161% PSA through 277% 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 the Accrual Amount, which will be added to the Class Principal Balance of that Class on each

Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
DI	\$ 8,604,389	100% of Group 11 Trust Assets
	1,333,333	4.4444439667% of LB and LC (in the aggregate) (SEQ/AD Classes)
	2,222,222	2.962962963% of MA, MJ and ML (in the aggregate) (SEQ/AD Classes)
	<u>6,702,943</u>	9.5311783333% of PJ (PAC Class)
	<u>\$18,862,887</u>	
EI	8,604,389	100% of Group 11 Trust Assets
HI	1,934,645	5.555555556% of HA and HB (in the aggregate) (SEQ/AD Classes)
IH	1,875,596	5.555555556% of HA (SEQ/AD Class)
IJ	272,222	5% of JB and JC (in the aggregate) (PAC I Classes)
IK	3,845,912	20% of JA (PAC I Class)
JI	4,900,000	14% of JL (PAC I Class)
LI	2,333,333	7.777777778% of LB and LC (in the aggregate) (SEQ/AD Classes)
MI	2,222,222	2.962962963% of MA, MJ and ML (in the aggregate) (SEQ/AD Classes)
NI	33,600,000	30% of NE (PAC I Class)
NS	40,000,000	100% of NF (PT Class)
PI	23,442,162	33.333333333% of PJ (PAC Class)

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

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



\$1,668,078,834

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-043

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

See "Risk Factors" beginning on page S-12 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be April 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)
Security Group 1						
HA	\$ 16,660,000	4.50%	SUP	FIX	38376YRY9	November 2039
HB	6,476,210	4.75	SUP	FIX	38376YRZ6	April 2040
HC	6,420,000	4.50	PAC II	FIX	38376YSA0	November 2039
HD	3,304,000	4.50	PAC II	FIX	38376YSB8	February 2040
HE	1,516,000	4.50	PAC II	FIX	38376YSC6	April 2040
HG	3,500,000	4.50	TAC	FIX	38376YSD4	November 2039
HJ	1,500,000	4.50	SUP	FIX	38376YSE2	November 2039
HK	3,720,000	4.50	SUP	FIX	38376YSF9	December 2038
HL	2,280,000	4.50	SUP	FIX	38376YSG7	November 2039
HM	1,364,400	5.00	PAC II	FIX	38376YSH5	April 2040
HO	359,790	0.00	SUP	PO	38376YSJ1	April 2040
OH	151,600	0.00	PAC II	PO	38376YSK8	April 2040
PA(1)	121,346,000	4.50	PAC I	FIX	38376YSL6	May 2038
PN(1)	16,402,000	4.50	PAC I	FIX	38376YSM4	August 2039
PQ(1)	10,000,000	4.50	PAC I	FIX	38376YSN2	April 2040
TA	3,500,000	4.50	TAC	FIX	38376YSP7	November 2039
TB	1,500,000	4.50	SUP	FIX	38376YSQ5	November 2039
Security Group 2						
BA	37,000,000	4.50	SEQ	FIX	38376YSR3	February 2037
BE	25,000,000	4.50	SEQ	FIX	38376YSS1	February 2037
BV(1)	14,085,000	4.50	SEQ/AD	FIX	38376YST9	May 2021
BW(1)	10,363,000	4.50	SEQ/AD	FIX	38376YSU6	January 2027
BZ(1)	21,933,387	4.50	SEQ	FIX/Z	38376YSV4	April 2040
DA	23,200,000	4.50	SEQ	FIX	38376YSW2	July 2035
EA	25,000,000	4.50	SEQ	FIX	38376YSX0	February 2037
EG	25,000,000	4.50	SEQ	FIX	38376YSY8	February 2037
EH	25,000,000	4.50	SEQ	FIX	38376YSZ5	February 2037
Security Group 3						
TC	1,716,900	4.50	SC/SEQ	FIX	38376YTA9	May 2039
TD	664,000	4.50	SC/SEQ	FIX	38376YTB7	May 2039
Security Group 4						
BF	100,000,000	(5)	PT	FLT	38376YTC5	April 2040
QB	11,273,539	3.00	PAC I	FIX	38376YTD3	April 2040
QS	73,971,498	(5)	NLT (PAC I)	INV/IO	38376YTE1	April 2040
QW(1)	74,944,000	3.00	PAC I	FIX	38376YTF8	August 2037
QX(1)	12,411,125	3.00	PAC I	FIX	38376YTG6	February 2039
SA	1,264,917	(5)	PAC II	INV	38376YTH4	April 2040
SU(1)	3,647,370	(5)	SUP	INV	38376YTI0	April 2040
SX(1)	5,303,814	(5)	SUP	INV	38376YTK7	August 2039
SY(1)	1,352,122	(5)	SUP	INV	38376YTL5	April 2040
UA	14,439,613	4.50	SUP	FIX	38376YTM3	July 2039
UD	4,620,595	4.75	SUP	FIX	38376YTN1	April 2040
UM	1,911,689	4.50	PAC II	FIX	38376YTP6	January 2040
UN	1,907,851	4.50	PAC II	FIX	38376YTP4	April 2040
UO	256,700	0.00	SUP	PO	38376YTR2	April 2040
Security Group 5						
KA	3,849,000	5.00	PAC II	FIX	38376YTS0	April 2040
KB	1,000	5.00	PAC II	FIX	38376YTT8	April 2040
PW(1)	107,962,000	5.00	PAC I	FIX	38376YTU5	March 2038
VP(1)	4,538,232	5.00	AD/PAC I	FIX	38376YTV3	October 2017
VQ(1)	11,701,814	5.00	PAC I/AD	FIX	38376YTW1	August 2029
YB(1)	13,027,500	5.00	PAC III/AD	FIX	38376YTX9	April 2040
YX	489,500	5.00	PAC III/AD	FIX	38376YTY7	April 2040
Z(1)	10,019,954	5.00	PAC I	FIX/Z	38376YTZ4	April 2040
ZA	20,000,000	5.00	TAC/AD	FIX/Z	38376YUA7	April 2040
ZB	1,152,406	5.00	SUP	FIX/Z	38376YUB5	April 2040
Security Group 6						
AO	258,384	0.00	SC/PT	PO	38376YUC3	February 2040
W	4,650,901	4.75	SC/PT	FIX	38376YUD1	February 2040

(Cover continued on next page)

NOMURA

Sandgrain Securities Inc.

The date of this Offering Circular Supplement is April 22, 2010.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 7						
GA	\$ 25,000,000	4.50%	SEQ	FIX	38376YUE9	January 2037
GC	25,000,000	4.50	SEQ	FIX	38376YUF6	January 2037
GD(1)	50,000,000	4.50	SEQ	FIX	38376YUG4	January 2037
GV(1)	8,279,000	4.50	SEQ/AD	FIX	38376YUH2	May 2021
GW(1)	6,091,000	4.50	SEQ/AD	FIX	38376YUJ8	January 2027
GZ(1)	12,892,892	4.50	SEQ	FIX/Z	38376YUK5	April 2040
Security Group 8						
AY	1,610,572	4.50	PAC II	FIX	38376YUL3	February 2040
BY	674,540	4.50	PAC II	FIX	38376YUM1	March 2040
CY	717,022	4.50	PAC II	FIX	38376YUN9	April 2040
KF	100,000,000	(5)	PT	FLT	38376YUP4	April 2040
KS	100,000,000	(5)	NTL (PT)	INV/IO	38376YUQ2	April 2040
MA	15,828,000	4.75	SUP	FIX	38376YUR0	January 2040
MB	2,172,000	4.75	SUP	FIX	38376YUS8	April 2040
MC	17,655,000	5.00	SUP	FIX	38376YUT6	January 2040
MD	2,422,000	5.00	SUP	FIX	38376YUU3	April 2040
ME	5,192,000	4.50	PAC II	FIX	38376YUV1	February 2040
MG	2,443,000	4.50	PAC II	FIX	38376YUW9	April 2040
MH	1,057,000	4.50	PAC II	FIX	38376YUX7	April 2040
MO	3,231,000	0.00	SUP	PO	38376YUY5	April 2040
PC(1)	177,551,000	4.50	PAC I	FIX	38376YUZ2	November 2039
PG(1)	28,336,000	4.50	PAC I	FIX	38376YVA6	March 2037
VA(1)	7,282,969	4.50	AD/PAC I	FIX	38376YVB4	May 2021
VB(1)	5,358,355	4.50	PAC I/AD	FIX	38376YVC2	January 2027
WA	9,214,713	4.50	SUP	FIX	38376YVD0	November 2039
WH	3,500,000	4.50	TAC	FIX	38376YVE8	November 2039
WJ	1,500,000	4.50	SUP	FIX	38376YVF5	November 2039
WL	981,943	4.75	SUP	FIX	38376YVG3	January 2040
WM	1,031,706	4.75	SUP	FIX	38376YVH1	March 2040
WN	746,178	4.75	SUP	FIX	38376YVJ7	April 2040
WO	153,326	0.00	SUP	PO	38376YVK4	April 2040
ZP(1)	11,341,676	4.50	PAC I	FIX/Z	38376YVL2	April 2040
Security Group 9						
AM	7,871,000	5.00	PAC II	FIX	38376YVM0	April 2040
AP(1)	175,188,000	5.00	PAC I	FIX	38376YVN8	September 2037
BM	1,597,000	5.00	PAC II	FIX	38376YVP3	April 2040
KG(1)	24,739,000	5.00	PAC III/AD	FIX	38376YVQ1	April 2040
KZ	32,939,000	5.00	TAC/AD	FIX/Z	38376YVR9	April 2040
VM	9,447,000	5.00	AD/PAC I	FIX	38376YVS7	October 2017
VN	24,359,000	5.00	PAC I/AD	FIX	38376YVT5	August 2029
ZG	1,000	5.00	PAC III/AD	FIX/Z	38376YVU2	April 2040
ZK	3,000,000	5.00	SUP	FIX/Z	38376YVV0	April 2040
ZM	20,859,000	5.00	PAC I	FIX/Z	38376YVW8	April 2040
Security Group 10						
LM	9,645,000	5.00	SC/TAC/AD	FIX	38376YVX6	July 2039
LZ	801,629	5.00	SC/SUP	FIX/Z	38376YVY4	July 2039
ZL	20,000	5.00	SC/TAC/AD	FIX/Z	38376YVZ1	July 2039
Security Group 11						
FT	10,402,000	(5)	SC/SUP/AD	FLT	38376YWA5	August 2036
ST	10,402,000	(5)	NTL (SC/SUP/AD)	INV/IO	38376YWB3	August 2036
ZT	1,000	6.00	SC/PAC	FIX/Z	38376YWC1	August 2036
Residual						
RR	0	0.00	NPR	NPR	38376YWD9	April 2040

- (1) These Securities may be exchanged for MX Securities described in Schedule I.
- (2) Subject to increase as described under "Increase in Size" in this Supplement. 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.

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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: April 30, 2010

Distribution Dates: For the Group 1, 2, 3, 4, 5, 7, 8, 9, 10 and 11 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in May 2010. For the Group 6 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in May 2010.

Trust Assets:

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

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

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Except in the case of certain MX Classes in Groups 2, 7, 8 and 9, payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 4, 5, 7, 8 and 9 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$200,000,000	349	10	4.850%
Group 2 Trust Assets			
\$206,581,387	350	9	5.000%
Group 4 Trust Assets			
\$233,333,335	358	2	4.950%
Group 5 Trust Assets			
\$172,741,406	354	5	5.350%
Group 7 Trust Assets			
\$127,262,892	351	8	5.000%
Group 8 Trust Assets			
\$400,000,000	359	1	5.292%
Group 9 Trust Assets			
\$300,000,000	359	1	5.350%

¹ As of April 1, 2010.

² Does not include the Group 9 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 2, 4, 5, 7, 8 and 9 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 1, 2, 4, 5, 7, 8 and 9 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets— The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
BF	LIBOR + 0.82%	1.0686300%	0.82%	6.50000000%	0	0.00%
FT	LIBOR + 1.50%	1.7486300%	1.50%	6.00000000%	0	0.00%
KF	LIBOR + 0.75%	0.9986300%	0.75%	6.50000000%	0	0.00%
KS	5.75% – LIBOR	5.5013700%	0.00%	5.75000000%	0	5.75%
QS	5.68% – LIBOR	5.4313700%	0.00%	5.68000000%	0	5.68%
SA	12.78% – (LIBOR x 2.25)	12.2205825%	0.00%	12.78000000%	0	5.68%
SB	12.78% – (LIBOR x 2.25)	12.2205825%	0.00%	12.78000000%	0	5.68%
ST	4.50% – LIBOR	4.2513700%	0.00%	4.50000000%	0	4.50%
SU	36.10169491% – (LIBOR x 6.3559322)	7.5000000%	0.00%	7.50000000%	0	5.68%
SW	15.67337421% – (LIBOR x 3.48297205)	14.8074028%	0.00%	15.67337421%	0	4.50%
SX	15.67337421% – (LIBOR x 3.48297205)	14.8074028%	0.00%	15.67337421%	0	4.50%
SY	15.67337421% – (LIBOR x 3.48297205)	14.8074028%	0.00%	15.67337421%	0	4.50%

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

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

SECURITY GROUP 1

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

1. Sequentially, to PA, PN and PQ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To the Group 1 PAC II Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Sequentially, to HC and HD, in that order, until retired
 - b. Concurrently, to HE, HM and OH, pro rata, until retired
3. Concurrently, as follows:
 - a. 51.0104102878% to HA, until retired
 - b. 18.3710961420% sequentially, to HK and HL, in that order, until retired
 - c. 15.3092467851% in the following order of priority:
 - i. To HG, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. To HJ, until retired
 - iii. To HG, without regard to its Scheduled Principal Balance, until retired
 - d. 15.3092467851% in the following order of priority:
 - i. To TA, until reduced to its Scheduled Principal Balance for that Distribution Date

- ii. To TB, until retired
- iii. To TA, without regard to its Scheduled Principal Balance, until retired
- 4. Concurrently, to HB and HO, pro rata, until retired
- 5. To the Group 1 PAC II Classes, in the same order and priority described in step 2. above, but without regard to their Aggregate Scheduled Principal Balance, until retired
- 6. Sequentially, to PA, PN and PQ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

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

- The BZ Accrual Amount, sequentially, to BV, BW and BZ, in that order, until retired
- The Group 2 Principal Distribution Amount in the following order of priority:
 1. Concurrently, until EA, EG and EH have been retired:
 - a. 37.9930051491% concurrently, to BA and BE, pro rata
 - b. 46.0076202315% concurrently, to EA, EG and EH, pro rata, until retired
 - c. 15.9993746194% sequentially, to DA, BV, BW and BZ, in that order, until retired
 2. Concurrently, until BA and BE have been retired:
 - a. 37.9930051491% concurrently, to BA and BE, pro rata, until retired
 - b. 62.0069948509% sequentially, to BV, BW and BZ, in that order, until retired
 3. Sequentially, to BV, BW and BZ, in that order, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated, sequentially, to TC and TD, in that order, until retired

SECURITY GROUP 4

The Group 4 Principal Distribution Amount will be allocated, concurrently, as follows:

1. 42.8571425510% to BF, until retired
2. 57.1428574490% in the following order of priority:
 - a. Sequentially, to QW, QX and QB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. Concurrently, as follows:
 - i. 66.6666685876% in the following order of priority:
 - (a) Sequentially, to UM and UN, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (b) To UA, until retired
 - (c) Concurrently, to UD and UO, pro rata, until retired
 - (d) Sequentially, to UM and UN, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

ii. 33.3333314124% in the following order of priority:

(a) To SA, until reduced to its Scheduled Principal Balance for that Distribution Date

(b) Concurrently, as follows:

(i) 64.6000031446% sequentially, to SX and SY, in that order, until retired

(ii) 35.3999968554% to SU, until retired

(c) To SA, without regard to its Scheduled Principal Balance, until retired

c. Sequentially, to QW, QX and QB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 5

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

- The Z Accrual Amount, sequentially, to VP, VQ and Z, in that order, until retired
- The ZA and ZB Accrual Amounts in the following order of priority:
 1. Sequentially, to YB and YX, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZA, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZB, until retired
- The Group 5 Principal Distribution Amount in the following order of priority:
 1. Sequentially, to PW, VP, VQ and Z, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to KA and KB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 3. Sequentially, to YB and YX, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 4. To ZA, until reduced to its Scheduled Principal Balance for that Distribution Date
 5. To ZB, until retired
 6. To ZA, without regard to its Scheduled Principal Balance, until retired
 7. Sequentially, to YB and YX, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 8. Sequentially, to KA and KB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 9. Sequentially, to PW, VP, VQ and Z, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 6

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

SECURITY GROUP 7

The Group 7 Principal Distribution Amount and the GZ Accrual Amount will be allocated as follows:

- The GZ Accrual Amount, sequentially, to GV, GW and GZ, in that order, until retired
- The Group 7 Principal Distribution Amount in the following order of priority:
 1. Concurrently, to GA, GC and GD, pro rata, until retired
 2. Sequentially, to GV, GW and GZ, in that order, until retired

SECURITY GROUP 8

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

- The ZP Accrual Amount, sequentially, to VA, VB and ZP, in that order, until retired
- The Group 8 Principal Distribution Amount, concurrently, as follows:
 1. 25% to KF, until retired
 2. 75% in the following order of priority:
 - a. Sequentially, to PC, PG, VA, VB and ZP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. Concurrently, as follows:
 - i. 71.2961642664% in the following order of priority:
 - (a) Sequentially, to ME, MG and MH, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (b) Concurrently, as follows:
 - (i) 43.5750944127% sequentially, to MA and MB, in that order, until retired
 - (ii) 48.6031761402% sequentially, to MC and MD, in that order, until retired
 - (iii) 7.8217294471% to MO, until retired
 - (c) Sequentially, to ME, MG and MH, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - ii. 28.7038357336% in the following order of priority:
 - (a) Sequentially, to AY, BY and CY, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - (b) Concurrently, as follows:
 - (i) 64.8251779688% to WA, until retired
 - (ii) 35.1748220312% in the following order of priority:
 1. To WH, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To WJ, until retired
 3. To WH, without regard to its Scheduled Principal Balance, until retired
 - (c) Concurrently, as follows:
 1. 5.2632319689% to WO, until retired

2. 94.7367680311% sequentially, to WL, WM and WN, in that order, until retired

(d) Sequentially, to AY, BY and CY, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

c. Sequentially, to PC, PG, VA, VB and ZP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 9

A percentage of the Group 9 Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Group 9 Principal Distribution Amount (the “Group 9 Adjusted Principal Distribution Amount”) and the KZ, ZG, ZK and ZM Accrual Amounts will be allocated as follows:

- The ZG Accrual Amount, sequentially, to KG and ZG, in that order, until retired
- The ZM Accrual Amount, sequentially, to VM, VN and ZM, in that order, until retired
- The KZ and ZK Accrual Amounts in the following order of priority:
 1. Sequentially, to KG and ZG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To KZ, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZK, until retired
- The Group 9 Adjusted Principal Distribution Amount in the following order of priority:
 1. Sequentially, to AP, VM, VN and ZM, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to AM and BM, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 3. Sequentially, to KG and ZG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 4. To KZ, until reduced to its Scheduled Principal Balance for that Distribution Date
 5. To ZK, until retired
 6. To KZ, without regard to its Scheduled Principal Balance, until retired
 7. Sequentially, to KG and ZG, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 8. Sequentially, to AM and BM, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 9. Sequentially, to AP, VM, VN and ZM, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 10

The Group 10 Principal Distribution Amount and the LZ and ZL Accrual Amounts will be allocated as follows:

- The ZL Accrual Amount, sequentially, to LM and ZL, in that order, until retired
- The Group 10 Principal Distribution Amount and the LZ Accrual Amount in the following order of priority:
 1. Sequentially, to LM and ZL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

2. To LZ, until retired
3. Sequentially, to LM and ZL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 11

The Group 11 Principal Distribution Amount and the ZT Accrual Amount will be allocated as follows:

- The ZT Accrual Amount, sequentially, to FT and ZT, in that order, until retired
- The Group 11 Principal Distribution Amount in the following order of priority:
 1. To ZT, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To FT, until retired
 3. To ZT, 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 Rates:

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PAC Class	
ZT*	200% PSA through 1100% PSA
PAC I Classes	
AP, VM, VN and ZM (in the aggregate)	120% PSA through 250% PSA
PA, PN and PQ (in the aggregate)	108% PSA through 250% PSA
PC, PG, VA, VB and ZP (in the aggregate)	120% PSA through 250% PSA
PW, VP, VQ and Z (in the aggregate)	125% PSA through 250% PSA
QB, QW and QX (in the aggregate)	108% PSA through 250% PSA
PAC II Classes	
AM and BM (in the aggregate)	134% PSA through 250% PSA
AY, BY and CY (in the aggregate)	130% PSA through 215% PSA
HC, HD, HE, HM and OH (in the aggregate)	120% PSA through 225% PSA
KA and KB (in the aggregate)	135% PSA through 250% PSA
ME, MG and MH (in the aggregate)	130% PSA through 215% PSA
SA	120% PSA through 250% PSA
UM and UN (in the aggregate)	119% PSA through 225% PSA
PAC III Classes	
KG and ZG (in the aggregate)	175% PSA through 250% PSA
YB and YX (in the aggregate)	170% PSA through 245% PSA
TAC Classes	
HG	200% PSA
KZ	352% PSA
LM and ZL (in the aggregate)	120% PSA
TA	200% PSA
WH	250% PSA
ZA	200% PSA

* No initial Effective Range or Rate.

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:

Class	Original Class Notional Balance	Represents Approximately
EI	\$185,298,300	90% of PC and PG (in the aggregate) (PAC I Classes)
GI	16,666,666	33.3333333333% of GD (SEQ Class)
IJ	117,579,666	33.3333333333% of JH and PC (in the aggregate) (PAC I Classes)
IN	61,221,333	44.4444444444% of PA and PN (in the aggregate) (PAC I Classes)
JI	70,075,200	40% of AP (PAC I Class)
KI	9,895,600	40% of KG (PAC III/AD Class)
KS	100,000,000	100% of KF (PT Class)
NI	53,931,555	44.4444444444% of PA (PAC I Class)
QI	159,795,900	90% of PC (PAC I Class)
QS	73,971,498	75% of QB, QW and QX (in the aggregate) (PAC I Classes)
ST	10,402,000	100% of FT (SC/SUP/AD Class)
TI	43,184,800	40% of PW (PAC I Class)
YI	5,211,000	40% of YB (PAC III/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.



\$614,860,533

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-055

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-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 May 28, 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)
Security Group 1						
FG(1)	\$ 84,375,000	(5)	PT	FLT	38377FRJ2	May 2040
FM	2,250,000	(5)	SUP	FLT	38377FRK9	October 2039
HD(1)	56,757,628	4.50%	PAC I	FIX	38377FRL7	March 2039
PO	272,737	0.00	SUP	PO	38377FRM5	May 2040
PY	7,223,537	4.50	PAC I	FIX	38377FRN3	May 2040
QL(1)	148,169,377	4.50	PAC I	FIX	38377FRP8	October 2037
QM	46,434,458	4.50	PAC I	FIX	38377FRQ6	May 2040
SE(1)	84,375,000	(5)	NTL (PT)	INV/IO	38377FRR4	May 2040
SJ(1)	84,375,000	(5)	NTL (PT)	INV/IO	38377FRS2	May 2040
SM	2,250,000	(5)	NTL (SUP)	INV/IO	38377FRT0	October 2039
SU	750,000	(5)	SUP	INV	38377FRU7	October 2039
TA	19,163,000	4.50	SUP	FIX	38377FRV5	January 2040
TB	1,511,000	4.50	SUP	FIX	38377FRW3	March 2040
TC	1,889,500	4.50	SUP	FIX	38377FRX1	May 2040
UA	31,013,000	4.50	SUP	FIX	38377FRY9	October 2039
UB	1,797,500	4.50	SUP	FIX	38377FRZ6	January 2040
UJ	6,328,500	4.50	PAC II	FIX	38377FSA0	March 2040
UK	2,616,000	4.50	PAC II	FIX	38377FSB8	April 2040
UL	2,280,000	4.50	PAC II	FIX	38377FSC6	May 2040
UM	1,817,000	4.75	SUP	FIX	38377FSD4	March 2040
UO	178,132	0.00	SUP	PO	38377FSE2	May 2040
UP	3,519,895	4.75	SUP	FIX	38377FSF9	March 2040
US	750,000	(5)	SUP	INV	38377FSG7	October 2039
UW	2,778,736	4.75	SUP	FIX	38377FSH5	May 2040
Security Group 2						
QA(1)	90,810,000	4.50	PAC I	FIX	38377FSJ1	June 2038
QI(1)	9,954,000	4.50	PAC I	FIX	38377FSK8	June 2039
QK(1)	10,000,000	4.50	PAC I	FIX	38377FSL6	May 2040
WA	25,631,000	4.50	SUP	FIX	38377FSM4	September 2039
WH	6,749,100	5.00	SUP	FIX	38377FSN2	May 2040
WL	4,110,000	4.50	PAC II	FIX	38377FSP7	March 2040
WM	443,500	4.50	PAC II	FIX	38377FSQ5	April 2040
WN	1,552,500	4.50	PAC II	FIX	38377FSR3	May 2040
WO	749,900	0.00	SUP	PO	38377FSS1	May 2040
Security Group 3						
A	3,343,317	4.50	SC/PT	FIX	38377FST9	June 2037
FH(1)	30,089,855	(5)	SC/PT	FLT	38377FSU6	June 2037
ST(1)	30,089,855	(5)	NTL (SC/PT)	INV/IO	38377FSV4	June 2037
Security Group 4						
TI	95,787	5.00	NTL (SC/PT)	FIX/IO	38377FSX0	January 2040
TJ	957,874	4.50	SC/PT	FIX	38377FSW2	January 2040
Security Group 5						
MA	7,181,000	4.50	SC/SEQ	FIX	38377FSY8	April 2040
MB	1,413,487	4.50	SC/SEQ	FIX	38377FSZ5	April 2040
MI	859,448	5.00	NTL (SC/PT)	FIX/IO	38377FTA9	April 2040
Residual						
RR	0	0.00	NPR	NPR	38377FTB7	May 2040

(1) These Securities may be exchanged for MX Securities described in Schedule I.
(2) Subject to increase as described under “Increase in Size” in this Supplement. 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.

NOMURA

Sandgrain Securities Inc.

The date of this Offering Circular Supplement is May 20, 2010.

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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: May 28, 2010

Distribution Dates: For the Group 1, 2 and 5 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in June 2010. For the Group 3 and 4 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in June 2010.

Trust Assets:

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

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1 and 2 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$421,875,000	359	1	5.35%
Group 2 Trust Assets			
\$150,000,000	349	10	4.90%

¹ As of May 1, 2010.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

³ 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.

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 related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FE	LIBOR + 0.55%	0.81500%	0.55%	7.00%	0	0.00%
FG	LIBOR + 0.50%	0.76500%	0.50%	7.00%	0	0.00%
FH	LIBOR + 0.50%	0.83688%	0.50%	7.00%	0	0.00%
FJ	LIBOR + 0.55%	0.88688%	0.55%	7.00%	0	0.00%
FM	LIBOR + 1.25%	1.51500%	1.25%	6.50%	0	0.00%
SE	6.45% – LIBOR	6.18500%	0.00%	6.45%	0	6.45%
SG	6.50% – LIBOR	6.23500%	0.00%	6.50%	0	6.50%
SJ	6.50% – LIBOR	0.05000%	0.00%	0.05%	0	6.50%
SM	5.25% – LIBOR	0.05000%	0.00%	0.05%	0	5.25%
ST	6.50% – LIBOR	0.05000%	0.00%	0.05%	0	6.50%
SU	6.90% – (LIBOR x 0.75)	6.70125%	3.00%	6.90%	0	5.20%
US	11.70% – (LIBOR x 2.25)	11.10375%	0.00%	11.70%	0	5.20%

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

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

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

SECURITY GROUP 1

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

1. 20% to FG, until retired
2. 80% in the following order of priority:
 - a. To the Group 1 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
 - i. 24.7427983062% sequentially, to HD and PY, in that order, until retired
 - ii. 75.2572016938% sequentially, to QL and QM, in that order, until retired
 - b. Sequentially, to UJ, UK and UL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - c. Concurrently, as follows:
 - i. 66.6666666667% in the following order of priority:
 - (a) Concurrently, to FM, SU, UA and US, pro rata, until retired
 - (b) Concurrently, as follows:
 - (i) 2.6315804709% to PO, until retired
 - (ii) 47.3684195291% sequentially, to UP and UW, in that order, until retired
 - (iii) 50.0000000000% in the following order of priority:
 1. To UB, until retired
 2. Concurrently, as follows:
 - a. 5.2631703354% to UO, until retired
 - b. 94.7368296646% sequentially, to UM and UW, in that order, until retired
 - ii. 33.3333333333% sequentially, to TA, TB and TC, in that order, until retired
 - d. Sequentially, to UJ, UK and UL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - e. To the Group 1 PAC I Classes, in the same order and priority described in step 2.a. above, but without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated in the following order of priority:

1. Sequentially, to QA, QJ and QK, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Sequentially, to WL, WM and WN, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. To WA, until retired
4. Concurrently, to WH and WO, pro rata, until retired
5. Sequentially, to WL, WM and WN, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

6. Sequentially, to QA, QJ and QK, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated concurrently, to A and FH, pro rata, until retired

SECURITY GROUP 4

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

SECURITY GROUP 5

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

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

<u>Class</u>	<u>Structuring Ranges</u>
PAC I Classes	
HD, PY, QL and QM (in the aggregate)	120% PSA through 250% PSA
QA, QJ and QK (in the aggregate)	108% PSA through 250% PSA
PAC II Classes	
UJ, UK and UL (in the aggregate)	130% PSA through 215% PSA
WL, WM and WN (in the aggregate)	120% PSA through 225% PSA

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
IO . . .	\$ 51,081,865	90% of HD (PAC I Class)
IQ . . .	133,352,439	90% of QL (PAC I Class)
MI . . .	859,448	10% of MA and MB (in the aggregate) (SC/SEQ Classes)
NI . . .	33,588,000	33.3333333333% of QA and QJ (in the aggregate) (PAC I Classes)
QI . . .	90,810,000	100% of QA (PAC I Class)
SE . . .	84,375,000	100% of FG (PT Class)
SG . . .	84,375,000	100% of FG (PT Class)
SJ . . .	84,375,000	100% of FG (PT Class)
SM . .	2,250,000	100% of FM (SUP Class)
ST . . .	30,089,855	100% of FH (SC/PT Class)
TI . . .	95,787	10% of TJ (SC/PT Class)

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

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



\$888,702,262
Government National Mortgage Association

GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities**

Ginnie Mae REMIC Trust 2010-059

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

The securities may not be suitable investments for you. You should consider carefully the risks of investing in them. See "Risk Factors" beginning on page S-10 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be May 28, 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)
Security Group 1						
AD	\$ 17,568,000	4.50%	PAC/AD	FIX	38377FVB4	February 2040
AE	2,348,000	4.50	SUP/AD	FIX	38377FVC2	February 2040
FD	79,664,000	(5)	SEQ/AD	FLT	38377FVD0	February 2040
SD	79,664,000	(5)	NTL (SEQ/AD)	INV/IO	38377FVE8	February 2040
ZD	420,000	6.50	SEQ	FIX/Z	38377FVF5	May 2040
Security Group 2						
CA	10,000,000	4.50	SUP	FIX	38377FVG3	October 2039
CB	1,381,000	4.50	SUP	FIX	38377FVH1	February 2040
CE	17,509,000	4.50	SUP	FIX	38377FVJ7	February 2040
CF	7,200,000	(5)	SUP	FLT/DLY	38377FVK4	February 2040
CG	5,461,000	4.50	SUP	FIX	38377FVL2	May 2040
CS	4,000,000	(5)	SUP	INV/DLY	38377FVM0	February 2040
CT	2,000,000	(5)	SUP	INV/DLY	38377FVN8	February 2040
CW	100,000	(5)	SUP	INV/DLY	38377FVP3	February 2040
CY	1,725,000	(5)	SUP	FLT/DLY	38377FVQ1	February 2040
FA	60,000,000	(5)	PT	FLT	38377FVR9	May 2040
PB	50,443,000	4.50	PAC I	FIX	38377FVS7	July 2039
PO(1)	15,970,000	0.00	PAC I	PO	38377FVU5	May 2040
PU(1)	81,286,000	4.50	PAC I	FIX	38377FVU2	May 2033
PV(1)	36,240,000	4.50	PAC I	FIX	38377FVV0	March 2036
PW(1)	15,970,000	(5)	NTL (PAC I)	FLT/IO/DLY	38377FVW8	May 2040
PY(1)	15,970,000	(5)	NTL (PAC I)	INV/IO/DLY	38377FVX6	May 2040
QA	6,685,000	4.50	PAC II	FIX	38377FVY4	May 2040
SA	60,000,000	(5)	NTL (PT)	INV/IO	38377FVZ1	May 2040
Security Group 3						
NA	21,868,000	4.50	SC/SCH	FIX	38377FWA5	May 2039
NB	6,075,716	4.50	SC/SUP/AD	FIX	38377FWB3	May 2039
NC	500,000	4.50	SC/SEQ/AD	FIX	38377FWC1	May 2039
NZ	5,000	4.50	SC/SEQ	FIX/Z	38377FWD9	May 2039
Security Group 4						
UO(1)	3,625,170	0.00	SC/PT	PO	38377FWE7	April 2040
Security Group 5						
FL	20,000,000	(5)	PT	FLT	38377FWF4	May 2040
SL	20,000,000	(5)	NTL (PT)	INV/IO	38377FWG2	May 2040
Security Group 6						
TB	4,320,945	4.00	SC/SEQ	FIX	38377FWH0	October 2032
TL(1)	50,328,000	4.00	SC/SEQ	FIX	38377FWJ6	October 2032
Security Group 7						
FM	22,000,000	(5)	PT	FLT	38377FWK3	May 2040
SM	22,000,000	(5)	NTL (PT)	INV/IO	38377FWL1	May 2040
Security Group 8						
LB	61,477,000	4.50	PAC I	FIX	38377FWM9	October 2039
LE(1)	122,418,000	4.50	PAC I	FIX	38377FWN7	February 2036
LF	5,142,857	(5)	SUP	FLT/DLY	38377FWP2	October 2039
LG	11,176,000	4.50	PAC II	FIX	38377FWQ0	February 2040
LH	5,422,000	4.50	PAC II	FIX	38377FWR8	May 2040
LJ	30,146,000	4.50	SUP	FIX	38377FWS6	October 2039
LM	4,167,667	4.50	SUP	FIX	38377FWT4	December 2039
LN	2,632,211	4.75	SUP	FIX	38377FWU1	February 2040
LO(1)	438,701	0.00	SUP	PO	38377FWV9	May 2040
LP	5,264,421	4.75	SUP	FIX	38377FWW7	May 2040
LT	4,000,000	4.50	PAC III/AD	FIX	38377FWX5	May 2040
LV	2,000,000	(5)	SUP	INV/DLY	38377FWY3	October 2039
LW	857,143	(5)	SUP	INV/DLY	38377FWZ0	October 2039
LZ	1,000	4.50	PAC III	FIX/Z	38377FXA4	May 2040
OI(1)	12,340,000	(5)	NTL (PAC I)	INV/IO/DLY	38377FXB2	May 2040
OJ(1)	12,340,000	(5)	NTL (PAC I)	FLT/IO/DLY	38377FXC0	May 2040
OL(1)	12,340,000	0.00	PAC I	PO	38377FXD8	May 2040
PJ	1,163,000	4.50	PAC III/AD	FIX	38377FXE6	May 2040
PR	4,354,000	4.50	PAC III/AD	FIX	38377FXF3	April 2040
Security Group 9						
KA	25,000,000	4.50	SEQ/AD	FIX	38377FXG1	September 2033
KZ(1)	4,061,319	4.50	SEQ	FIX/Z	38377FXH9	May 2040
Security Group 10						
ZB(1)	3,849,444	4.50	SC/PT	FIX/Z	38377FXJ5	April 2040
Security Group 11						
HA	50,000,000	4.50	SEQ/AD	FIX	38377FXK2	April 2036
HZ	4,068,668	4.50	SEQ	FIX/Z	38377FXL0	May 2040
Residual						
RR	0	0.00	NPR	NPR	38377FXM8	May 2040

(1) These Securities may be exchanged for MX Securities described in Schedule I.
(2) Subject to increase as described under "Increase in Size" in this Supplement. 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.

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: Citigroup Global Markets Inc.

Co-Sponsor: Sandgrain Securities Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: May 28, 2010

Distribution Dates: For the Group 1, 2, 4, 5, 8, 9 and 10 Securities, the 20th day of each month or if the 20th day is not a Business Day, the first Business Day thereafter, commencing in June 2010. For the Group 3, 6, 7 and 11 Securities, the 16th day of each month or if the 16th day is not a Business Day, the first Business Day thereafter, commencing in June 2010.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	6.5%	30
2	Ginnie Mae II	5.0%	30
3	Underlying Certificate	(1)	(1)
4	Underlying Certificates	(1)	(1)
5	Ginnie Mae II	6.5%	30
6	Underlying Certificate	(1)	(1)
7	Ginnie Mae I	6.5%	30
8	Ginnie Mae II	4.5%	30
9	Ginnie Mae II	4.5%	30
10	Underlying Certificate	(1)	(1)
11	Ginnie Mae I	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 4, 8, 9 and 10, payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 5, 7, 8, 9 and 11 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$100,000,000	338	19	6.873%
Group 2 Trust Assets			
\$130,000,000	358	2	5.289%
<u>170,000,000</u>	359	1	5.289%
<u>\$300,000,000</u>			
Group 5 Trust Assets			
\$ 20,000,000	338	19	6.873%
Group 7 Trust Assets			
\$ 22,000,000	258	91	7.000%
Group 8 Trust Assets			
\$273,000,000	349	9	4.914%
Group 9 Trust Assets			
\$ 29,061,319	356	3	4.900%
Group 11 Trust Assets			
\$ 54,068,668	342	15	5.000%

¹ As of May 1, 2010.

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

³ The Mortgage Loans underlying the Group 1, 2, 5, 8 and 9 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1, 2, 5, 8 and 9 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 5, 7, 8, 9 and 11 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans”* in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	LIBOR for Minimum Interest Rate
CF	LIBOR + 1.00%	1.26063000%	1.00%	7.00000000%	19	0.00%
CS.	10.80% – (LIBOR x 1.80)	10.33086600%	0.00%	10.80000000%	19	6.00%
CT	6.90% – (LIBOR x 0.75)	6.70452750%	3.00%	6.90000000%	19	5.20%
CW	11.70% – (LIBOR x 2.25)	11.11358250%	0.00%	11.70000000%	19	5.20%
CY	LIBOR + 1.30%	1.56063000%	1.30%	6.50000000%	19	0.00%
FA.	LIBOR + 0.50%	0.76063000%	0.50%	7.00000000%	0	0.00%
FD	LIBOR + 0.32%	0.57750000%	0.32%	7.00000000%	0	0.00%
FL	LIBOR + 0.50%	0.72875000%	0.50%	6.50000000%	0	0.00%
FM	LIBOR + 0.50%	0.72875000%	0.50%	6.50000000%	0	0.00%
LF	LIBOR + 1.00%	1.28000000%	1.00%	7.00000000%	19	0.00%
LV.	12.21428495% – (LIBOR x 2.57142834)	11.49428501%	0.00%	12.21428495%	19	4.75%
LW	36.00% – (LIBOR x 6.00)	7.50000000%	0.00%	7.50000000%	19	6.00%
OI.	166.50% – (LIBOR x 18.00)	4.50000000%	0.00%	4.50000000%	19	9.25%
OJ.	(LIBOR x 18.00) – 162.00%	0.00000000%	0.00%	4.50000000%	19	9.00%
PW	(LIBOR x 18.00) – 144.00%	0.00000000%	0.00%	4.50000000%	19	8.00%
PY	148.50% – (LIBOR x 18.00)	4.50000000%	0.00%	4.50000000%	19	8.25%
SA	6.50% – LIBOR	6.23937000%	0.00%	6.50000000%	0	6.50%
SD	6.68% – LIBOR	6.42250000%	0.00%	6.68000000%	0	6.68%
SL	6.00% – LIBOR	5.77125000%	0.00%	6.00000000%	0	6.00%
SM	6.00% – LIBOR	5.77125000%	0.00%	6.00000000%	0	6.00%

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

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

SECURITY GROUP 1

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

1. Concurrently, as follows:
 - a. 80% to FD, until retired
 - b. 20% in the following order of priority:
 - i. To AD, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. To AE, until retired
 - iii. To AD, without regard to its Scheduled Principal Balance, until retired
2. To ZD, until retired

SECURITY GROUP 2

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

1. 20% to FA, until retired
2. 80% in the following order of priority:
 - a. Sequentially, to PU, PV, PB and PO, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - b. To QA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. Concurrently, as follows:
 - i. 25.9159740408%, sequentially, to CA and CB, in that order, until retired
 - ii. 74.0840259592%, concurrently, to CE, CF, CS, CT, CW and CY, pro rata, until retired
 - d. To CG, until retired
 - e. To QA, without regard to its Scheduled Principal Balance, until retired
 - f. Sequentially, to PU, PV, PB and PO, 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 as follows:

- The NZ Accrual Amount in the following order of priority:
 1. Concurrently, to NB and NC, pro rata, until retired
 2. To NZ, until retired
- The Group 3 Principal Distribution Amount in the following order of priority:
 1. To NA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To NB, until retired

3. To NA, without regard to its Scheduled Principal Balance, until retired
4. Sequentially, to NC and NZ, in that order, until retired

SECURITY GROUP 4

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

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to FL, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated, sequentially, to TL and TB, in that order, until retired

SECURITY GROUP 7

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

SECURITY GROUP 8

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

- The LZ Accrual Amount in the following order of priority:
 1. Concurrently, as follows:
 - a. 42.0300514868% to LT, until retired
 - b. 57.9699485132% sequentially, to PR and PJ, in that order, until retired
 2. To LZ, until retired
- The Group 8 Principal Distribution Amount in the following order of priority:
 1. Sequentially, to LE, LB and OL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Sequentially, to LG and LH, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 3. To the PAC III Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, as follows:
 - i. 42.0300514868% to LT, until retired
 - ii. 57.9699485132% sequentially, to PR and PJ, in that order, until retired
 - b. To LZ, until retired
 4. Concurrently, to LF, LJ, LV and LW, pro rata, until retired
 5. To LM, until retired
 6. Concurrently, as follows:
 - a. 94.7368509452% sequentially, to LN and LP, in that order, until retired

b. 5.2631490548% to LO, until retired

7. To the PAC III Classes, in the same manner and priority described in step 3 above, but without regard to their Aggregate Scheduled Principal Balance, until retired

8. Sequentially, to LG and LH, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

9. Sequentially, to LE, LB and OL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 9

The Group 9 Principal Distribution Amount and the KZ Accrual Amount will be allocated, sequentially, to KA and KZ, in that order, until retired

SECURITY GROUP 10

The Group 10 Principal Distribution Amount will be allocated to ZB, until retired

SECURITY GROUP 11

The Group 11 Principal Distribution Amount and the HZ Accrual Amount will be allocated, sequentially, to HA and HZ, in that order, 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>
PAC Class	
AD	340% PSA through 450% PSA
PAC I Classes	
PB, PO, PU and PV (in the aggregate)	120% PSA through 250% PSA
LB, LE and OL (in the aggregate)	100% PSA through 250% PSA
PAC II Classes	
QA	135% PSA through 250% PSA
LG and LH (in the aggregate)	118% PSA through 225% PSA
PAC III Classes	
LT, LZ, PJ and PR (in the aggregate)	130% PSA through 225% PSA
Scheduled Class	
NA*	229% PSA through 250% PSA

* No initial Effective Range.

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, with respect to Accrual Classes other than Class ZB, will be distributable as principal as set forth in this Terms Sheet under "Allocation of Principal." Principal will be distributed to Class ZB when received as principal from the related Underlying Certificates, as set forth in this Terms Sheet under "Allocation of Principal." With respect to Security Group 10, the related Underlying

Certificate is also an Accrual Class. Interest will accrue on the related Underlying Certificate at the rate set forth in the Terms Sheet of the related Underlying Certificate Disclosure Document set forth in Exhibit B to this Supplement. However, no interest will be distributed to such Underlying Certificate as interest but will constitute an Accrual Amount with respect to the related Underlying Trust, which will be added to the Class Principal Balance of such Underlying Certificate on each Distribution Date and will be distributable as principal as set forth in the Terms Sheet of the related Underlying Certificate Disclosure Document set forth in Exhibit B to this Supplement. The related Underlying Certificate will not receive principal distributions until the Class Principal Balance of its related Accretion Directed Class is reduced to zero.

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>
LI	\$54,408,000	44.444444444444% of LE (PAC I Class)
OI.	12,340,000	100% of OL (PAC I Class)
OJ.	12,340,000	100% of OL (PAC I Class)
PI	58,763,000	50% of PU and PV (in the aggregate) (PAC I Classes)
PW	15,970,000	100% of PO (PAC I Class)
PY	15,970,000	100% of PO (PAC I Class)
SA.	60,000,000	100% of FA (PT Class)
SD	79,664,000	100% of FD (SEQ/AD Class)
SL	20,000,000	100% of FL (PT Class)
SM	22,000,000	100% of FM (PT Class)
TI	25,164,000	50% of TL (SC/SEQ Class)
UI	40,643,000	50% of PU (PAC I Class)
VI	18,120,000	50% of PV (PAC I Class)

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

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

Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 2								
Combination 1								
PO	\$ 15,970,000	PC	\$ 15,970,000	PAC I	4.50%	FIX	38377FXN6	May 2040
PW	15,970,000							
PY	15,970,000							
Combination 2(5)								
PU	\$ 81,286,000	UA	\$ 81,286,000	PAC I	2.00%	FIX	38377FXP1	May 2033
		UB	81,286,000	PAC I	2.25	FIX	38377FXQ9	May 2033
		UC	81,286,000	PAC I	2.50	FIX	38377FXR7	May 2033
		UD	81,286,000	PAC I	2.75	FIX	38377FXS5	May 2033
		UE	81,286,000	PAC I	3.00	FIX	38377FXT3	May 2033
		UG	81,286,000	PAC I	3.25	FIX	38377FXU0	May 2033
		UH	81,286,000	PAC I	3.50	FIX	38377FXV8	May 2033
		UI	40,643,000	NTL (PAC I)	5.00	FIX/IO	38377FXW6	May 2033
		UJ	81,286,000	PAC I	3.75	FIX	38377FXX4	May 2033
		UK	81,286,000	PAC I	4.00	FIX	38377FXY2	May 2033
		UL	81,286,000	PAC I	4.25	FIX	38377FXZ9	May 2033

REMIC Securities

MX Securities

Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)				Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 3(5) PV	\$ 36,240,000	VA		\$ 36,240,000		PAC I	2.00%	FIX	38377FYA3	March 2036	
		VB		36,240,000		PAC I	2.25	FIX	38377FYB1	March 2036	
		VC		36,240,000		PAC I	2.50	FIX	38377FYC9	March 2036	
		VD		36,240,000		PAC I	2.75	FIX	38377FYD7	March 2036	
		VE		36,240,000		PAC I	3.00	FIX	38377FYE5	March 2036	
		VG		36,240,000		PAC I	3.25	FIX	38377FYF2	March 2036	
		VH		36,240,000		PAC I	3.50	FIX	38377FYG0	March 2036	
		VI		18,120,000		NTL (PAC I)	5.00	FIX/IO	38377FYH8	March 2036	
		VJ		36,240,000		PAC I	3.75	FIX	38377FYJ4	March 2036	
		VK		36,240,000		PAC I	4.00	FIX	38377FYK1	March 2036	
		VL		36,240,000		PAC I	4.25	FIX	38377FYL9	March 2036	

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 4(5)								
PU	\$ 81,286,000	PA	\$ 117,526,000	PAC I	4.50%	FIX	38377FYM7	March 2036
PV	36,240,000	PD	117,526,000	PAC I	2.50	FIX	38377FYN5	March 2036
		PE	117,526,000	PAC I	2.75	FIX	38377FYP0	March 2036
		PG	117,526,000	PAC I	3.00	FIX	38377FYQ8	March 2036
		PH	117,526,000	PAC I	3.25	FIX	38377FYR6	March 2036
		PI	58,763,000	NTL (PAC I)	5.00	FIX/IO	38377FYS4	March 2036
		PK	117,526,000	PAC I	3.75	FIX	38377FYT2	March 2036
		PL	117,526,000	PAC I	4.00	FIX	38377FYU9	March 2036
		PM	117,526,000	PAC I	4.25	FIX	38377FVV7	March 2036
		PN	117,526,000	PAC I	3.50	FIX	38377FYW5	March 2036
		PT	117,526,000	PAC I	2.00	FIX	38377FYX3	March 2036
		PX	117,526,000	PAC I	2.25	FIX	38377FYY1	March 2036
Security Group 6								
Combination 5(5)								
TL	\$ 50,328,000	TA	\$ 50,328,000	SC/SEQ	2.50%	FIX	38377FYZ8	October 2032
		TC	50,328,000	SC/SEQ	2.75	FIX	38377FZA2	October 2032
		TD	50,328,000	SC/SEQ	3.00	FIX	38377FZB0	October 2032
		TE	50,328,000	SC/SEQ	3.25	FIX	38377FZC8	October 2032
		TG	50,328,000	SC/SEQ	3.50	FIX	38377FZD6	October 2032
		TH	50,328,000	SC/SEQ	3.75	FIX	38377FZE4	October 2032
		TI	25,164,000	NTL (SC/SEQ)	4.00	FIX/IO	38377FZF1	October 2032
		TJ	50,328,000	SC/SEQ	2.00	FIX	38377FZG9	October 2032
		TK	50,328,000	SC/SEQ	2.25	FIX	38377FZH7	October 2032

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 8								
Combination 6								
OI	\$ 12,340,000	LC	\$ 12,340,000	PAC I	4.50%	FIX	38377FZJ3	May 2040
OJ	12,340,000							
OL	12,340,000							
Combination 7(5)								
LE	\$122,418,000	JL	\$122,418,000	PAC I	3.00%	FIX	38377FZK0	February 2036
		JM	122,418,000	PAC I	3.25	FIX	38377FZL8	February 2036
		JN	122,418,000	PAC I	3.50	FIX	38377FZM6	February 2036
		JP	122,418,000	PAC I	3.75	FIX	38377FZN4	February 2036
		JT	122,418,000	PAC I	4.25	FIX	38377FZP9	February 2036
		JU	122,418,000	PAC I	2.50	FIX	38377FZQ7	February 2036
		JV	122,418,000	PAC I	2.75	FIX	38377FZR5	February 2036
		LD	122,418,000	PAC I	4.00	FIX	38377FZS3	February 2036
		LI	54,408,000	NTL (PAC I)	4.50	FIX/IO	38377FZT1	February 2036
Security Groups 4 & 8								
Combination 8(6)								
LO	\$ 438,701	MO	\$ 4,063,871	SC/PT/SUP	0.00%	PO	38377FZU8	May 2040
UO	3,625,170							
Security Groups 9 & 10								
Combination 9(6)								
KZ	\$ 4,061,319	ZA	\$ 7,910,763	SC/PT/SEQ	4.50%	FIX/Z	38377FZV6	May 2040
ZB	3,849,444							

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- (1) All exchanges must comply with minimum denominations restrictions.
 - (2) The amount shown for each MX Class represents the maximum Original Class Principal Balance (or original Class Notional Balance) of that Class, assuming it were to be issued on the Closing Date.
 - (3) As defined under “Class Types” in Appendix I to the Base Offering Circular.
 - (4) See “*Yield, Maturity and Prepayment Considerations — Final Distribution Date*” in this Supplement.
 - (5) In the case of Combinations 2, 3, 4, 5 and 7, various subcombinations are permitted. See “*Description of the Securities — Modification and Exchange*” in the Base Offering Circular for a discussion of subcombinations.
 - (6) Combinations 8 and 9 are derived from REMIC classes of separate Security Groups.



\$494,201,093
Government National Mortgage Association
GINNIE MAE®
Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-069

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

See “Risk Factors” beginning on page S-10 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be June 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)
Security Group 1						
AP(1)	\$ 5,026,000	4.50%	PAC I	FIX	38377GAA7	June 2040
GA	5,828,000	4.50	SUP	FIX	38377GAB5	June 2039
GB	1,465,000	4.50	SUP	FIX	38377GAC3	January 2040
GC	1,207,000	4.50	SUP	FIX	38377GAD1	June 2040
GD	1,000,000	4.50	PAC II	FIX	38377GAE9	April 2040
GE	500,000	4.50	PAC II	FIX	38377GAF6	June 2040
GH	8,638,000	4.50	SUP/AD	FIX	38377GAG4	June 2039
GJ	1,932,000	4.50	SUP/AD	FIX	38377GAH2	December 2039
GK	2,504,000	4.50	SUP/AD	FIX	38377GAJ8	June 2040
GL	1,532,500	4.00	PAC II/AD	FIX	38377GAK5	June 2040
GM	1,532,500	5.00	PAC II/AD	FIX	38377GAL3	June 2040
GZ	9,000	4.50	SUP	FIX/Z	38377GAM1	June 2040
PG(1)	60,593,000	4.50	PAC I	FIX	38377GAN9	July 2038
PH(1)	8,223,000	4.50	PAC I	FIX	38377GAP4	October 2039
ZA	10,000	4.50	PAC II	FIX/Z	38377GAQ2	June 2040
Security Group 2						
CA	4,000,000	4.00	SC/PT	FIX	38377GAR0	January 2040
DF	1,000,000	(5)	SC/PT	FLT	38377GAS8	January 2040
DS	1,000,000	(5)	NTL (SC/PT)	INV/IO	38377GAT6	January 2040
Security Group 3						
LK(1)	24,181,830	4.00	SC/SEQ	FIX	38377GAU3	March 2023
LM	1,000	4.00	SC/SEQ	FIX	38377GAV1	March 2023
Security Group 4						
FP	50,322,332	(5)	SC/SEQ	FLT	38377GAW9	June 2038
SP	50,322,332	(5)	NTL (SC/SEQ)	INV/IO	38377GAX7	June 2038
TH	15,565,000	5.00	SC/SEQ	FIX	38377GAY5	June 2038
TL	6,226,000	5.00	NTL (SC/SEQ)	FIX/IO	38377GAZ2	June 2038
Security Group 5						
CH	2,202,936	5.00	SC/SUP	FIX	38377GBA6	January 2040
MQ(1)	8,717,213	5.00	SC/PAC	FIX	38377GBB4	January 2040
MU	10,000	5.00	SC/PAC	FIX	38377GBC2	January 2040
Security Group 6						
CX	571,617	4.50	SC/SUP	FIX	38377GBD0	June 2037
XA(1)	2,666,684	4.50	SC/PAC	FIX	38377GBE8	June 2037
XB	10,000	4.50	SC/PAC	FIX	38377GBF5	June 2037
Security Group 7						
CM	12,576,580	4.50	SC/SUP	FIX	38377GBG3	February 2037
Q(1)	29,941,000	4.50	SC/PAC	FIX	38377GBH1	February 2037
Security Group 8						
CD	676,924	5.00	SC/SUP	FIX	38377GBJ7	April 2040
DQ	2,700,000	2.75	SC/PAC	FIX	38377GBK4	April 2040
IQ	1,215,000	5.00	NTL (SC/PAC)	FIX/IO	38377GBL2	April 2040
MA(1)	120,270,000	5.00	SC/PAC	FIX	38377GBM0	April 2040
MB	9,702,000	5.00	SC/PAC	FIX	38377GBN8	April 2040
Security Group 9						
NP(1)	32,721,157	5.00	SC/PAC/AD	FIX	38377GBP3	December 2039
NZ	1,000	5.00	SC/PAC/AD	FIX/Z	38377GBQ1	December 2039
ZN	11,007,070	5.00	SC/SUP	FIX/Z	38377GBR9	December 2039
Security Group 10						
KP(1)	45,354,750	4.50	PT	FIX	38377GBS7	June 2040
Security Group 11						
PA	10,000,000	3.00	SC/PAC	FIX	38377GBT5	August 2037
PB	1,000	3.00	SC/SUP	FIX	38377GBU2	August 2037
Security Group 12						
PD	10,000,000	3.00	SC/PAC	FIX	38377GBV0	August 2037
PE	1,000	3.00	SC/SUP	FIX	38377GBW8	August 2037
Residual						
RR	0	0.00	NPR	NPR	38377GBX6	June 2040

- (1) These Securities may be exchanged for MX Securities described in Schedule I.
- (2) Subject to increase as described under “Increase in Size” in this Supplement. 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.

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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: June 30, 2010

Distribution Dates: For the Group 1, 2, 4, 8, 9, 11 and 12 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 2010. For the Group 3, 5, 6, 7 and 10 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in July 2010.

Trust Assets:

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

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1 and 10 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$100,000,000	349	10	4.9%
Group 10 Trust Assets			
\$ 45,354,750	356	3	5.0%

¹ As of June 1, 2010.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

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

The actual remaining terms to maturity, loan ages and, in the case of the Group 1 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1 and 10 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
DF	LIBOR + 1.25%	1.515%	1.25%	6.50%	0	0.00%
DS	5.25% - LIBOR	4.985%	0.00%	5.25%	0	5.25%
FP	LIBOR + 0.35%	0.700%	0.35%	7.00%	0	0.00%
SP	6.65% - LIBOR	6.300%	0.00%	6.65%	0	6.65%

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

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

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

SECURITY GROUP 1

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

- The GZ Accrual Amount, sequentially, to GH, GJ, GK and GZ, in that order, until retired
- The ZA Accrual Amount in the following order of priority:
 1. Concurrently, to GL and GM, pro rata, until retired
 2. To ZA, until retired
- The Group 1 Adjusted Principal Distribution Amount in the following order of priority:
 1. Sequentially, to PG, PH and AP, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. Concurrently, as follows:
 - a. 61.7707775824% in the following order of priority:
 - i. To GL, GM and ZA, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - (a) Concurrently, to GL and GM, pro rata, until retired
 - (b) To ZA, until retired
 - ii. Sequentially, to GH, GJ, GK and GZ, in that order, until retired
 - iii. To GL, GM and ZA, in the same order and priority described in step 2.a.i. above, but without regard to their Aggregate Scheduled Principal Balance, until retired
 - b. 38.2292224176% in the following order of priority:
 - i. Sequentially, to GD and GE, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Sequentially, to GA, GB and GC, in that order, until retired
 - iii. Sequentially, to GD and GE, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 3. Sequentially, to PG, PH and AP, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated concurrently, to CA and DF, pro rata, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated sequentially, to LK and LM, in that order, until retired

SECURITY GROUP 4

The Group 4 Principal Distribution Amount will be allocated sequentially, to TH and FP, in that order, until retired

SECURITY GROUP 5

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

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

SECURITY GROUP 6

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

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

SECURITY GROUP 7

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

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

SECURITY GROUP 8

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

1. To the Group 8 PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, until DQ has been retired:
 - i. 2.4895984081% to DQ, until retired
 - ii. 97.5104015919% to MA
 - b. Concurrently, until MA has been retired:
 - i. 2.4895984081% to MB
 - ii. 97.5104015919% to MA, until retired
 - c. To MB, until retired
2. To CD, until retired

3. To the Group 8 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 9

The Group 9 Principal Distribution Amount and the NZ and ZN Accrual Amounts will be allocated as follows:

- The NZ Accrual Amount, sequentially, to NP and NZ, in that order, until retired
- The Group 9 Principal Distribution Amount and the ZN Accrual Amount in the following order of priority:
 1. Sequentially, to NP and NZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZN, until retired
 3. Sequentially, to NP and NZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 10

The Group 10 Principal Distribution Amount will be allocated to KP, until retired

SECURITY GROUP 11

The Group 11 Principal Distribution Amount will be allocated in the following order of priority:

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

SECURITY GROUP 12

The Group 12 Principal Distribution Amount will be allocated in the following order of priority:

1. To PD, until reduced to its Scheduled Principal Balance for that Distribution Date
2. To PE, until retired
3. To PD, 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:

<u>Class</u>	<u>Structuring Ranges</u>
PAC Classes	
DQ, MA and MB (in the aggregate)*	125% PSA through 250% PSA
MQ and MU (in the aggregate)	300% PSA through 500% PSA
NP and NZ (in the aggregate)	187% PSA through 250% PSA
PA	160% PSA through 252% PSA
PD	160% PSA through 252% PSA
Q	105% PSA through 165% PSA
XA and XB (in the aggregate)	250% PSA through 400% PSA
PAC I Classes	
AP, PG and PH (in the aggregate)	108% PSA through 250% PSA
PAC II Classes	
GD and GE (in the aggregate)	118% PSA through 205% PSA
GL, GM and ZA (in the aggregate)	130% PSA through 225% PSA

* No initial Effective Range

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>
DS . .	\$ 1,000,000	100% of DF (SC/PT Class)
IN . . .	16,633,888	55.555555556% of Q (SC/PAC Class)
IO . . .	45,354,750	100% of KP (PT Class)
IQ . . .	1,215,000	45% of DQ (SC/PAC Class)
LI . . .	12,090,915	50% of LK (SC/SEQ Class)
MI . . .	60,135,000	50% of MA (SC/PAC Class)
NI . . .	4,023,329	46.1538461538% of MQ (SC/PAC Class)
PI . . .	33,662,777	55.555555556% of PG (PAC I Class)
SP . . .	50,322,332	100% of FP (SC/SEQ Class)
TI . . .	6,226,000	40% of TH (SC/SEQ Class)
UI . . .	38,231,111	55.555555556% of PG and PH (in the aggregate) (PAC I Classes)
XI . . .	1,111,118	41.666666667% of XA (SC/PAC Class)
YI . . .	13,088,462	40% of NP (SC/PAC/AD Class)

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

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



\$608,111,688

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-084

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

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

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

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

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1						
CD	\$ 25,000,000	4.50%	SUP	FIX	38374YHA4	June 2040
CE	661,648	4.50	SUP	FIX	38374YHB2	July 2040
GA	14,930,000	4.50	SUP	FIX	38374YHC0	May 2039
GB	2,114,000	4.50	SUP	FIX	38374YHD8	September 2039
GC	2,591,000	4.50	SUP	FIX	38374YHE6	January 2040
GD	1,269,000	4.50	SUP	FIX	38374YHF3	April 2040
GE	2,276,000	4.50	SUP	FIX	38374YHG1	July 2040
PD(1)	70,554,000	4.50	PAC	FIX	38374YHH9	February 2033
PE(1)	10,608,000	4.50	PAC	FIX	38374YHJ5	February 2034
PG(1)	33,888,000	4.50	PAC	FIX	38374YHK2	February 2037
PH	22,745,000	4.50	PAC	FIX	38374YHL0	November 2038
PJ(1)	24,069,340	4.50	PAC	FIX	38374YHM8	July 2040
Security Group 2						
NA(1)	133,412,500	4.50	PAC	FIX	38374YHN6	December 2036
NB(1)	41,685,000	4.50	PAC	FIX	38374YHP1	August 2039
NC(1)	16,647,500	4.50	PAC	FIX	38374YHQ9	July 2040
TD	19,702,250	4.00	SUP	FIX	38374YHR7	August 2039
TE	7,050,000	4.25	SUP	FIX	38374YHS5	August 2039
TF	5,000,000	(5)	SUP	FLT	38374YHT3	August 2039
TG	1,574,778	4.50	SUP	FIX	38374YHU0	August 2039
TH	3,415,000	7.00	SUP	FIX	38374YHV8	August 2039
TJ	250,000	4.00	SUP	FIX	38374YHW6	July 2040
TK	250,000	5.00	SUP	FIX	38374YHX4	July 2040
TS	2,222,222	(5)	SUP	INV	38374YHY2	August 2039
TU	2,050,750	6.00	SUP	FIX	38374YHZ9	August 2039
TX	8,822,500	4.50	SUP	FIX	38374YJA2	February 2040
TY	7,917,500	4.50	SUP	FIX	38374YJB0	July 2040
Security Group 3						
WA	1,050,000	4.00	SUP	FIX	38374YJC8	December 2039
WB	123,448	4.50	SUP	FIX	38374YJD6	March 2040
WC	166,594	4.50	SUP	FIX	38374YJE4	July 2040
WK	135,000	4.00	PAC II	FIX	38374YJF1	July 2040
WL	15,000	4.00	PAC II	FIX	38374YJG9	July 2040
WO	36,256	0.00	SUP	PO	38374YJH7	July 2040
YA(1)	5,008,000	4.00	PAC I	FIX	38374YJJ3	October 2038
YB	867,000	4.00	PAC I	FIX	38374YJK0	July 2040
Security Group 4						
FL(1)	28,475,685	(5)	SC/PT	FLT	38374YJL8	June 2037
TL	28,475,685	(5)	NTL (SC/PT)	INV/IO	38374YJM6	June 2037
TM(1)	28,475,685	(5)	NTL (SC/PT)	INV/IO	38374YJN4	June 2037
TN(1)	28,475,685	(5)	NTL (SC/PT)	INV/IO	38374YJP9	June 2037
Security Group 5						
HF(1)	23,696,672	(5)	SC/PT	FLT	38374YJQ7	May 2038
HS(1)	23,696,672	(5)	NTL (SC/PT)	INV/IO	38374YJR5	May 2038
Security Group 6						
TA	6,000,000	4.25	SC/PT	FIX	38374YJS3	May 2040
TB	600,000	7.00	SC/PT	FIX	38374YJT1	May 2040
TC	512,574	4.50	SC/PT	FIX	38374YJU8	May 2040

(Cover continued on next page)

NOMURA

Sandgrain Securities, Inc.

The date of this Offering Circular Supplement is July 22, 2010.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 7						
CM	\$ 101,833	4.50%	SC/SUP	FIX	38374YJV6	June 2040
QA	11,963,000	4.50	SC/PAC	FIX	38374YJW4	June 2040
QB	35,708,000	4.50	SC/PAC	FIX	38374YJX2	June 2040
Security Group 8						
MA(1)	22,614,638	5.00	SC/PT	FIX	38374YJY0	June 2039
Security Group 9						
CN	68,000	5.00	SC/SUP	FIX	38374YJZ7	October 2037
UA(1)	10,264,000	5.00	SC/PAC	FIX	38374YKA0	October 2037
Residual						
R	0	0.00	NPR	NPR	38374YKB8	July 2040

- (1) These Securities may be exchanged for MX Securities described in Schedule I.
- (2) Subject to increase as described under "Increase in Size" in this Supplement. 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.

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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities, Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: July 30, 2010

Distribution Dates: For the Group 1, 2, 3, 5, 6, 7 and 8 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in August 2010. For the Group 4 and 9 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 2010.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	4.5%	30
2	Ginnie Mae II	4.5	30
3	Ginnie Mae II	4.0	30
4	Underlying Certificate	(1)	(1)
5	Underlying Certificates	(1)	(1)
6	Underlying Certificate	(1)	(1)
7	Underlying Certificates	(1)	(1)
8	Underlying Certificate	(1)	(1)
9	Underlying Certificate	(1)	(1)

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

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Except in the case of a certain MX Class in Groups 1 and 2, payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2 and 3 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets \$210,705,988	357	3	4.9%
Group 2 Trust Assets \$250,000,000	349	10	4.9%
Group 3 Trust Assets \$ 7,401,298	350	9	4.5%

¹ As of July 1, 2010.

² Does not include the Group 1 Trust Assets that will be added to pay the Trustee Fee.

³ The Mortgage Loans underlying the Group 1, 2 and 3 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 1, 2 and 3 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See “*The Trust Assets — The Mortgage Loans*” in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FL	LIBOR + 0.30%	0.64094%	0.30%	7.000%	0	0.00%
FM	LIBOR + 0.35%	0.69094%	0.35%	7.000%	0	0.00%
FN	LIBOR + 0.40%	0.74094%	0.40%	7.000%	0	0.00%
HF	LIBOR + 0.45%	0.79000%	0.45%	6.500%	0	0.00%
HS	6.05% – LIBOR	5.71000%	0.00%	6.050%	0	6.05%
TF	LIBOR + 1.20%	1.54700%	1.20%	6.500%	0	0.00%
TL	6.60% – LIBOR	0.10000%	0.00%	0.100%	0	6.60%
TM	6.70% – LIBOR	0.05000%	0.00%	0.050%	0	6.70%
TN	6.65% – LIBOR	0.05000%	0.00%	0.050%	0	6.65%
TS	11.925% – (LIBOR × 2.25)	11.14425%	0.00%	11.925%	0	5.30%

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

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

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

SECURITY GROUP 1

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

1. Sequentially, to PD, PE, PG, PH and PJ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently:
 - a. 47.4594960432% sequentially, to GA, GB, GC, GD and GE, in that order, until retired
 - b. 52.5405039568% sequentially, to CD and CE, in that order, until retired
3. Sequentially, to PD, PE, PG, PH and PJ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 2

The Group 2 Principal Distribution Amount will be allocated in the following order of priority:

1. Sequentially, to NA, NB and NC, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Concurrently, to TD, TE, TF, TG, TH, TS and TU, pro rata, until retired
3. To TX, until retired
4. Concurrently, to TJ, TK and TY, pro rata, until retired
5. Sequentially, to NA, NB and NC, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

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

1. Sequentially, to YA and YB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. Sequentially, to WK and WL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. To WA, until retired
4. Concurrently:
 - a. 11.1113154233% to WO, until retired
 - b. 88.8886845767% sequentially, to WB and WC, in that order, until retired
5. Sequentially, to WK and WL, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
6. Sequentially, to YA and YB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 4

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

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to HF, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated concurrently, to TA, TB and TC, pro rata, until retired

SECURITY GROUP 7

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

- 1. Sequentially, to QA and QB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
- 2. To CM, until retired
- 3. Sequentially, to QA and QB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 8

The Group 8 Principal Distribution Amount will be allocated to MA, until retired

SECURITY GROUP 9

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

- 1. To UA, until reduced to its Scheduled Principal Balance for that Distribution Date
- 2. To CN, until retired
- 3. To UA, 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:

<u>Class</u>	<u>Structuring Ranges</u>
PAC Classes	
NA, NB and NC (in the aggregate)	120% PSA through 250% PSA
PD, PE, PG, PH and PJ (in the aggregate)	120% PSA through 250% PSA
QA and QB (in the aggregate)	120% PSA through 250% PSA
UA	126% PSA through 250% PSA
PAC I Classes	
YA and YB (in the aggregate)	100% PSA through 200% PSA
PAC II Classes	
WK and WL (in the aggregate)	108% PSA through 200% PSA

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

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents Approximately</u>
HS . . .	\$23,696,672	100% of HF (SC/PT Class)
JL	5,893,333	55.5555555556% of PE (PAC Class)
KI	18,826,666	55.5555555556% of PG (PAC Class)
LI	97,276,388	55.5555555556% of NA and NB (in the aggregate) (PAC Classes)
MI	11,307,319	50% of MA (SC/PT Class)
NI	88,941,666	66.6666666667% of NA (PAC Class)
PI	47,036,000	66.6666666667% of PD (PAC Class)
TL	28,475,685	100% of FL (SC/PT Class)
TM	28,475,685	100% of FL (SC/PT Class)
TN	28,475,685	100% of FL (SC/PT Class)
UI	4,105,600	40% of UA (SC/PAC Class)
XI	\$54,108,000	66.6666666667% of PD and PE (in the aggregate) (PAC Classes)
	<u>8,246,080</u>	24.3333333333% of PG (PAC Class)
	<u>\$62,354,080</u>	
YI	\$ 2,504,000	50% of YA (PAC I Class)

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

Regular and Residual Classes: Class R is a Residual Class and represents the Residual Interest of the Trust REMIC; all other Classes of REMIC Securities are Regular Classes.

Underlying Certificates

Trust Asset Group	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal or Notional Balance of Class	Underlying Certificate Factor(2)	Principal or Notional Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Coupon of Mortgage Loans	Approximate Weighted Average Remaining Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
4	Ginnie Mae	2010-055	FH(5)	May 28, 2010	38377FSL6	(4)	FLT	June 2037	SC/PT	\$ 30,089,855	0.94635503	\$28,475,685	100.000000000000%	6.500%	310	45	I
5	Ginnie Mae	2010-050	YF	April 30, 2010	38376YHS3	(4)	FLT	May 2038	PAC/AD	75,029,855	0.98722522	23,696,672	31.9916771797%	5.290	356	4	II
5	Ginnie Mae	2010-050	YS	April 30, 2010	38376YHN6	(4)	INV/IO	May 2038	NIL (PAC/AD)	75,029,855	0.98722522	23,696,672	31.9916771797%	5.290	356	4	II
6	Ginnie Mae	2010-075	MA(5)	June 30, 2010	38377GMZ9	4.5%	FIX	May 2040	SC/SUP	19,000,000	0.99587998	7,112,574	37.5894736842%	5.289	356	4	II
7	Ginnie Mae	2009-118	WP	December 30, 2009	38376PMF4	4.5	FIX	December 2039	PAC I	33,998,183	1.00000000	3,100,000	9.1181343427%	4.925	350	9	II
7	Ginnie Mae	2009-123	PC	December 30, 2009	38376JZ64	4.5	FIX	December 2039	PAC	17,306,833	1.00000000	17,306,833	100.000000000000%	4.959	349	10	II
7	Ginnie Mae	2010-055	QK	May 28, 2010	38377FSL6	4.5	FIX	May 2040	PAC I	10,000,000	1.00000000	10,000,000	100.000000000000%	4.931	346	12	II
7	Ginnie Mae	2010-059	LC(3)	May 28, 2010	38377FZJ3	4.5	FIX	May 2040	PAC I	12,340,000	1.00000000	12,340,000	100.000000000000%	4.914	347	11	II
7	Ginnie Mae	2010-069	AP	June 30, 2010	38377GAA7	4.5	FIX	June 2040	PAC I	5,026,000	1.00000000	5,026,000	100.000000000000%	4.900	346	12	II
8	Ginnie Mae	2009-042	DP(3)	June 30, 2009	38374UYK1	5.0	FIX	June 2039	PAC I	131,249,000	0.90458552	22,614,638	19.0477641734%	6.486	337	21	II
9	Ginnie Mae	2010-030	NB	March 30, 2010	38376XVNO	5.0	FIX	October 2037	PAC I	69,932,000	1.00000000	10,332,000	14.7743522279%	5.500	348	10	I

- (1) As defined under "Class Types" in Appendix I to the Base Offering Circular.
- (2) Underlying Certificate Factors are as of July 2010.
- (3) MX Class.
- (4) These Underlying Certificates bear interest during their respective interest accrual periods, subject to the applicable maximum and minimum interest rates, as further described in the related Underlying Certificate Disclosure Documents, excerpts of which are attached as Exhibit B to this Supplement.
- (5) Ginnie Mae 2010-055 Class FH is backed by previously issued certificates, Classes KF and KY from Ginnie Mae REMIC Trust 2007-035. Ginnie Mae 2010-075 Class MA is backed by underlying Trust MBS and a previously issued certificate, Class OB from Ginnie Mae REMIC Trust 2010-062. Copies of the Cover Pages and Terms Sheets from Ginnie Mae REMIC Trusts 2007-035 and 2010-062 are included in Exhibit B to this Supplement.



\$1,164,758,242

Government National Mortgage Association

GINNIE MAE®

Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-099

The Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

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

See "Risk Factors" beginning on page S-10 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be 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)
Security Group 1						
FP(1)	\$ 48,029,250	(5)	PAC I	FLT	38377DCK0	August 2040
FQ(1)	12,939,000	(5)	PAC I	FLT	38377DCL8	August 2040
MA(1)	23,243,000	4.5%	PAC III/AD	FIX	38377DCM6	August 2040
MZ	1,000	4.5	PAC III/AD	FIX/Z	38377DCN4	August 2040
NP(1)	41,429,000	4.5	TAC/AD	FIX	38377DCP9	August 2040
NZ	1,000	4.5	TAC/AD	FIX/Z	38377DCQ7	August 2040
PA(1)	193,755,000	4.5	PAC I	FIX	38377DCR5	August 2033
PB(1)	27,325,000	4.5	PAC I	FIX	38377DCS3	September 2034
PC(1)	89,974,000	4.5	PAC I	FIX	38377DCT1	September 2037
PD(1)	41,884,000	4.5	PAC I	FIX	38377DCU8	December 2038
PO(1)	16,009,750	0.0	PAC I	PO	38377DCV6	August 2040
PS(1)	48,029,250	(5)	NTL (PAC I)	INV/IO	38377DCW4	August 2040
QO(1)	4,313,000	0.0	PAC I	PO	38377DCX2	August 2040
QS(1)	12,939,000	(5)	NTL (PAC I)	INV/IO	38377DCY0	August 2040
XA(1)	150,079,000	4.5	PAC I	FIX	38377DCZ7	March 2036
XB(1)	64,085,000	4.5	PAC I	FIX	38377DDA1	August 2039
XC(1)	4,584,000	4.5	PAC I	FIX	38377DDB9	November 2039
YA	5,918,000	4.5	PAC II	FIX	38377DDC7	August 2040
YB	831,000	4.5	PAC II	FIX	38377DDD5	August 2040
YE	19,890,000	4.5	PAC II	FIX	38377DDE3	August 2040
YG	1,647,000	4.5	PAC II	FIX	38377DDF0	August 2040
ZB	3,955,000	4.5	SUP	FIX/Z	38377DDG8	August 2040
ZC	35,590,000	4.5	TAC/AD	FIX/Z	38377DDH6	August 2040
ZD	60,000,000	4.5	TAC/AD	FIX/Z	38377DDJ2	August 2040
ZE	4,518,000	4.5	SUP	FIX/Z	38377DDK9	August 2040
Security Group 2						
GT(1)	25,000,000	5.0	PAC/AD	FIX	38377DDL7	August 2040
TQ	52,000	5.0	PAC/AD	FIX	38377DDM5	August 2040
ZT	4,157,117	5.0	SUP	FIX/Z	38377DDN3	August 2040
Security Group 3						
KA	25,000,000	4.0	SEQ/AD	FIX	38377DDP8	December 2038
KF	5,000,000	(5)	SEQ/AD	FLT	38377DDQ6	December 2038
KS	5,000,000	(5)	NTL (SEQ/AD)	INV/IO	38377DDR4	December 2038
KZ	1,013,406	4.5	SEQ	FIX/Z	38377DDS2	August 2040
Security Group 4						
CE	32,444,000	3.0	SC/PAC	FIX	38377DDT0	August 2039
FE	3,817,796	(5)	SC/SUP	FLT	38377DDU7	August 2039
SE	3,817,796	(5)	SC/SUP	INV	38377DDV5	August 2039
Security Group 5						
D	10,245,840	4.0	SC/PT	FIX	38377DDW3	December 2038
DI	2,049,168	5.0	NTL (SC/PT)	FIX/IO	38377DDX1	December 2038
Security Group 6						
KI	4,631,666	4.5	NTL (SC/PT)	FIX/IO	38377DDY9	August 2039
KM	41,685,000	4.0	SC/PT	FIX	38377DDZ6	August 2039
Security Group 7						
CM	11,789,447	4.0	SC/SUP	FIX	38377DEA0	January 2039
LA(1)	110,019,000	4.0	SC/PAC	FIX	38377DEB8	January 2039
Security Group 8						
CN	95,840	4.5	SC/SUP	FIX	38377DEC6	July 2040
FM(1)	10,155,250	(5)	SC/PAC	FLT	38377DED4	July 2040
NJ(1)	30,465,750	4.0	SC/PAC	FIX	38377DEE2	July 2040
SM(1)	10,155,250	(5)	NTL (SC/PAC)	INV/IO	38377DEF9	July 2040
Residual						
RR	0	0.0	NPR	NPR	38377DEG7	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.

NOMURA

Sandgrain Securities, Inc.

The date of this Offering Circular Supplement is August 23, 2010.

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: Nomura Securities International, Inc.

Co-Sponsor: Sandgrain Securities, Inc.

Trustee: Wells Fargo Bank, N.A.

Tax Administrator: The Trustee

Closing Date: August 30, 2010

Distribution Dates: For the Group 1, 3, 4, 5, 6 and 8 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in September 2010. For the Group 2 and 7 Securities, the 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in 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	Ginnie Mae II	4.5%	30
2	Ginnie Mae I	5.0%	30
3	Ginnie Mae II	4.5%	30
4	Underlying Certificate	(1)	(1)
5	Underlying Certificate	(1)	(1)
6	Underlying Certificate	(1)	(1)
7	Underlying Certificate	(1)	(1)
8	Underlying Certificate	(1)	(1)

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

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

Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2 and 3 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate³</u>
Group 1 Trust Assets			
\$850,000,000	357	3	4.90%
Group 2 Trust Assets			
\$ 29,209,117	344	13	5.50%
Group 3 Trust Assets			
\$ 31,013,406	359	1	4.85%

¹ As of August 1, 2010.

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

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

The actual remaining terms to maturity, loan ages and, in the case of the Group 1 and 3 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2 and 3 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the related Underlying Trusts.

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

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

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

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

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

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>LIBOR for Minimum Interest Rate</u>
FE	LIBOR + 1.20%	1.547%	1.20%	6.00%	0	0.00%
FM	LIBOR + 1.15%	1.487%	1.15%	6.00%	0	0.00%
FN	LIBOR + 1.15%	1.479%	1.15%	6.00%	0	0.00%
FP	LIBOR + 1.15%	1.479%	1.15%	6.00%	0	0.00%
FQ	LIBOR + 1.15%	1.479%	1.15%	6.00%	0	0.00%
KF	LIBOR + 0.35%	0.679%	0.35%	7.00%	0	0.00%
KS	6.65% – LIBOR	6.321%	0.00%	6.65%	0	6.65%
NS	4.85% – LIBOR	4.521%	0.00%	4.85%	0	4.85%
PS	4.85% – LIBOR	4.521%	0.00%	4.85%	0	4.85%
QS	4.85% – LIBOR	4.521%	0.00%	4.85%	0	4.85%
SE	4.80% – LIBOR	4.453%	0.00%	4.80%	0	4.80%
SM	4.85% – LIBOR	4.513%	0.00%	4.85%	0	4.85%
SN	14.55% – (LIBOR × 3.00)	13.563%	0.00%	14.55%	0	4.85%
SP	14.55% – (LIBOR × 3.00)	13.563%	0.00%	14.55%	0	4.85%
SQ	14.55% – (LIBOR × 3.00)	13.563%	0.00%	14.55%	0	4.85%

- (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 MZ, NZ, ZB, ZC, ZD and ZE Accrual Amounts will be allocated as follows:

- The MZ Accrual Amount, sequentially, to MA and MZ, in that order, until retired
- The NZ Accrual Amount, sequentially, to NP and NZ, in that order, until retired
- The ZB and ZC Accrual Amounts in the following order of priority:
 1. Sequentially, to MA and MZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZC, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZB, until retired
 4. To ZC, without regard to its Scheduled Principal Balance, until retired

- The ZD and ZE Accrual Amounts in the following order of priority:
 1. Sequentially, to NP and NZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To ZD, until reduced to its Scheduled Principal Balance for that Distribution Date
 3. To ZE, until retired
 4. To ZD, without regard to its Scheduled Principal Balance, until retired
- The Group 1 Principal Distribution Amount in the following order of priority:
 1. To the Group 1 PAC I Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, concurrently, as follows:
 - a. 63.8578387906% in the following order of priority:
 - i. Sequentially, to PA, PB, PC and PD, in that order, until retired
 - ii. Concurrently, to FP and PO, pro rata, until retired
 - b. 36.1421612094% in the following order of priority:
 - i. Sequentially, to XA, XB and XC, in that order, until retired
 - ii. Concurrently, to FQ and QO, pro rata, until retired
 2. Concurrently, as follows:
 - a. 35.2943564964% in the following order of priority:
 - i. Sequentially, to YA and YB, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Sequentially, to MA and MZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - iii. To ZC, until reduced to its Scheduled Principal Balance for that Distribution Date
 - iv. To ZB, until retired
 - v. To ZC, without regard to its Scheduled Principal Balance, until retired
 - vi. Sequentially, to MA and MZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - vii. Sequentially, to YA and YB, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired
 - b. 64.7056435036% in the following order of priority:
 - i. Sequentially, to YE and YG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. Sequentially, to NP and NZ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - iii. To ZD, until reduced to its Scheduled Principal Balance for that Distribution Date
 - iv. To ZE, until retired
 - v. To ZD, without regard to its Scheduled Principal Balance, until retired

vi. Sequentially, to NP and NZ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

vii. Sequentially, to YE and YG, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

3. To the Group 1 PAC I 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 and the ZT Accrual Amount will be allocated in the following order of priority:

1. Sequentially, to GT and TQ, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

2. To ZT, until retired

3. Sequentially, to GT and TQ, in that order, without regard to their Aggregate Scheduled Principal Balance, until retired

SECURITY GROUP 3

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

1. Concurrently, to KA and KF, pro rata, until retired

2. To KZ, until retired

SECURITY GROUP 4

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

1. To CE, until reduced to its Scheduled Principal Balance for that Distribution Date

2. Concurrently, to FE and SE, pro rata, until retired

3. To CE, without regard to its Scheduled Principal Balance, until retired

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to D, until retired

SECURITY GROUP 6

The Group 6 Principal Distribution Amount will be allocated to KM, until retired

SECURITY GROUP 7

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

1. To LA, until reduced to its Scheduled Principal Balance for that Distribution Date

2. To CM, until retired

3. To LA, without regard to its Scheduled Principal Balance, until retired

SECURITY GROUP 8

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

1. Concurrently, to FM and NJ, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
2. To CN, until retired
3. Concurrently, to FM and NJ, pro rata, 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 or Rates:

<u>Class</u>	<u>Structuring Ranges or Rates</u>
PAC Classes	
CE	175% PSA through 300% PSA
FM and NJ (in the aggregate)*	120% PSA through 250% PSA
GT and TQ (in the aggregate)	200% PSA through 300% PSA
LA	190% PSA through 250% PSA
PAC I Classes	
FP, FQ, PA, PB, PC, PD, PO, QO, XA, XB and XC (in the aggregate)	120% PSA through 250% PSA
PAC II Classes	
YA and YB (in the aggregate)	130% PSA through 250% PSA
YE and YG (in the aggregate)	140% PSA through 230% PSA
PAC III Classes	
MA and MZ (in the aggregate)**	168% PSA through 250% PSA
TAC Classes	
NP and NZ (in the aggregate)	133% PSA
ZC	267% PSA
ZD	326% PSA

* The initial Effective Range is 108% PSA through 207% PSA.

** The initial Effective Range is 168% PSA through 249% 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>
DI . . .	\$ 2,049,168	20% of D (SC/PT Class)
IJ	9,307,555	22.2222222222% of PD (PAC I Class)
IN. . . .	23,016,111	55.5555555556% of NP (TAC/AD Class)
IQ . . .	9,032,333	11.1111111111% of FP, FQ, PO and QO (in the aggregate) (PAC I Classes)
IT	17,500,000	70% of GT (PAC/AD Class)
IY	4,513,444	11.1111111111% of FM and NJ (in the aggregate)(PAC I Classes)
JL	9,108,333	33.3333333333% of PB (PAC I Class)
KI	4,631,666	11.1111111111% of KM (SC/PT Class)
KS	5,000,000	100% of KF (SEQ/AD Class)
LI	40,006,909	36.3636363636% of LA (SC/PAC Class)
MI	12,912,777	55.5555555556% of MA (PAC III/AD Class)
NI	19,994,222	22.2222222222% of PC (PAC I Class)
NS	60,968,250	100% of FP and FQ (in the aggregate)(PAC I Classes)
PI	129,170,000	66.6666666667% of PA (PAC I Class)
PS	48,029,250	100% of FP (PAC I Class)
QI	15,259,777	22.2222222222% of XB and XC (in the aggregate)(PAC I Classes)
QS	12,939,000	100% of FQ (PAC I Class)
SM	10,155,250	100% of FM (SC/PAC Class)
WI	150,079,000	100% of XA (PAC I Class)
XI	214,164,000	100% of XA and XB (in the aggregate)(PAC I Classes)

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

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



\$1,680,729,461

**Government National
Mortgage Association**

GINNIE MAE[®]

**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2010-162**

OFFERING CIRCULAR SUPPLEMENT
December 22, 2010

NOMURA
Loop Capital Markets LLC