

**Offering Circular Supplement
(To Base Offering Circular dated January 1, 2002)**

\$1,021,572,189

**Government National Mortgage Association
GINNIE MAE®**



**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2003-007**



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 Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be January 30, 2003.

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.

UBS Warburg

Blaylock & Partners, L.P.

The date of this Offering Circular Supplement is January 23, 2003.

Ginnie Mae REMIC Trust 2003-007

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

<u>Class of REMIC Securities</u>	<u>Original Principal Balance(2)</u>	<u>Interest Rate</u>	<u>Principal Type(3)</u>	<u>Interest Type(3)</u>	<u>Final Distribution Date(4)</u>	<u>CUSIP Number</u>
Security Group 1						
A	\$ 88,679,248	5.00%	SCH/AD	FIX	January 2033	38373YY57
AH	14,779,875	8.50	SCH/AD	FIX	January 2033	38373YY65
EI(1)	137,095,251	5.50	NTL(PAC)	FIX/IO	November 2031	38373YY73
EO(1)	137,095,251	0.00	PAC	PO	November 2031	38373YY81
IP	31,727,272	5.50	NTL(PAC)	FIX/IO	October 2025	38373YY99
OV(1)	172,943,058	5.50	PAC	FIX	January 2028	38373YZ23
PD(1)	41,995,328	5.50	PAC	FIX	December 2028	38373YZ31
PF(1)	39,940,306	(5)	PAC	FLT	January 2033	38373YZ49
PW	98,000,000	3.75	PAC	FIX	October 2025	38373YZ56
PX(1)	37,764,443	5.50	PAC	FIX	January 2028	38373YZ64
PY	2,000,000	4.00	PAC	FIX	October 2025	38373YZ72
QO(1)	25,416,558	0.00	PAC	PO	January 2033	38373YZ80
QS(1)	25,416,558	(5)	NTL(PAC)	INV/IO	January 2033	38373YZ98
Z	120,000,000	5.50	SUP	FIX/Z	January 2033	38373Y2A1
Security Group 2						
FA(1)	33,783,783	(5)	STP	FLT	January 2033	38373Y2B9
FP(1)	23,606,362	(5)	PAC	FLT	November 2032	38373Y2C7
JA	25,687,839	5.50	TAC/AD	FIX	January 2033	38373Y2D5
SA(1)	33,783,783	(5)	NTL(STP)	INV/IO	January 2033	38373Y2E3
SP(1)	23,606,362	(5)	NTL(PAC)	INV/IO	November 2032	38373Y2F0
TA	59,015,906	4.50	PAC	FIX	November 2032	38373Y2G8
TJ	1,825,029	5.50	PAC	FIX	January 2033	38373Y2H6
ZB	25,000,000	5.50	SUP	FIX/Z	January 2033	38373Y2J2
Security Group 3						
PZ(1)	8,337,376	6.00	SC/SEQ	FIX/Z	August 2032	38373Y2K9
VP(1)	7,577,148	6.00	SC/SEQ/AD	FIX	November 2013	38373Y2L7
VT(1)	11,466,068	6.00	SC/SEQ/AD	FIX	December 2022	38373Y2M5
Security Group 4						
FB	31,194,521	(5)	PT	FLT	January 2033	38373Y2N3
SB	31,194,521	(5)	NTL(PT)	INV/IO	January 2033	38373Y2P8
Security Group 5						
FC	15,464,090	(5)	PT	FLT	January 2033	38373Y2Q6
SC	15,464,090	(5)	NTL(PT)	INV/IO	January 2033	38373Y2R4
Residual						
RR	0	0.00	NPR	NPR	January 2033	38373Y2S2

(1) These Securities may be exchanged for MX Securities described in Schedule I.

(2) Subject to increase as described under "Increase in Size" in this Supplement. The amount shown for each Notional Class (indicated by "NTL" under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.

(3) As defined under "Class Types" in Appendix I to the Base Offering Circular. The type of Class with which the Class Notional Balance of each Notional Class will be reduced is indicated in parentheses.

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

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

AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular and
- in the case of the Group 3 securities, each disclosure document relating to the Underlying Certificates.

The Base Offering Circular is available on Ginnie Mae’s website located at <http://www.ginniemae.gov>.

If you do not have access to the internet, call JPMorgan Chase Bank, 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 JPMorgan Chase Bank 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: UBS Warburg LLC

Trustee: Bank One Trust Company, N.A.

Tax Administrator: The Trustee

Closing Date: January 30, 2003

Distribution Dates: For Group 1, Group 2, Group 4 and Group 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 February 2003. For Group 3 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in February 2003.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae I	5.5%	30
2	Ginnie Mae I	6.0	30
3	Underlying Certificates	(1)	(1)
4	Ginnie Mae I	9.0	30
5	Ginnie Mae I	8.5	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 inside 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, 4 and 5 Trust Assets¹:

<u>Principal Balance²</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Mortgage Rate</u>
Group 1 Trust Assets \$778,614,067	358	1	6.0%
Group 2 Trust Assets \$168,918,919	356	3	6.5%
Group 4 Trust Assets \$ 31,194,521	206	142	9.5%
Group 5 Trust Assets \$ 15,464,090	232	113	9.0%

¹ As of January 1, 2003.

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

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

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

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

Increased Minimum Denomination Classes: Each Class that constitutes 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 inside cover page 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>
FA	LIBOR + 0.45%	1.83%	0.45%	8.000000%	0	0.00%
FB	LIBOR + 0.20%	1.58%	0.20%	9.000000%	0	0.00%
FC	LIBOR + 0.25%	1.63%	0.25%	8.500000%	0	0.00%
FP	LIBOR + 0.35%	1.73%	0.35%	8.000000%	0	0.00%
PF	LIBOR + 0.90%	2.28%	0.90%	9.000000%	0	0.00%
PS	12.728572% - (LIBOR × 1.571429)	10.56%	0.00%	12.728572%	0	8.10%
QS	12.728572% - (LIBOR × 1.571429)	10.56%	0.00%	12.728572%	0	8.10%
SA	7.55% - LIBOR	6.17%	0.00%	7.550000%	0	7.55%
SB	8.80% - LIBOR	7.42%	0.00%	8.800000%	0	8.80%
SC	8.25% - LIBOR	6.87%	0.00%	8.250000%	0	8.25%
SP	7.65% - LIBOR	6.27%	0.00%	7.650000%	0	7.65%

- (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 Z Accrual Amount will be allocated as follows:

- The Z Accrual Amount in the following order of priority:
 1. Concurrently, to A and AH, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 2. To Z, until retired
- The Group 1 Adjusted Principal Distribution Amount in the following order of priority:
 1. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently:
 - i. 55.6610501656% to OV, until retired
 - ii. 44.3389498344% in the following order of priority:
 - (a) Concurrently, to PW and PY, pro rata, until retired
 - (b) To PX, until retired
 - b. Sequentially, to PD and EO, in that order, until retired
 - c. Concurrently, to PF and QO, pro rata, until retired

2. Concurrently, to A and AH, pro rata, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date

3. To Z, until retired

4. Concurrently, to A and AH, pro rata, without regard to their Aggregate Scheduled Principal Balances, until retired

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

SECURITY GROUP 2

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

- The ZB Accrual Amount in the following order of priority:
 1. To JA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To ZB, until retired
- The Group 2 Adjusted Principal Distribution Amount will be allocated concurrently as follows:
 1. 19.9999995264% to FA, until retired
 2. 80.0000004736% in the following order of priority:
 - a. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - (i) Concurrently, to FP and TA, pro rata, until retired
 - (ii) To TJ, until retired
 - b. To JA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - c. To ZB, until retired
 - d. To JA, without regard to its Scheduled Principal Balances, until retired
 - e. To the PAC Classes, in the manner and order of priority described in Step 2.a., but without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount and PZ Accrual Amount will be allocated, sequentially, to VP, VT and PZ, in that order, until retired

SECURITY GROUP 4

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

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to FC, 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>
EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)	100% PSA through 250% PSA
FP, TA and TJ (in the aggregate)	125% PSA through 350% PSA
JA	150% PSA
A and AH (in the aggregate)	127% PSA

Accrual Classes: Interest will accrue on each Accrual Class identified on the inside 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>
EI	\$137,095,251	100% of EO (PAC Class)
IH	\$ 12,463,204	9.0909090909% of EO (PAC Class)
IJ	\$ 6,866,262	18.1818181818% of PX (PAC Class)
IL	\$ 1,911,011	16.6666666667% of VT (SC/SEQ/AD Class)
IM	\$ 1,262,858	16.6666666667% of VP (SC/SEQ/AD Class)
IN	\$ 62,888,384	36.3636363636% of OV (PAC Class)
IP	\$ 31,181,818	31.8181818182% of PW (PAC Class)
	<u>545,454</u>	27.2727272727% of PY (PAC Class)
	<u>\$ 31,727,272</u>	
IT	\$ 7,635,514	18.1818181818% of PD (PAC Class)
QS	\$ 25,416,558	100% of QO (PAC Class)
SA	\$ 33,783,783	100% of FA (STP Class)
SB	\$ 31,194,521	100% of FB (PT Class)
SC	\$ 15,464,090	100% of FC (PT Class)
SP	\$ 23,606,362	100% of FP (PAC Class)

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

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

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. We expect the rate of principal payments on the underlying mortgage loans to vary. Borrowers generally may prepay their mortgage loans at any time without penalty.

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

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

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

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, scheduled and TAC classes, the related support classes will not receive any principal distribution on that date (other than from any applicable accrual amounts). If prepayments result in principal distributions on any distribution date greater than the amount needed to produce scheduled payments on the related PAC, scheduled 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 the group 3 securities. The underlying certificates will be sensitive in varying degrees to

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

As described in the related underlying certificate disclosure documents, the underlying certificates included in trust asset group 3 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. Accordingly, underlying certificates may receive no principal distributions for extended periods of time or may receive principal payments that vary widely from period to period.

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

This supplement contains no information as to whether the underlying certificates have adhered to their 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.

The securities may not be a suitable investment for you. The securities, especially the group 3 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 prepayment tables in this supplement are based on assumed characteristics which are likely to be different from the actual characteristics. As a result, the yields on your securities could be lower than you expected, even if the mortgage loans prepay at the constant prepayment rates set forth in the applicable table.

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

THE TRUST ASSETS

General

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

The Trust MBS (Groups 1, 2, 4 and 5)

The Group 1, Group 2, Group 4 and Group 5 Trust Assets are either:

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

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

The Underlying Certificates (Group 3)

The Group 3 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 Documents, excerpts of which are attached as Exhibit B to this Supplement. The Underlying Certificate Disclosure Documents may be obtained from the Information Agent as described under “Available Information” in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of the Underlying Certificate Disclosure Documents, 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, 4 and 5 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, 4 and 5 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, the Rural Housing Service or the United States Department of Housing and Urban Development (“HUD”). See *“The Ginnie Mae Certificates — General” in the Base Offering Circular*.

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

The Trustee Fee

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

GINNIE MAE GUARANTY

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

DESCRIPTION OF THE SECURITIES

General

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

Form of Securities

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

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

Each 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 the following minimum denominations:

<u>Class</u>	<u>Minimum Denomination</u>
EI	\$299,000*
EO	\$147,000
IP	\$735,000*
QO	\$178,000
QS	\$270,000*
SA	\$880,000*
SB	\$777,000*
SC	\$912,000*
SP	\$721,000*

* Notional balance

See Schedule I to this Supplement for the increased minimum denominations of the MX Classes.

Distributions

Distributions on the Securities will be made on each Distribution Date as specified under “Terms Sheet — Distribution Dates” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the close of business on the last Business Day of the calendar month immediately preceding the month in which the Distribution Date occurs. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See “Description of the Securities — Distributions” and “— Method of Distributions” in the Base Offering Circular.

Interest Distributions

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

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable 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 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 inside cover page of this Supplement and on Schedule I to this Supplement. The abbreviations used on the inside cover page and on Schedule I to this Supplement are explained under “Class Types” in Appendix I to the Base Offering Circular.

Accrual Periods

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

<u>Class</u>	<u>Accrual Period</u>
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Floating Rate and Inverse Floating Rate Classes	From the 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 inside cover page 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 gREX or by calling the Information Agent at (800) 234-GNMA.

Accrual Classes

Each of Class PZ, Class Z and Class ZB 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 and the PZ, Z and ZB Accrual Amounts will be distributed to the Holders entitled thereto as described under “Terms Sheet — Allocation of Principal” in this Supplement. Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. See “— Class Factors” below.

Categories of Classes

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

Notional Classes

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

Residual Securities

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

Class Factors

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

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

be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.

- Investors may obtain current Class Factors on gREX.

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

Trading

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

Termination

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. The Trustee will terminate the Trust and retire the Securities on any Distribution Date upon the Trustee’s determination that the REMIC status of either Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year.

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

Modification and Exchange

All or a portion of the Classes of REMIC Securities specified on the inside cover page may be exchanged for a proportionate interest in the related MX Class or Classes shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities and, in the case of Combinations 1, 2, 3, 5, 7, 11 and 12, other related MX Classes. This process may occur repeatedly.

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

In the case of Combinations 1, 2, 3, 5, 11 and 12, the Class OV, PX, PD, PE, VP and VT 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 balance of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee in writing at its Corporate Trust Office at Bank One Trust Company, N.A., 153 W. 51st Street, 6th Floor, New York, NY 10019, Attention: Trust Administrator Ginnie Mae 2002-007. The Trustee may be contacted by telephone at (212) 373-1139 and by fax at (212) 373-1384.

A fee will be payable to the Trustee in connection with each exchange equal to $1/32$ of 1% of the outstanding principal balance of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000).

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 underlying the Trust Assets 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 3 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 the group 3 securities” in this Supplement.

Accretion Directed Classes

Classes A, AH, JA, VP and VT are Accretion Directed Classes. The related Accrual Amount will be applied to making principal distributions on those Classes as described in this Supplement.

Each of Class A, AH, JA, VP and VT 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 A, AH, VP and VT will have principal payment stability only through the prepayment rate shown in the table below. Class JA is not listed in the table below because although it is entitled to receive payments from the related Accrual Amount, it does not have principal payment stability through any prepayment rate significantly higher than 0% PSA.

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 VP and VT would be reduced to zero on, but not before, their Final Distribution Dates, the Class Principal Balances of Classes A and AH would be reduced to zero before their Final Distribution Dates, and the Weighted Average Life of each Accretion Directed Class would equal its maximum Weighted Average Life.
- However, the Weighted Average Lives of Classes A, AH, VP and VT will be reduced, and may be reduced significantly, at prepayment speeds higher than the constant rates shown in the table below. See “Yield, Maturity and Prepayment Considerations — Decrement Tables” in this Supplement.

Accretion Directed Classes

<u>Class</u>	<u>Maximum Weighted Average Life (in Years)</u>	<u>Final Distribution Date</u>	<u>Prepayment Rate at or below</u>
A	6.3	January 2033	95% PSA
AH	6.3	January 2033	95% PSA
VP	6.0	November 2013	296% PSA
VT	15.8	December 2022	38% PSA

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

Securities that Receive Principal on the Basis of Schedules

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

Each PAC, Scheduled and TAC Class exhibits an Effective Range or Rate of constant prepayment rates at which such Class will receive Scheduled Payments. That range or rate 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 or Rate for the PAC, Scheduled and TAC Classes are as follows:

PAC Classes	<u>Initial Effective Ranges</u>
EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)	100% PSA through 250% PSA
FP, TA and TJ (in the aggregate)	125% PSA through 350% PSA

TAC Class	<u>Initial Effective Rate</u>
JA	150% PSA

Scheduled Classes	<u>Initial Effective Range</u>
A and AH (in the aggregate)	127% PSA through 183% PSA

- The principal payment stability of the PAC Classes will be supported by the related TAC Scheduled, and Support Classes.
- The principal payment stability of the TAC Class will be supported by the related Support Classes.
- The principal payment stability of the Scheduled 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 or Rate 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 or Rate. If the initial Effective Ranges or Rates were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges or Rate could differ from those shown in the above tables or an initial Effective Rate might not exist. Therefore, even if the Mortgage Loans were to prepay at a constant rate within the initial Effective Range or at the initial Effective Rate shown for any Class in the above tables, that Class could fail to receive Scheduled Payments.

Moreover, the Mortgage Loans will not prepay at any *constant* rate. Non-constant prepayment rates can cause any PAC, Scheduled or TAC Class not to receive Scheduled Payments, even if prepayment rates remain within the initial Effective Range (or if prepayment rates average the Effective Rate), if any, for that Class. Further, the Effective Range for any PAC or Scheduled Class can narrow or shift over time and the Effective Rate for any TAC Class can change 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 or Rate for any PAC, Scheduled or TAC Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on the related PAC, Scheduled and TAC Classes, 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 or Rate for any PAC, Scheduled or TAC Class, its supporting Classes may be retired earlier than that PAC, Scheduled or TAC Class, and the Weighted Average Life of the PAC, Scheduled or TAC Class 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 inside cover page of this Supplement or on Schedule I to this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero.

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

Modeling Assumptions

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

1. The Mortgage Loans underlying the Group 1, 2, 4 and 5 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1, 2, 4 and 5 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, 2, 4 and 5 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months.

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

3. Distributions on the Group 1, Group 2, Group 4 and Group 5 Securities are always received on the 16th day of the month and distributions on the Group 3 Securities are always received on the 20th day of the month, in each case, whether or not a Business Day, commencing in February 2003.

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

5. The Closing Date for the Securities is January 30, 2003.

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 (“PSA”) is the standard prepayment assumption model of The Bond Market 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 table, 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 any Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,
- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional amount, as applicable, referred to in clause (a).

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

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

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

Security Group 1 PSA Prepayment Assumption Rates																				
Distribution Date	Classes A and AH					Classes EI, EO, IH, PE, QC and QD					Classes IJ, PX, QA and QB					Classes IN, OM, ON, OP, OT, OV and PV				
	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2004	93	93	90	90	90	100	100	100	100	100	100	100	100	100	100	100	100	100	97	93
January 2005	87	87	76	76	76	100	100	100	100	100	100	100	100	100	100	100	100	94	81	81
January 2006	79	79	59	59	0	100	100	100	100	100	100	100	100	100	100	100	100	90	64	64
January 2007	72	72	43	43	0	100	100	100	100	100	100	100	100	100	70	87	48	48	48	19
January 2008	63	63	28	28	0	100	100	100	100	100	100	100	100	100	0	83	33	33	33	0
January 2009	55	55	14	14	0	100	100	100	100	67	100	68	68	68	0	78	19	19	19	0
January 2010	46	46	1	2	0	100	100	100	100	34	100	20	20	20	0	74	6	6	6	0
January 2011	36	36	0	0	0	100	100	100	100	11	100	0	0	0	0	69	0	0	0	0
January 2012	26	26	0	0	0	100	88	88	88	0	100	0	0	0	0	64	0	0	0	0
January 2013	15	13	0	0	0	100	65	65	65	0	100	0	0	0	0	59	0	0	0	0
January 2014	4	0	0	0	0	100	46	46	46	0	100	0	0	0	0	54	0	0	0	0
January 2015	0	0	0	0	0	100	29	29	29	0	100	0	0	0	0	48	0	0	0	0
January 2016	0	0	0	0	0	100	16	16	16	0	100	0	0	0	0	41	0	0	0	0
January 2017	0	0	0	0	0	100	4	4	4	0	100	0	0	0	0	35	0	0	0	0
January 2018	0	0	0	0	0	100	0	0	0	0	100	0	0	0	0	27	0	0	0	0
January 2019	0	0	0	0	0	100	0	0	0	0	73	0	0	0	0	20	0	0	0	0
January 2020	0	0	0	0	0	100	0	0	0	0	43	0	0	0	0	12	0	0	0	0
January 2021	0	0	0	0	0	100	0	0	0	0	12	0	0	0	0	3	0	0	0	0
January 2022	0	0	0	0	0	100	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2023	0	0	0	0	0	96	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2024	0	0	0	0	0	73	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2025	0	0	0	0	0	48	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2026	0	0	0	0	0	22	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	6.3	6.2	3.6	3.6	2.1	21.9	11.0	11.0	11.0	6.6	16.8	6.4	6.4	6.4	4.2	10.8	3.9	3.9	3.9	3.0

PSA Prepayment Assumption Rates																				
Distribution Date	Classes IP, PW and PY					Classes IT, OE, OG, OH and PD					Classes PF, PG, PS, QO and QS					Class Z				
	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%	0%	100%	219%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2004	96	91	91	91	91	100	100	100	100	100	100	100	100	100	100	100	106	106	97	94
January 2005	91	73	73	73	73	100	100	100	100	100	100	100	100	100	100	100	112	112	81	71
January 2006	86	50	50	50	42	100	100	100	100	100	100	100	100	100	100	100	118	118	61	42
January 2007	81	28	28	28	0	100	100	100	100	100	100	100	100	100	100	100	125	125	46	22
January 2008	76	8	8	8	0	100	100	100	100	38	100	100	100	100	100	100	132	132	38	10
January 2009	70	0	0	0	0	100	100	100	100	0	100	100	100	100	100	100	139	139	35	6
January 2010	64	0	0	0	0	100	100	100	100	0	100	100	100	100	100	100	147	147	36	6
January 2011	58	0	0	0	0	100	49	49	49	0	100	100	100	100	100	100	155	155	31	1
January 2012	51	0	0	0	0	100	0	0	0	0	100	100	100	100	87	164	164	29	0	
January 2013	44	0	0	0	0	100	0	0	0	0	100	100	100	100	62	173	173	27	0	
January 2014	36	0	0	0	0	100	0	0	0	0	100	100	100	100	44	183	180	25	0	
January 2015	28	0	0	0	0	100	0	0	0	0	100	100	100	100	31	186	173	23	0	
January 2016	19	0	0	0	0	100	0	0	0	0	100	100	100	100	22	186	165	21	0	
January 2017	10	0	0	0	0	100	0	0	0	0	100	100	100	100	16	186	156	19	0	
January 2018	0	0	0	0	0	100	0	0	0	0	100	89	89	89	11	186	146	17	0	
January 2019	0	0	0	0	0	100	0	0	0	0	100	72	72	72	8	186	136	15	0	
January 2020	0	0	0	0	0	100	0	0	0	0	100	58	58	58	5	186	125	13	0	
January 2021	0	0	0	0	0	100	0	0	0	0	100	47	47	47	4	186	114	11	0	
January 2022	0	0	0	0	0	58	0	0	0	0	100	38	38	38	3	186	103	10	0	
January 2023	0	0	0	0	0	0	0	0	0	0	100	30	30	30	2	186	92	8	0	
January 2024	0	0	0	0	0	0	0	0	0	0	100	23	23	23	1	186	81	7	0	
January 2025	0	0	0	0	0	0	0	0	0	0	100	18	18	18	1	186	70	6	0	
January 2026	0	0	0	0	0	0	0	0	0	0	100	14	14	14	1	186	60	5	0	
January 2027	0	0	0	0	0	0	0	0	0	0	89	10	10	10	0	186	50	4	0	
January 2028	0	0	0	0	0	0	0	0	0	0	28	7	7	7	0	186	41	3	0	
January 2029	0	0	0	0	0	0	0	0	0	0	5	5	5	5	0	163	32	2	0	
January 2030	0	0	0	0	0	0	0	0	0	0	3	3	3	3	0	126	23	1	0	
January 2031	0	0	0	0	0	0	0	0	0	0	2	2	2	2	0	87	14	1	0	
January 2032	0	0	0	0	0	0	0	0	0	0	1	1	1	1	0	45	6	0	0	
January 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average Life (years)	8.6	3.0	3.0	3.0	2.5	19.1	8.0	8.0	8.0	4.9	24.8	18.7	18.7	18.7	11.5	27.8	20.3	7.2	3.0	1.4

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes BA, FA and SA					Classes FP, SP, TA and TP					Class JA				
	0%	125%	319%	350%	650%	0%	125%	319%	350%	650%	0%	125%	319%	350%	650%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2004	99	97	93	92	87	100	99	99	99	99	89	78	76	76	76
January 2005	98	90	79	77	61	98	89	89	89	89	83	72	65	65	30
January 2006	96	82	63	60	37	96	76	76	76	59	77	66	52	52	0
January 2007	95	75	50	47	22	94	64	64	64	34	71	60	41	34	0
January 2008	94	68	40	37	13	91	53	53	53	20	64	53	30	14	0
January 2009	92	62	32	28	8	89	43	43	43	11	57	46	21	4	0
January 2010	90	56	25	22	5	86	34	34	34	6	49	38	16	0	0
January 2011	89	51	20	17	3	83	26	26	26	3	41	28	15	0	0
January 2012	87	46	16	13	2	80	19	19	19	1	32	15	13	0	0
January 2013	85	42	13	10	1	77	14	14	14	0	23	0	11	0	0
January 2014	83	38	10	8	1	73	11	11	11	0	14	0	9	0	0
January 2015	80	34	8	6	0	70	8	8	8	0	4	0	8	0	0
January 2016	78	30	6	5	0	66	5	5	5	0	0	0	6	0	0
January 2017	75	27	5	4	0	61	4	4	4	0	0	0	5	0	0
January 2018	73	24	4	3	0	57	2	2	2	0	0	0	4	0	0
January 2019	70	21	3	2	0	52	1	1	1	0	0	0	3	0	0
January 2020	66	19	2	2	0	47	0	0	0	0	0	0	2	0	0
January 2021	63	16	2	1	0	41	0	0	0	0	0	0	1	0	0
January 2022	59	14	1	1	0	35	0	0	0	0	0	0	0	0	0
January 2023	56	12	1	1	0	29	0	0	0	0	0	0	0	0	0
January 2024	52	11	1	0	0	22	0	0	0	0	0	0	0	0	0
January 2025	47	9	1	0	0	15	0	0	0	0	0	0	0	0	0
January 2026	43	7	0	0	0	8	0	0	0	0	0	0	0	0	0
January 2027	38	6	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2028	32	5	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2029	27	4	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2030	21	2	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2031	14	1	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2032	7	1	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	19.6	10.0	5.2	4.9	2.9	15.2	6.0	6.0	6.0	3.7	6.5	5.1	4.3	2.9	1.6

PSA Prepayment Assumption Rates

Distribution Date	Class TJ					Class ZB				
	0%	125%	319%	350%	650%	0%	125%	319%	350%	650%
Initial Percent	100	100	100	100	100	100	100	100	100	100
January 2004	100	100	100	100	100	106	106	88	85	54
January 2005	100	100	100	100	100	112	112	60	50	0
January 2006	100	100	100	100	100	118	118	29	14	0
January 2007	100	100	100	100	100	125	125	10	0	0
January 2008	100	100	100	100	100	132	132	2	0	0
January 2009	100	100	100	100	100	139	139	1	0	0
January 2010	100	100	100	100	100	147	147	1	0	0
January 2011	100	100	100	100	100	155	155	1	0	0
January 2012	100	100	100	100	100	164	164	1	0	0
January 2013	100	100	100	100	76	173	171	1	0	0
January 2014	100	100	100	100	45	183	161	1	0	0
January 2015	100	100	100	100	27	193	151	1	0	0
January 2016	100	100	100	100	16	197	139	2	0	0
January 2017	100	100	100	100	9	197	127	2	0	0
January 2018	100	100	100	100	5	197	116	2	0	0
January 2019	100	100	100	100	3	197	105	2	0	0
January 2020	100	100	100	100	2	197	94	2	0	0
January 2021	100	84	84	84	1	197	83	2	0	0
January 2022	100	63	63	63	1	197	73	2	0	0
January 2023	100	46	46	46	0	197	64	2	0	0
January 2024	100	34	34	34	0	197	55	1	0	0
January 2025	100	24	24	24	0	197	46	1	0	0
January 2026	100	17	17	17	0	197	39	1	0	0
January 2027	82	12	12	12	0	197	32	1	0	0
January 2028	8	8	8	8	0	174	25	0	0	0
January 2029	5	5	5	5	0	144	19	0	0	0
January 2030	3	3	3	3	0	111	13	0	0	0
January 2031	2	2	2	2	0	77	8	0	0	0
January 2032	1	1	1	1	0	40	3	0	0	0
January 2033	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	24.3	20.5	20.5	20.5	11.4	27.3	18.4	2.8	2.0	1.0

**Security Group 3
PSA Prepayment Assumption Rates**

Distribution Date	Classes IL, QM, QN and VT					Classes IM, QK, QL and VP					Class PZ					Class QE				
	0%	300%	560%	850%	1150%	0%	300%	560%	850%	1150%	0%	300%	560%	850%	1150%	0%	300%	560%	850%	1150%
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
January 2004	100	100	100	100	100	93	93	93	93	93	106	106	106	106	106	100	100	100	100	100
January 2005	100	100	100	100	100	86	86	86	86	86	113	113	113	113	113	100	100	100	100	100
January 2006	100	100	100	100	40	78	78	78	78	0	120	120	120	120	120	100	100	100	100	53
January 2007	100	100	100	84	0	70	70	70	0	0	127	127	127	127	53	100	100	100	74	16
January 2008	100	100	100	0	0	62	62	62	0	0	135	135	135	117	16	100	100	100	36	5
January 2009	100	100	100	0	0	52	52	13	0	0	143	143	143	56	5	100	100	89	17	2
January 2010	100	100	28	0	0	43	43	0	0	0	152	152	152	27	2	100	100	58	8	0
January 2011	100	100	0	0	0	32	32	0	0	0	161	161	124	13	0	100	100	38	4	0
January 2012	100	100	0	0	0	21	21	0	0	0	171	171	80	6	0	100	100	24	2	0
January 2013	100	100	0	0	0	10	10	0	0	0	182	182	52	3	0	100	100	16	1	0
January 2014	98	83	0	0	0	0	0	0	0	0	193	193	33	1	0	100	93	10	0	0
January 2015	90	28	0	0	0	0	0	0	0	0	205	205	22	1	0	100	74	7	0	0
January 2016	80	0	0	0	0	0	0	0	0	0	218	193	14	0	0	100	59	4	0	0
January 2017	71	0	0	0	0	0	0	0	0	0	231	152	9	0	0	100	46	3	0	0
January 2018	60	0	0	0	0	0	0	0	0	0	245	119	6	0	0	100	36	2	0	0
January 2019	49	0	0	0	0	0	0	0	0	0	261	93	4	0	0	100	28	1	0	0
January 2020	38	0	0	0	0	0	0	0	0	0	277	72	2	0	0	100	22	1	0	0
January 2021	25	0	0	0	0	0	0	0	0	0	294	56	1	0	0	100	17	0	0	0
January 2022	12	0	0	0	0	0	0	0	0	0	312	43	1	0	0	100	13	0	0	0
January 2023	0	0	0	0	0	0	0	0	0	0	328	32	1	0	0	100	10	0	0	0
January 2024	0	0	0	0	0	0	0	0	0	0	328	24	0	0	0	100	7	0	0	0
January 2025	0	0	0	0	0	0	0	0	0	0	328	17	0	0	0	100	5	0	0	0
January 2026	0	0	0	0	0	0	0	0	0	0	328	12	0	0	0	100	4	0	0	0
January 2027	0	0	0	0	0	0	0	0	0	0	258	9	0	0	0	78	3	0	0	0
January 2028	0	0	0	0	0	0	0	0	0	0	69	6	0	0	0	21	2	0	0	0
January 2029	0	0	0	0	0	0	0	0	0	0	9	3	0	0	0	3	1	0	0	0
January 2030	0	0	0	0	0	0	0	0	0	0	5	2	0	0	0	1	0	0	0	0
January 2031	0	0	0	0	0	0	0	0	0	0	1	0	0	0	0	0	0	0	0	0
January 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
January 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	15.8	11.6	6.7	4.3	3.0	6.0	6.0	4.6	3.2	2.3	24.6	16.5	9.8	6.2	4.2	24.6	14.7	8.1	5.0	3.3

**Security Group 4
PSA Prepayment Assumption Rates**

Distribution Date	Classes FB and SB				
	0%	300%	545%	850%	1100%
Initial Percent	100	100	100	100	100
January 2004	99	80	66	48	33
January 2005	99	64	43	23	11
January 2006	98	51	28	11	4
January 2007	97	40	18	5	1
January 2008	96	32	12	2	0
January 2009	95	25	8	1	0
January 2010	94	19	5	1	0
January 2011	93	15	3	0	0
January 2012	92	11	2	0	0
January 2013	90	8	1	0	0
January 2014	89	6	1	0	0
January 2015	87	4	0	0	0
January 2016	85	3	0	0	0
January 2017	83	2	0	0	0
January 2018	81	1	0	0	0
January 2019	78	1	0	0	0
January 2020	75	0	0	0	0
January 2021	72	0	0	0	0
January 2022	69	0	0	0	0
January 2023	65	0	0	0	0
January 2024	61	0	0	0	0
January 2025	56	0	0	0	0
January 2026	51	0	0	0	0
January 2027	46	0	0	0	0
January 2028	40	0	0	0	0
January 2029	33	0	0	0	0
January 2030	26	0	0	0	0
January 2031	18	0	0	0	0
January 2032	10	0	0	0	0
January 2033	0	0	0	0	0
Weighted Average Life (years)	21.3	4.1	2.3	1.4	0.9

**Security Group 5
PSA Prepayment Assumption Rates**

<u>Distribution Date</u>	<u>Classes FC and SC</u>				
	<u>0%</u>	<u>300%</u>	<u>564%</u>	<u>850%</u>	<u>1150%</u>
Initial Percent	100	100	100	100	100
January 2004	99	80	65	48	30
January 2005	99	64	42	23	9
January 2006	98	51	27	11	3
January 2007	97	41	17	5	1
January 2008	96	33	11	2	0
January 2009	95	26	7	1	0
January 2010	94	20	5	1	0
January 2011	92	16	3	0	0
January 2012	91	12	2	0	0
January 2013	89	9	1	0	0
January 2014	88	7	1	0	0
January 2015	86	5	0	0	0
January 2016	84	4	0	0	0
January 2017	82	3	0	0	0
January 2018	79	2	0	0	0
January 2019	77	1	0	0	0
January 2020	74	1	0	0	0
January 2021	71	0	0	0	0
January 2022	67	0	0	0	0
January 2023	64	0	0	0	0
January 2024	59	0	0	0	0
January 2025	55	0	0	0	0
January 2026	50	0	0	0	0
January 2027	45	0	0	0	0
January 2028	39	0	0	0	0
January 2029	32	0	0	0	0
January 2030	25	0	0	0	0
January 2031	18	0	0	0	0
January 2032	9	0	0	0	0
January 2033	0	0	0	0	0
Weighted Average					
Life (years)	21.0	4.3	2.3	1.4	0.8

Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Class based on the anticipated yield of that Class resulting from its purchase price, the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios, in the case of the Group 3 Securities, the investor's own projection of principal payment rates on the Underlying Certificates under a variety of scenarios and, in the case of a Floating Rate or an Inverse Floating Rate Class, the investor's own projection of levels of LIBOR under a variety of scenarios. **No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, LIBOR levels or the yield of any Class.**

Prepayments: Effect on Yields

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

- In the case of Regular Securities or MX Securities purchased at a premium (especially Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.
- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular Securities or MX Securities purchased at a discount (especially 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 benefit from a higher yield at high 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 EI to Prepayments
Assumed Price 33.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>450%</u>	<u>489%</u>
12.0%	12.0%	12.0%	2.2%	0.0%

**Sensitivity of Class EO to Prepayments
Assumed Price 68.0%**

PSA Prepayment Assumption Rates			
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>450%</u>
3.6%	3.6%	3.6%	5.9%

**Sensitivity of Class IH to Prepayments
Assumed Price 33.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>450%</u>	<u>489%</u>
12.0%	12.0%	12.0%	2.2%	0.0%

**Sensitivity of Class IJ to Prepayments
Assumed Price 23.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>433%</u>	<u>450%</u>
13.4%	13.4%	13.4%	0.0%	(1.4)%

**Sensitivity of Class IN to Prepayments
Assumed Price 15.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>450%</u>	<u>486%</u>
14.2%	14.2%	14.2%	2.8%	0.1%

**Sensitivity of Class IP to Prepayments
Assumed Price 13.5%***

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>219%</u>	<u>250%</u>	<u>450%</u>	<u>469%</u>
10.4%	10.4%	10.4%	1.4%	0.0%

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

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

	PSA Prepayment Assumption Rates				
	100%	219%	250%	429%	450%
	12.2%	12.2%	12.2%	0.0%	(1.5)%

**Sensitivity of Class PS to Prepayments
Assumed Price 93.5%***

LIBOR	PSA Prepayment Assumption Rates			
	100%	219%	250%	450%
0.38%	13.4%	13.4%	13.4%	13.6%
1.38%	11.7%	11.7%	11.7%	11.9%
4.38%	6.6%	6.6%	6.6%	6.8%
8.10% and above	0.4%	0.4%	0.4%	0.6%

**Sensitivity of Class QO to Prepayments
Assumed Price 56.5%**

	PSA Prepayment Assumption Rates			
	100%	219%	250%	450%
	3.1%	3.1%	3.1%	5.1%

**Sensitivity of Class QS to Prepayments
Assumed Price 37.0%***

LIBOR	PSA Prepayment Assumption Rates			
	100%	219%	250%	450%
0.38%	34.9%	34.9%	34.9%	33.7%
1.38%	30.0%	30.0%	30.0%	28.5%
4.38%	15.2%	15.2%	15.2%	11.7%
8.10% and above	**	**	**	**

SECURITY GROUP 2

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

LIBOR	PSA Prepayment Assumption Rates			
	125%	319%	350%	650%
0.38%	63.1%	53.6%	52.1%	36.8%
1.38%	52.3%	42.6%	41.0%	25.4%
4.38%	21.2%	10.6%	8.9%	(8.5)%
7.55% 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 SP to Prepayments
Assumed Price 14.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>125%</u>	<u>319%</u>	<u>350%</u>	<u>650%</u>
0.38%	46.9%	46.9%	46.9%	38.1%
1.38%	37.7%	37.7%	37.7%	27.6%
4.38%	9.6%	9.6%	9.6%	(5.6)%
7.65% and above	**	**	**	**

SECURITY GROUP 3

Sensitivity of Class IL to Prepayments
Assumed Price 32.5%*

<u>PSA Prepayment Assumption Rates</u>				
<u>300%</u>	<u>560%</u>	<u>685%</u>	<u>850%</u>	<u>1150%</u>
15.5%	6.4%	0.0%	(10.1)%	(33.5)%

Sensitivity of Class IM to Prepayments
Assumed Price 21.5%*

<u>PSA Prepayment Assumption Rates</u>				
<u>300%</u>	<u>560%</u>	<u>753%</u>	<u>850%</u>	<u>1150%</u>
15.4%	9.5%	0.0%	(6.1)%	(29.4)%

SECURITY GROUP 4

Sensitivity of Class SB to Prepayments
Assumed Price 13.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>300%</u>	<u>545%</u>	<u>850%</u>	<u>1100%</u>
0.38%	45.2%	22.8%	(9.0)%	(40.1)%
1.38%	36.5%	14.8%	(16.0)%	(46.0)%
4.38%	11.0%	(8.5)%	(36.2)%	(63.2)%
8.80% and above	**	**	**	**

SECURITY GROUP 5

Sensitivity of Class SC to Prepayments
Assumed Price 11.0%*

<u>LIBOR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>300%</u>	<u>564%</u>	<u>850%</u>	<u>1150%</u>
0.38%	53.9%	28.9%	(2.1)%	(41.5)%
1.38%	43.4%	19.3%	(10.5)%	(48.3)%
4.38%	13.2%	(8.2)%	(34.5)%	(67.9)%
8.25% 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.

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.

REMIC Elections

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

Regular Securities

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

The Class EO and QO Securities are Principal Only Securities. Principal Only Securities are treated for federal income tax purposes as having been issued with an amount of original issue discount (“OID”) equal to the difference between their principal balance and their issue price.

The Class EI, IP, QS, SA, SB, SC and SP Securities are “Interest Weighted Securities” as described in “Certain Federal Income Tax Consequences — Tax Treatment of Regular Securities — Interest Weighted Securities and Non-VRDI Securities” in the Base Offering Circular. Although the tax treatment of Interest Weighted Securities is not entirely certain, Holders of the Interest Weighted Securities should expect to accrue all income on these Securities (other than income attributable to market discount or *de minimis* market discount) under the OID rules based on the expected payments on these securities at the prepayment assumption described below.

The Class PZ, Z and ZB Securities are Accrual Securities. Holders of Accrual Securities are required to accrue all income from their Securities (other than income attributable to market discount or *de minimis* market discount) under the OID rules based on the expected payments on the Accrual Securities at the prepayment assumption described below.

Other than the Securities described in the preceding three paragraphs, based on anticipated prices (including accrued interest), the assumed Mortgage Loan characteristics, the prepayment assumption described below and, in the case of the Floating Rate Classes, the constant LIBOR value described below, no Classes are expected to be issued with OID.

Prospective investors in the Securities should be aware, however, that the foregoing expectations about OID could change because of differences (1) between anticipated purchase prices and actual purchase prices or (2) between the assumed characteristics of the Trust Assets and the characteristics of the Trust Assets actually delivered to the Trust. The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the

Regular Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement) are as follows:

<u>Group</u>	<u>PSA</u>
Group 1.....	219%
Group 2.....	319%
Group 3.....	560%
Group 4.....	545%
Group 5.....	564%

In the case of the Floating Rate Classes, the constant value of LIBOR to be used for these determinations is 1.38%. 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.

OID accruals on the Underlying Certificates will be computed using the same prepayment assumption as set forth above.

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

Residual Securities

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Pooling REMIC and the beneficial ownership of the Residual Interest in the Issuing REMIC. The Residual Securities, *i.e.*, the Class RR Securities, generally will be treated as “residual interests” in a REMIC for domestic building and loan associations and as “real estate assets” for REITs, as described in “Certain Federal Income Tax Consequences” in the Base Offering Circular, but will not be treated as debt for federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable income or loss of the Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. It is not expected that the Pooling REMIC will have a substantial amount of taxable income or loss in any period. However, even though the Holders of the Class RR Securities are not entitled to any stated principal or interest payments on the Class RR Securities, the Issuing REMIC may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, a Holder of the Class RR Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

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

The proposed Treasury Regulations referred to in the Base Offering Circular relating to transfers of noneconomic residual interests were finalized recently. See “Certain Federal Income Tax Consequences — Tax Treatment of Residual Securities — Non-Recognition of Certain Transfers for Federal Income Tax Purposes” in the Base Offering Circular. With certain exceptions, the final regulations incorporate the safe harbor rules in the proposed regulations (the “present value test”) and in Revenue Procedure 2001-12 (the “asset test”). Among other things, the final regulations modify the present value test to require use of the federal short term rate for the month of transfer for purposes of the present value calculations. In addition, in order to qualify for either safe harbor (the present value or asset test), a transfer of a noneconomic residual interest may not be to a foreign permanent establishment or fixed base of a U.S. taxpayer (an “offshore location”), and each transferee must represent that it will not cause income from the noneconomic residual interest to be attributable to an offshore location of the transferee or another U.S. taxpayer. The final regulations generally apply to transfers of noneconomic residual interests occurring on or after February 4, 2000, although the modifications noted above generally apply to transfers occurring on or after August 19, 2002.

Prospective Holders of Residual Securities should consult their tax advisors regarding the final regulations and their application to transfers of Residual Securities.

Reportable Transactions

As currently written, recent Temporary and Proposed Treasury Regulations (the “New Regulations”) meant to require the reporting of abusive tax shelters (“Reportable Transactions”) could be read to cover transactions generally not regarded as tax shelters, including certain securitizations of financial assets. Under the New Regulations, transactions may be characterized as Reportable Transactions for a variety of reasons, one or more of which may apply to an investment in the Securities. You should be aware that Ginnie Mae and others may be required to disclose information with respect to your Securities. Investors should consult their own tax advisors to determine their tax return disclosure obligations, if any, with respect to their investment in the Securities, including any requirement to file IRS Form 8886 (Reportable Transaction Disclosure Statement). The New Regulations regarding tax return disclosure generally are effective for transactions occurring on or after January 1, 2003.

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.

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.

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

See “ERISA Considerations” in the Base Offering Circular.

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

LEGAL INVESTMENT CONSIDERATIONS

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

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

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

PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer each Class to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest, if any, from (1) January 1, 2003 on the Fixed Rate Classes and (2) January 16, 2003 on the Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

INCREASE IN SIZE

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

LEGAL MATTERS

Certain legal matters will be passed upon for Ginnie Mae by Sidley Austin Brown & Wood LLP, New York, New York, for the Trust by Cleary, Gottlieb, Steen & Hamilton and Marcell Solomon & Associates, P.C., and for the Trustee by Ungaretti & Harris, Chicago, Illinois.

Available Combinations(1)

REMIC Securities			MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)	Increased Minimum Denomination(5)
Security Group 1									
Combination 1(8)									
OV	\$ 172,943,058	IN	\$ 62,888,384	NTL(PAC)	5.50%	FIX/IO	38373Y2T0	January 2028	\$651,000
		OM	172,943,058	PAC	3.75	FIX	38373Y2U7	January 2028	N/A
		ON	172,943,058	PAC	4.00	FIX	38373Y2V5	January 2028	N/A
		OP	172,943,058	PAC	4.25	FIX	38373Y2W3	January 2028	N/A
		OT	172,943,058	PAC	4.50	FIX	38373Y2X1	January 2028	N/A
		PV	172,943,058	PAC	3.50	FIX	38373Y2Y9	January 2028	N/A
Combination 2(8)									
PX	\$ 37,764,443	IJ	\$ 6,866,262	NTL(PAC)	5.50%	FIX/IO	38373Y2Z6	January 2028	\$425,000
		QA	37,764,443	PAC	4.50	FIX	38373Y3A0	January 2028	N/A
		QB	37,764,443	PAC	5.00	FIX	38373Y3B8	January 2028	N/A
Combination 3(8)									
PD	\$ 41,995,328	IT	\$ 7,635,514	NTL(PAC)	5.50%	FIX/IO	38373Y3C6	December 2028	\$361,000
		OE	41,995,328	PAC	4.50	FIX	38373Y3D4	December 2028	N/A
		OG	41,995,328	PAC	4.75	FIX	38373Y3E2	December 2028	N/A
		OH	41,995,328	PAC	5.00	FIX	38373Y3F9	December 2028	N/A
Combination 4									
EI	\$137,095,251	PE	\$137,095,251	PAC	5.50%	FIX	38373Y3G7	November 2031	N/A
EO	137,095,251								
Combination 5(8)									
PE(6)	\$137,095,251	IH	\$ 12,463,204	NTL(PAC)	5.50%	FIX/IO	38373Y3H5	November 2031	\$299,000
		QC	137,095,251	PAC	5.00	FIX	38373Y3J1	November 2031	N/A
		QD	137,095,251	PAC	5.25	FIX	38373Y3K8	November 2031	N/A
Combination 6									
QO	\$ 25,416,558	PS	\$ 25,416,558	PAC	(7)	INV	38373Y3L6	January 2033	\$107,000
QS	25,416,558								
Combination 7									
PF	\$ 39,940,306	PG	\$ 65,356,864	PAC	5.50%	FIX	38373Y3M4	January 2033	N/A
PS(6)	25,416,558								
Security Group 2									
Combination 8									
FA	\$ 33,783,783	BA	\$ 33,783,783	STP	8.00%	FIX	38373Y3N2	January 2033	N/A
SA	33,783,783								

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)	Increased Minimum Denomination(5)
Combination 9									
FP	\$ 23,606,362	TP	\$ 23,606,362	PAC	8.00%	FIX	38373Y3P7	November 2032	N/A
SP	23,606,362								
Security Group 3									
Combination 10									
PZ	\$ 8,337,376	QE	\$ 27,380,592	SC/PT	6.00%	FIX	38373Y3Q5	August 2032	N/A
VP	7,577,148								
VT	11,466,068								
Combination 11(8)									
VP	\$ 7,577,148	IM	\$ 1,262,858	NTL(SC/SEQ/AD)	6.00%	FIX/IO	38373Y3R3	November 2013	\$468,000
		QK	7,577,148	SC/SEQ/AD	5.00	FIX	38373Y3S1	November 2013	N/A
		QL	7,577,148	SC/SEQ/AD	5.50	FIX	38373Y3T9	November 2013	N/A
Combination 12(8)									
VT	\$ 11,466,068	IL	\$ 1,911,011	NTL(SC/SEQ/AD)	6.00%	FIX/IO	38373Y3U6	December 2022	\$309,000
		QM	11,466,068	SC/SEQ/AD	5.00	FIX	38373Y3V4	December 2022	N/A
		QN	11,466,068	SC/SEQ/AD	5.50	FIX	38373Y3W2	December 2022	N/A

- (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) Each Class will be issued in the denominations specified. If no denomination is indicated for a Class, that Class will be issued in the denomination specified under "Description of the Securities — Form of Securities" in this Supplement.
- (6) MX Class.
- (7) The Interest Rate will be calculated as described under "Terms Sheet — Interest Rates" in this Supplement.
- (8) In the case of Combinations 1, 2, 3, 5, 11 and 12 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 A and AH (in the aggregate)</u>	<u>Classes EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)</u>	<u>Classes FP, TA and TJ (in the aggregate)</u>	<u>Class JA</u>
Initial Balance	\$103,459,123.00	\$555,154,944.00	\$84,447,297.00	\$25,687,839.00
February 2003	102,836,809.87	554,112,756.08	84,447,297.00	25,312,208.31
March 2003	102,178,880.56	552,935,183.37	84,447,297.00	24,901,654.08
April 2003	101,483,375.44	551,624,557.54	84,447,297.00	24,456,292.75
May 2003	100,750,391.68	550,181,263.36	84,447,297.00	23,976,267.27
June 2003	99,980,067.47	548,605,754.45	84,447,297.00	23,461,747.02
July 2003	99,172,581.92	546,898,553.16	84,447,297.00	22,912,927.81
August 2003	98,328,155.05	545,060,250.35	84,447,297.00	22,330,031.67
September 2003	97,447,047.60	543,091,505.13	84,447,297.00	21,713,306.77
October 2003	96,529,560.82	540,993,044.57	84,447,297.00	21,063,027.20
November 2003	95,576,036.26	538,765,663.29	84,447,297.00	20,379,492.76
December 2003	94,586,855.39	536,410,223.07	84,447,297.00	19,663,028.72
January 2004	93,562,439.21	533,927,652.28	83,901,653.29	19,459,629.24
February 2004	92,503,247.85	531,318,945.42	83,328,722.92	19,251,312.56
March 2004	91,409,780.04	528,585,162.42	82,729,392.20	19,037,592.18
April 2004	90,282,572.51	525,727,428.04	82,103,971.31	18,818,581.86
May 2004	89,122,199.45	522,746,931.09	81,452,787.15	18,594,402.32
June 2004	87,929,271.75	519,644,923.71	80,776,183.11	18,365,181.08
July 2004	86,704,436.31	516,422,720.44	80,074,518.74	18,131,052.25
August 2004	85,448,375.21	513,081,697.43	79,348,169.46	17,892,156.36
September 2004	84,161,804.92	509,623,291.42	78,597,526.25	17,648,640.11
October 2004	82,845,475.34	506,048,998.74	77,822,995.26	17,400,656.18
November 2004	81,500,168.88	502,360,374.31	77,024,997.48	17,148,362.98
December 2004	80,126,699.45	498,559,030.45	76,203,968.36	16,891,924.40
January 2005	78,725,911.41	494,646,635.82	75,360,357.44	16,631,509.55
February 2005	77,298,678.44	490,624,914.13	74,494,627.87	16,367,292.52
March 2005	75,845,902.47	486,495,642.91	73,607,256.08	16,099,452.05
April 2005	74,368,512.38	482,260,652.24	72,698,731.25	15,828,171.31
May 2005	72,867,462.87	477,921,823.36	71,796,232.80	15,558,812.79
June 2005	71,343,733.11	473,481,087.29	70,899,721.54	15,291,345.34
July 2005	69,830,626.65	469,063,330.62	70,009,158.54	15,025,738.08
August 2005	68,328,006.37	464,668,435.15	69,124,505.12	14,761,960.36
September 2005	66,835,736.06	460,296,283.28	68,245,722.87	14,499,981.83
October 2005	65,353,680.45	455,946,758.01	67,372,773.60	14,239,772.37
November 2005	63,881,705.16	451,619,742.95	66,505,619.39	13,981,302.12
December 2005	62,419,676.75	447,315,122.31	65,644,222.56	13,724,541.49
January 2006	60,967,462.66	443,032,780.88	64,788,545.66	13,469,461.11
February 2006	59,524,931.21	438,772,604.07	63,938,551.50	13,216,031.88
March 2006	58,091,951.64	434,534,477.85	63,094,203.12	12,964,224.94
April 2006	56,668,394.02	430,318,288.80	62,255,463.81	12,714,011.66
May 2006	55,254,129.34	426,123,924.06	61,422,297.10	12,465,363.67
June 2006	53,849,029.41	421,951,271.37	60,594,666.74	12,218,252.83
July 2006	52,452,966.93	417,800,219.05	59,772,536.72	11,972,651.23
August 2006	51,065,815.42	413,670,655.98	58,955,871.27	11,728,531.19
September 2006	49,687,449.25	409,562,471.61	58,144,634.86	11,485,865.28
October 2006	48,317,743.64	405,475,555.97	57,338,792.17	11,244,626.29
November 2006	46,956,574.62	401,409,799.65	56,538,308.11	11,004,787.21
December 2006	45,603,819.03	397,365,093.80	55,743,147.84	10,766,321.30
January 2007	44,259,354.56	393,341,330.15	54,953,276.72	10,529,202.00
February 2007	42,923,059.66	389,338,400.95	54,168,660.36	10,293,403.00

<u>Distribution Date</u>	<u>Classes A and AH (in the aggregate)</u>	<u>Classes EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)</u>	<u>Classes FP, TA and TJ (in the aggregate)</u>	<u>Class JA</u>
March 2007	\$ 41,594,813.62	\$385,356,199.03	\$53,389,264.56	\$10,058,898.19
April 2007	40,274,496.49	381,394,617.78	52,615,055.37	9,825,661.69
May 2007	38,961,989.13	377,453,551.11	51,845,999.06	9,593,667.81
June 2007	37,657,173.17	373,532,893.48	51,082,062.09	9,362,891.09
July 2007	36,359,931.00	369,632,539.93	50,323,211.17	9,133,306.28
August 2007	35,070,145.81	365,752,385.99	49,569,413.21	8,904,888.31
September 2007 ...	33,787,701.50	361,892,327.76	48,820,635.33	8,677,612.36
October 2007	32,512,482.77	358,052,261.85	48,076,844.87	8,451,453.76
November 2007 ...	31,244,375.04	354,232,085.44	47,338,009.39	8,226,388.09
December 2007 ...	29,983,264.48	350,431,696.19	46,604,096.64	8,002,391.10
January 2008	28,729,037.98	346,650,992.33	45,875,074.60	7,779,438.74
February 2008.....	27,481,583.17	342,889,872.58	45,150,911.45	7,557,507.15
March 2008	26,240,788.39	339,148,236.20	44,431,575.56	7,336,572.68
April 2008	25,006,542.72	335,425,982.96	43,717,035.53	7,116,611.85
May 2008	23,778,735.90	331,723,013.16	43,007,260.15	6,897,601.39
June 2008	22,557,258.43	328,039,227.59	42,302,218.42	6,679,518.19
July 2008	21,342,001.47	324,374,527.57	41,601,879.53	6,462,339.34
August 2008	20,132,856.86	320,728,814.91	40,906,212.87	6,246,042.13
September 2008 ...	18,929,717.16	317,101,991.94	40,215,188.05	6,030,603.99
October 2008	17,732,475.58	313,493,961.48	39,528,774.84	5,816,002.57
November 2008 ...	16,541,026.01	309,904,626.87	38,846,943.25	5,602,215.67
December 2008 ...	15,355,263.01	306,333,891.92	38,169,663.45	5,389,221.27
January 2009	14,175,081.79	302,781,660.95	37,496,905.81	5,176,997.54
February 2009.....	13,000,378.23	299,247,838.78	36,828,640.90	4,965,522.79
March 2009	11,831,048.83	295,732,330.70	36,164,839.48	4,754,775.54
April 2009	10,666,990.76	292,235,042.50	35,505,472.49	4,544,734.45
May 2009	9,508,101.82	288,755,880.45	34,850,511.08	4,335,378.34
June 2009	8,354,280.43	285,294,751.30	34,199,926.55	4,126,686.23
July 2009	7,205,425.65	281,851,562.30	33,553,690.43	3,918,637.26
August 2009	6,061,437.15	278,426,221.14	32,911,774.40	3,711,210.77
September 2009 ...	4,922,215.21	275,018,636.01	32,274,150.34	3,504,386.23
October 2009	3,787,660.73	271,628,715.58	31,640,790.31	3,298,143.28
November 2009 ...	2,657,675.21	268,256,368.96	31,011,666.55	3,092,461.72
December 2009 ...	1,532,160.73	264,901,505.75	30,386,751.47	2,887,321.50
January 2010	411,020.00	261,564,036.01	29,766,017.68	2,682,702.71
February 2010.....	0.00	258,243,870.26	29,149,437.95	2,478,585.62
March 2010	0.00	254,940,919.48	28,536,985.23	2,274,950.62
April 2010	0.00	251,655,095.12	27,935,954.49	2,064,456.43
May 2010	0.00	248,386,309.06	27,347,264.44	1,846,138.33
June 2010	0.00	245,134,473.66	26,770,665.84	1,620,199.89
July 2010	0.00	241,899,501.72	26,205,914.43	1,386,839.98
August 2010	0.00	238,681,306.48	25,652,770.85	1,146,252.93
September 2010 ...	0.00	235,479,801.63	25,111,000.48	898,628.58
October 2010	0.00	232,294,901.32	24,580,373.44	644,152.40
November 2010 ...	0.00	229,126,520.12	24,060,664.41	383,005.56
December 2010 ...	0.00	225,974,573.05	23,551,652.58	115,365.04
January 2011	0.00	222,838,975.58	23,053,121.55	0.00
February 2011.....	0.00	219,719,643.57	22,564,859.26	0.00
March 2011	0.00	216,616,493.37	22,086,657.89	0.00
April 2011	0.00	213,529,441.72	21,618,313.76	0.00
May 2011	0.00	210,458,405.81	21,159,627.28	0.00
June 2011	0.00	207,403,303.24	20,710,402.85	0.00
July 2011	0.00	204,364,052.05	20,270,448.78	0.00
August 2011	0.00	201,340,570.68	19,839,577.23	0.00
September 2011 ...	0.00	198,332,778.01	19,417,604.10	0.00

<u>Distribution Date</u>	<u>Classes A and AH (in the aggregate)</u>	<u>Classes EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)</u>	<u>Classes FP, TA and TJ (in the aggregate)</u>	<u>Class JA</u>
October 2011	\$ 0.00	\$195,340,593.33	\$19,004,348.99	\$ 0.00
November 2011	0.00	192,363,936.34	18,599,635.10	0.00
December 2011	0.00	189,402,727.16	18,203,289.19	0.00
January 2012	0.00	186,480,715.89	17,815,141.49	0.00
February 2012	0.00	183,601,199.04	17,435,025.59	0.00
March 2012	0.00	180,763,577.82	17,062,778.48	0.00
April 2012	0.00	177,967,261.73	16,698,240.36	0.00
May 2012	0.00	175,211,668.44	16,341,254.67	0.00
June 2012	0.00	172,496,223.68	15,991,667.97	0.00
July 2012	0.00	169,820,361.13	15,649,329.90	0.00
August 2012	0.00	167,183,522.31	15,314,093.12	0.00
September 2012	0.00	164,585,156.49	14,985,813.25	0.00
October 2012	0.00	162,024,720.55	14,664,348.79	0.00
November 2012	0.00	159,501,678.89	14,349,561.10	0.00
December 2012	0.00	157,015,503.34	14,041,314.32	0.00
January 2013	0.00	154,565,673.07	13,739,475.29	0.00
February 2013	0.00	152,151,674.43	13,443,913.56	0.00
March 2013	0.00	149,773,000.91	13,154,501.28	0.00
April 2013	0.00	147,429,153.02	12,871,113.17	0.00
May 2013	0.00	145,119,638.20	12,593,626.47	0.00
June 2013	0.00	142,843,970.71	12,321,920.89	0.00
July 2013	0.00	140,601,671.57	12,055,878.55	0.00
August 2013	0.00	138,392,268.42	11,795,383.95	0.00
September 2013	0.00	136,215,295.47	11,540,323.89	0.00
October 2013	0.00	134,070,293.38	11,290,587.48	0.00
November 2013	0.00	131,956,809.20	11,046,066.04	0.00
December 2013	0.00	129,874,396.26	10,806,653.07	0.00
January 2014	0.00	127,822,614.10	10,572,244.22	0.00
February 2014	0.00	125,801,028.37	10,342,737.26	0.00
March 2014	0.00	123,809,210.74	10,118,031.99	0.00
April 2014	0.00	121,846,738.86	9,898,030.23	0.00
May 2014	0.00	119,913,196.22	9,682,635.80	0.00
June 2014	0.00	118,008,172.12	9,471,754.43	0.00
July 2014	0.00	116,131,261.55	9,265,293.77	0.00
August 2014	0.00	114,282,065.15	9,063,163.31	0.00
September 2014	0.00	112,460,189.10	8,865,274.40	0.00
October 2014	0.00	110,665,245.04	8,671,540.13	0.00
November 2014	0.00	108,896,850.06	8,481,875.39	0.00
December 2014	0.00	107,154,626.52	8,296,196.74	0.00
January 2015	0.00	105,438,202.07	8,114,422.47	0.00
February 2015	0.00	103,747,209.54	7,936,472.47	0.00
March 2015	0.00	102,081,286.85	7,762,268.29	0.00
April 2015	0.00	100,440,076.99	7,591,733.05	0.00
May 2015	0.00	98,823,227.89	7,424,791.40	0.00
June 2015	0.00	97,230,392.41	7,261,369.54	0.00
July 2015	0.00	95,661,228.23	7,101,395.16	0.00
August 2015	0.00	94,115,397.80	6,944,797.38	0.00
September 2015	0.00	92,592,568.28	6,791,506.79	0.00
October 2015	0.00	91,092,411.46	6,641,455.37	0.00
November 2015	0.00	89,614,603.72	6,494,576.46	0.00
December 2015	0.00	88,158,825.94	6,350,804.77	0.00
January 2016	0.00	86,724,763.45	6,210,076.32	0.00
February 2016	0.00	85,312,105.97	6,072,328.42	0.00
March 2016	0.00	83,920,547.56	5,937,499.67	0.00
April 2016	0.00	82,549,786.53	5,805,529.88	0.00

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May 2016	\$ 0.00	\$ 81,199,525.41	\$ 5,676,360.10	\$ 0.00
June 2016	0.00	79,869,470.89	5,549,932.58	0.00
July 2016	0.00	78,559,333.75	5,426,190.73	0.00
August 2016	0.00	77,268,828.79	5,305,079.09	0.00
September 2016 ...	0.00	75,997,674.82	5,186,543.36	0.00
October 2016	0.00	74,745,594.57	5,070,530.32	0.00
November 2016 ...	0.00	73,512,314.64	4,956,987.82	0.00
December 2016 ...	0.00	72,297,565.46	4,845,864.79	0.00
January 2017	0.00	71,101,081.21	4,737,111.18	0.00
February 2017.....	0.00	69,922,599.80	4,630,677.96	0.00
March 2017	0.00	68,761,862.82	4,526,517.10	0.00
April 2017	0.00	67,618,615.44	4,424,581.54	0.00
May 2017	0.00	66,492,606.42	4,324,825.17	0.00
June 2017	0.00	65,383,588.02	4,227,202.84	0.00
July 2017	0.00	64,291,316.00	4,131,670.29	0.00
August 2017	0.00	63,215,549.50	4,038,184.17	0.00
September 2017 ...	0.00	62,156,051.05	3,946,702.02	0.00
October 2017	0.00	61,112,586.51	3,857,182.23	0.00
November 2017 ...	0.00	60,084,925.00	3,769,584.05	0.00
December 2017 ...	0.00	59,072,838.91	3,683,867.54	0.00
January 2018	0.00	58,076,103.80	3,599,993.60	0.00
February 2018.....	0.00	57,094,498.36	3,517,923.90	0.00
March 2018	0.00	56,127,804.40	3,437,620.90	0.00
April 2018	0.00	55,175,806.81	3,359,047.84	0.00
May 2018	0.00	54,238,293.45	3,282,168.68	0.00
June 2018	0.00	53,315,055.21	3,206,948.14	0.00
July 2018	0.00	52,405,885.87	3,133,351.64	0.00
August 2018	0.00	51,510,582.13	3,061,345.32	0.00
September 2018 ...	0.00	50,628,943.53	2,990,896.01	0.00
October 2018	0.00	49,760,772.44	2,921,971.21	0.00
November 2018 ...	0.00	48,905,874.01	2,854,539.08	0.00
December 2018 ...	0.00	48,064,056.09	2,788,568.44	0.00
January 2019	0.00	47,235,129.28	2,724,028.75	0.00
February 2019.....	0.00	46,418,906.81	2,660,890.07	0.00
March 2019	0.00	45,615,204.54	2,599,123.10	0.00
April 2019	0.00	44,823,840.94	2,538,699.13	0.00
May 2019	0.00	44,044,637.01	2,479,590.04	0.00
June 2019	0.00	43,277,416.29	2,421,768.26	0.00
July 2019	0.00	42,522,004.77	2,365,206.82	0.00
August 2019	0.00	41,778,230.93	2,309,879.28	0.00
September 2019 ...	0.00	41,045,925.64	2,255,759.76	0.00
October 2019	0.00	40,324,922.16	2,202,822.88	0.00
November 2019 ...	0.00	39,615,056.10	2,151,043.81	0.00
December 2019 ...	0.00	38,916,165.39	2,100,398.22	0.00
January 2020	0.00	38,228,090.22	2,050,862.27	0.00
February 2020.....	0.00	37,550,673.08	2,002,412.61	0.00
March 2020	0.00	36,883,758.63	1,955,026.39	0.00
April 2020	0.00	36,227,193.76	1,908,681.20	0.00
May 2020	0.00	35,580,827.50	1,863,355.10	0.00
June 2020	0.00	34,944,511.02	1,819,026.62	0.00
July 2020	0.00	34,318,097.58	1,775,674.70	0.00
August 2020	0.00	33,701,442.54	1,733,278.74	0.00
September 2020 ...	0.00	33,094,403.26	1,691,818.54	0.00
October 2020	0.00	32,496,839.16	1,651,274.33	0.00
November 2020 ...	0.00	31,908,611.62	1,611,626.75	0.00

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December 2020 ...	\$ 0.00	\$ 31,329,583.97	\$ 1,572,856.83	\$ 0.00
January 2021	0.00	30,759,621.51	1,534,945.99	0.00
February 2021.....	0.00	30,198,591.41	1,497,876.03	0.00
March 2021	0.00	29,646,362.74	1,461,629.15	0.00
April 2021	0.00	29,102,806.42	1,426,187.87	0.00
May 2021	0.00	28,567,795.19	1,391,535.12	0.00
June 2021	0.00	28,041,203.59	1,357,654.15	0.00
July 2021	0.00	27,522,907.94	1,324,528.57	0.00
August 2021	0.00	27,012,786.34	1,292,142.32	0.00
September 2021 ...	0.00	26,510,718.57	1,260,479.67	0.00
October 2021	0.00	26,016,586.14	1,229,525.24	0.00
November 2021 ...	0.00	25,530,272.25	1,199,263.93	0.00
December 2021 ...	0.00	25,051,661.73	1,169,680.98	0.00
January 2022	0.00	24,580,641.08	1,140,761.92	0.00
February 2022.....	0.00	24,117,098.37	1,112,492.59	0.00
March 2022	0.00	23,660,923.29	1,084,859.11	0.00
April 2022	0.00	23,212,007.09	1,057,847.91	0.00
May 2022	0.00	22,770,242.55	1,031,445.68	0.00
June 2022	0.00	22,335,524.00	1,005,639.39	0.00
July 2022	0.00	21,907,747.25	980,416.29	0.00
August 2022	0.00	21,486,809.59	955,763.88	0.00
September 2022 ...	0.00	21,072,609.80	931,669.93	0.00
October 2022	0.00	20,665,048.07	908,122.46	0.00
November 2022 ...	0.00	20,264,026.01	885,109.74	0.00
December 2022 ...	0.00	19,869,446.67	862,620.29	0.00
January 2023	0.00	19,481,214.43	840,642.86	0.00
February 2023.....	0.00	19,099,235.06	819,166.42	0.00
March 2023	0.00	18,723,415.68	798,180.21	0.00
April 2023	0.00	18,353,664.71	777,673.65	0.00
May 2023	0.00	17,989,891.90	757,636.41	0.00
June 2023	0.00	17,632,008.26	738,058.36	0.00
July 2023	0.00	17,279,926.10	718,929.59	0.00
August 2023	0.00	16,933,558.97	700,240.39	0.00
September 2023 ...	0.00	16,592,821.64	681,981.26	0.00
October 2023	0.00	16,257,630.12	664,142.89	0.00
November 2023 ...	0.00	15,927,901.61	646,716.16	0.00
December 2023 ...	0.00	15,603,554.49	629,692.16	0.00
January 2024	0.00	15,284,508.32	613,062.16	0.00
February 2024.....	0.00	14,970,683.79	596,817.59	0.00
March 2024	0.00	14,662,002.74	580,950.09	0.00
April 2024	0.00	14,358,388.14	565,451.45	0.00
May 2024	0.00	14,059,764.03	550,313.65	0.00
June 2024	0.00	13,766,055.57	535,528.84	0.00
July 2024	0.00	13,477,188.98	521,089.32	0.00
August 2024	0.00	13,193,091.53	506,987.55	0.00
September 2024 ...	0.00	12,913,691.54	493,216.16	0.00
October 2024	0.00	12,638,918.37	479,767.93	0.00
November 2024 ...	0.00	12,368,702.37	466,635.80	0.00
December 2024 ...	0.00	12,102,974.91	453,812.84	0.00
January 2025	0.00	11,841,668.34	441,292.29	0.00
February 2025.....	0.00	11,584,715.98	429,067.50	0.00
March 2025	0.00	11,332,052.09	417,131.99	0.00
April 2025	0.00	11,083,611.92	405,479.41	0.00
May 2025	0.00	10,839,331.62	394,103.53	0.00
June 2025	0.00	10,599,148.25	382,998.25	0.00

<u>Distribution Date</u>	<u>Classes A and AH (in the aggregate)</u>	<u>Classes EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)</u>	<u>Classes FP, TA and TJ (in the aggregate)</u>	<u>Class JA</u>
July 2025	\$ 0.00	\$ 10,362,999.80	\$ 372,157.63	\$ 0.00
August 2025	0.00	10,130,825.15	361,575.83	0.00
September 2025 ...	0.00	9,902,564.04	351,247.13	0.00
October 2025	0.00	9,678,157.10	341,165.94	0.00
November 2025 ...	0.00	9,457,545.81	331,326.78	0.00
December 2025 ...	0.00	9,240,672.48	321,724.31	0.00
January 2026	0.00	9,027,480.28	312,353.27	0.00
February 2026.....	0.00	8,817,913.17	303,208.53	0.00
March 2026	0.00	8,611,915.95	294,285.07	0.00
April 2026	0.00	8,409,434.19	285,577.97	0.00
May 2026	0.00	8,210,414.27	277,082.42	0.00
June 2026	0.00	8,014,803.32	268,793.70	0.00
July 2026	0.00	7,822,549.26	260,707.21	0.00
August 2026	0.00	7,633,600.75	252,818.43	0.00
September 2026 ...	0.00	7,447,907.19	245,122.94	0.00
October 2026	0.00	7,265,418.72	237,616.42	0.00
November 2026 ...	0.00	7,086,086.20	230,294.63	0.00
December 2026 ...	0.00	6,909,861.21	223,153.45	0.00
January 2027	0.00	6,736,696.02	216,188.81	0.00
February 2027.....	0.00	6,566,543.60	209,396.75	0.00
March 2027	0.00	6,399,357.60	202,773.38	0.00
April 2027	0.00	6,235,092.35	196,314.92	0.00
May 2027	0.00	6,073,702.82	190,017.63	0.00
June 2027	0.00	5,915,144.67	183,877.89	0.00
July 2027	0.00	5,759,374.18	177,892.13	0.00
August 2027	0.00	5,606,348.27	172,056.86	0.00
September 2027 ...	0.00	5,456,024.49	166,368.69	0.00
October 2027	0.00	5,308,361.02	160,824.27	0.00
November 2027 ...	0.00	5,163,316.62	155,420.34	0.00
December 2027 ...	0.00	5,020,850.67	150,153.70	0.00
January 2028	0.00	4,880,923.15	145,021.24	0.00
February 2028.....	0.00	4,743,494.61	140,019.88	0.00
March 2028	0.00	4,608,526.18	135,146.64	0.00
April 2028	0.00	4,475,979.56	130,398.60	0.00
May 2028	0.00	4,345,817.00	125,772.87	0.00
June 2028	0.00	4,218,001.32	121,266.67	0.00
July 2028	0.00	4,092,495.87	116,877.25	0.00
August 2028	0.00	3,969,264.53	112,601.92	0.00
September 2028 ...	0.00	3,848,271.73	108,438.07	0.00
October 2028	0.00	3,729,482.40	104,383.11	0.00
November 2028 ...	0.00	3,612,862.00	100,434.54	0.00
December 2028 ...	0.00	3,498,376.49	96,589.91	0.00
January 2029	0.00	3,385,992.32	92,846.80	0.00
February 2029.....	0.00	3,275,676.45	89,202.86	0.00
March 2029	0.00	3,167,396.31	85,655.79	0.00
April 2029	0.00	3,061,119.81	82,203.34	0.00
May 2029	0.00	2,956,815.35	78,843.31	0.00
June 2029	0.00	2,854,451.78	75,573.53	0.00
July 2029	0.00	2,753,998.40	72,391.91	0.00
August 2029	0.00	2,655,424.98	69,296.38	0.00
September 2029 ...	0.00	2,558,701.72	66,284.93	0.00
October 2029	0.00	2,463,799.27	63,355.57	0.00
November 2029 ...	0.00	2,370,688.71	60,506.39	0.00
December 2029 ...	0.00	2,279,341.55	57,735.49	0.00
January 2030	0.00	2,189,729.71	55,041.03	0.00

<u>Distribution Date</u>	<u>Classes A and AH (in the aggregate)</u>	<u>Classes EO, OV, PD, PF, PW, PX, PY and QO (in the aggregate)</u>	<u>Classes FP, TA and TJ (in the aggregate)</u>	<u>Class JA</u>
February 2030.....	\$ 0.00	\$ 2,101,825.53	\$ 52,421.20	\$ 0.00
March 2030	0.00	2,015,601.76	49,874.24	0.00
April 2030	0.00	1,931,031.56	47,398.42	0.00
May 2030	0.00	1,848,088.48	44,992.05	0.00
June 2030	0.00	1,766,746.46	42,653.48	0.00
July 2030	0.00	1,686,979.82	40,381.09	0.00
August 2030	0.00	1,608,763.28	38,173.30	0.00
September 2030 ...	0.00	1,532,071.92	36,028.57	0.00
October 2030	0.00	1,456,881.20	33,945.39	0.00
November 2030 ...	0.00	1,383,166.92	31,922.28	0.00
December 2030 ...	0.00	1,310,905.28	29,957.79	0.00
January 2031	0.00	1,240,072.79	28,050.51	0.00
February 2031.....	0.00	1,170,646.35	26,199.06	0.00
March 2031	0.00	1,102,603.18	24,402.09	0.00
April 2031	0.00	1,035,920.83	22,658.28	0.00
May 2031	0.00	970,577.22	20,966.34	0.00
June 2031	0.00	906,550.56	19,325.00	0.00
July 2031	0.00	843,819.42	17,733.03	0.00
August 2031	0.00	782,362.66	16,189.22	0.00
September 2031 ...	0.00	722,159.47	14,692.39	0.00
October 2031	0.00	663,189.36	13,241.40	0.00
November 2031 ...	0.00	605,432.13	11,835.10	0.00
December 2031 ...	0.00	548,867.89	10,472.40	0.00
January 2032	0.00	493,477.05	9,152.23	0.00
February 2032.....	0.00	439,240.32	7,873.52	0.00
March 2032	0.00	386,138.67	6,635.25	0.00
April 2032	0.00	334,153.39	5,436.41	0.00
May 2032	0.00	283,266.04	4,276.02	0.00
June 2032	0.00	233,458.44	3,153.11	0.00
July 2032	0.00	184,712.71	2,066.75	0.00
August 2032	0.00	137,011.23	1,016.01	0.00
September 2032 ...	0.00	90,336.64	0.00	0.00
October 2032	0.00	44,671.84	0.00	0.00
November 2032 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(1)	Final Distribution Date	Principal Type(1)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in the Trust	Percentage of Class in Trust	Approximate Weighted Average Coupon of Mortgage Loans	Approximate Weighted Average Remaining Term to Maturity of Mortgage Loans (in months)	Approximate Weighted Average Loan Age of Mortgage Loans (in months)	Ginnie Mae I or II
3	Ginnie Mae	2002-47	PY	July 30, 2002	38373X7U4	6.0%	FIX	July 2032	PAC	\$56,210,000	1.00000000	\$13,374,000	23.7929194094%	6.789%	340	13	II
3	Ginnie Mae	2002-57	PE	August 29, 2002	38373YFD7	6.0	FIX	August 2032	PAC	34,006,592	1.00000000	14,006,592	41.1878732218%	6.798	340	12	II

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

(2) Underlying Certificate Factors are as of January, 2003.

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

**Offering Circular Supplement
(To Base Offering Circular dated January 1, 2002)**

\$1,237,500,000

Government National Mortgage Association



GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2002-47**



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 Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

The Trust will own Ginnie Mae Certificates

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be July 30, 2002.

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 “exempt securities” under the Securities Exchange Act of 1934.

UBS Warburg

Blaylock & Partners, L.P

The date of this Offering Circular Supplement is July 24, 2002.

Ginnie Mae REMIC Trust 2002-47

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	Final Distribution Date(4)	CUSIP Number	Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	Final Distribution Date(4)	CUSIP Number
Security Group 1							CN	\$ 1,507,000	6.50%	SUP	FIX	May 2031	38373X4X1
CA	\$41,566,000	6.50%	SUP	FIX	December 2030	38373X3L8	CP	33,304,537	6.50	SUP	FIX	July 2032	38373X4Y9
CB	4,545,000	6.50	SUP	FIX	March 2031	38373X3M6	CU	4,000,000	6.50	SUP	FIX	March 2031	38373X4Z6
CD	3,000,000	6.50	SUP	FIX	September 2031	38373X3N4	CV	2,500,000	6.50	SUP	FIX	October 2031	38373X5A0
CE	16,529,000	6.50	SUP	FIX	July 2032	38373X3P9	CW	3,500,000	6.50	SUP	FIX	July 2032	38373X5B8
CG	3,500,000	6.50	SUP	FIX	July 2031	38373X3Q7	CY	2,600,000	6.50	SUP	FIX	April 2031	38373X5C6
CH	2,821,000	6.50	SUP	FIX	September 2031	38373X3R5	DA	19,432,000	6.00	SCH	FIX	May 2032	38373X5D4
FN(1)	12,229,389	(5)	PAC	FLT	July 2032	38373X3S3	DB	6,128,000	6.00	SCH	FIX	June 2032	38373X5E2
IA	11,634,833	6.00	NTL (PAC)	FIX/IO	February 2026	38373X3T1	DC	4,390,000	6.00	SCH	FIX	July 2032	38373X5F9
NO(1)	4,703,611	0.00	PAC	PO	July 2032	38373X3U8	DE	16,500,000	6.00	SCH	FIX	October 2031	38373X5G7
NS(1)	4,703,611	(5)	NTL (PAC)	INV/IO	July 2032	38373X3V6	DG	16,500,000	6.00	SCH	FIX	May 2032	38373X5H5
OA(1)	34,044,000	6.50	NTL (PAC)	FIX/IO	September 2031	38373X3W4	EB	1,497,000	6.25	SUP	FIX	March 2031	38373X5J1
OB(1)	34,044,000	0.00	PAC	PO	September 2031	38373X3X2	EC	2,680,000	6.25	SUP	FIX	July 2031	38373X5K8
PA(1)	55,334,000	5.50	PAC	FIX	July 2024	38373X3Y0	ED	7,482,000	6.25	SUP	FIX	July 2032	38373X5L6
PB	19,300,000	5.75	PAC	FIX	February 2026	38373X3Z7	EG	5,343,000	6.25	SUP	FIX	November 2030	38373X5M4
PD	18,455,000	6.50	PAC	FIX	October 2029	38373X4A1	EH	1,198,000	6.25	SUP	FIX	December 2030	38373X5N2
PH(1)	33,973,000	6.50	PAC	FIX	August 2028	38373X4B9	FK(1)	37,473,333	(5)	PAC	FLT	July 2032	38373X5P7
Security Group 2							IJ	14,166,166	6.00	NTL (PAC)	FIX/IO	March 2026	38373X5Q5
FH(1)	36,000,000	(5)	SEQ	FLT	November 2028	38373X4C7	KO(1)	18,736,667	0.00	PAC	PO	July 2032	38373X5R3
HS(1)	28,800,000	(5)	NTL (SEQ)	INV/IO	June 2026	38373X4D5	KS(1)	18,736,667	(5)	NTL (PAC)	INV/IO	July 2032	38373X5S1
IB	3,209,192	6.50	NTL (PAC)	FIX/IO	May 2026	38373X4E3	PO	7,816,463	0.00	SUP	PO	July 2032	38373X5T9
IS(1)	7,200,000	(5)	NTL (SEQ)	INV/IO	November 2028	38373X4F0	PU	63,890,000	6.00	PAC	FIX	February 2028	38373X5U6
OK(1)	27,816,000	6.50	NTL (PAC)	FIX/IO	November 2028	38373X4G8	PW	56,078,000	6.00	PAC	FIX	July 2029	38373X5V4
OL(1)	30,134,000	0.00	PAC	PO	November 2028	38373X4H6	TJ(1)	169,994,000	5.50	PAC	FIX	March 2026	38373X5W2
PK(1)	28,315,000	5.50	PAC	FIX	July 2023	38373X4J2	TM(1)	78,664,000	6.00	NTL (PAC)	FIX/IO	May 2031	38373X5X0
PL(1)	26,809,000	5.75	PAC	FIX	May 2026	38373X4K9	TN(1)	78,664,000	0.00	PAC	PO	May 2031	38373X5Y8
TW	58,742,000	6.00	SUP	FIX	November 2028	38373X4L7	VH(6)	450,000	6.25	SUP	FIX	September 2013	38373X5Z5
VA(1)	18,805,000	6.50	AD/SEQ	FIX	April 2013	38373X4M5	VJ(6)	450,000	6.25	SUP	FIX	March 2020	38373X6A9
VI(1)	12,445,000	6.50	NTL (SEQ)	FIX/IO	September 2017	38373X4N3	VK(6)	450,000	6.25	SUP	FIX	October 2024	38373X6B7
VL(1)(6)	10,500,000	6.50	SEQ	FIX	January 2014	38373X4P8	ZK	450,000	6.25	SUP	FIX/Z	July 2032	38373X6C5
VO(1)(6)	12,445,000	0.00	SEQ	PO	September 2017	38373X4Q6	Security Group 4						
ZA(1)	18,750,000	6.50	SEQ	FIX/Z	July 2032	38373X4R4	HC	25,000,000	5.50	SEQ	FIX	September 2029	38373X6D3
ZL(1)	9,500,000	6.50	SEQ	FIX/Z	January 2030	38373X4S2	HD	5,000,000	8.50	SEQ	FIX	September 2029	38373X6E1
Security Group 3							HM	7,500,000	6.00	SEQ	FIX	July 2032	38373X6F8
CJ	24,137,000	6.50	SUP	FIX	December 2030	38373X4T0	Security Group 5						
CK	2,174,000	6.50	SUP	FIX	January 2031	38373X4U7	FM	100,000,000	(5)	PT	FLT	July 2032	38373X6G6
CL	5,282,000	6.50	SUP	FIX	May 2031	38373X4V5	SM	100,000,000	(5)	NTL (PT)	INV/IO	July 2032	38373X6H4
CM	4,793,000	6.50	SUP	FIX	July 2031	38373X4W3	Residual						
							RR		0 0.00	NPR	NPR	July 2032	38373X6J0

- (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.
- (6) Based on the Modeling Assumptions, Classes VH, VJ, VK, VL and VO have a maximum weighted average life of 6.2, 14.6, 20.1, 6.5 and 13.0 years, respectively, which will remain constant at prepayment rates at or below 179% PSA, 150% PSA, 109% PSA, 163% PSA and 146% PSA, respectively.

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: UBS Warburg LLC

Trustee: Bank One Trust Company, N.A.

Tax Administrator: The Trustee

Closing Date: July 30, 2002

Distribution Dates: For Group 1 and Group 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 August 2002. For Group 2, Group 3 and Group 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 August 2002.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae I	6.5%	30
2	Ginnie Mae II	6.5%	30
3	Ginnie Mae II	6.0%	30
4	Ginnie Mae I	6.0%	30
5	Ginnie Mae II	7.0%	30

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

Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets⁽¹⁾:

	<u>Principal Balance⁽²⁾</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate⁽³⁾</u>
Group 1 Trust Assets	\$250,000,000	350	7	7.00%
Group 2 Trust Assets	250,000,000	355	4	7.25
Group 3 Trust Assets	600,000,000	347	7	6.79
Group 4 Trust Assets	37,500,000	312	40	6.50
Group 5 Trust Assets	100,000,000	345	12	7.75

(1) As of July 1, 2002.

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

(3) The Mortgage Loans underlying the Group 2, Group 3 and Group 5 Trust Assets may bear interest at rates ranging from 0.5% to 1.5% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 2, Group 3 and Group 5 Trust Assets, Mortgage Rates of many of the Mortgage Loans will differ from the weighted averages shown above, perhaps significantly. See “The Trust Assets—The Mortgage Loans” in this Supplement.

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

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 inside cover page 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
FH	LIBOR + 0.35%	2.190%	0.35%	8.50%	0	0.00%
FK	LIBOR + 0.90%	2.740%	0.90%	9.00%	0	0.00%
FM	LIBOR + 1.03%	2.870%	1.03%	7.00%	0	0.00%
FN	LIBOR + 0.95%	2.790%	0.95%	9.00%	0	0.00%
HS	8.15% – LIBOR	6.310%	0.00%	8.15%	0	8.15%
IS	8.15% – LIBOR	6.310%	0.00%	8.15%	0	8.15%
KS	16.20% – (LIBOR x 2)	12.520%	0.00%	16.20%	0	8.10%
NS	20.93% – (LIBOR x 2.6)	16.146%	0.00%	20.93%	0	8.05%
SH	8.15% – LIBOR	6.310%	0.00%	8.15%	0	8.15%
SK	16.20% – (LIBOR x 2)	12.520%	0.00%	16.20%	0	8.10%
SM	5.97% – LIBOR	4.130%	0.00%	5.97%	0	5.97%
SN	20.93% – (LIBOR x 2.6)	16.146%	0.00%	20.93%	0	8.05%

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

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

SECURITY GROUP 1

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

1. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Sequentially, to PA, PB, PH, PD and OB, in that order, until retired

- b. Concurrently, to FN and NO, pro rata, until retired
- 2. Sequentially, to CA and CB, in that order, until retired
- 3. Concurrently:
 - a. 32.1853878339% to CD, until retired
 - b. 67.8146121661%, sequentially, to CG and CH, in that order, until retired
- 4. To CE, until retired
- 5. To the PAC Classes, in the manner and order of priority described in Step 1, but without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 2

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

- The ZL Accrual Amount in the following order of priority:
 - 1. To VL, until retired
 - 2. To ZL, until retired
- The ZA Accrual Amount in the following order of priority:
 - 1. Sequentially, to VA and VO, in that order, until retired
 - 2. To ZA, until retired
- The Group 2 Adjusted Principal Distribution Amount in the following order of priority:
 - 1. Concurrently:
 - a. 20.0000000000% to FH, until retired
 - b. 80.0000000000% in the following order of priority:
 - i. Sequentially, to PK, PL and OL, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
 - ii. To TW, until retired
 - iii. Sequentially, to PK, PL and OL, in that order, without regard to their Aggregate Scheduled Principal Balances, until retired
 - 2. Sequentially, to VL, ZL, VA, VO and ZA, in that order, until retired

SECURITY GROUP 3

A percentage of the Group 3 Principal Distribution Amount may 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 ZK Accrual Amount will be allocated in the following order of priority:

- The ZK Accrual Amount in the following order of priority:
 - 1. Sequentially, to VH, VJ and VK, in that order, until retired

2. To ZK, until retired
- The Group 3 Adjusted Principal Distribution Amount in the following order of priority:
 1. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Sequentially, to TJ, PU, PW and TN, in that order, until retired
 - b. Concurrently, to FK and KO, pro rata, until retired
 2. To the Scheduled Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently:
 - i. 37.0613365883% to DA, until retired
 - ii. 62.9386634117%, sequentially, to DE and DG, in that order, until retired
 - b. Sequentially, to DB and DC, in that order, until retired
 3. Concurrently:
 - a. 7.0031205763% to PO, until retired
 - b. 8.9594495314%, sequentially, to CU, CV and CW, in that order, until retired
 - c. 17.9188990628% in the following order of priority:
 - i. Sequentially, to EG, EH, EB and EC, in that order, until retired
 - ii. Concurrently:
 - (a) 19.3923723335%, sequentially, to VH, VJ, VK and ZK, in that order, until retired
 - (b) 80.6076276665% to ED, until retired
 - d. 66.1185308295% in the following order of priority:
 - i. Sequentially, to CJ and CK, in that order, until retired
 - ii. Concurrently:
 - (a) 56.2573223986% to CL, until retired
 - (b) 43.7426776014%, sequentially, to CY and CN, in that order, until retired
 - iii. Sequentially, to CM and CP, in that order, until retired
 4. To the Scheduled Classes, in the manner and order of priority described in Step 2, but without regard to their Aggregate Scheduled Principal Balances, until retired
 5. To the PAC Classes, in the manner and order of priority described in Step 1, but without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 4

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

1. Concurrently, to HC and HD, pro rata, until retired
2. To HM, until retired

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated to FM, 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>
DA, DB, DC, DE and DG (in the aggregate)	135% PSA through 220% PSA
FK, KO, PU, PW, TJ and TN (in the aggregate)	100% PSA through 250% PSA
FN, NO, OB, PA, PB, PD and PH (in the aggregate)	115% PSA through 275% PSA
OL, PK and PL (in the aggregate)	100% PSA through 250% PSA

Accrual Classes: Interest will accrue on each Accrual Class identified on the inside 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>Approximate Original Class Notional Balance</u>	<u>Represents Approximately</u>
HS	\$ 28,800,000	100% of the first \$28,800,000 of FH (SEQ Class)
IA	\$ 9,222,333	16.666666667% of PA (PAC Class)
	2,412,500	12.5% of PB (PAC Class)
	<u>\$ 11,634,833</u>	
IB	\$ 2,178,077	7.6923076923% of PK (PAC Class)
	1,031,115	3.8461538462% of PL (PAC Class)
	<u>\$ 3,209,192</u>	
IJ	\$ 14,166,166	8.3333333333% of TJ (PAC Class)
IS	\$ 7,200,000	100% of the last \$7,200,000 of FH (SEQ Class)
KS	\$ 18,736,667	100% of KO (PAC Class)
NS	\$ 4,703,611	100% of NO (PAC Class)
OA	\$ 34,044,000	100% of OB (PAC Class)
OE	\$ 6,384,692	11.5384615385% of PA (PAC Class)
OI	\$ 2,613,307	7.6923076923% of PH (PAC Class)
OK	\$ 27,816,000	92.3076923077% of OL (PAC Class)
OU	\$ 3,267,115	11.5384615385% of PK (PAC Class)
OY	\$ 3,093,346	11.5384615385% of PL (PAC Class)
SH	\$ 36,000,000	100% of FH (SEQ Class)
SM	\$100,000,000	100% of FM (PT Class)
TM	\$ 78,664,000	100% of TN (PAC Class)
TY	\$ 21,249,250	12.5% of TJ (PAC Class)
VI	\$ 12,445,000	100% of VO (SEQ Class)

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

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

Schedule I

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⁾	Increased Minimum Denomination ⁽⁵⁾
Security Group 1									
Combination 1(7)									
PA	\$55,334,000	OC	\$55,334,000	PAC	4.75%	FIX	38373X6K7	July 2024	N/A
		OD	55,334,000	PAC	5.00	FIX	38373X6L5	July 2024	N/A
		OE	6,384,692	NTL(PAC)	6.50	FIX/IO	38373X6M3	July 2024	\$1,053,000*
		OG	55,334,000	PAC	5.25	FIX	38373X6N1	July 2024	N/A
Combination 2(7)									
PH	\$33,973,000	OH	\$33,973,000	PAC	6.00%	FIX	38373X6P6	August 2028	N/A
		OI	2,613,307	NTL(PAC)	6.50	FIX/IO	38373X6Q4	August 2028	\$ 454,000*
		OJ	33,973,000	PAC	6.25	FIX	38373X6R2	August 2028	N/A
Combination 3									
NO	\$ 4,703,611	SN	\$ 4,703,611	PAC	(6)	INV	38373X6S0	July 2032	\$ 93,000
NS	4,703,611								
Combination 4									
FN	\$12,229,389	PG	\$16,933,000	PAC	6.50%	FIX	38373X6T8	July 2032	N/A
SN(8)	4,703,611								
Combination 5									
OA	\$34,044,000	PE	\$34,044,000	PAC	6.50%	FIX	38373X6U5	September 2031	N/A
OB	34,044,000								
Combination 6									
OA	\$31,425,231	TP	\$34,044,000	PAC	6.00%	FIX	38373X6V3	September 2031	N/A
OB	34,044,000								
Security Group 2									
Combination 7(7)									
PK	\$28,315,000	OM	\$28,315,000	PAC	4.75%	FIX	38373X6W1	July 2023	N/A
		ON	28,315,000	PAC	5.00	FIX	38373X6X9	July 2023	N/A
		OP	28,315,000	PAC	5.25	FIX	38373X6Y7	July 2023	N/A
		OU	3,267,115	NTL(PAC)	6.50	FIX/IO	38373X6Z4	July 2023	\$1,270,000*
Combination 8(7)									
PL	\$26,809,000	OT	\$26,809,000	PAC	5.00%	FIX	38373X7A8	May 2026	N/A
		OW	26,809,000	PAC	5.25	FIX	38373X7B6	May 2026	N/A
		OX	26,809,000	PAC	5.50	FIX	38373X7C4	May 2026	N/A
		OY	3,093,346	NTL(PAC)	6.50	FIX/IO	38373X7D2	May 2026	\$ 673,000*
Combination 9									
OK	\$27,816,000	PM	\$30,134,000	PAC	6.00%	FIX	38373X7E0	November 2028	N/A
OL	30,134,000								

REMIC Securities		MX Securities							
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)	Increased Minimum Denomination(5)
Security Group 2									
Combination 10									
VL	\$ 10,500,000	AC	\$ 20,000,000	SEQ	6.50%	FIX	38373X7F7	January 2030	N/A
ZL	9,500,000								
Combination 11									
VI	\$ 12,445,000	VB	\$ 12,445,000	SEQ	6.50%	FIX	38373X7G5	September 2017	N/A
VO	12,445,000								
Combination 12									
VI	\$ 11,487,693	VM	\$ 12,445,000	SEQ	6.00%	FIX	38373X7H3	September 2017	N/A
VO	12,445,000								
Combination 13									
VA	\$ 18,805,000	AT	\$ 50,000,000	SEQ	6.50%	FIX	38373X7J9	July 2032	N/A
VB(8)	12,445,000								
ZA	18,750,000								
Combination 14									
HS	\$ 28,800,000	SH	\$ 36,000,000	NTL(SEQ)	(6)	INV/IO	38373X7K6	November 2028	\$ 1,259,000*
IS	7,200,000								
Combination 15									
FH	\$ 36,000,000	AB	\$ 36,000,000	SEQ	8.50%	FIX	38373X7L4	November 2028	N/A
SH(8)	36,000,000								
Security Group 3									
Combination 16(7)									
TJ	\$169,994,000	TK	\$169,994,000	PAC	5.25%	FIX	38373X7M2	March 2026	N/A
		TL	169,994,000	PAC	5.00	FIX	38373X7N0	March 2026	N/A
		TV	169,994,000	PAC	4.75	FIX	38373X7P5	March 2026	N/A
		TY	21,249,250	NTL(PAC)	6.00	FIX/IO	38373X7Q3	March 2026	\$ 870,000*

REMIC Securities		MX Securities							
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)	Increased Minimum Denomination(5)
Security Group 3									
Combination 17									
TM	\$78,664,000	PX	\$78,664,000	PAC	6.00%	FIX	38373X7R1	May 2031	N/A
TN	78,664,000								
Combination 18									
TM	\$72,108,667	TX	\$78,664,000	PAC	5.50%	FIX	38373X7S9	May 2031	N/A
TN	78,664,000								
Combination 19									
KO	\$18,736,667	SK	\$18,736,667	PAC	(6)	INV	38373X7T7	July 2032	\$109,000
KS	18,736,667								
Combination 20									
FK	\$37,473,333	PY	\$56,210,000	PAC	6.00%	FIX	38373X7U4	July 2032	N/A
SK(8)	18,736,667								

- (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) Each Class will be issued in the denominations specified. If no denomination is indicated for a Class, that Class will be issued in the denomination specified under "Description of the Securities—Form of Securities" in this Supplement.
- (6) The Interest Rate will be calculated as described under "Terms Sheet—Interest Rates" in this Supplement.
- (7) In the case of Combinations 1, 2, 7, 8 and 16 various subcombinations are permitted. See "Description of the Securities—Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations
- (8) MX Class

* Notional Balance

**Offering Circular Supplement
(To Base Offering Circular dated January 1, 2002)**

\$706,581,132

Government National Mortgage Association



GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2002-57**



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 Securities

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

The Ginnie Mae Guaranty

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

The Trust and its Assets

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

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be August 29, 2002.

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 “exempt securities” under the Securities Exchange Act of 1934.

UBS Warburg

Blaylock & Partners L.P.

The date of this Offering Circular Supplement is August 22, 2002.

Ginnie Mae REMIC Trust 2002-57

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

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	Final Distribution Date(4)	CUSIP Number
Security Group 1						
AB	\$ 2,000,000	8.50%	SEQ	FIX	January 2030	38373VCZ1
AD	5,000,000	5.00	SEQ	FIX	January 2030	38373VDA5
AH (1)	102,516,558	5.00	SEQ	FIX	April 2029	38373VDB3
AM	9,476,820	6.00	SEQ	FIX	January 2030	38373VDC1
B	1,000,000	6.00	SEQ	FIX	August 2032	38373VDD9
BA	24,650,000	6.00	SEQ	FIX	April 2032	38373VDE7
BC	4,350,000	6.00	SEQ	FIX	August 2032	38373VDF4
BL	2,000,000	5.75	SEQ	FIX	October 2030	38373VDG2
CM	2,412,000	6.00	SEQ	FIX	May 2032	38373VDH0
DC	1,162,000	6.00	SEQ	FIX	August 2032	38373VDJ6
EA	500,000	7.00	SEQ	FIX	October 2030	38373VDK3
EM	500,000	7.00	SEQ	FIX	June 2031	38373VDL1
ET	2,000,000	5.75	SEQ	FIX	June 2031	38373VDM9
FG (1)	41,006,622	(5)	SEQ	FLT	April 2029	38373VDN7
JV	1,426,000	6.00	SEQ	FIX	October 2031	38373VDP2
SG (1)	41,006,622	(5)	NTL (SEQ)	INV/IO	April 2029	38373VDQ0
Security Group 2						
DA	17,999,000	6.00	SCH	FIX	February 2032	38373VDR8
DB	3,364,000	6.00	SCH	FIX	April 2032	38373VDS6
DE	9,786,000	6.00	SCH	FIX	August 2032	38373VDT4
DG	2,438,792	6.00	SCH	FIX	August 2032	38373VDU1
DH	28,801,000	6.00	SUP	FIX	February 2031	38373VDV9
DJ	1,826,000	6.00	SUP	FIX	March 2031	38373VDW7
DK	8,321,000	6.00	SUP	FIX	July 2031	38373VDX5
DM	5,877,000	6.00	SUP	FIX	September 2031	38373VDY3
DP	27,067,142	6.00	SUP	FIX	August 2032	38373VDZ0
FJ (1)	22,671,061	(5)	PAC	FLT	August 2032	38373VEA4
IG	10,757,050	6.00	NTL (PAC)	FIX/IO	May 2026	38373VEB2
JO (1)	11,335,531	0.00	PAC	PO	August 2032	38373VEC0
JS (1)	11,335,531	(5)	NTL (PAC)	INV/IO	August 2032	38373VED8
PA	12,000,000	5.25	PAC	FIX	May 2026	38373VEE6
PB	4,246,548	6.00	PAC	FIX	March 2028	38373VEF3
PC	4,045,236	6.00	PAC	FIX	September 2029	38373VEG1
PJ	67,575,000	6.00	PAC	FIX	January 2029	38373VEH9
PK (1)	74,056,404	5.25	PAC	FIX	April 2025	38373VEJ5
PL	14,065,403	6.00	PAC	FIX	September 2029	38373VEK2
PM (1)	45,559,706	6.00	NTL (PAC)	FIX/IO	June 2031	38373VEL0
PN (1)	45,559,706	0.00	PAC	PO	June 2031	38373VEM8
Security Group 3						
FA	50,000,000	(5)	PT	FLT	August 2032	38373VEN6
PO (1)	3,333,334	0.00	PT	PO	August 2032	38373VEP1
SA (1)	50,000,000	(5)	NTL (PT)	INV/IO	August 2032	38373VEQ9
Security Group 4						
FC (1)	12,212,975	(5)	SC/PT	FLT	May 2021	38373VER7
SC (1)	12,212,975	(5)	SC/NTL (PT)	INV/IO	May 2021	38373VES5
Security Group 5						
FK	70,000,000	(5)	PT	FLT	August 2032	38373VET3
KO (1)	10,000,000	0.00	PT	PO	August 2032	38373VEU0
SK (1)	70,000,000	(5)	NTL (PT)	INV/IO	August 2032	38373VEV8
Residual						
RR	0	0.00	NPR	NPR	August 2032	38373VEW6

- (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: UBS Warburg LLC

Trustee: Bank One Trust Company, N.A.

Tax Administrator: The Trustee

Closing Date: August 29, 2002

Distribution Dates: For Group 3 and Group 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 September 2002. For Group 1 and Group 2 Securities, the 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in September 2002. For Group 4 Securities, the 26th day of each month or, if the 26th day is not a Business Day, the first Business Day following the 26th day of each month commencing in September 2002.

Trust Assets:

<u>Trust Asset Group</u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1	Ginnie Mae II	6.0 %	30
2	Ginnie Mae II	6.0	30
3	Ginnie Mae I	7.5	30
4	Underlying Certificate	(1)	(1)
5	Ginnie Mae I	7.0	30

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

Security Groups: This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the inside 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 and 5 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	337	16	6.82%
Group 2 Trust Assets			
\$361,034,823	346	8	6.80%
Group 3 Trust Assets			
\$53,333,334	278	73	8.00%
Group 5 Trust Assets			
\$40,000,000	275	79	7.50%
40,000,000	242	106	7.50%
<u>\$80,000,000</u>			

¹ As of August 1, 2002.

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

³ The Mortgage Loans underlying the Group 1 and Group 2 Trust Assets may bear interest at rates ranging from 0.5% to 1.5% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and, in the case of the Group 1 and 2 Trust Assets, Mortgage Rates of many of the Mortgage Loans underlying the Group 1, 2, 3 and 5 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets—The Mortgage Loans”* in this Supplement. See Exhibit A to this Supplement for certain information regarding the characteristics of the Mortgage Loans included in the Underlying Trust.

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

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

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

Interest Rates: The Interest Rates for the Fixed Rate Classes are shown on the inside cover page 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
FA	LIBOR + 0.50%	2.31000%	0.5%	8.00000%	0	0.0%
FC	LIBOR + 0.50%	2.28000%	0.5%	7.50000%	0	0.0%
FG	LIBOR + 0.40%	2.18000%	0.4%	8.50000%	0	0.0%
FJ	LIBOR + 0.90%	2.68000%	0.9%	9.00000%	0	0.0%
FK	LIBOR + 0.50%	2.28000%	0.5%	8.00000%	0	0.0%
JS	16.20% - (LIBOR x 2.00)	12.64000%	0.0%	16.20000%	0	8.1%
SA	7.50% - LIBOR	5.69000%	0.0%	7.50000%	0	7.5%
SB	112.49997% - (LIBOR x 15.00)	85.34997%	0.0%	112.49997%	0	7.5%
SC	7.00% - LIBOR	5.22000%	0.0%	7.00000%	0	7.0%
SG	8.10% - LIBOR	6.32000%	0.0%	8.10000%	0	8.1%
SJ	16.20% - (LIBOR x 2.00)	12.64000%	0.0%	16.20000%	0	8.1%
SK	7.50% - LIBOR	5.72000%	0.0%	7.50000%	0	7.5%
SL	52.50% - (LIBOR x 7.00)	40.04000%	0.0%	52.50000%	0	7.5%
SM	22.50% - (LIBOR x 3.00)	17.16000%	0.0%	22.50000%	0	7.5%
SN	22.50% - (LIBOR x 3.00)	17.07000%	0.0%	22.50000%	0	7.5%

- (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. Concurrently:
 - a. 4.375% concurrently, to AB and AD, pro rata, until retired
 - b. 95.625% in the following order of priority:
 - i. Concurrently, to FG and AH, pro rata, until retired
 - ii. To AM, until retired
2. Concurrently:
 - a. 2.5% to B, until retired
 - b. 72.5% sequentially, to BA and BC, in that order, until retired

- c. 25.0% in the following order of priority:
 - i. 96.7117988395% concurrently, to EA and BL, pro rata, until retired, and the remaining amount payable to Step 2(c) in the following order of priority:
 - ii. Concurrently, until EM and ET are retired:
 - (a) 92.6955876900%, concurrently, to EM and ET, pro rata
 - (b) 7.3044123100% to JV
 - iii. To JV, until retired
 - iv. Sequentially, to CM and DC, in that order, until retired

SECURITY GROUP 2

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

1. To the PAC Classes until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently:
 - i. 11.5301701575% sequentially, to PA, PB and PC, in that order, until retired
 - ii. 88.4698298425% sequentially, to PK, PJ and PL, in that order, until retired
 - b. To PN, until retired
 - c. Concurrently, to FJ and JO, pro rata, until retired
2. Sequentially, to DA, DB, DE and DG, in that order, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date
3. Sequentially, to DH, DJ, DK, DM and DP, in that order, until retired
4. Sequentially, to DA, DB, DE and DG, in that order, but without regard to their Aggregate Scheduled Principal Balances, until retired
5. To the PAC Classes, in the manner and order of priority described in Step 1, but without regard to their Aggregate Scheduled Principal Balances, until retired

SECURITY GROUP 3

The Group 3 Principal Distribution Amount will be allocated, concurrently, to FA and PO, pro rata, until retired.

SECURITY GROUP 4

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

SECURITY GROUP 5

The Group 5 Principal Distribution Amount will be allocated, concurrently, to FK and KO, pro rata, 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>PAC Classes</u>	<u>Structuring Ranges</u>
FJ, JO, PA, PB, PC, PJ, PK, PL and PN (in the aggregate)	100% PSA through 250% PSA
<u>Scheduled Classes</u>	
DA, DB, DE and DG (in the aggregate)	135% PSA through 240% PSA

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

<u>Class</u>	<u>Approximate Original Class Notional Balance</u>	<u>Represents approximately</u>
IG	\$10,757,050	12.5% of PA and PK (PAC Classes)
IH	9,257,050	12.5% of PK (PAC Class)
JS	11,335,531	100% of JO (PAC Class)
PM	45,559,706	100% of PN (PAC Class)
SA	50,000,000	100% of FA (PT Class)
SC	12,212,975	100% of FC (SC/PT Class)
SG	41,006,622	100% of FG (SEQ Class)
SK	70,000,000	100% of FK (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 includes the Residual Interest of the Issuing REMIC and the Pooling REMIC; all other Classes of REMIC Securities are Regular Classes.

Schedule I

REMIC Securities		Available Combinations ⁽¹⁾							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⁾	Increased Minimum Denomination ⁽⁵⁾	
Security Group 1										
Combination 1										
FG	\$ 41,006,622	AL	\$ 41,006,622	SEQ	8.50%	FIX	38373VEX4	April 2029	N/A	
SG	41,006,622									
Combination 2										
AH	\$102,516,558	AG	\$143,523,180	SEQ	6.00%	FIX	38373VEY2	April 2029	N/A	
AL (6)	41,006,622									
Combination 3										
AH	\$102,516,558	AJ	\$110,402,448	SEQ	5.25%	FIX	38373VEZ9	April 2029	N/A	
AL (6)	7,885,890									
Combination 4										
AH	\$102,516,558	AK	\$119,602,651	SEQ	5.50%	FIX	38373VFA3	April 2029	N/A	
AL (6)	17,086,093									
Combination 5										
AH	\$102,516,558	AN	\$130,475,620	SEQ	5.75%	FIX	38373VFB1	April 2029	N/A	
AL (6)	27,959,062									
Security Group 2										
Combination 6										
JO	\$ 11,335,531	SJ	\$ 11,335,531	PAC	(7)	INV	38373VFC9	August 2032	\$ 107,000	
JS	11,335,531									
Combination 7										
FJ	\$ 22,671,061	PE	\$ 34,006,592	PAC	6.00%	FIX	38373VFD7	August 2032	N/A	
SJ (6)	11,335,531									
Combination 8										
PK (8)	\$ 74,056,404	IH	\$ 9,257,050	NTL (PAC)	6.00%	FIX/IO	38373VFE5	April 2025	\$1,127,000	
		PT	74,056,404	PAC	4.75	FIX	38373VFF2	April 2025	N/A	
		PU	74,056,404	PAC	5.00	FIX	38373VFG0	April 2025	N/A	
		PX	74,056,404	PAC	4.50	FIX	38373VFH8	April 2025	N/A	

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)	Increased Minimum Denomination(5)
Combination 9									
PM	\$45,559,706	PD	\$45,559,706	PAC	6.00%	FIX	38373VFEJ4	June 2031	N/A
PN	45,559,706								
Combination 10									
PM	\$41,763,064	PW	\$45,559,706	PAC	5.50%	FIX	38373VFK1	June 2031	N/A
PN	45,559,706								
Security Group 3									
Combination 11									
PO	\$ 3,333,334	SB	\$ 3,333,334	PT	(7)	INV	38373VFL9	August 2032	\$49,000
SA	50,000,000								
Combination 12									
PO	\$ 3,333,334	SN	\$ 3,333,334	PT	(7)	INV	38373VFM7	August 2032	\$94,000
SA	10,000,000								
Security Group 4									
Combination 13									
FC	\$12,212,975	CH	\$12,212,975	SC/PT	7.50%	FIX	38373VFN5	May 2021	N/A
SC	12,212,975								
Security Group 5									
Combination 14									
KO	\$10,000,000	SL	\$10,000,000	PT	(7)	INV	38373VFP0	August 2032	\$68,000
SK	70,000,000								
Combination 15									
KO	\$10,000,000	SM	\$10,000,000	PT	(7)	INV	38373VFAQ8	August 2032	\$89,000
SK	30,000,000								

(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) Each Class will be issued in the denominations specified. If no denomination is indicated for a Class, that Class will be issued in the denomination specified under "Description of the Securities—Form of Securities" in this Supplement.

(6) MX Class.

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

(8) In the case of Combination 8 various subcombinations are permitted. See "Description of the Securities—Modification and Exchange" in the Base Offering Circular for a discussion of subcombinations.



\$1,021,572,189

**Government National
Mortgage Association**

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**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2003-007**

OFFERING CIRCULAR SUPPLEMENT
January 23, 2003

**UBS Warburg
Blaylock & Partners, L.P.**