

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



\$739,338,482

Government National Mortgage Association

GINNIE MAE®

**Guaranteed REMIC Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2003-055**

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

UBS Investment Bank

Williams Capital Group, L.P.

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

Ginnie Mae REMIC Trust 2003-055

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						
C	\$ 76,765,000	5.00%	SUP	FIX	June 2033	38374BAA1
IX	54,166,666	6.00	NTL (STP)	FIX/IO	June 2033	38374BAB9
PA	54,485,715	3.50	PAC	FIX	June 2033	38374BAC7
PB	325,000	5.00	PAC	FIX	June 2033	38374BAD5
PD	81,365,334	3.25	PAC	FIX	June 2033	38374BAE3
PF(1)	112,058,951	(5)	PAC	FLT	June 2033	38374BAF0
PS(1)	112,058,951	(5)	NTL (PAC)	INV/IO	June 2033	38374BAG8
Security Group 2						
IA	2,334,435	5.00	NTL (NSJ/TAC/AD)	FIX/IO	June 2033	38374BAH6
KA	27,563,351	4.50	TAC/AD	FIX	June 2033	38374BAJ2
KB	23,344,351	4.50	NSJ/TAC/AD	FIX	June 2033	38374BAK9
KI	2,756,335	5.00	NTL (TAC/AD)	FIX/IO	June 2033	38374BAL7
LI(1)	30,530,307	5.00	NTL (PAC)	FIX/IO	June 2033	38374BAM5
LO(1)	30,530,307	0.00	PAC	PO	June 2033	38374BAN3
PG	100,000,000	5.00	PAC	FIX	June 2029	38374BAP8
PI	25,865,585	5.00	NTL (PAC)	FIX/IO	June 2029	38374BAQ6
PJ	797,602	5.00	PAC	FIX	June 2029	38374BAR4
PK	80,079,422	5.00	PAC	FIX	June 2032	38374BAS2
PM	20,000,000	4.00	PAC	FIX	June 2029	38374BAT0
PV	24,575,500	3.00	PAC	FIX	June 2029	38374BAU7
QH	40,117,950	3.50	PAC	FIX	June 2029	38374BAV5
Z	36,455,000	5.00	SUP	FIX/Z	June 2033	38374BAW3
ZB	23,714,167	5.00	NSJ/TAC/AD	FIX/Z	June 2033	38374BAX1
ZC	7,160,832	5.00	CPT/NSJ/SUP	FIX/Z	June 2033	38374BAY9
Residual						
RR	0	0.00	NPR	NPR	June 2033	38374BAZ6

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

AVAILABLE INFORMATION

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

- this Offering Circular Supplement (this “Supplement”) and
- the Base Offering Circular.

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

If you do not have access to the internet, call JPMorgan Chase Bank, which will act as information agent for the Trust, at (800) 234-GNMA, to order copies of the Base Offering Circular.

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

TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
Terms Sheet	S-4	ERISA Matters	S-27
Risk Factors	S-9	Legal Investment Considerations	S-28
The Trust Assets	S-10	Plan of Distribution	S-28
Ginnie Mae Guaranty	S-11	Increase in Size	S-28
Description of the Securities	S-11	Legal Matters	S-28
Yield, Maturity and Prepayment Considerations	S-15	Schedule I: Available Combinations	S-I-1
Certain Federal Income Tax Consequences	S-25	Schedule II: Scheduled Principal Balances	S-II-1
		Schedule III: Jump Balances	S-III-1

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 Securities LLC

Trustee: Bank One Trust Company, N.A.

Tax Administrator: The Trustee

Closing Date: June 30, 2003

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in July 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 II	6.0%	30
2	Ginnie Mae II	5.0%	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 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 \$325,000,000	352	5	6.721%
Group 2 Trust Assets \$414,338,482	355	2	5.803%

(1) As of June 1, 2003.

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

(3) The Mortgage Loans underlying the 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 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, Non-Sticky Jump 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
PF	LIBOR + 0.30%	1.6%	0.3%	7.0%	0	0.0%
PS	6.70% – LIBOR	5.4%	0.0%	6.7%	0	6.7%

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

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

SECURITY GROUP 1

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

1. To the PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, to PA, PD and PF, pro rata, until retired
 - b. To PB, until retired
2. To C, until retired
3. To the PAC Classes, in the manner and order of priority described in step 1 above, 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 Z, ZB, ZC1 and ZC2 Accrual Amounts will be allocated as follows:

- The Z Accrual Amount in the following order of priority:
 1. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To Z, until retired
- The ZB Accrual Amount in the following order of priority:
 1. To KB, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To ZB, until retired
- The ZC1 Accrual Amount in the following order of priority:
 1. To KB and ZB, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To KB, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To ZB, until retired
 - c. To KB, without regard to its Scheduled Principal Balances, until retired
 2. To ZC1, until retired
- The ZC2 Accrual Amount in the following order of priority:
 1. If the remaining principal balance of the Group 2 Trust Assets (net of any Trustee Fee), after giving effect to their reduction on the Distribution Date (the “Group 2 Trust Asset Balance”), is less than both (a) the product of (i) the 434% PSA Balance and (ii) the ZC2 Ratio and (b) the 75% PSA Balance, then to ZC2, until retired
 2. To KB and ZB, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. To KB, until reduced to its Scheduled Principal Balance for that Distribution Date
 - b. To ZB, until retired
 - c. To KB, without regard to its Scheduled Principal Balances, until retired
 3. Sequentially, to ZC1 and ZC2, in that order, until retired
- The Group 2 Adjusted Principal Distribution Amount in the following order of priority:
 1. The PAC Classes, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 - a. Concurrently, to PG, PM, PV and QH, pro rata, until retired
 - b. Sequentially, to PJ, PK and LO, in that order, until retired

2. Concurrently, as follows:
 - a. 54.1437717907% in the following order of priority:
 - i. To KA, until reduced to its Scheduled Principal Balance for that Distribution Date
 - ii. To Z, until retired
 - iii. To KA, without regard to its Scheduled Principal Balances, until retired
 - b. 45.8562282093% in the following order of priority:
 - i. If the Group 2 Trust Asset Balance, is less than both (a) the product of (i) the 434% PSA Balance and (ii) the ZC2 Ratio and (b) the 75% PSA Balance, then sequentially, to ZC1 and ZC2, in that order, until retired
 - ii. To KB and ZB, until reduced to their Aggregate Scheduled Principal Balance for that Distribution Date, in the following order of priority:
 1. To KB, until reduced to its Scheduled Principal Balance for that Distribution Date
 2. To ZB, until retired
 3. To KB, without regard to its Scheduled Principal Balances, until retired
 - iii. Sequentially, to ZC1 and ZC2, in that order, until retired
 - iv. To KB and ZB, in the manner and order of priority described in step 2.b.ii above, but without regard to their Aggregate Scheduled Principal Balances, until retired
 3. To the PAC Classes, in the manner and order of priority described in step 1 above, but without regard to their Aggregate Scheduled Principal Balances, until retired
- The “ZC2 Ratio” is:
 1. For any Distribution Date through the Distribution Date on which ZC1 is retired, 1.0
 2. For any Distribution Date thereafter, through the Distribution Date on which ZC2 is retired, the original balance of ZC2 divided by its current balance, before giving effect to any increase or reduction on that Distribution Date

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>
PA, PB, PD and PF (in the aggregate)	190% PSA through 350% PSA
LO, PG, PJ, PK, PM, PV and QH (in the aggregate)	100% PSA through 250% PSA
KA	125% PSA
KB	125% PSA
KB and ZB (in the aggregate)	175% PSA

Jump Balances: The 434% PSA and 75% PSA Balances (together, the “Jump Balances”) are included in Schedule III to this Supplement. The Jump Balances were calculated using a Structuring Rate of 434% PSA and 75% PSA, as applicable, and the assumed characteristics of the related Trust MBS to be delivered on the Closing Date. The actual characteristics of the related Trust MBS may vary from the characteristics assumed in preparing

the Jump Balances included in Schedule III to this Supplement and, if so, the Sponsor may recalculate such balances. The Sponsor will make them available on Ginnie Mae’s Multiclass Securities e-Access located on Ginnie Mae’s website (“e-Access”) shortly after the Closing Date.

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>
IA	\$ 2,334,435	10% of KB (NSJ/TAC/AD Class)
IX	\$ 54,166,666	16.6666666667% of the Group 1 Trust Assets (net of any Trustee Fee)
KI	\$ 2,756,335	10% of KA (TAC/AD Class)
LI	\$ 30,530,307	100% of LO (PAC Class)
PI	\$ 4,000,000	20% of PM (PAC Class)
	9,830,200	40% of PV (PAC Class)
	12,035,385	30% of QH (PAC Class)
	<u>\$ 25,865,585</u>	
PS	\$112,058,951	100% of PF (PAC Class)

Component Classes: For purposes of calculating distributions of principal, Class ZC is comprised of multiple components having the designations and characteristics set forth below. Components are not separately transferable from the related Class of Securities.

<u>Class</u>	<u>Components</u>	<u>Principal Type</u>	<u>Interest Type</u>	<u>Interest Rate</u>	<u>Original Principal Balance</u>
ZC	ZC1	NSJ/SUP	FIX/Z	5.0%	\$ 358,042
	ZC2	NSJ/SUP	FIX/Z	5.0	6,802,790

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 and TAC classes, the related support classes and components 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 and TAC classes for that distribution date, this excess will be distributed to the related support classes and components.

The occurrence of a trigger event may significantly affect the weighted average life of non-sticky jump securities. The principal distribution priorities of non-sticky jump securities will change temporarily upon the occurrence of a specified trigger event on any Distribution Date as described under “Terms Sheet—Allocation of Principal” in this Supplement. A change in principal distribution priority could significantly extend or shorten the weighted average life of any non-sticky jump class from the anticipated weighted average life at the time of purchase. Consequently, an investor in non-sticky jump securities should carefully consider the likelihood and probable frequency of the occurrence of the trigger event in analyzing the anticipated weighted average life of the securities acquired.

The securities may not be a suitable investment for you. The securities, in particular, the component, support, interest only, principal only, inverse floating rate, non-sticky jump, 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 will evidence, directly or indirectly, Ginnie Mae Certificates.

The Trust MBS

The Trust MBS are either:

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

Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate bears interest at a Mortgage Rate 0.50% to 1.50% per annum greater than the related Certificate Rate. Ginnie Mae receives a fee (the “Ginnie Mae Certificate Guaranty Fee”) for its guaranty of each Ginnie Mae II MBS Certificate of 0.06% per annum of the outstanding principal balance of each related Mortgage Loan. The difference between (a) the Mortgage Rate and (b) the sum of the Certificate Rate and the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

The Mortgage Loans

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

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

The Trustee Fee

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

GINNIE MAE GUARANTY

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

DESCRIPTION OF THE SECURITIES

General

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

Form of Securities

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

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

Each 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 other than Classes KB, ZB and ZC will be issued in minimum denominations that equal \$100,000 in initial principal or notional balance. Classes KB, ZB and ZC will be issued in minimum denominations of \$50,000 in initial principal balance.

Distributions

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

Interest Distributions

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

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable 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 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date

Fixed Rate Classes

Each Fixed Rate Class will bear interest at the per annum Interest Rate shown on the 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 e-Access or by calling the Information Agent at (800) 234-GNMA.

Accrual Classes

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

Principal Distributions

The Adjusted Principal Distribution Amount for each Group and the Z, ZB, ZC1 and ZC2 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 and Components

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, and Components will be categorized as shown above under “Terms Sheet—Component Classes” in 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.

Component Class

Class ZC is a Component Class and has Components with the designations and characteristics shown under “Terms Sheet—Component Classes” in this Supplement. Components will not be separately issued or transferable.

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. 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 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 to be distributed to (or interest to be added to the Class Principal Balance of) that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on e-Access.

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

Recent Developments: e-Access replaces gREX

Ginnie Mae has retired gREX as a database of information regarding Ginnie Mae MBS and Ginnie Mae Securities. gREX has been replaced by e-Access, a web-based application located on Ginnie Mae’s website at <http://www.ginniemae.gov>. Notwithstanding the disclosure in the Base Offering Circular, e-Access maintains all of the information historically made available on gREX.

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 shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class may be exchanged for proportionate interests in the related Classes of REMIC Securities. 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.

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 2003-55. 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 $\frac{1}{32}$ of 1% of the outstanding principal balance of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000). The fee must be paid concurrently with the exchange.

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

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

YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

General

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

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

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

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

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

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

Accretion Directed Classes

Classes KA, KB, and ZB are Accretion Directed Classes. The related Accrual Amount will be applied to making principal distributions on those Classes as described in this Supplement. Classes IA and KI are Notional Classes whose Class Notional Balances are determined by reference to the Class Principal Balances of Classes KB and KA, respectively.

Each of the Accretion Directed Classes has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Classes KA and KB will have principal payment stability only through the prepayment rate shown in the table below. Class ZB is not listed in the table below because, although it is entitled to receive payments from the related Accrual Amounts, 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 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, its Class Principal Balance would be reduced to zero on, but not before, its Final Distribution Date, and its Weighted Average Life would equal its maximum Weighted Average Life.
- However, the Weighted Average Lives of Classes KA and KB, 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>
KA and KB	6.2	June 2033	95% 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 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 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 Rates for the PAC and TAC Classes are as follows:

<u>PAC Classes</u>	<u>Initial Effective Ranges</u>
PA, PB, PD and PF (in the aggregate)	190% PSA through 350% PSA
LO, PG, PJ, PK, PM, PV and QH (in the aggregate)	100% PSA through 250% PSA
<u>TAC Classes</u>	<u>Initial Effective Rates</u>
KA	125% PSA
KB	125% PSA
KB and ZB (in the aggregate)	175% PSA

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

If all of the Classes and Components 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 Rates. If the initial Effective Ranges or Rates were calculated using the actual characteristics of the related Mortgage Loans, the initial Effective Ranges or Rates 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 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 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 or TAC Class, the amount available to pay principal on the Securities may be insufficient to produce Scheduled Payments on the related PAC 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 or TAC Class, its supporting Classes and Components may be retired earlier than that PAC or TAC Class, and the Weighted Average Life of the PAC 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.*

Non-Sticky Jump Classes

Classes KB, ZB and ZC have been designated as Non-Sticky Jump Classes because their principal distribution priorities will change temporarily (“jump”) on any Distribution Date that the applicable trigger is met but will revert (not “stick”) on any subsequent Distribution Date that the applicable trigger is not met. See *“Terms Sheet—Allocation of Principal” in this Supplement.*

The Weighted Average Life of a Non-Sticky Jump Class that jumps ahead in priority of principal distributions may be shortened, perhaps significantly. Conversely, the Weighted Average Life of a Non-Sticky Jump Class that is jumped by another Class or Classes may be extended, perhaps significantly. The yield to investors may be less than anticipated for any Class purchased at a premium if the Weighted Average Life is shortened and for any Class purchased at a discount if the Weighted Average Life is extended.

The trigger event for the Non-Sticky Jump Classes is determined by reference to the ZC2 Ratio and the Jump Balances, which were calculated as set forth under “Terms Sheet—Jump Balances” in this Supplement.

The Sponsor may recalculate the Jump Balances based upon the actual characteristics of the Group 2 Trust Assets delivered on the Closing Date, which may vary from the characteristics assumed in preparing the Jump Balances set forth in Schedule III to this Supplement. If recalculated, the Jump Balances will reflect the aggregate unpaid principal amount of the Group 2 Trust Assets, net of any applicable Trustee Fee, for each Distribution Date assuming that the Mortgage Loans underlying the Group 2 Trust Assets prepay at a constant rate of approximately 434% PSA or 75% PSA, as applicable, and that each of the Mortgage Loans underlying the Group 2 Trust Assets has the same interest rate, remaining term to maturity and loan age as the weighted average mortgage rate, weighted average remaining term to maturity and weighted average loan age of the Group 2 Trust Assets delivered on the Closing Date. If recalculated, the Jump Balances will be made available on e-Access shortly after the Closing Date.

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 following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate, for which each

Mortgage Loan is assumed to have an original and a remaining term to maturity of 360 months and a Mortgage Rate of 1.5% per annum higher than the related Certificate Rate.

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

3. Distributions on the Securities are always received on the 20th day of the month, whether or not a Business Day, commencing in July 2003.

4. A termination of the Trust does not occur.

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

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

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

8. The Jump Balances are as set forth in Schedule III.

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

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

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

Decrement Tables

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement (“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	Class C					Class IX					Classes PA, PD, PF, PS and PW					Class PB				
	0%	190%	320%	350%	650%	0%	190%	320%	350%	650%	0%	190%	320%	350%	650%	0%	190%	320%	350%	650%
	Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	100	100	87	84	55	99	95	92	91	84	99	93	93	93	93	100	100	100	100	100
June 2005	100	100	65	57	0	98	85	77	75	57	97	80	80	80	75	100	100	100	100	100
June 2006	100	100	45	33	0	97	74	61	58	35	96	66	66	66	45	100	100	100	100	100
June 2007	100	100	32	18	0	96	65	49	46	21	95	54	54	54	27	100	100	100	100	100
June 2008	100	100	25	10	0	95	57	39	35	12	93	43	43	43	16	100	100	100	100	100
June 2009	100	100	22	8	0	93	49	31	27	7	91	34	34	34	10	100	100	100	100	100
June 2010	100	99	21	7	0	92	43	24	21	4	89	25	25	25	6	100	100	100	100	100
June 2011	100	95	20	7	0	90	37	19	17	3	87	19	19	19	3	100	100	100	100	100
June 2012	100	90	18	7	0	89	32	15	13	2	85	14	14	14	2	100	100	100	100	100
June 2013	100	84	17	7	0	87	28	12	10	1	83	10	10	10	1	100	100	100	100	100
June 2014	100	77	16	7	0	85	24	9	8	1	80	7	7	7	1	100	100	100	100	100
June 2015	100	71	14	7	0	83	21	7	6	0	77	5	5	5	0	100	100	100	100	100
June 2016	100	64	13	7	0	80	18	6	4	0	74	3	3	3	0	100	100	100	100	100
June 2017	100	58	12	7	0	78	15	5	3	0	71	2	2	2	0	100	100	100	100	100
June 2018	100	51	12	7	0	75	13	4	3	0	68	1	1	1	0	100	100	100	100	68
June 2019	100	46	11	7	0	73	11	3	2	0	64	0	0	0	0	100	100	100	100	40
June 2020	100	39	9	6	0	70	9	2	1	0	60	0	0	0	0	100	0	0	0	23
June 2021	100	33	7	5	0	66	8	2	1	0	56	0	0	0	0	100	0	0	0	13
June 2022	100	27	5	3	0	63	6	1	1	0	51	0	0	0	0	100	0	0	0	8
June 2023	100	23	4	3	0	59	5	1	1	0	46	0	0	0	0	100	0	0	0	4
June 2024	100	18	3	2	0	55	4	1	0	0	41	0	0	0	0	100	0	0	0	2
June 2025	100	15	2	1	0	50	3	0	0	0	35	0	0	0	0	100	0	0	0	1
June 2026	100	12	2	1	0	46	3	0	0	0	29	0	0	0	0	100	0	0	0	1
June 2027	100	9	1	1	0	40	2	0	0	0	22	0	0	0	0	100	0	0	0	0
June 2028	100	7	1	0	0	35	2	0	0	0	15	0	0	0	0	100	0	0	0	0
June 2029	100	5	0	0	0	29	1	0	0	0	7	0	0	0	0	100	0	0	0	0
June 2030	95	3	0	0	0	22	1	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2031	66	2	0	0	0	16	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	34	0	0	0	0	8	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 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)	28.5	15.8	5.1	3.6	1.0	20.2	7.6	5.1	4.8	2.8	17.6	5.1	5.1	5.1	3.3	26.8	16.2	16.2	16.2	16.1

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes IA and KB										Class KA and KI				Classes LI, LO and PL					
	0%	75%	76%	100%	193%	194%	220%	250%	434%	435%	450%	0%	100%	220%	450%	0%	100%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	93	93	93	93	90	90	92	93	90	90	90	93	93	90	90	90	100	100	100	100
June 2005	86	86	86	86	75	75	75	75	75	75	75	86	86	75	75	75	100	100	100	100
June 2006	79	79	79	79	58	60	58	58	0	0	0	79	79	58	58	0	100	100	100	100
June 2007	71	71	71	71	41	43	41	41	0	0	0	71	71	41	41	0	100	100	100	100
June 2008	63	63	63	63	26	26	26	26	0	0	0	63	63	26	26	0	100	100	100	100
June 2009	54	54	54	54	12	12	12	12	0	0	0	54	54	12	12	0	100	100	100	100
June 2010	45	45	45	45	0	0	0	0	0	0	0	45	45	0	0	0	100	100	100	100
June 2011	35	35	35	35	0	0	0	0	0	0	0	35	35	0	0	0	100	100	100	100
June 2012	25	25	25	25	0	0	0	0	0	0	0	25	25	0	0	0	100	100	100	96
June 2013	14	14	14	11	0	0	0	0	0	0	0	14	11	0	0	0	100	100	100	69
June 2014	3	3	3	0	0	0	0	0	0	0	0	3	0	0	0	0	100	100	100	49
June 2015	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	100	100	34
June 2016	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	100	100	24
June 2017	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	100	100	17
June 2018	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	98	98	12
June 2019	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	80	80	8
June 2020	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	64	64	6
June 2021	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	52	52	4
June 2022	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	41	41	3
June 2023	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	33	33	2
June 2024	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	25	25	1
June 2025	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	20	20	1
June 2026	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	15	15	1
June 2027	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	100	11	11	0
June 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	51	8	8	0
June 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	5	5	5	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	3	3	3	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	2	2	2	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	1	1	0
June 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)	6.2	6.2	6.2	6.1	3.5	3.6	3.6	3.6	2.1	2.1	2.1	6.2	6.1	3.5	3.5	2.1	25.1	19.1	19.1	11.8

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Classes PG, PL, PM, PV and QH					Class PJ					Class PK				
	0%	100%	220%	250%	450%	0%	100%	220%	250%	450%	0%	100%	220%	250%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	97	93	93	93	93	100	100	100	100	100	100	100	100	100	100
June 2005	95	81	81	81	81	100	100	100	100	100	100	100	100	100	100
June 2006	92	66	66	66	58	100	100	100	100	100	100	100	100	100	100
June 2007	89	52	52	52	25	100	100	100	100	100	100	100	100	100	100
June 2008	86	39	39	39	1	100	100	100	100	100	100	100	100	100	100
June 2009	82	26	26	26	0	100	100	100	100	0	100	100	100	100	63
June 2010	78	14	14	14	0	100	100	100	100	0	100	100	100	100	34
June 2011	75	3	3	3	0	100	100	100	100	0	100	100	100	100	13
June 2012	70	0	0	0	0	100	0	0	0	0	100	83	83	83	0
June 2013	66	0	0	0	0	100	0	0	0	0	100	62	62	62	0
June 2014	61	0	0	0	0	100	0	0	0	0	100	45	45	45	0
June 2015	56	0	0	0	0	100	0	0	0	0	100	30	30	30	0
June 2016	50	0	0	0	0	100	0	0	0	0	100	18	18	18	0
June 2017	45	0	0	0	0	100	0	0	0	0	100	8	8	8	0
June 2018	38	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2019	32	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2020	25	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2021	17	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2022	9	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2023	1	0	0	0	0	100	0	0	0	0	100	0	0	0	0
June 2024	0	0	0	0	0	0	0	0	0	0	81	0	0	0	0
June 2025	0	0	0	0	0	0	0	0	0	0	59	0	0	0	0
June 2026	0	0	0	0	0	0	0	0	0	0	34	0	0	0	0
June 2027	0	0	0	0	0	0	0	0	0	0	9	0	0	0	0
June 2028	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2029	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
June 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	12.2	4.2	4.2	4.2	3.1	20.1	8.3	8.3	8.3	5.1	22.3	11.0	11.0	11.0	6.6

**Security Group 2
PSA Prepayment Assumption Rates**

Distribution Date	Class Z					Class ZB										Class ZC											
	0%	100%	220%	250%	450%	0%	75%	76%	100%	193%	194%	220%	250%	434%	435%	450%	0%	75%	76%	100%	193%	194%	220%	250%	434%	435%	450%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
June 2004	105	105	95	92	71	105	105	105	105	98	98	101	103	95	95	93	105	105	105	105	97	97	71	43	0	0	0
June 2005	110	110	79	69	5	110	110	110	110	89	89	103	90	13	12	6	110	110	110	110	85	83	0	0	0	0	0
June 2006	116	116	58	41	0	116	116	116	116	76	78	76	53	0	0	0	116	116	116	116	69	51	0	0	0	0	0
June 2007	122	122	44	22	0	122	122	122	122	67	82	58	28	0	0	0	122	122	122	122	60	0	0	0	0	0	0
June 2008	128	128	36	11	0	128	128	128	128	62	78	47	14	0	0	0	128	128	128	128	55	0	0	0	0	0	0
June 2009	135	135	33	6	0	135	135	135	135	61	76	43	8	0	0	0	135	135	135	135	54	0	0	0	0	0	0
June 2010	142	142	33	6	0	142	142	142	142	62	77	43	7	0	0	0	142	142	142	142	57	0	0	0	0	0	0
June 2011	149	149	28	1	0	149	149	149	149	54	71	36	1	0	0	0	149	149	149	149	60	0	0	0	0	0	0
June 2012	157	157	26	0	0	157	157	157	157	50	67	34	0	0	0	0	157	157	157	157	63	0	0	0	0	0	0
June 2013	165	165	24	0	0	165	165	165	165	45	64	32	0	0	0	0	165	165	165	165	66	0	0	0	0	0	0
June 2014	173	169	23	0	0	173	173	173	167	40	60	30	0	0	0	0	173	173	173	173	69	0	0	0	0	0	0
June 2015	176	162	21	0	0	174	174	174	156	35	56	27	0	0	0	0	182	182	182	182	73	0	0	0	0	0	0
June 2016	176	155	19	0	0	171	171	171	143	29	51	25	0	0	0	0	191	191	191	191	77	0	0	0	0	0	0
June 2017	176	146	17	0	0	168	168	168	129	23	46	22	0	0	0	0	201	201	201	201	80	0	0	0	0	0	0
June 2018	176	136	15	0	0	165	165	165	113	17	41	20	0	0	0	0	211	211	211	211	85	0	0	0	0	0	0
June 2019	176	126	13	0	0	162	153	151	97	11	37	17	0	0	0	0	222	222	222	222	89	0	0	0	0	0	0
June 2020	176	116	12	0	0	158	134	132	80	5	32	15	0	0	0	0	234	234	234	234	93	0	0	0	0	0	0
June 2021	176	105	10	0	0	155	114	112	63	0	28	13	0	0	0	0	246	246	246	246	96	0	0	0	0	0	0
June 2022	176	95	9	0	0	151	94	92	45	0	24	11	0	0	0	0	258	258	258	258	83	0	0	0	0	0	0
June 2023	176	84	7	0	0	147	73	71	28	0	21	9	0	0	0	0	271	271	271	271	71	0	0	0	0	0	0
June 2024	176	74	6	0	0	143	52	50	10	0	17	8	0	0	0	0	285	285	285	285	59	0	0	0	0	0	0
June 2025	176	64	5	0	0	138	30	29	0	0	14	6	0	0	0	0	300	300	300	276	49	0	0	0	0	0	0
June 2026	176	54	4	0	0	133	9	7	0	0	12	5	0	0	0	0	315	315	315	235	40	0	0	0	0	0	0
June 2027	176	45	3	0	0	129	0	0	0	0	9	4	0	0	0	0	331	289	285	195	32	0	0	0	0	0	0
June 2028	176	36	2	0	0	124	0	0	0	0	7	3	0	0	0	0	348	235	231	156	24	0	0	0	0	0	0
June 2029	162	28	2	0	0	100	0	0	0	0	5	2	0	0	0	0	366	182	179	119	18	0	0	0	0	0	0
June 2030	125	19	1	0	0	47	0	0	0	0	3	1	0	0	0	0	385	130	127	84	12	0	0	0	0	0	0
June 2031	86	12	1	0	0	0	0	0	0	0	2	1	0	0	0	0	373	78	77	50	7	0	0	0	0	0	0
June 2032	45	4	0	0	0	0	0	0	0	0	1	0	0	0	0	0	193	29	28	18	2	0	0	0	0	0	0
June 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	27.9	20.1	6.8	3.0	1.3	24.4	19.1	19.0	16.6	8.7	12.4	8.0	3.4	1.6	1.6	1.5	29.0	26.4	26.4	25.4	16.1	2.8	1.2	0.9	0.5	0.5	0.5

Yield Considerations

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

Prepayments: Effect on Yields

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

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

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

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

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

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

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

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

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

Low levels of LIBOR can reduce the yield of the Floating Rate Class. High levels of LIBOR can significantly reduce the yield of the Inverse Floating Rate Class.

Payment Delay: Effect on Yields of the Fixed Rate Classes

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

Yield Tables

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

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

The yields were calculated by

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

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

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

SECURITY GROUP 1

**Sensitivity of Class IX to Prepayments
Assumed Price 11.25%***

PSA Prepayment Assumption Rates				
<u>190%</u>	<u>320%</u>	<u>350%</u>	<u>650%</u>	<u>990%</u>
46.2%	39.2%	37.6%	20.6%	0.0%

**Sensitivity of Class PS to Prepayments
Assumed Price 8.50%***

<u>LIBOR</u>	PSA Prepayment Assumption Rates			
	<u>190%</u>	<u>320%</u>	<u>350%</u>	<u>650%</u>
0.30%	71.9%	71.9%	71.9%	63.8%
1.30%	56.6%	56.6%	56.6%	47.4%
4.30%	12.0%	12.0%	12.0%	(2.1)%
6.70% and above	**	**	**	**

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

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

SECURITY GROUP 2

Sensitivity of Class IA to Prepayments Assumed Price 7.00%*

PSA prepayment Assumption Rates										
<u>75%</u>	<u>76%</u>	<u>100%</u>	<u>193%</u>	<u>194%</u>	<u>220%</u>	<u>250%</u>	<u>434%</u>	<u>435%</u>	<u>450%</u>	<u>769%</u>
68.7%	68.7%	68.6%	57.1%	57.7%	58.4%	58.3%	37.5%	37.6%	35.8%	0.1%

Sensitivity of Class KI to Prepayments Assumed Price 7.50%*

PSA prepayment Assumption Rates				
<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>450%</u>	<u>690%</u>
62.8%	51.0%	51.0%	27.6%	0.0%

Sensitivity of Class LI to Prepayments Assumed Price 37.50%*

PSA prepayment Assumption Rates				
<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>450%</u>	<u>700%</u>
12.0%	12.0%	12.0%	8.0%	0.0%

Sensitivity of Class LO to Prepayments Assumed Price 63.50%*

PSA prepayment Assumption Rates			
<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>450%</u>
2.4%	2.4%	2.4%	3.9%

Sensitivity of Class PI to Prepayments Assumed Price 11.00%*

PSA prepayment Assumption Rates				
<u>100%</u>	<u>220%</u>	<u>250%</u>	<u>450%</u>	<u>753%</u>
29.8%	29.8%	29.8%	20.1%	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.

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 LO 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 IA, IX, KI, LI, PI and PS 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 Z, ZB and ZC Securities are Accrual Securities. Holders of Accrual Securities are required to accrue all income from their Securities (other than income attributable to market discount or *de minimis* market discount) under the OID rules based on the expected payments on the Accrual Securities at the prepayment 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 Class PF Securities 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 is 320 % PSA in the case of the Group 1 Securities and 220% PSA in the case of the Group 2 Securities (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Class PF Securities, the constant value of LIBOR to be used for these determinations is 1.30 %. No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying any Group of Trust Assets actually will occur or the level of LIBOR at any time after the date of this Supplement. See “*Certain Federal Income Tax Consequences*” in the *Base Offering Circular*.

The Regular Securities generally will be treated as “regular interests” in a REMIC for domestic building and loan associations, “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.

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) June 1, 2003 on the Fixed Rate Classes, and (2) June 20, 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), (2) the Original Component Principal Balance of each Component and (3) the Scheduled Principal Balances, Jump Balances and Aggregate Scheduled Principal Balances of each Class receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group will increase by the same proportion. The Trust Agreement, the Final Data Statement, the Final Schedules and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

LEGAL MATTERS

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

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)
Security Group 1								
Combination 1								
PF	\$112,058,951	PW	\$112,058,951	PAC	7.0%	FIX	38374BBA0	June 2033
PS	112,058,951							
Security Group 2								
Combination 2								
LI	\$ 30,530,307	PL	\$ 30,530,307	PAC	5.0%	FIX	38374BBB8	June 2033
LO	30,530,307							

I-I-S

- (1) All exchanges must comply with minimum denominations restrictions.
- (2) The amount shown for each MX Class represents the maximum Original Class Principal 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.

Schedule II

SCHEDULED PRINCIPAL BALANCES

Distribution Date	Class KA	Class KB	Classes KB and ZB (in the aggregate)	Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)	Classes PA, PB, PD and PF (in the aggregate)
Initial Balance	\$27,563,351.00	\$23,344,351.00	\$47,058,518.00	\$296,100,781.00	\$248,235,000.00
July 2003	27,382,650.05	23,191,309.12	46,956,441.42	295,453,382.28	247,315,841.88
August 2003	27,192,573.47	23,030,326.70	46,830,925.62	294,733,937.95	246,291,769.58
September 2003	26,992,530.96	22,860,903.79	46,681,524.41	293,943,805.66	245,164,051.13
October 2003	26,782,561.28	22,683,073.22	46,508,348.18	293,083,238.00	243,933,370.76
November 2003	26,562,714.03	22,496,876.99	46,311,541.08	292,152,524.20	242,600,514.27
December 2003	26,333,049.64	22,302,366.29	46,091,280.81	291,151,990.01	241,166,368.41
January 2004	26,093,639.35	22,099,601.45	45,847,778.62	290,081,997.55	239,631,920.11
February 2004	25,844,565.09	21,888,651.86	45,581,279.12	288,942,945.15	237,998,255.55
March 2004	25,585,919.47	21,669,595.95	45,292,059.95	287,735,267.11	236,266,559.05
April 2004	25,317,805.67	21,442,521.11	44,980,431.59	286,459,433.48	234,438,111.81
May 2004	25,040,337.30	21,207,523.57	44,646,736.95	285,115,949.78	232,514,290.49
June 2004	24,753,638.37	20,964,708.35	44,291,350.92	283,705,356.69	230,496,565.58
July 2004	24,457,843.03	20,714,189.06	43,914,679.97	282,228,229.73	228,386,499.71
August 2004	24,153,095.55	20,456,087.90	43,517,161.51	280,685,178.87	226,185,745.69
September 2004	23,839,550.02	20,190,535.37	43,099,263.40	279,076,848.17	223,896,044.47
October 2004	23,517,370.31	19,917,670.24	42,661,483.17	277,403,915.31	221,519,222.94
November 2004	23,186,729.73	19,637,639.32	42,204,347.41	275,667,091.17	219,057,191.56
December 2004	22,847,810.94	19,350,597.30	41,728,410.94	273,867,119.32	216,511,941.84
January 2005	22,500,805.66	19,056,706.54	41,234,256.01	272,004,775.52	213,885,543.74
February 2005	22,145,914.42	18,756,136.91	40,722,491.41	270,080,867.17	211,180,142.85
March 2005	21,783,346.38	18,449,065.51	40,193,751.54	268,096,232.74	208,397,957.52
April 2005	21,413,318.96	18,135,676.52	39,648,695.43	266,051,741.18	205,541,275.83
May 2005	21,036,057.66	17,816,160.90	39,088,005.76	263,948,291.28	202,612,452.41
June 2005	20,651,795.70	17,490,716.19	38,512,387.68	261,786,811.02	199,613,905.22
July 2005	20,260,773.76	17,159,546.20	37,922,567.78	259,568,256.91	196,548,112.17
August 2005	19,863,239.62	16,822,860.82	37,319,292.92	257,293,613.27	193,514,398.81
September 2005	19,459,447.88	16,480,875.65	36,703,328.99	254,963,891.51	190,512,437.31
October 2005	19,049,659.59	16,133,811.81	36,075,459.71	252,580,129.37	187,541,903.14
November 2005	18,642,764.81	15,789,198.57	35,458,170.90	250,208,781.15	184,602,475.07
December 2005	18,238,727.62	15,447,005.53	34,851,336.37	247,849,782.95	181,693,835.10
January 2006	17,837,512.40	15,107,202.50	34,254,831.21	245,503,071.21	178,815,668.47
February 2006	17,439,083.73	14,769,759.51	33,668,531.80	243,168,582.68	175,967,663.59
March 2006	17,043,406.48	14,434,646.79	33,092,315.76	240,846,254.45	173,149,512.03
April 2006	16,650,445.72	14,101,834.76	32,526,062.01	238,536,023.93	170,360,908.47
May 2006	16,260,166.79	13,771,294.06	31,969,650.64	236,237,828.85	167,601,550.69
June 2006	15,872,535.26	13,442,995.54	31,422,963.03	233,951,607.26	164,871,139.53
July 2006	15,487,516.93	13,116,910.22	30,885,881.74	231,677,297.53	162,169,378.85
August 2006	15,105,077.85	12,793,009.36	30,358,290.56	229,414,838.34	159,495,975.51
September 2006	14,725,184.28	12,471,264.38	29,840,074.45	227,164,168.70	156,850,639.34
October 2006	14,347,802.73	12,151,646.92	29,331,119.55	224,925,227.92	154,233,083.11
November 2006	13,972,899.94	11,834,128.80	28,831,313.19	222,697,955.62	151,643,022.49
December 2006	13,600,442.85	11,518,682.04	28,340,543.85	220,482,291.75	149,080,176.03
January 2007	13,230,398.67	11,205,278.84	27,858,701.14	218,278,176.55	146,544,265.13
February 2007	12,862,734.79	10,893,891.61	27,385,675.80	216,085,550.58	144,035,014.01
March 2007	12,497,418.85	10,584,492.92	26,921,359.74	213,904,354.70	141,552,149.69
April 2007	12,134,418.69	10,277,055.56	26,465,645.94	211,734,530.07	139,095,401.94
May 2007	11,773,702.40	9,971,552.48	26,018,428.49	209,576,018.15	136,664,503.28
June 2007	11,415,238.25	9,667,956.82	25,579,602.58	207,428,760.72	134,259,188.93
July 2007	11,058,994.74	9,366,241.89	25,149,064.49	205,292,699.84	131,879,196.80
August 2007	10,704,940.59	9,066,381.21	24,726,711.53	203,167,777.88	129,524,267.44
September 2007	10,353,044.73	8,768,348.45	24,312,442.11	201,053,937.49	127,194,144.03

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
October 2007	10,003,276.27	8,472,117.47	23,906,155.66	198,951,121.64	124,888,572.37
November 2007	9,655,604.58	8,177,662.31	23,507,752.68	196,859,273.57	122,607,300.81
December 2007	9,309,999.19	7,884,957.17	23,117,134.68	194,778,336.83	120,350,080.27
January 2008	8,966,429.85	7,593,976.43	22,734,204.17	192,708,255.25	118,116,664.18
February 2008	8,624,866.52	7,304,694.66	22,358,864.71	190,648,972.95	115,906,808.47
March 2008	8,285,279.35	7,017,086.56	21,991,020.82	188,600,434.34	113,720,271.54
April 2008	7,947,638.71	6,731,127.04	21,630,578.03	186,562,584.11	111,556,814.25
May 2008	7,611,915.14	6,446,791.16	21,277,442.85	184,535,367.24	109,416,199.87
June 2008	7,278,079.39	6,164,054.14	20,931,522.73	182,518,728.99	107,298,194.08
July 2008	6,946,102.41	5,882,891.37	20,592,726.12	180,512,614.91	105,202,564.92
August 2008	6,615,955.33	5,603,278.40	20,260,962.40	178,516,970.82	103,129,082.80
September 2008	6,287,609.47	5,325,190.96	19,936,141.87	176,531,742.82	101,077,520.44
October 2008	5,961,036.36	5,048,604.91	19,618,175.82	174,556,877.29	99,047,652.86
November 2008	5,636,207.69	4,773,496.30	19,306,976.40	172,592,320.89	97,039,257.38
December 2008	5,313,095.37	4,499,841.32	19,002,456.71	170,638,020.54	95,052,113.56
January 2009	4,991,671.46	4,227,616.31	18,704,530.74	168,693,923.45	93,086,003.21
February 2009	4,671,908.23	3,956,797.79	18,413,113.38	166,759,977.09	91,140,710.33
March 2009	4,353,778.11	3,687,362.41	18,128,120.39	164,836,129.21	89,216,021.13
April 2009	4,037,253.73	3,419,286.98	17,849,468.45	162,922,327.82	87,311,723.98
May 2009	3,722,307.89	3,152,548.47	17,577,075.06	161,018,521.20	85,427,609.39
June 2009	3,408,913.57	2,887,124.00	17,310,858.61	159,124,657.89	83,563,470.00
July 2009	3,097,043.91	2,622,990.82	17,050,738.32	157,240,686.71	81,719,100.56
August 2009	2,786,672.26	2,360,126.35	16,796,634.30	155,366,556.73	79,894,297.89
September 2009	2,477,772.10	2,098,508.13	16,548,467.43	153,502,217.29	78,102,015.52
October 2009	2,170,317.11	1,838,113.89	16,306,159.45	151,647,617.98	76,346,359.50
November 2009	1,864,281.14	1,578,921.45	16,069,632.94	149,802,708.66	74,626,592.77
December 2009	1,559,638.19	1,320,908.82	15,838,811.25	147,967,439.44	72,941,992.95
January 2010	1,256,362.44	1,064,054.11	15,613,618.55	146,141,760.70	71,291,852.05
February 2010	954,428.23	808,335.60	15,393,979.81	144,325,623.06	69,675,476.18
March 2010	653,810.08	553,731.71	15,179,820.78	142,518,977.39	68,092,185.27
April 2010	354,482.64	300,220.96	14,971,068.00	140,721,774.84	66,541,312.83
May 2010	56,420.75	47,782.06	14,767,648.76	138,933,966.78	65,022,205.63
June 2010	0.00	0.00	14,569,491.12	137,155,504.85	63,534,223.47
July 2010	0.00	0.00	14,376,523.90	135,386,340.93	62,076,738.92
August 2010	0.00	0.00	14,188,676.69	133,626,427.15	60,649,137.05
September 2010	0.00	0.00	14,005,879.78	131,875,715.89	59,250,815.21
October 2010	0.00	0.00	13,828,064.21	130,134,159.77	57,881,182.75
November 2010	0.00	0.00	13,655,161.75	128,401,711.65	56,539,660.83
December 2010	0.00	0.00	13,487,104.91	126,678,324.64	55,225,682.14
January 2011	0.00	0.00	13,323,826.86	124,963,952.09	53,938,690.69
February 2011	0.00	0.00	13,165,261.52	123,258,547.59	52,678,141.60
March 2011	0.00	0.00	13,011,343.48	121,562,064.96	51,443,500.86
April 2011	0.00	0.00	12,862,008.05	119,874,458.27	50,234,245.13
May 2011	0.00	0.00	12,717,191.20	118,195,681.82	49,049,861.51
June 2011	0.00	0.00	12,576,829.57	116,525,690.15	47,889,847.35
July 2011	0.00	0.00	12,440,860.49	114,864,438.02	46,753,710.03
August 2011	0.00	0.00	12,309,221.96	113,211,880.44	45,640,966.79
September 2011	0.00	0.00	12,181,852.60	111,567,972.64	44,551,144.50
October 2011	0.00	0.00	12,058,691.72	109,932,670.09	43,483,779.49
November 2011	0.00	0.00	11,939,679.25	108,305,928.48	42,438,417.36
December 2011	0.00	0.00	11,824,755.78	106,687,703.72	41,414,612.80
January 2012	0.00	0.00	11,713,862.49	105,077,951.97	40,411,929.39
February 2012	0.00	0.00	11,606,941.24	103,476,629.60	39,429,939.45

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
March 2012	0.00	0.00	11,503,934.45	101,883,693.21	38,468,223.85
April 2012	0.00	0.00	11,401,868.11	100,305,460.98	37,526,371.84
May 2012	0.00	0.00	11,296,846.74	98,750,262.11	36,603,980.90
June 2012	0.00	0.00	11,188,944.26	97,217,771.10	35,700,656.55
July 2012	0.00	0.00	11,078,233.23	95,707,666.98	34,816,012.22
August 2012	0.00	0.00	10,964,784.85	94,219,633.21	33,949,669.06
September 2012	0.00	0.00	10,848,668.98	92,753,357.65	33,101,255.83
October 2012	0.00	0.00	10,729,954.19	91,308,532.50	32,270,408.71
November 2012	0.00	0.00	10,608,707.74	89,884,854.22	31,456,771.16
December 2012	0.00	0.00	10,484,995.63	88,482,023.49	30,659,993.80
January 2013	0.00	0.00	10,358,882.60	87,099,745.14	29,879,734.24
February 2013	0.00	0.00	10,230,432.19	85,737,728.11	29,115,656.95
March 2013	0.00	0.00	10,099,706.69	84,395,685.37	28,367,433.13
April 2013	0.00	0.00	9,966,767.25	83,073,333.89	27,634,740.56
May 2013	0.00	0.00	9,831,673.79	81,770,394.55	26,917,263.50
June 2013	0.00	0.00	9,694,485.12	80,486,592.13	26,214,692.54
July 2013	0.00	0.00	9,555,258.91	79,221,655.22	25,526,724.46
August 2013	0.00	0.00	9,414,051.71	77,975,316.19	24,853,062.13
September 2013	0.00	0.00	9,270,918.96	76,747,311.13	24,193,414.39
October 2013	0.00	0.00	9,125,915.06	75,537,379.80	23,547,495.92
November 2013	0.00	0.00	8,979,093.29	74,345,265.57	22,915,027.12
December 2013	0.00	0.00	8,830,505.94	73,170,715.39	22,295,734.01
January 2014	0.00	0.00	8,680,204.25	72,013,479.73	21,689,348.11
February 2014	0.00	0.00	8,528,238.44	70,873,312.53	21,095,606.34
March 2014	0.00	0.00	8,374,657.75	69,749,971.14	20,514,250.90
April 2014	0.00	0.00	8,219,510.43	68,643,216.31	19,945,029.16
May 2014	0.00	0.00	8,062,843.78	67,552,812.11	19,387,693.58
June 2014	0.00	0.00	7,904,704.14	66,478,525.89	18,842,001.60
July 2014	0.00	0.00	7,745,136.93	65,420,128.24	18,307,715.52
August 2014	0.00	0.00	7,584,186.64	64,377,392.96	17,784,602.43
September 2014	0.00	0.00	7,421,896.89	63,350,096.99	17,272,434.11
October 2014	0.00	0.00	7,258,310.37	62,338,020.38	16,770,986.92
November 2014	0.00	0.00	7,093,468.92	61,340,946.24	16,280,041.73
December 2014	0.00	0.00	6,927,413.55	60,358,660.71	15,799,383.81
January 2015	0.00	0.00	6,760,184.35	59,390,952.90	15,328,802.76
February 2015	0.00	0.00	6,591,820.68	58,437,614.88	14,868,092.42
March 2015	0.00	0.00	6,422,360.99	57,498,441.61	14,417,050.77
April 2015	0.00	0.00	6,251,843.01	56,573,230.90	13,975,479.87
May 2015	0.00	0.00	6,080,303.62	55,661,783.40	13,543,185.76
June 2015	0.00	0.00	5,907,778.96	54,763,902.53	13,119,978.40
July 2015	0.00	0.00	5,734,304.37	53,879,394.45	12,705,671.56
August 2015	0.00	0.00	5,559,914.48	53,008,068.04	12,300,082.79
September 2015	0.00	0.00	5,384,643.16	52,149,734.83	11,903,033.31
October 2015	0.00	0.00	5,208,523.57	51,304,209.00	11,514,347.93
November 2015	0.00	0.00	5,031,588.13	50,471,307.32	11,133,855.02
December 2015	0.00	0.00	4,853,868.58	49,650,849.11	10,761,386.40
January 2016	0.00	0.00	4,675,395.97	48,842,656.23	10,396,777.28
February 2016	0.00	0.00	4,496,200.65	48,046,553.02	10,039,866.20
March 2016	0.00	0.00	4,316,312.33	47,262,366.27	9,690,494.97
April 2016	0.00	0.00	4,135,760.04	46,489,925.21	9,348,508.59
May 2016	0.00	0.00	3,954,572.20	45,729,061.44	9,013,755.18

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
June 2016	0.00	0.00	3,772,776.55	44,979,608.93	8,686,085.95
July 2016	0.00	0.00	3,590,400.24	44,241,403.96	8,365,355.10
August 2016	0.00	0.00	3,407,469.81	43,514,285.11	8,051,419.78
September 2016	0.00	0.00	3,224,011.15	42,798,093.21	7,744,140.04
October 2016	0.00	0.00	3,040,049.63	42,092,671.33	7,443,378.75
November 2016	0.00	0.00	2,855,609.98	41,397,864.73	7,149,001.56
December 2016	0.00	0.00	2,670,716.38	40,713,520.84	6,860,876.83
January 2017	0.00	0.00	2,485,392.45	40,039,489.23	6,578,875.60
February 2017	0.00	0.00	2,299,661.25	39,375,621.57	6,302,871.51
March 2017	0.00	0.00	2,113,545.31	38,721,771.61	6,032,740.76
April 2017	0.00	0.00	1,927,066.59	38,077,795.16	5,768,362.05
May 2017	0.00	0.00	1,740,246.57	37,443,550.04	5,509,616.56
June 2017	0.00	0.00	1,553,106.19	36,818,896.07	5,256,387.86
July 2017	0.00	0.00	1,365,665.88	36,203,695.03	5,008,561.89
August 2017	0.00	0.00	1,177,945.58	35,597,810.64	4,766,026.89
September 2017	0.00	0.00	989,964.74	35,001,108.55	4,528,673.38
October 2017	0.00	0.00	801,742.32	34,413,456.27	4,296,394.10
November 2017	0.00	0.00	613,296.83	33,834,723.18	4,069,083.96
December 2017	0.00	0.00	424,646.27	33,264,780.50	3,846,640.01
January 2018	0.00	0.00	235,808.22	32,703,501.26	3,628,961.38
February 2018	0.00	0.00	46,799.82	32,150,760.26	3,415,949.26
March 2018	0.00	0.00	0.00	31,606,434.07	3,207,506.84
April 2018	0.00	0.00	0.00	31,070,400.99	3,003,539.29
May 2018	0.00	0.00	0.00	30,542,541.04	2,803,953.69
June 2018	0.00	0.00	0.00	30,022,735.92	2,608,659.02
July 2018	0.00	0.00	0.00	29,510,868.99	2,417,566.11
August 2018	0.00	0.00	0.00	29,006,825.25	2,230,587.61
September 2018	0.00	0.00	0.00	28,510,491.33	2,047,637.93
October 2018	0.00	0.00	0.00	28,021,755.45	1,868,633.24
November 2018	0.00	0.00	0.00	27,540,507.40	1,693,491.41
December 2018	0.00	0.00	0.00	27,066,638.53	1,522,131.98
January 2019	0.00	0.00	0.00	26,600,041.71	1,354,476.13
February 2019	0.00	0.00	0.00	26,140,611.33	1,190,446.65
March 2019	0.00	0.00	0.00	25,688,243.26	1,029,967.91
April 2019	0.00	0.00	0.00	25,242,834.84	872,965.81
May 2019	0.00	0.00	0.00	24,804,284.85	719,367.76
June 2019	0.00	0.00	0.00	24,372,493.52	569,102.67
July 2019	0.00	0.00	0.00	23,947,362.46	422,100.88
August 2019	0.00	0.00	0.00	23,528,794.69	278,294.17
September 2019	0.00	0.00	0.00	23,116,694.59	137,615.70
October 2019	0.00	0.00	0.00	22,710,967.89	0.00
November 2019	0.00	0.00	0.00	22,311,521.65	0.00
December 2019	0.00	0.00	0.00	21,918,264.24	0.00
January 2020	0.00	0.00	0.00	21,531,105.34	0.00
February 2020	0.00	0.00	0.00	21,149,955.88	0.00
March 2020	0.00	0.00	0.00	20,774,728.08	0.00
April 2020	0.00	0.00	0.00	20,405,335.37	0.00
May 2020	0.00	0.00	0.00	20,041,692.43	0.00
June 2020	0.00	0.00	0.00	19,683,715.13	0.00
July 2020	0.00	0.00	0.00	19,331,320.55	0.00
August 2020	0.00	0.00	0.00	18,984,426.92	0.00
September 2020	0.00	0.00	0.00	18,642,953.64	0.00

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
October 2020	0.00	0.00	0.00	18,306,821.25	0.00
November 2020	0.00	0.00	0.00	17,975,951.42	0.00
December 2020	0.00	0.00	0.00	17,650,266.93	0.00
January 2021	0.00	0.00	0.00	17,329,691.64	0.00
February 2021	0.00	0.00	0.00	17,014,150.51	0.00
March 2021	0.00	0.00	0.00	16,703,569.55	0.00
April 2021	0.00	0.00	0.00	16,397,875.82	0.00
May 2021	0.00	0.00	0.00	16,096,997.43	0.00
June 2021	0.00	0.00	0.00	15,800,863.49	0.00
July 2021	0.00	0.00	0.00	15,509,404.13	0.00
August 2021	0.00	0.00	0.00	15,222,550.47	0.00
September 2021	0.00	0.00	0.00	14,940,234.61	0.00
October 2021	0.00	0.00	0.00	14,662,389.61	0.00
November 2021	0.00	0.00	0.00	14,388,949.49	0.00
December 2021	0.00	0.00	0.00	14,119,849.20	0.00
January 2022	0.00	0.00	0.00	13,855,024.61	0.00
February 2022	0.00	0.00	0.00	13,594,412.52	0.00
March 2022	0.00	0.00	0.00	13,337,950.61	0.00
April 2022	0.00	0.00	0.00	13,085,577.47	0.00
May 2022	0.00	0.00	0.00	12,837,232.55	0.00
June 2022	0.00	0.00	0.00	12,592,856.16	0.00
July 2022	0.00	0.00	0.00	12,352,389.46	0.00
August 2022	0.00	0.00	0.00	12,115,774.46	0.00
September 2022	0.00	0.00	0.00	11,882,954.00	0.00
October 2022	0.00	0.00	0.00	11,653,871.71	0.00
November 2022	0.00	0.00	0.00	11,428,472.05	0.00
December 2022	0.00	0.00	0.00	11,206,700.27	0.00
January 2023	0.00	0.00	0.00	10,988,502.39	0.00
February 2023	0.00	0.00	0.00	10,773,825.20	0.00
March 2023	0.00	0.00	0.00	10,562,616.26	0.00
April 2023	0.00	0.00	0.00	10,354,823.88	0.00
May 2023	0.00	0.00	0.00	10,150,397.11	0.00
June 2023	0.00	0.00	0.00	9,949,285.72	0.00
July 2023	0.00	0.00	0.00	9,751,440.20	0.00
August 2023	0.00	0.00	0.00	9,556,811.75	0.00
September 2023	0.00	0.00	0.00	9,365,352.28	0.00
October 2023	0.00	0.00	0.00	9,177,014.37	0.00
November 2023	0.00	0.00	0.00	8,991,751.29	0.00
December 2023	0.00	0.00	0.00	8,809,516.98	0.00
January 2024	0.00	0.00	0.00	8,630,266.04	0.00
February 2024	0.00	0.00	0.00	8,453,953.72	0.00
March 2024	0.00	0.00	0.00	8,280,535.91	0.00
April 2024	0.00	0.00	0.00	8,109,969.13	0.00
May 2024	0.00	0.00	0.00	7,942,210.54	0.00
June 2024	0.00	0.00	0.00	7,777,217.90	0.00
July 2024	0.00	0.00	0.00	7,614,949.58	0.00
August 2024	0.00	0.00	0.00	7,455,364.55	0.00
September 2024	0.00	0.00	0.00	7,298,422.37	0.00
October 2024	0.00	0.00	0.00	7,144,083.18	0.00
November 2024	0.00	0.00	0.00	6,992,307.70	0.00
December 2024	0.00	0.00	0.00	6,843,057.21	0.00
January 2025	0.00	0.00	0.00	6,696,293.54	0.00

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
February 2025	0.00	0.00	0.00	6,551,979.09	0.00
March 2025	0.00	0.00	0.00	6,410,076.78	0.00
April 2025	0.00	0.00	0.00	6,270,550.08	0.00
May 2025	0.00	0.00	0.00	6,133,362.98	0.00
June 2025	0.00	0.00	0.00	5,998,479.99	0.00
July 2025	0.00	0.00	0.00	5,865,866.14	0.00
August 2025	0.00	0.00	0.00	5,735,486.95	0.00
September 2025	0.00	0.00	0.00	5,607,308.45	0.00
October 2025	0.00	0.00	0.00	5,481,297.16	0.00
November 2025	0.00	0.00	0.00	5,357,420.08	0.00
December 2025	0.00	0.00	0.00	5,235,644.68	0.00
January 2026	0.00	0.00	0.00	5,115,938.92	0.00
February 2026	0.00	0.00	0.00	4,998,271.21	0.00
March 2026	0.00	0.00	0.00	4,882,610.42	0.00
April 2026	0.00	0.00	0.00	4,768,925.87	0.00
May 2026	0.00	0.00	0.00	4,657,187.33	0.00
June 2026	0.00	0.00	0.00	4,547,365.01	0.00
July 2026	0.00	0.00	0.00	4,439,429.54	0.00
August 2026	0.00	0.00	0.00	4,333,351.98	0.00
September 2026	0.00	0.00	0.00	4,229,103.82	0.00
October 2026	0.00	0.00	0.00	4,126,656.95	0.00
November 2026	0.00	0.00	0.00	4,025,983.68	0.00
December 2026	0.00	0.00	0.00	3,927,056.72	0.00
January 2027	0.00	0.00	0.00	3,829,849.17	0.00
February 2027	0.00	0.00	0.00	3,734,334.53	0.00
March 2027	0.00	0.00	0.00	3,640,486.68	0.00
April 2027	0.00	0.00	0.00	3,548,279.89	0.00
May 2027	0.00	0.00	0.00	3,457,688.79	0.00
June 2027	0.00	0.00	0.00	3,368,688.39	0.00
July 2027	0.00	0.00	0.00	3,281,254.06	0.00
August 2027	0.00	0.00	0.00	3,195,361.53	0.00
September 2027	0.00	0.00	0.00	3,110,986.89	0.00
October 2027	0.00	0.00	0.00	3,028,106.58	0.00
November 2027	0.00	0.00	0.00	2,946,697.37	0.00
December 2027	0.00	0.00	0.00	2,866,736.38	0.00
January 2028	0.00	0.00	0.00	2,788,201.06	0.00
February 2028	0.00	0.00	0.00	2,711,069.20	0.00
March 2028	0.00	0.00	0.00	2,635,318.91	0.00
April 2028	0.00	0.00	0.00	2,560,928.61	0.00
May 2028	0.00	0.00	0.00	2,487,877.05	0.00
June 2028	0.00	0.00	0.00	2,416,143.29	0.00
July 2028	0.00	0.00	0.00	2,345,706.69	0.00
August 2028	0.00	0.00	0.00	2,276,546.92	0.00
September 2028	0.00	0.00	0.00	2,208,643.94	0.00
October 2028	0.00	0.00	0.00	2,141,978.01	0.00
November 2028	0.00	0.00	0.00	2,076,529.69	0.00
December 2028	0.00	0.00	0.00	2,012,279.80	0.00
January 2029	0.00	0.00	0.00	1,949,209.47	0.00
February 2029	0.00	0.00	0.00	1,887,300.09	0.00
March 2029	0.00	0.00	0.00	1,826,533.33	0.00
April 2029	0.00	0.00	0.00	1,766,891.13	0.00
May 2029	0.00	0.00	0.00	1,708,355.70	0.00

<u>Distribution Date</u>	<u>Class KA</u>	<u>Class KB</u>	<u>Classes KB and ZB (in the aggregate)</u>	<u>Classes LO, PG, PJ, PK, PM, PV and QH (in the aggregate)</u>	<u>Classes PA, PB, PD and PF (in the aggregate)</u>
June 2029	0.00	0.00	0.00	1,650,909.51	0.00
July 2029	0.00	0.00	0.00	1,594,535.28	0.00
August 2029	0.00	0.00	0.00	1,539,216.00	0.00
September 2029	0.00	0.00	0.00	1,484,934.90	0.00
October 2029	0.00	0.00	0.00	1,431,675.46	0.00
November 2029	0.00	0.00	0.00	1,379,421.41	0.00
December 2029	0.00	0.00	0.00	1,328,156.72	0.00
January 2030	0.00	0.00	0.00	1,277,865.59	0.00
February 2030	0.00	0.00	0.00	1,228,532.45	0.00
March 2030	0.00	0.00	0.00	1,180,141.98	0.00
April 2030	0.00	0.00	0.00	1,132,679.08	0.00
May 2030	0.00	0.00	0.00	1,086,128.87	0.00
June 2030	0.00	0.00	0.00	1,040,476.68	0.00
July 2030	0.00	0.00	0.00	995,708.08	0.00
August 2030	0.00	0.00	0.00	951,808.85	0.00
September 2030	0.00	0.00	0.00	908,764.96	0.00
October 2030	0.00	0.00	0.00	866,562.62	0.00
November 2030	0.00	0.00	0.00	825,188.22	0.00
December 2030	0.00	0.00	0.00	784,628.37	0.00
January 2031	0.00	0.00	0.00	744,869.87	0.00
February 2031	0.00	0.00	0.00	705,899.73	0.00
March 2031	0.00	0.00	0.00	667,705.13	0.00
April 2031	0.00	0.00	0.00	630,273.46	0.00
May 2031	0.00	0.00	0.00	593,592.30	0.00
June 2031	0.00	0.00	0.00	557,649.40	0.00
July 2031	0.00	0.00	0.00	522,432.71	0.00
August 2031	0.00	0.00	0.00	487,930.36	0.00
September 2031	0.00	0.00	0.00	454,130.64	0.00
October 2031	0.00	0.00	0.00	421,022.04	0.00
November 2031	0.00	0.00	0.00	388,593.20	0.00
December 2031	0.00	0.00	0.00	356,832.94	0.00
January 2032	0.00	0.00	0.00	325,730.26	0.00
February 2032	0.00	0.00	0.00	295,274.31	0.00
March 2032	0.00	0.00	0.00	265,454.40	0.00
April 2032	0.00	0.00	0.00	236,260.02	0.00
May 2032	0.00	0.00	0.00	207,680.80	0.00
June 2032	0.00	0.00	0.00	179,706.54	0.00
July 2032	0.00	0.00	0.00	152,327.19	0.00
August 2032	0.00	0.00	0.00	125,532.84	0.00
September 2032	0.00	0.00	0.00	99,313.74	0.00
October 2032	0.00	0.00	0.00	73,660.29	0.00
November 2032	0.00	0.00	0.00	48,563.04	0.00
December 2032	0.00	0.00	0.00	24,012.67	0.00
January 2033 and thereafter	0.00	0.00	0.00	0.00	0.00

JUMP BALANCES

Distribution Date	Jump Balances	
	75% PSA	434% PSA
Initial Balance	\$414,338,482.00	\$414,338,482.00
July 2003	413,741,928.95	412,988,402.75
August 2003	413,091,722.37	411,333,162.16
September 2003	412,388,021.62	409,373,691.23
October 2003	411,631,007.09	407,111,594.33
November 2003	410,820,880.10	404,549,153.27
December 2003	409,957,862.86	401,689,328.96
January 2004	409,042,198.40	398,535,760.58
February 2004	408,074,150.43	395,092,762.38
March 2004	407,054,003.27	391,365,317.90
April 2004	405,982,061.71	387,359,071.66
May 2004	404,858,650.86	383,080,318.31
June 2004	403,684,116.02	378,535,989.26
July 2004	402,458,822.50	373,733,636.75
August 2004	401,183,155.45	368,681,415.48
September 2004	399,857,519.67	363,388,061.68
October 2004	398,482,339.40	357,862,869.89
November 2004	397,058,058.08	352,115,667.38
December 2004	395,585,138.17	346,156,786.26
January 2005	394,064,060.88	339,997,033.50
February 2005	392,495,325.91	333,647,658.91
March 2005	390,879,451.19	327,120,321.19
April 2005	389,216,972.59	320,427,052.13
May 2005	387,508,443.64	313,580,219.26
June 2005	385,754,435.24	306,592,486.95
July 2005	383,955,535.31	299,476,776.24
August 2005	382,112,348.50	292,246,223.44
September 2005	380,225,495.83	284,914,137.86
October 2005	378,295,614.34	277,493,958.70
November 2005	376,372,655.70	270,264,964.75
December 2005	374,456,592.93	263,222,269.56
January 2006	372,547,399.15	256,361,110.78
February 2006	370,645,047.61	249,676,847.07
March 2006	368,749,511.63	243,164,954.99
April 2006	366,860,764.65	236,821,026.09
May 2006	364,978,780.20	230,640,763.93
June 2006	363,103,531.93	224,619,981.28
July 2006	361,234,993.56	218,754,597.36
August 2006	359,373,138.94	213,040,635.13
September 2006	357,517,942.00	207,474,218.70
October 2006	355,669,376.79	202,051,570.73
November 2006	353,827,417.43	196,769,009.95
December 2006	351,992,038.16	191,622,948.76
January 2007	350,163,213.31	186,609,890.79
February 2007	348,340,917.32	181,726,428.67
March 2007	346,525,124.71	176,969,241.73
April 2007	344,715,810.10	172,335,093.80
May 2007	342,912,948.23	167,820,831.11
June 2007	341,116,513.90	163,423,380.16
July 2007	339,326,482.02	159,139,745.71
August 2007	337,542,827.62	154,967,008.80
September 2007	335,765,525.79	150,902,324.81
October 2007	333,994,551.74	146,942,921.57

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
November 2007	332,229,880.75	143,086,097.55
December 2007	330,471,488.21	139,329,220.04
January 2008	328,719,349.62	135,669,723.42
February 2008	326,973,440.54	132,105,107.46
March 2008	325,233,736.64	128,632,935.68
April 2008	323,500,213.68	125,250,833.68
May 2008	321,772,847.52	121,956,487.62
June 2008	320,051,614.11	118,747,642.68
July 2008	318,336,489.47	115,622,101.53
August 2008	316,627,449.74	112,577,722.89
September 2008	314,924,471.14	109,612,420.13
October 2008	313,227,529.98	106,724,159.83
November 2008	311,536,602.65	103,910,960.51
December 2008	309,851,665.65	101,170,891.22
January 2009	308,172,695.57	98,502,070.33
February 2009	306,499,669.06	95,902,664.25
March 2009	304,832,562.88	93,370,886.20
April 2009	303,171,353.89	90,904,995.04
May 2009	301,516,019.01	88,503,294.12
June 2009	299,866,535.27	86,164,130.11
July 2009	298,222,879.79	83,885,891.94
August 2009	296,585,029.74	81,667,009.72
September 2009	294,952,962.43	79,505,953.67
October 2009	293,326,655.22	77,401,233.13
November 2009	291,706,085.57	75,351,395.55
December 2009	290,091,231.02	73,355,025.52
January 2010	288,482,069.20	71,410,743.85
February 2010	286,878,577.81	69,517,206.60
March 2010	285,280,734.67	67,673,104.24
April 2010	283,688,517.65	65,877,160.75
May 2010	282,101,904.73	64,128,132.75
June 2010	280,520,873.94	62,424,808.71
July 2010	278,945,403.43	60,766,008.11
August 2010	277,375,471.41	59,150,580.64
September 2010	275,811,056.18	57,577,405.48
October 2010	274,252,136.13	56,045,390.51
November 2010	272,698,689.73	54,553,471.59
December 2010	271,150,695.51	53,100,611.84
January 2011	269,608,132.12	51,685,800.97
February 2011	268,070,978.25	50,308,054.58
March 2011	266,539,212.71	48,966,413.51
April 2011	265,012,814.35	47,659,943.18
May 2011	263,491,762.15	46,387,733.01
June 2011	261,976,035.13	45,148,895.76
July 2011	260,465,612.39	43,942,566.95
August 2011	258,960,473.15	42,767,904.30
September 2011	257,460,596.65	41,624,087.13
October 2011	255,965,962.27	40,510,315.85
November 2011	254,476,549.42	39,425,811.37
December 2011	252,992,337.61	38,369,814.64
January 2012	251,513,306.43	37,341,586.10
February 2012	250,039,435.54	36,340,405.16
March 2012	248,570,704.68	35,365,569.79

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
April 2012	247,107,093.67	34,416,395.97
May 2012	245,648,582.40	33,492,217.29
June 2012	244,195,150.84	32,592,384.44
July 2012	242,746,779.05	31,716,264.85
August 2012	241,303,447.14	30,863,242.18
September 2012	239,865,135.30	30,032,715.97
October 2012	238,431,823.83	29,224,101.21
November 2012	237,003,493.05	28,436,827.94
December 2012	235,580,123.41	27,670,340.87
January 2013	234,161,695.38	26,924,099.01
February 2013	232,748,189.56	26,197,575.31
March 2013	231,339,586.58	25,490,256.29
April 2013	229,935,867.16	24,801,641.69
May 2013	228,537,012.10	24,131,244.16
June 2013	227,143,002.27	23,478,588.89
July 2013	225,753,818.59	22,843,213.33
August 2013	224,369,442.09	22,224,666.85
September 2013	222,989,853.84	21,622,510.43
October 2013	221,615,035.01	21,036,316.40
November 2013	220,244,966.82	20,465,668.10
December 2013	218,879,630.56	19,910,159.64
January 2014	217,519,007.61	19,369,395.60
February 2014	216,163,079.42	18,842,990.78
March 2014	214,811,827.48	18,330,569.91
April 2014	213,465,233.38	17,831,767.43
May 2014	212,123,278.78	17,346,227.22
June 2014	210,785,945.39	16,873,602.37
July 2014	209,453,215.00	16,413,554.91
August 2014	208,125,069.48	15,965,755.65
September 2014	206,801,490.76	15,529,883.88
October 2014	205,482,460.82	15,105,627.20
November 2014	204,167,961.75	14,692,681.30
December 2014	202,857,975.66	14,290,749.72
January 2015	201,552,484.77	13,899,543.71
February 2015	200,251,471.35	13,518,781.96
March 2015	198,954,917.73	13,148,190.48
April 2015	197,662,806.31	12,787,502.35
May 2015	196,375,119.57	12,436,457.59
June 2015	195,091,840.04	12,094,802.93
July 2015	193,812,950.34	11,762,291.69
August 2015	192,538,433.12	11,438,683.58
September 2015	191,268,271.13	11,123,744.54
October 2015	190,002,447.17	10,817,246.58
November 2015	188,740,944.10	10,518,967.64
December 2015	187,483,744.85	10,228,691.41
January 2016	186,230,832.44	9,946,207.20
February 2016	184,982,189.91	9,671,309.80
March 2016	183,737,800.39	9,403,799.32
April 2016	182,497,647.07	9,143,481.07
May 2016	181,261,713.21	8,890,165.42
June 2016	180,029,982.12	8,643,667.67
July 2016	178,802,437.18	8,403,807.92
August 2016	177,579,061.85	8,170,410.96

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
September 2016	176,359,839.62	7,943,306.13
October 2016	175,144,754.07	7,722,327.22
November 2016	173,933,788.82	7,507,312.33
December 2016	172,726,927.57	7,298,103.80
January 2017	171,524,154.09	7,094,548.06
February 2017	170,325,452.18	6,896,495.55
March 2017	169,130,805.72	6,703,800.61
April 2017	167,940,198.66	6,516,321.36
May 2017	166,753,615.00	6,333,919.65
June 2017	165,571,038.79	6,156,460.92
July 2017	164,392,454.17	5,983,814.11
August 2017	163,217,845.32	5,815,851.59
September 2017	162,047,196.47	5,652,449.07
October 2017	160,880,491.93	5,493,485.50
November 2017	159,717,716.07	5,338,842.99
December 2017	158,558,853.30	5,188,406.74
January 2018	157,403,888.10	5,042,064.95
February 2018	156,252,805.03	4,899,708.72
March 2018	155,105,588.67	4,761,232.04
April 2018	153,962,223.68	4,626,531.65
May 2018	152,822,694.78	4,495,506.98
June 2018	151,686,986.73	4,368,060.13
July 2018	150,555,084.38	4,244,095.73
August 2018	149,426,972.61	4,123,520.93
September 2018	148,302,636.37	4,006,245.31
October 2018	147,182,060.65	3,892,180.81
November 2018	146,065,230.52	3,781,241.69
December 2018	144,952,131.10	3,673,344.45
January 2019	143,842,747.56	3,568,407.80
February 2019	142,737,065.12	3,466,352.58
March 2019	141,635,069.08	3,367,101.68
April 2019	140,536,744.77	3,270,580.05
May 2019	139,442,077.60	3,176,714.60
June 2019	138,351,053.00	3,085,434.16
July 2019	137,263,656.50	2,996,669.45
August 2019	136,179,873.66	2,910,352.97
September 2019	135,099,690.08	2,826,419.04
October 2019	134,023,091.44	2,744,803.70
November 2019	132,950,063.48	2,665,444.65
December 2019	131,880,591.96	2,588,281.26
January 2020	130,814,662.72	2,513,254.49
February 2020	129,752,261.65	2,440,306.85
March 2020	128,693,374.70	2,369,382.37
April 2020	127,637,987.85	2,300,426.56
May 2020	126,586,087.15	2,233,386.37
June 2020	125,537,658.71	2,168,210.14
July 2020	124,492,688.67	2,104,847.59
August 2020	123,451,163.25	2,043,249.75
September 2020	122,413,068.70	1,983,368.97

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
October 2020	121,378,391.32	1,925,158.84
November 2020	120,347,117.50	1,868,574.18
December 2020	119,319,233.62	1,813,571.02
January 2021	118,294,726.17	1,760,106.54
February 2021	117,273,581.66	1,708,139.05
March 2021	116,255,786.65	1,657,628.00
April 2021	115,241,327.77	1,608,533.86
May 2021	114,230,191.68	1,560,818.20
June 2021	113,222,365.10	1,514,443.58
July 2021	112,217,834.81	1,469,373.57
August 2021	111,216,587.61	1,425,572.68
September 2021	110,218,610.39	1,383,006.40
October 2021	109,223,890.06	1,341,641.12
November 2021	108,232,413.60	1,301,444.12
December 2021	107,244,168.01	1,262,383.55
January 2022	106,259,140.37	1,224,428.42
February 2022	105,277,317.79	1,187,548.56
March 2022	104,298,687.45	1,151,714.59
April 2022	103,323,236.55	1,116,897.93
May 2022	102,350,952.35	1,083,070.77
June 2022	101,381,822.18	1,050,206.01
July 2022	100,415,833.37	1,018,277.31
August 2022	99,452,973.35	987,259.00
September 2022	98,493,229.57	957,126.12
October 2022	97,536,589.53	927,854.37
November 2022	96,583,040.77	899,420.10
December 2022	95,632,570.90	871,800.28
January 2023	94,685,167.56	844,972.52
February 2023	93,740,818.43	818,915.02
March 2023	92,799,511.26	793,606.55
April 2023	91,861,233.82	769,026.47
May 2023	90,925,973.95	745,154.69
June 2023	89,993,719.52	721,971.64
July 2023	89,064,458.45	699,458.31
August 2023	88,138,178.71	677,596.15
September 2023	87,214,868.31	656,367.17
October 2023	86,294,515.31	635,753.82
November 2023	85,377,107.82	615,739.03
December 2023	84,462,633.97	596,306.20
January 2024	83,551,081.96	577,439.17
February 2024	82,642,440.03	559,122.23
March 2024	81,736,696.47	541,340.06
April 2024	80,833,839.59	524,077.79
May 2024	79,933,857.76	507,320.93
June 2024	79,036,739.41	491,055.39
July 2024	78,142,472.99	475,267.46
August 2024	77,251,047.00	459,943.80
September 2024	76,362,449.99	445,071.42
October 2024	75,476,670.54	430,637.70
November 2024	74,593,697.28	416,630.35
December 2024	73,713,518.90	403,037.43
January 2025	72,836,124.10	389,847.29

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
February 2025	71,961,501.65	377,048.64
March 2025	71,089,640.35	364,630.45
April 2025	70,220,529.05	352,582.03
May 2025	69,354,156.63	340,892.96
June 2025	68,490,512.02	329,553.11
July 2025	67,629,584.18	318,552.62
August 2025	66,771,362.15	307,881.90
September 2025	65,915,834.96	297,531.63
October 2025	65,062,991.71	287,492.73
November 2025	64,212,821.54	277,756.39
December 2025	63,365,313.62	268,314.01
January 2026	62,520,457.19	259,157.26
February 2026	61,678,241.48	250,278.00
March 2026	60,838,655.81	241,668.34
April 2026	60,001,689.50	233,320.60
May 2026	59,167,331.96	225,227.31
June 2026	58,335,572.58	217,381.21
July 2026	57,506,400.84	209,775.22
August 2026	56,679,806.23	202,402.47
September 2026	55,855,778.29	195,256.28
October 2026	55,034,306.61	188,330.16
November 2026	54,215,380.79	181,617.77
December 2026	53,398,990.51	175,112.98
January 2027	52,585,125.44	168,809.81
February 2027	51,773,775.34	162,702.44
March 2027	50,964,929.97	156,785.22
April 2027	50,158,579.15	151,052.66
May 2027	49,354,712.72	145,499.41
June 2027	48,553,320.58	140,120.28
July 2027	47,754,392.66	134,910.22
August 2027	46,957,918.92	129,864.31
September 2027	46,163,889.36	124,977.79
October 2027	45,372,294.03	120,246.00
November 2027	44,583,122.99	115,664.44
December 2027	43,796,366.38	111,228.71
January 2028	43,012,014.34	106,934.56
February 2028	42,230,057.07	102,777.82
March 2028	41,450,484.78	98,754.48
April 2028	40,673,287.76	94,860.62
May 2028	39,898,456.28	91,092.42
June 2028	39,125,980.70	87,446.18
July 2028	38,355,851.39	83,918.30
August 2028	37,588,058.75	80,505.29
September 2028	36,822,593.24	77,203.74
October 2028	36,059,445.33	74,010.35
November 2028	35,298,605.55	70,921.91
December 2028	34,540,064.44	67,935.30
January 2029	33,783,812.60	65,047.48
February 2029	33,029,840.66	62,255.50
March 2029	32,278,139.26	59,556.51
April 2029	31,528,699.12	56,947.71
May 2029	30,781,510.95	54,426.40

<u>Distribution Date</u>	<u>Jump Balances</u>	
	<u>75% PSA</u>	<u>434% PSA</u>
June 2029	30,036,565.52	51,989.95
July 2029	29,293,853.64	49,635.81
August 2029	28,553,366.13	47,361.49
September 2029	27,815,093.88	45,164.59
October 2029	27,079,027.77	43,042.75
November 2029	26,345,158.75	40,993.71
December 2029	25,613,477.79	39,015.25
January 2030	24,883,975.89	37,105.23
February 2030	24,156,644.10	35,261.55
March 2030	23,431,473.49	33,482.19
April 2030	22,708,455.16	31,765.18
May 2030	21,987,580.26	30,108.60
June 2030	21,268,839.96	28,510.61
July 2030	20,552,225.47	26,969.38
August 2030	19,837,728.02	25,483.17
September 2030	19,125,338.89	24,050.28
October 2030	18,415,049.39	22,669.05
November 2030	17,706,850.85	21,337.88
December 2030	17,000,734.64	20,055.21
January 2031	16,296,692.17	18,819.51
February 2031	15,594,714.88	17,629.33
March 2031	14,894,794.22	16,483.23
April 2031	14,196,921.71	15,379.83
May 2031	13,501,088.87	14,317.77
June 2031	12,807,287.27	13,295.77
July 2031	12,115,508.49	12,312.53
August 2031	11,425,744.18	11,366.84
September 2031	10,737,985.98	10,457.49
October 2031	10,052,225.59	9,583.33
November 2031	9,368,454.73	8,743.22
December 2031	8,686,665.15	7,936.08
January 2032	8,006,848.62	7,160.84
February 2032	7,328,996.98	6,416.47
March 2032	6,653,102.06	5,701.98
April 2032	5,979,155.73	5,016.38
May 2032	5,307,149.90	4,358.75
June 2032	4,637,076.52	3,728.16
July 2032	3,968,927.53	3,123.72
August 2032	3,302,694.95	2,544.59
September 2032	2,638,370.79	1,989.91
October 2032	1,975,947.12	1,458.89
November 2032	1,315,416.01	950.74
December 2032	656,769.59	464.69
January 2033 and thereafter	0.00	0.00



\$739,338,482

**Government National
Mortgage Association**

GINNIE MAE[®]

**Guaranteed REMIC
Pass-Through Securities
and MX Securities
Ginnie Mae REMIC Trust 2003-055**

**OFFERING CIRCULAR SUPPLEMENT
June 23, 2003**

**UBS Investment Bank
Williams Capital Group, L.P.**